

#A000000000 DE 1231 10-Q 34 001-38207 241463983 16305 36TH AVENUE N SUITE 100 MINNEAPOLIS MN 55446 Celcuity LLC 20140324 10-Q 1 form10-q.htm false -12.31 Q3 0001603454 Yes Yes 0001603454 2024-01-01 2024-09-30 0001603454 2024-01-01 2024-09-30 0001603454 us-gaap:CommonStockMember 2023-12-31 0001603454 us-gaap:PreferredStockMember 2023-12-31 0001603454 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001603454 us-gaap:RetainedEarningsMember 2023-12-31 0001603454 us-gaap:CommonStockMember 2024-03-31 0001603454 us-gaap:PreferredStockMember 2024-03-31 0001603454 us-gaap:AdditionalPaidInCapitalMember 2024-03-31 0001603454 us-gaap:RetainedEarningsMember 2024-03-31 0001603454 us-gaap:CommonStockMember 2024-06-30 0001603454 us-gaap:PreferredStockMember 2024-06-30 0001603454 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0001603454 us-gaap:RetainedEarningsMember 2024-06-30 0001603454 us-gaap:CommonStockMember 2022-12-31 0001603454 us-gaap:PreferredStockMember 2022-12-31 0001603454 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A A A Stockholders' Equity A A A A Preferred stock, \$0.001 par value: 2,500,000 shares authorized; 317,577 and 854,134 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively A 318A A 854A Common stock, \$0.001 par value: 65,000,000 shares authorized; 37,116,267 and 25,066,012 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively A 37,116A A 25,066A Additional paid-in capital A 384,873,261A A 299,818,965A Accumulated deficit A (235,202,067)A A (160,076,003) Total Stockholders' Equity A 149,708,628A A 139,769,322A Total Liabilities and Stockholders' Equity A \$273,036,970A A \$191,219,398A See accompanying notes to the condensed financial statements A 3 A Celucity Inc. Condensed Statements of Operations (unaudited) A A A 2024A A 2023A A 2024A A 2023A A Three Months Ended September 30, A Nine Months Ended September 30, A A A 2024A A 2023A A 2024A A 2023A Operating expenses: A A A A A A A A A A A A A A A A Research and development A \$27,587,483A A \$17,488,236A A \$70,732,017A A \$42,512,811A General and administrative A \$2,472,416A A \$1,409,801A A \$6,104,803A A \$3,988,248A Total operating expenses A \$30,059,899A A \$18,898,037A A \$76,836,820A A \$46,501,059A Loss from operations A (\$30,059,899)A A (\$18,898,037)A A (\$76,836,820)A A (\$46,501,059) A A A A A A A A Other (expense) income A A A A A A A A Interest expense A (\$3,343,989)A A (\$1,372,132)A A (\$7,005,284)A A (\$3,929,140) Interest income A \$3,612,099A A \$1,865,629A A \$8,716,040A A \$5,499,555A Other income, net A \$268,110A A \$493,497A A \$1,710,756A A \$1,570,415A Net loss before income taxes A (\$29,791,789)A A (\$18,404,540)A A (\$75,126,064)A A (\$44,930,644) Income tax benefits A -A A -A A -A A -A Net loss A (\$29,791,789)A A (\$18,404,540)A A (\$75,126,064)A A (\$44,930,644) A A A A A A A A Net loss per share, basic and diluted A \$(0.70)A A \$(0.83)A A \$(1.96)A A \$(2.05) A A A A A A A A Weighted average common shares outstanding, basic and diluted A 42,793,047A A 22,117,626A A 38,299,548A A 21,920,147A A See accompanying notes to the condensed financial statements A 4 A Celucity Inc. Condensed Statements of Changes in Stockholders' Equity Three and Nine Months Ended September 30, 2024 A A Shares A Amount A Shares A Amount A Capital A Deficit A Total A A A Common Stock A Preferred Stock A Additional Paid-In A Accumulated A A A Shares A Amount A Shares A Amount A Capital A Deficit A Total A A A A A A A Balance at December 31, 2023 A 25,066,012A A \$25,066A A 854,134A A \$854A A \$299,818,965A A (\$160,076,003) A \$139,769,322A Stock-based compensation A -A A -A A -A A -A A 1,331,346A A -A A 1,331,346A Exercise of common stock warrants, net of shares withheld for exercise price A 1,742,763A A 1,742A A 1,742A A -A A -A A 14,007,409A A -A A 14,009,151A Exercise of common stock options, net of shares withheld for exercise price A 36,550A A 37A A -A A -A A 239,263A A -A A 239,300A Conversion of preferred to common stock A 3,488,570A A 3,489A A (348,857)A A (349)A A (3,140)A A A A A Net loss A -A A -A A -A A -A A -A A (21,612,455)A A (21,612,455) Balance at March 31, 2024 (unaudited) A 30,773,895A A 30,774A A 505,277A A \$505A A \$315,393,843A A (\$181,688,458) A \$133,736,664A Stock-based compensation A 1,429A A 1A A -A A -A A 1,410,512A A -A A 1,410,513A Employee stock purchases A 20,426A A 20A A A A A 131,226A A A A 131,246A Conversion of preferred to common stock A 1,877,000A A 1,878A A (187,700)A A (187)A A (1,691)A A -A A -A Exercise of common stock warrants, net of shares withheld for exercise price A 19,390A A 19A A -A A -A A 172,967A A -A A 172,986A Exercise of common stock options, net of shares withheld for exercise price A 16,197A A 17A A -A A -A A 95,694A A -A A 95,711A Issuance of common stock in an ATM offering A 435,414A A 435A A -A A -A A 7,641,765A A -A A 7,642,200A Issuance costs associated with an ATM offering A -A A -A A -A A -A A (263,727)A A -A A (263,727) Issuance of common stock upon closing of follow-on offering, net of underwriting discounts and offering costs A 3,871,000A A 3,871A A -A A -A A 56,248,237A A -A A 56,252,108A Issuance of common stock warrants, net payable A -A A -A A -A A -A A 1,228,911A A -A A 1,228,911A Net loss A -A A -A A -A A -A A (23,721,820)A A (23,721,820) Balance at June 30, 2024 (unaudited) A 37,014,751A A \$37,015A A 317,577A A \$318A A \$382,057,737A A (\$205,410,278)A A \$176,684,792A Stock-based compensation A -A A -A A -A A -A A 1,931,201A A -A A 1,931,201A Exercise of common stock warrants, net of shares withheld for exercise price A 36,312A A 36A A -A A -A A 330,708A A -A A 330,744A Net loss A -A A -A A -A A -A A (29,791,789)A A (29,791,789) Balance at September 30, 2024 (unaudited) A 37,116,267A A \$37,116A A 317,577A A \$318A A \$384,873,261A A (\$235,202,067)A A \$149,708,628A See accompanying notes to the condensed financial statements A 5 A Celucity Inc. Condensed Statements of Changes in Stockholders' Equity Three and Nine Months Ended September 30, 2023 A A Common Stock A Preferred Stock A Additional Paid-In A Accumulated A A A Shares A Amount A Shares A Amount A Capital A Deficit A Total A A A A A A A Balance at December 31, 2022 A 21,667,250A A \$21,667A A 1,120,873A A \$1,121A A \$230,045,566A A (\$96,296,887)A A \$133,771,467A Stock-based compensation A -A A -A A -A A -A A 1,273,282A A -A A 1,273,282A Exercise of common stock options, net of shares withheld for exercise price A 24,122A A 24A A -A A -A A 127,898A A -A A 127,922A Conversion of preferred to common stock A 250,000A A 250A A (25,000)A A (25)A A (225)A A -A A -A Issuance costs associated with private placement offering A -A A -A A -A A -A A (7,486)A A -A A (7,486) Net loss A -A A -A A -A A -A A (11,938,417)A A (11,938,417) Balance at March 31, 2023 (unaudited) A 21,941,372A A \$21,941A A 1,095,873A A \$1,096A A \$231,439,035A A (\$108,235,304)A A \$123,226,768A Stock-based compensation A 1,958A A 2A A -A A -A A 1,276,980A A -A A 1,276,982A Employee stock purchases A 17,477A A 17A A -A A -A A 102,621A A -A A 102,638A Conversion of preferred to common stock A 100,000A A 100A A A (10,000)A A (10)A A (90)A A -A A -A Exercise of common stock options, net of shares withheld for exercise price A 21,086A A 22A A -A A -A A 113,618A A -A A 113,640A Net loss A -A A -A A -A A -A A (14,587,687)A A (14,587,687) Balance at June 30, 2023 (unaudited) A 22,081,893A A \$22,082A A 1,085,873A A \$1,086A A \$232,932,164A A (\$122,822,991)A A \$110,132,341A Stock-based compensation A -A A -A A -A A -A A 1,108,637A A -A A 1,108,637A Conversion of preferred to common stock A 250,000A A 250A A (25,000)A A (25)A A (225)A A -A A -A Exercise of common stock options, net of shares withheld for exercise price A 37,500A A 37A A -A A -A A 59,965A A -A A 60,002A Net loss A -A A -A A -A A -A A (18,404,540)A A (18,404,540) Balance at September 30, 2023 (unaudited) A 22,369,393A A \$22,369A A 1,060,873A A \$1,061A A \$234,100,541A A (\$141,227,531)A A \$92,896,440A Balance A 22,369,393A A \$22,369A A 1,060,873A A \$1,061A A \$234,100,541A A (\$141,227,531)A A \$92,896,440A See accompanying notes to the condensed financial statements A 6 A Celucity Inc. Condensed Statements of Cash Flows (unaudited) A A A 2024A A 2023A A Nine Months Ended September 30, A A 2024A A 2023A Cash flows from operating activities: A A A A A Net loss A (\$75,126,064)A A (\$44,930,644) Adjustments to reconcile net loss to net cash and cash equivalents used for operations: A A A A A Depreciation A 94,693A A 114,824A Stock-based compensation A 4,673,059A A 3,658,902A Amortization of debt issuance costs and discount A 780,555A A 177,939A Payment-in-kind interest A 1,110,584A A 1,345,760A Non-cash operating lease, net A 326A A 3,171A Change in accrued interest income A (1,112,420)A A (439,331) Changes in operating assets and liabilities: A A A A A Other current assets A 1,740,973A A (1,065,732) Accounts payable A 4,09

agreements may, from time to time, be subject to amendments as a result of any change orders executed by the parties. As of September 30, 2024, the Company had two material non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$1.6 million. A Software A In August 2024, the Company entered into two software license agreements. These agreements will expire in August 2026. As of September 30, 2024, the Company had non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$0.2 million. A 6. Stockholders' Equity A Capital Stock At December 31, 2023, the Company's authorized capital stock consisted of 65,000,000 shares of \$0.01 par value common stock, of which 25,506,012 shares were outstanding, and 2,500,000 shares of \$0.01 par value preferred stock, of which 854,134 shares were outstanding. A On January 15, 2024, one of the Company's preferred shareholders elected to convert 224,244 shares of Series A Convertible Preferred Stock into 2,242,440 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A 10 A On March 14, 2024, one of the Company's preferred shareholders elected to convert 50,000 shares of Series A Convertible Preferred Stock into 500,000 shares of Common Stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A On March 15, 2024, one of the Company's investors exercised 1,739,080 common stock warrants at an exercise price of \$8.05 per share, which generated approximately \$14.0 million in cash. The warrants were issued pursuant to the Securities Purchase Agreement dated May 15, 2022, that closed and was funded on December 9, 2022. A Additional common stock warrants of 3,683 from several investors were exercised, which generated approximately \$9,000 in cash in the first quarter of 2024. The 3,683 common stock warrants were net of shares withheld for exercise price. A On March 19, 2024, one of the Company's preferred shareholders elected to convert 43,913 shares of Series A Convertible Preferred Stock into 439,130 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A On March 26, 2024, one of the Company's preferred shareholders elected to convert 307,000 shares of Series A Convertible Preferred Stock into 3,070,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A On May 31, 2024, one of the Company's preferred shareholders elected to convert 100,000 shares of Series A Convertible Preferred Stock into 1,000,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A On June 26, 2024, one of the Company's preferred shareholders elected to convert 87,700 shares of Series A Convertible Preferred Stock into 877,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$5.75 per share. A Common stock warrants of 19,390 from several investors were exercised, which generated approximately \$173,000 in cash in the second quarter of 2024. The 19,390 common stock warrants were net of shares withheld for exercise price. A Common stock warrants of 65,204 from several investors were exercised, which generated approximately \$554,000 in cash in the third quarter of 2024. The 65,204 common stock warrants were net of shares withheld for exercise price. A At September 30, 2024, the Company's authorized capital stock consisted of 65,000,000 shares of common stock, of which 37,116,267 shares were outstanding, and 2,500,000 shares of preferred stock, including 1,850,000 shares designated as Series A Preferred Stock, of which 317,577 shares were outstanding. As of September 30, 2024, no dividends have been declared on the Company's capital stock. A Sale and Issuance of Stock A On April 22, 2024, pursuant to an Open Market Sale AgreementSM with Jefferies LLC, as agent, the Company sold 285,714 shares of common stock in a single transaction at a price of \$17.50 per share, generating gross proceeds of \$5.0 million. A On May 8, 2024, pursuant to an Open Market Sale Agreement with Jefferies LLC, as agent, the Company sold 149,700 shares of common stock in a single transaction at a price of \$17.65 per share, generating gross proceeds of \$2.6 million. A 11 A Commissions and other offering expenses related to the Open Market Sale Agreement transactions in April and May 2024 were \$0.3 million. A On May 30, 2024, the Company entered into an underwriting agreement with Leerink Partners LLC, TD Securities (USA) LLC and Stifel, Nicolaus & Company, Incorporated as representatives of the several underwriters relating to the issuance and sale of 3,871,000 shares of Common Stock, at a price to the public of \$15.50, generating gross proceeds of approximately \$60.0 million. The offering closed on May 31, 2024 and resulted in net proceeds to the Company of approximately \$56.3 million after deducting underwriting discounts and other offering expenses payable by the Company. The Company intends to use the net proceeds from the offering for working capital and general corporate purposes, which may include capital expenditures, research and development expenditures, clinical trial expenditures, expansion of business development activities and other general corporate purposes. A 7. Stock-Based Compensation A The following table summarizes the activity for all stock options outstanding for the nine months ended September 30:

A Schedule of Stock Options Activity	A 2024A	A 2023A	A SharesA	A Weighted Average Exercise PriceA	A SharesA	A Weighted Average Exercise PriceA
Options outstanding at beginning of yearA	\$2,815,392A	\$7.59A	\$1,976,586A	\$6.34A	GrantedA	\$1,557,479A
ExercisedA	\$874,548A	\$10.13A	ForfeitedA	\$7.63A	\$2,702,629A	\$7.63A
Options exercisable at September 30A	\$1,891,297A	\$7.11A	\$1,440,231A	\$6.26A	Expected volatilityA	\$71.2 to 76.10%
Weighted Average Grant Date Fair Value for options granted during the periodA	\$11.38A	\$7.09A	The following table summarizes additional information about stock options outstanding and exercisable at September 30, 2024:			
Schedule of Stock Options Outstanding and ExercisableA	Options OutstandingA	Options ExercisableA	Options OutstandingA	Options ExercisableA	Options OutstandingA	Options ExercisableA
Weighted Average Remaining Contractual LifeA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Weighted Average Exercise PriceA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Aggregate Intrinsic ValueA	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A	\$18,651,440A
Options ExercisableA	\$18,651,440A					

volume weighted average closing price of the Company's common stock for the five-trading day period ending on the last trading day immediately preceding the applicable Term Loan funding. The Warrants may be exercised on a cashless basis and are exercisable through the tenth anniversary of the applicable funding date. The number of shares of common stock for which each Warrant is exercisable and the associated exercise price are subject to certain proportional adjustments as set forth in such Warrant. The Company evaluated the change of terms under ASC 470-50, "Modification and Extinguishment," and concluded the change in terms did not result in significant and consequential changes to the economic substance of the debt and thus resulted in a modification of the debt and not an extinguishment of the debt. 15 A Long-term debt consisted of the following at September 30, 2024 and December 31, 2023:

A Schedule of Long-term Debt

	September 30, 2024	December 31, 2023
Note payable	\$100,000,000	\$35,000,000
Add: Final fee	\$4,500,000	\$0
Paid: PIK interest (added to principal)	\$340,164	\$2,565,660
Less: unamortized debt issuance costs	\$(1,856,880)	\$(480,810)
Less: unamortized debt discount	\$(6,059,370)	\$(49,439)
Total long-term debt	\$96,923,914	\$37,035,411

A Future principal payments, including the incurred PIK interest and Final Fee, are as follows:

	September 30, 2024	December 31, 2023
Future principal payments	\$30,538,311	\$52,351,390
Total	\$104,840,164	\$91,950,463

9. Subsequent Event

On October 7, 2024, the Company held a Special Meeting of Stockholders at which the Company's stockholders approved an amendment to the Company's Certificate of Incorporation to increase the authorized number of shares of the Company's Common Stock from 65,000,000 to 95,000,000 (the "Authorized Share Increase"). The Authorized Share Increase had previously been approved, subject to stockholder approval, by the Company's Board of Directors. On October 7, 2024, the Company filed a certificate of amendment to the Certificate of Incorporation with the Delaware Secretary of State to effect the Authorized Share Increase, which became effective immediately upon its filing. 16 A ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

You should read the following discussion and analysis of our financial condition and results of operations together with our unaudited condensed financial statements and the related notes appearing under Item 1 of Part I of this Quarterly Report on Form 10-Q (this "Quarterly Report"). Some of the information contained in this discussion and analysis or set forth elsewhere in this Quarterly Report, including information with respect to our plans and strategy for our business and expected financial results, includes forward-looking statements that involve risks and uncertainties. You should review the "Risk Factors" discussed in our Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 27, 2024, and the cautionary statements elsewhere in this Quarterly Report for a discussion of important factors that could cause actual results to differ materially from the results described in or implied by the forward-looking statements contained in the following discussion and analysis. A Overview

Celucity is a clinical-stage biotechnology company focused on the development of targeted therapies for treatment of multiple solid tumor indications. The Company's lead therapeutic candidate is gedatolisib, a pan-PI3K/mTOR inhibitor. Its mechanism of action and pharmacokinetic properties are highly differentiated from other currently approved and investigational therapies that target PI3K or mTOR alone or together. In 2022, the Company began enrolling patients in VIKTORIA-1, a Phase 3 study evaluating gedatolisib and fulvestrant with and without Ibrance® (palbociclib) as second line treatment for patients with HR+, HER2- advanced breast cancer. In early 2024, the Company began enrolling patients in CELC-G-201, a Phase 1b/2 study evaluating gedatolisib combined with Nubeqa® (darolutamide) in patients with metastatic castration resistant prostate cancer (mCRPC). In May 2024, the Company announced plans to initiate VIKTORIA-2, a Phase 3 trial evaluating gedatolisib combined with fulvestrant plus a CDK 4/6 inhibitor as first-line treatment for patients with HR+, HER2- advanced breast cancer. The first patient is expected to be enrolled in the second quarter of 2025. The Company's CELSignia companion diagnostic platform is uniquely able to analyze live patient tumor cells to identify new groups of cancer patients likely to benefit from already approved targeted therapies. A Gedatolisib is a potent, well-tolerated, reversible, ATP-competitive, pan-PI3K/mTOR inhibitor that selectively targets all Class I isoforms of PI3K and mammalian target of rapamycin (mTOR). In April 2021, we obtained exclusive global development and commercialization rights to gedatolisib under a license agreement with Pfizer, Inc. We believe gedatolisib's unique mechanism of action, differentiated chemical structure, favorable pharmacokinetic properties, and intravenous formulation offer distinct advantages over currently approved and investigational therapies that target PI3K or mTOR alone or together. A A— Overcomes limitations of therapies that only inhibit a single Class I PI3K isoform or only one mTOR kinase complex. A A Gedatolisib is a pan-class I isoform PI3K inhibitor with low nanomolar potency for the p110 α , p110 β , p110 δ , and p110 γ isoforms and mTORC1 and mTORC2 complexes. Each PI3K isoform and mTOR complex is known to preferentially affect different signal transduction events that involve tumor cell survival, depending upon the aberrations associated with the linked pathway. When a therapy only inhibits a single Class I isoform (e.g., alpelisib, a PI3K- δ inhibitor) or only one mTOR kinase complex (e.g., everolimus, an mTORC1 inhibitor), numerous feedforward and feedback loops between the PI3K isoforms and mTOR complexes cross-activate the uninhibited sub-units. This, in turn, induces compensatory resistance that can reduce the efficacy of isoform specific PI3K or single mTOR kinase complex inhibitors. Inhibiting all four PI3K isoforms and both mTOR complexes, as gedatolisib does, thus prevents the confounding effect of isoform interaction that may occur with isoform-specific PI3K inhibitors and the confounding interaction between PI3K isoforms and mTOR. A A— Better tolerated by patients than oral PI3K and mTOR drugs. A A Gedatolisib is administered intravenously (IV) on a four-week cycle of three weeks-on, one week-off, in contrast to the orally administered pan-PI3K or dual PI3K/mTOR inhibitors that are no longer being clinically developed. Oral pan-PI3K or PI3K/mTOR inhibitors have repeatedly been found to induce significant side effects that were not well tolerated by patients. This typically leads to a high proportion of patients requiring dose reductions or treatment discontinuation. The challenging toxicity profile of these drug candidates ultimately played a significant role in the decisions to halt their development, despite showing promising efficacy. By contrast, gedatolisib stabilizes at lower concentration levels in plasma compared to orally administered PI3K inhibitors, resulting in less toxicity, while maintaining concentrations sufficient to inhibit PI3K/mTOR signaling. A A Isoform-specific PI3K inhibitors administered orally were developed to reduce toxicities in patients. While the range of toxicities associated with isoform-specific inhibitors is narrower than oral pan-PI3K or PI3K/mTOR inhibitors, administering them orally on a continuous basis still leads to challenging toxicities. The experience with an FDA approved oral p110- δ specific inhibitor, Piqray, illustrates the challenge. In its Phase 3 pivotal trial Piqray was found to induce a Grade 3 or 4 adverse event (AE) related to hyperglycemia in 39% of patients evaluated. In addition, 26% of patients discontinued alpelisib due to treatment related AEs. By contrast, in the 103-patient dose expansion portion of the Phase 1b clinical trial with gedatolisib, only 7% of patients experienced Grade 3 or 4 hyperglycemia and less than 9% discontinued treatment. 17 A As of September 30, 2024, 492 patients with solid tumors have received gedatolisib in eight completed clinical trials. Of the 492 patients, 129 were treated with gedatolisib as a single agent in three clinical trials. The remaining 363 patients received gedatolisib in combination with other anti-cancer agents in five clinical trials. Additional patients received gedatolisib in combination with other anti-cancer agents in nine investigator sponsored clinical trials. A A Phase 1b trial (B2151009) evaluating patients with HR+/HER2- metastatic breast cancer was initiated in 2016 and subsequently enrolled 138 patients. Four patients from this study continue to receive study treatment, as of September 30, 2024, each of whom have received study treatment for more than five years. The B2151009 clinical was an open label, multiple arm Phase 1b study that evaluated gedatolisib in combination with palbociclib (CDK4/6 inhibitor) and fulvestrant or letrozole in patients with HR+/HER2- advanced breast cancer. Thirty-five patients were enrolled in two dose escalation arms to evaluate the safety and tolerability and to determine the maximum tolerated dose (MTD) of gedatolisib when used in combination with the standard doses of palbociclib and endocrine therapy (letrozole or fulvestrant). The MTD was determined to be 180 mg administered intravenously once weekly. A total of 103 patients were subsequently enrolled in one of four expansion arms (A, B, C, D). A High objective overall response rates (ORR) were observed in all four expansion arms and were comparable in each arm for PIK3CA wild-type (WT) and PIK3CA mutant (MT) patients. As of the data cut-off date, March 16, 2023, for treatment-naïve patients in Escalation Arm A and Expansion Arm A (n=41), median progression free survival (mPFS) was 48.6 months, median duration of response (mDOR) was 46.9 months, and ORR was 79%, respectively. This data compares favorably to published data for current first-line standard-of-care treatments for patients with HR+, HER2- advanced breast cancer. In patients who received prior hormonal therapy alone or in combination with a CDK4/6 inhibitor (Arms B, C, and D), ORR (including unconfirmed partial responses) ranged from 36% to 77%. Each arm achieved its primary endpoint target, which was reporting higher ORR in the study arm than ORR from either the PALOMA-2 (ORR=55%) study that evaluated palbociclib plus letrozole for Arm A or the PALOMA-3 study (ORR=25%) that evaluated palbociclib plus fulvestrant for Arms B, C, and D. For all enrolled patients, a clinical benefit rate (CBR) of approximately 79% was observed. Median progression free survival was 12.9 months for patients who received a prior CDK4/6 inhibitor and were treated in the study with the Phase 3 dosing schedule (Arm D). A Gedatolisib combined with palbociclib and endocrine therapy demonstrated a favorable safety profile with manageable toxicity. The majority of treatment emergent AEs were Grade 1 and 2. The most frequently observed AEs included stomatitis/mucosal inflammation, the majority of which were Grade 1 and 2. The most common Grade 4 AEs were neutropenia and neutrophil count decrease, which were assessed as related to treatment with palbociclib. No Grade 5 AEs were reported in this study. A We are currently enrolling patients in a Phase 3, open-label, randomized clinical trial (VIKTORIA-1) to evaluate the efficacy and safety of two regimens in adults with HR+/HER2- advanced breast cancer whose disease has progressed after prior CDK4/6 therapy in combination with an aromatase inhibitor: 1) gedatolisib in combination with palbociclib and fulvestrant; and 2) gedatolisib in combination with fulvestrant. Approximately two hundred clinical sites in North America, Europe, South America, Asia, and Australia have been selected to participate in the study. The first clinical site was activated in the third quarter of 2022, and the first patient was dosed in December 2022. A The VIKTORIA-1 clinical trial will enable separate evaluation of subjects according to their PIK3CA status. Subjects who meet eligibility criteria and are PIK3CA WT will be randomly assigned (1:1:1) to receive a regimen of either gedatolisib, palbociclib, and fulvestrant (Arm A), gedatolisib and fulvestrant (Arm B), or fulvestrant (Arm C). Subjects who meet eligibility criteria and are PIK3CA MT will be randomly assigned (3:3:1) to receive a regimen of either gedatolisib, palbociclib, and fulvestrant (Arm D) or alpelisib and fulvestrant (Arm E), or gedatolisib and fulvestrant (Arm F). Enrollment of the PIK3CA WT cohort is 100% enrolled and enrollment in the PIK3CA MT cohort is on plan. The PIK3CA WT cohort represents approximately 60% of the total patients enrolled to date in VIKTORIA-1. Based on our current forecast of reaching the event thresholds that will trigger primary analysis in both the PIK3CA WT and MT cohorts, we expect to report topline data for the PIK3CA WT cohort sometime in late Q1 2025 or during Q2 2025 and to report topline data for the PIK3CA MT cohort in the second half of 2025. If the results from the PIK3CA wild-type patient cohort are positive, we would expect to file a new drug application, or NDA, with this data and follow-up with a supplemental NDA for the PIK3CA mutant cohort if those results are positive. If gedatolisib ultimately does receive FDA approval for both the PIK3CA wild-type and mutant populations, we estimate the peak revenue potential for this second-line indication could exceed \$2 billion. 18 A We received approval from the FDA in mid-2023 to proceed with the clinical development of gedatolisib in combination with Nubeqa® (darolutamide), an approved androgen receptor inhibitor, for the treatment of patients with mCRPC. We have since initiated a Phase 1b/2 study (CELC-G-201) that will enroll up to 54 participants with mCRPC who progressed after treatment with an androgen receptor inhibitor. We dosed our first patient in this trial in February 2024. A In the Phase 1b portion of the study, Celucity expects that 36 participants will be randomly assigned to receive 600 mg darolutamide combined with either 120 mg gedatolisib in Arm 1 or 180 mg gedatolisib in Arm 2. An additional 12 participants will then be enrolled in the Phase 2 portion of the study at the recommended phase 2 dose (RP2D) level to enable evaluation of 30 participants treated with the RP2D of gedatolisib. A The primary objectives of the Phase 1b portion of the trial include assessment of the safety and tolerability of gedatolisib in combination with darolutamide and determination of the recommended Phase 2 dose of gedatolisib. The primary objective of the Phase 2 portion of the trial is to assess the radiographic progression-free survival (rPFS) at six months of patients who received the RP2D. We expect to report preliminary data in Q2 of 2025. A The Phase 3 VIKTORIA-2 clinical trial, an open-label, randomized study to evaluate the efficacy and safety of gedatolisib combined with fulvestrant plus a CDK4/6 inhibitor in comparison to fulvestrant plus a CDK4/6 inhibitor as first-line treatment for patients with HR+/HER2- advanced breast cancer who are endocrine therapy resistant is on track to enroll its first Patient in Q2 2025. For the CDK4/6 inhibitor, investigators may choose either ribociclib or palbociclib. The safety profile of gedatolisib combined with fulvestrant and palbociclib is well described, but the investigational combination of gedatolisib with ribociclib has not yet been clinically tested. Therefore, a safety run-in of approximately 12-36 subjects will evaluate the safety profile of gedatolisib combined with ribociclib and fulvestrant. The safety run-in will be completed, and gedatolisib's Phase 3 dose confirmed, before enrolling patients in the Phase 3 portion of the study. A For the Phase 3 study, approximately 638 subjects who meet the eligibility criteria will be assigned to a cohort based on their PIK3CA mutation status. After the investigator selects the CDK4/6 inhibitor for a subject, the subject will then be randomly assigned on a 1:1 basis to either Arm A (gedatolisib, fulvestrant, and Investigator's choice of ribociclib or palbociclib) or Arm B (fulvestrant and Investigator's choice of ribociclib or palbociclib). A The clinical trial primary endpoints are progression free survival (PFS), per RECIST 1.1 criteria, as assessed by blinded independent central review. The primary PFS endpoints will be evaluated separately in subjects who are PIK3CA WT and PIK3CA MT. A The study's design was reviewed and discussed with the U.S. Food and Drug Administration (FDA) during a Type C meeting. This global trial is expected to enroll subjects at up to 200 clinical sites across North America, Europe, Latin America, and Asia. Site qualification activities to support activation for the 200 sites is on track. A Recent Developments

Enrollment in our VIKTORIA-1 study remains robust and on-track. The PIK3CA WT cohort is 100% enrolled, and enrollment in the PIK3CA MT cohort is on plan. Based on our current forecast of reaching the event thresholds that will trigger primary analysis in both the PIK3CA WT and MT cohorts, we expect to report topline data for the PIK3CA WT cohort sometime in late Q1 2025 or during Q2 2025 and to report topline data for the PIK3CA MT cohort in the second half of 2025. A The Phase 1b/2 clinical trial, evaluating gedatolisib in combination with darolutamide for the treatment of patients with metastatic castration resistant prostate cancer (mCRPC), is ongoing and expected to report preliminary data in Q2 2025. A The VIKTORIA-2 Phase 3 clinical trial remains on track to enroll its first patient in Q2 2025. Site qualification activities to support activation of up to 200 sites across North America, Europe, Latin America, and Asia are on track. A Overall survival data from the B2151009 Phase 1b clinical trial will be presented at the San Antonio Breast Cancer Symposium (SABCS), taking place December 10-13, 2024. A Additional nonclinical data further characterizing the mechanism of action of gedatolisib and its effect on breast cancer cell metabolic functions will also be presented at the SABCS. A In October, Cancers published results of nonclinical studies in gynecological cancer cell line models highlighting the differences between single-node inhibitors of the PI3K/AKT/mTOR pathway and gedatolisib. The published manuscript is available online and on the publications section of Celucity's website. A Results of Operations

We have not generated any revenue from sales to date, and we continue to incur significant research and development and other expenses related to our ongoing operations. As a result, we are not and have never been profitable and have incurred losses in each period since our inception in 2012. For the three months ended September 30, 2024 and 2023, we reported a net loss of approximately \$29.8 million and \$18.4 million, respectively, and for the nine months ended September 30, 2024, we reported a net loss of approximately \$75.1 million and \$44.9 million, respectively. As of September 30, 2024, we had an accumulated deficit of approximately \$235.2 million. As of September 30, 2024, we had cash and cash equivalents and short-term investments of approximately \$264.1 million. 19 A Components of Operating Results

A Revenue

To date, we have not generated any revenue. With the execution of the Pfizer license agreement in April 2021, whereby we acquired exclusive world-wide licensing rights to develop and commercialize gedatolisib, we initiated a Phase 3 clinical trial, VIKTORIA-1, in 2022 to support potential regulatory approval to market gedatolisib as a second line treatment for HR+, HER2- advanced breast cancer. In August 2023, we announced plans to proceed with the clinical development of gedatolisib in combination with Nubeqa® (darolutamide), an approved androgen receptor inhibitor, for the treatment of patients with mCRPC. In May 2024, we announced plans to initiate a Phase 3 clinical trial, VIKTORIA-2, to evaluate gedatolisib plus a CDK4/6 inhibitor and fulvestrant as a first-line treatment for patients with HR+, HER2-, advanced breast cancer who are endocrine therapy resistant. If we obtain regulatory approvals to market gedatolisib, we expect to initially generate revenue from sales of the drug for the treatment of breast cancer patients. A Research and Development

Since our inception, we have primarily focused on research and development of gedatolisib, a PI3K/mTOR targeted therapy and our CELSignia platform and corresponding tests. Research and development expenses primarily include:

- A employee-related expenses related to our research and development activities, including salaries, benefits, recruiting, travel and stock-based compensation expenses;
- A laboratory supplies;
- A consulting fees paid to third parties;
- A clinical trial costs;
- A validation costs for gedatolisib;
- A facilities expenses; and
- A legal costs associated with patent applications.

A Internal and external research and development costs are expensed as they are incurred. As we continue development of gedatolisib and manage studies and clinical trials, including the VIKTORIA-1 Phase 3 clinical trial, the CELC-G-201 Phase 1b/2 clinical trial, and the VIKTORIA-2 Phase 3 clinical trial and other clinical trials to evaluate the efficacy of targeted therapies in cancer patients selected with one of our CELSignia tests, the proportion of research and development expenses allocated to external spending will grow at a faster rate than expenses allocated to internal expenses. A General and Administrative

General and administrative expenses consist primarily of salaries, benefits and stock-based compensation related to our executive, finance and support functions. Other general and administrative expenses include professional fees for auditing, tax, and legal services associated with being a public company, director and officer

investor relations and travel expenses are included in our general and administrative sales and marketing expenses as we continue to focus primarily on the development of our first drug, gedatolisib, managing the VIKTORIA-1 Phase 3 clinical trial, the CELC-G-201 Phase 1b/2 clinical trial, and the VIKTORIA-2 Phase 3 clinical trial. We would expect to begin to incur increased sales and marketing expenses in anticipation of the commercialization of our first drug, gedatolisib. These increased expenses are expected to include employee-related, consulting costs and professional fees. \$ 20 A Interest Expense A Interest expense is primarily due to a Loan Agreement. A Interest Income A Interest income consists of interest earned on our cash, cash equivalents, and investment balances. A Results of Operations A Comparison of the Three Months Ended September 30, 2024 and 2023 A A Three Months Ended September 30, A A Increase (Decrease) A A 2024A 2023A A \$A Percent ChangeA Statements of Operations Data:A A A A A A Operating expenses:A A A A A A Research and developmentA \$27,587,483A \$17,488,236A \$10,099,247A A 58% General and administrativeA \$2,472,416A \$1,409,801A A A 1,062,615A A 75A Total operating expensesA \$30,059,899A \$18,898,037A A \$11,161,862A A 59A Loss from operationsA \$30,059,899A A (3,343,989)A A (1,372,132)A A (1,971,857)A A 144A Interest incomeA \$3,612,099A A 1,865,629A A 1,746,470A A 94A Other income, netA \$268,110A A \$493,497A A (\$225,387)A A (46) Net loss before income taxesA \$(29,791,789)A \$(29,791,789)A A (18,404,540)A A 62A Income tax benefitsA \$(11,387,249)A \$(11,387,249)A A 21A Comparison of the Nine Months Ended September 30, 2024 and 2023 A A Nine Months Ended September 30,A A Increase (Decrease) A A 2024A 2023A A \$A Percent ChangeA Statements of Operations Data:A A A A A A Operating expenses:A A A A A A Research and developmentA \$70,732,017A \$42,512,811A A \$28,219,206A A 66% General and administrativeA \$6,104,803A \$3,988,248A A \$2,116,555A A 53A Total operating expensesA \$76,836,820A \$46,501,059A A \$30,335,761A A 65A Loss from operationsA \$(76,836,820)A \$(46,501,059)A A (30,335,761)A A 65A Other (expense) incomeA \$(7,005,284)A \$(3,929,140)A A (3,076,144)A A 78A Interest incomeA \$8,716,040A A \$5,499,555A A \$3,216,485A A 58A Other income, netA \$1,710,756A A \$1,570,415A A \$1,430,341A A 9A Net loss before income taxesA \$(75,126,064)A \$(44,930,644)A A (\$30,195,420)A A 67A Income tax benefitsA \$(11,387,249)A \$(11,387,249)A A 21A Comparison of the Nine Months Ended September 30, 2024 and 2023 A A Nine Months Ended September 30,A A Increase (Decrease) A A 2024A 2023A A \$A Percent ChangeA Statements of Operations Data:A A A A A A Operating expenses:A A A A A A Research and developmentA \$70,732,017A \$42,512,811A A \$28,219,206A A 66% General and administrativeA \$6,104,803A \$3,988,248A A \$2,116,555A A 53A Total operating expensesA \$76,836,820A \$46,501,059A A \$30,335,761A A 65A Loss from operationsA \$(76,836,820)A \$(46,501,059)A A (30,335,761)A A 65A Other (expense) incomeA \$(7,005,284)A \$(3,929,140)A A (3,076,144)A A 78A Interest incomeA \$8,716,040A A \$5,499,555A A \$3,216,485A A 58A Other income, netA \$1,710,756A A \$1,570,415A A \$1,430,341A A 9A Net loss before income taxesA \$(75,126,064)A \$(44,930,644)A A (\$30,195,420)A A 67A Income tax benefitsA \$(11,387,249)A \$(11,387,249)A A 21A Comparison of the Nine Months Ended September 30, 2024 and 2023 A A Nine Months Ended September 30,A A Increase (Decrease) A A 2024A 2023A A \$A Percent ChangeA Statements of Operations Data:A A A A A A Operating expenses:A A A A A A Research and developmentA \$70,732,017A \$42,512,811A A \$28,219,206A A 66% General and administrativeA \$6,104,803A \$3,988,248A A \$2,116,555A A 53A Total operating expensesA \$76,836,820A \$46,501,059A A \$30,335,761A A 65A Loss from operationsA \$(76,836,820)A \$(46,501,059)A A (30,335,761)A A 65A Other (expense) incomeA \$(7,005,284)A \$(3,929,140)A A (3,076,144)A A 78A Interest incomeA \$8,716,040A A \$5,499,555A A \$3,216,485A A 58A Other income, netA \$1,710,756A A \$1,570,415A A \$1,430,341A A 9A Net loss before income taxesA \$(75,126,064)A \$(44,930,644)A A (\$30,195,420)A A 67A Income tax benefitsA \$(11,387,249)A \$(11,387,249)A A 21A

We plan to increase our research and development expenses for the foreseeable future as we seek to develop gedatolisib and manage the VIKTORIA-1 Phase 3, the CELC-G-201 Phase 1b/2 and the VIKTORIA-2 Phase 3 pivotal trial. A General and Administrative A Our general and administrative expenses for the three months ended September 30, 2024 were approximately \$2.5 million, representing an increase of approximately \$1.1 million, or 75%, compared to the same period in 2023. Of the \$1.1 million increase in general and administrative expense, \$0.9 million was related to increased employee and consulting expenses. The remaining \$0.2 million of the \$1.1 million increase resulted from professional fees and other administrative expenses. A Our general and administrative expenses for the nine months ended September 30, 2024 were approximately \$6.1 million, representing an increase of approximately \$2.1 million, or 53%, compared to the same period in 2023. Employee related expenses accounted for \$1.5 million of the \$2.1 million increase. The remaining \$0.6 million of the increase resulted from professional fees and other administrative expenses. A We anticipate that our general and administrative expenses will increase in future periods, reflecting both increased costs in connection with the potential future commercialization of gedatolisib, an expanding infrastructure, and increased professional fees associated with public company regulatory developments and other compliance matters. A 22 A A Interest Expense A Interest expense for the three months ended September 30, 2024 was \$3.3 million and represents an increase of \$2.0 million, or 144%, compared to the same period in 2023. Interest expense is the result of a Loan Agreement that was executed in April 2021, amended in August 2022 and March 2024, and further amended and restated in May 2024. The increase is due primarily to the incremental \$61.7 million funding of Term Loan C in May 2024. The \$3.3 million of interest expense includes \$0.7 million of non-cash interest expense. A Interest expense for the nine months ended September 30, 2024 was \$7.0 million and represents an increase of \$3.1 million, or 78%, compared to the same period in 2023. The increase is due primarily to the incremental \$61.7 million funding of Term Loan C in May 2024. The \$7.0 million of interest expense includes \$1.9 million of non-cash interest expense. A Interest Income A Interest income for the three months ended September 30, 2024 was \$3.6 million and represents an increase of \$1.7 million compared to the same period in 2023. The increase was primarily from the closing of additional equity and debt financing activities in May 2024, leading to higher cash, cash equivalents and short-term investment balances. A Interest income for the nine months ended September 30, 2024 was \$8.7 million and represents an increase of \$3.2 million compared to the same period in 2023. The increase was primarily from the closing of additional equity and debt financing activities in May 2024, leading to higher cash, cash equivalents and short-term investment balances. A Liquidity and Capital Resources A Since our inception, we have incurred losses and cumulative negative cash flows from operations. Through September 30, 2024, we have funded our operations primarily through private placements and registered offerings of our equity securities and unsecured convertible notes, and borrowings under loan agreements. From inception through September 30, 2024, we raised an aggregate of approximately \$368.7 million of net proceeds through sales of our securities, and as of September 30, 2024 had \$100.0 million of borrowings under loan agreements, not including payable-in-kind interest. As of September 30, 2024, our cash and cash equivalents and short-term investments were approximately \$12.6 million and \$251.5 million, respectively, and we had an accumulated deficit of approximately \$235.2 million. A Pre-funded Warrants. On October 18, 2023, the Company entered into a securities purchase agreement to sell pre-funded warrants at a price of \$8.70 per warrant, to purchase up to 5,747,787 shares of the Company's common stock in a private placement. The closing of the private placement occurred on October 20, 2023, and resulted in gross proceeds of approximately \$50.0 million, before deducting offering expenses of approximately \$0.1 million. A Open Market Sale Agreement. On February 4, 2022, we entered into an Open Market Sale Agreement with Jefferies LLC, as agent, pursuant to which we may offer and sell, from time to time, through Jefferies, shares of our common stock having an aggregate offering price of up to \$500,000. On October 12, 2022, pursuant to this agreement, the Company sold 500,000 shares of common stock in a single transaction at a price of \$10.35 per share generating gross proceeds of \$5.2 million (\$4.8 million net of commissions and offering expenses). On December 1, 2023, pursuant to this agreement, the Company sold 1,034,500 shares of common stock in a single transaction at a price of \$14.50 per share, generating gross proceeds of \$15.0 million (\$14.4 million net of commissions and offering expenses). In April 2024 and May 2024, pursuant to the Open Market Sale Agreement with Jefferies LLC, as agent, the Company sold 285,714 and 149,700 shares of common stock, respectively, at an average selling price of \$17.55 per share, generating gross proceeds of \$7.6 million before deducting commissions and other offering expenses of \$0.3 million. At September 30, 2024, \$22.2 million of common stock remains available for sale under the Jefferies agreement. A Equity Offering: On May 30, 2024, the Company entered into an underwriting agreement with Leerink Partners LLC, TD Securities (USA) LLC and Stifel, Nicolaus & Company, Incorporated as representatives of the several underwriters relating to the issuance and sale of 3,871,000 shares of common stock, at a price to the public of \$15.50, generating gross proceeds of approximately \$60.0 million. The offering closed on May 31, 2024 and resulted in net proceeds to the Company of approximately \$56.3 million after deducting underwriting discounts and other offering expenses payable by the Company. The Company intends to use the net proceeds from the offering for working capital and general corporate purposes, which may include research and development expenditures, clinical trial expenditures, expansion of business development activities and other general corporate purposes. A 23 A A Loan Agreement. On May 30, 2024, the Company entered into an Amended and Restated Loan and Security Agreement (the "A&R Loan Agreement") with Innovatus Life Sciences Lending Fund I, LP, a Delaware limited partnership ("Innovatus"), as collateral agent, and the Lenders including Innovatus in its capacity as a Lender and Oxford Finance LLC ("Oxford"), pursuant to which Innovatus and Oxford, as Lenders, have agreed to make certain term loans ("Term Loans") to the Company in the aggregate principal amount of up to \$180 million. The A&R Loan Agreement amends and restates, in its entirety, that certain Loan and Security Agreement, dated April 8, 2021, as amended, between the Company and Innovatus, as collateral agent, and the Lenders named therein. A Funding of the first \$100 million under the A&R Loan Agreement occurred on May 30, 2024, including tranche payments of \$16.8 million (the "Term A Loan") and \$21.5 million (the "Term B Loan") reflecting repayment of the principal amount of loans under the Prior Loan Agreement plus accrued payment-in-kind interest, in addition to \$61.7 million of new borrowings (the "Term C Loan"). The Company will be eligible to draw on a fourth tranche of \$30 million (the "Term D Loan") and fifth tranche of \$50 million (the "Term E Loan"), in each case upon achievement of certain clinical trial milestones and satisfaction of certain financial covenants determined on a pro forma as-fund basis. The Lenders may, in their sole discretion upon the Company's request, make additional term loans to the Company of \$45 million (the "Term F Loan"). Funding of these additional tranches is also subject to other customary conditions and limits on when the Company can request funding for such tranches. Costs associated with the new borrowings was approximately \$2.4 million. A The Company is entitled to make interest-only

partially offset by non-cash expense items of approximately \$4.8 million and working capital changes of \$4.8 million. Non-cash expense items of approximately \$4.8 million primarily consisted of \$3.7 million of stock-based compensation expense, net non-cash interest of \$1.0 million and depreciation expense of \$0.1 million. The approximately \$4.8 million of working capital changes was primarily due to increases in accounts payable and accrued expenses of \$3.0 million and \$2.8 million, respectively, offset by an approximately \$1.0 million increase in other current assets. A Investing Activities A Net cash used in investing activities for the nine months ended September 30, 2024 was approximately \$100.6 million and consisted primarily of net purchases of short-term investments in government securities (U.S. Treasury Bills and U.S. government securities), partially offset by purchases of property and equipment. A Net cash provided by investing activities for the nine months ended September 30, 2023 was approximately \$36.2 million and consisted primarily of net proceeds from maturities of short-term investments in government securities (U.S. Treasury Bills and U.S. government securities) partially offset by minimal purchase of property and equipment. A Financing Activities A Net cash provided by financing activities for the nine months ended September 30, 2024 was approximately \$138.2 million and primarily consisted of net proceeds of approximately \$59.2 million from incremental debt financing, \$56.3 million from an equity offering and \$7.3 million from an at-the-market offering. The remaining \$15.4 million consisted of proceeds from the exercise of common stock warrants, the exercise of employee stock options and employee stock purchases. A Net cash provided by financing activities for the nine months ended September 30, 2023 was approximately \$0.3 million and primarily consisted of proceeds from the exercise of employee stock options and proceeds from employee stock purchases, partially offset by payments for secondary registration and debt issuance costs. A Recent Accounting Pronouncements A From time-to-time new accounting pronouncements are issued by the Financial Accounting Standards Board or other standard setting bodies and adopted by us as of the specified effective date. Unless otherwise discussed in Note 2 to our unaudited condensed financial statements included in Item 1 of Part I of this Quarterly Report, we believe that the impact of recently issued standards that are not yet effective will not have a material impact on our financial position or results of operations upon adoption. A Critical Accounting Policies and Use of Estimates A Our managementâ€™s discussion and analysis of financial condition and results of operations is based on our unaudited condensed financial statements, which have been prepared in accordance with U.S. GAAP. The preparation of these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, as well as the reported expenses during the reporting periods. These items are monitored and analyzed by us for changes in facts and circumstances, and material changes in these estimates could occur in the future. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Changes in estimates are reflected in reported results for the period in which they become known. Actual results may differ materially from these estimates. A Our significant accounting policies are more fully described in Note 2 to our unaudited condensed financial statements included in Item 1 of Part I of this Quarterly Report. A 26 A A Private Securities Litigation Reform Act A The Private Securities Litigation Reform Act of 1995 provides a â€œsafe harborâ€ for forward-looking statements. Such forward-looking information is included in this Quarterly Report and in other materials filed or to be filed by us with the SEC (as well as information included in oral statements or other written statements made or to be made by us). Forward-looking statements include all statements based on future expectations. This Quarterly Report contains forward-looking statements that involve risks and uncertainties including, but not limited to, (i) our clinical trial plans and the estimated costs for such trials; (ii) our expectations with respect to our competitive advantages, including the potential efficacy of gedatolisib in various patient types alone or in combination with other treatments; (iii) our expectations regarding the timeline of patient enrollment and results from clinical trials, including our existing Phase 3 VIKTORIA-1 clinical trial and Phase 1b/2 study and clinical trial for gedatolisib, as well as our planned Phase 3 VIKTORIA-2 clinical trial for gedatolisib; (iv) our expectations regarding our ability to obtain FDA approval to commercialize gedatolisib; (v) our expectations with respect to the development, validation, required approvals, costs and timelines of gedatolisib and our CELSignia tests; (vi) our plans with respect to research and development and related expenses for the foreseeable future; (vii) our beliefs about our ability to capitalize on the exclusive global development and commercialization rights obtained from our license agreement with Pfizer with respect to gedatolisib; (viii) the future payments that may be owed to Pfizer under the license agreement; (ix) our beliefs related to the perceived advantages of our CELSignia tests compared to traditional molecular or other diagnostic tests; (x) our revenue expectations; (xi) our expectations regarding business development activities, including collaborations with pharmaceutical companies; (xii) our expectations as to the use of proceeds from our recent financing activities; (xiii) our expectations with respect to availability of capital, including accessing our current debt facility or any other debt facility or other capital sources in the future, and our assumption that we will have adequate authorized shares for future equity issuances; (xiv) our beliefs regarding the ability of our cash on hand to fund our research and development expenses, capital expenditures, working capital, sales and marketing expenses, and general corporate expenses, as well as the increased costs associated with being a public company; and (xv) our plans with respect to potentially raising capital. A In some cases, you can identify forward-looking statements by the following words: â€œanticipate,â€ â€œbelieve,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œintend,â€ â€œmay,â€ â€œongoing,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œwill,â€ â€œwould,â€ or the negative of these terms or other comparable terminology, although not all forward-looking statements contain these words. Forward-looking statements are only predictions and are not guarantees of performance. These statements are based on our managementâ€™s beliefs and assumptions, which in turn are based on their interpretation of currently available information. A These statements involve known and unknown risks, uncertainties and other factors that may cause our results or our industryâ€™s actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements. Certain risks, uncertainties and other factors include, but are not limited to, our limited operating history; our potential inability to develop, validate and commercialize gedatolisib on a timely basis or at all; the uncertainties and costs associated with clinical studies and with developing and commercializing biopharmaceuticals; the complexity and difficulty of demonstrating the safety and sufficient magnitude of benefit to support regulatory approval of gedatolisib and other products we may develop; challenges we may face in developing and maintaining relationships with pharmaceutical company partners; the complexity and timeline for development of CELSignia tests; the uncertainty and costs associated with clinical trials; the uncertainty regarding market acceptance by physicians, patients, third-party payors and others in the medical community, and with the size of market opportunities available to us; the pricing of molecular and other diagnostic products and services that compete with us; uncertainty with insurance coverage and reimbursement for our CELSignia tests; difficulties we may face in managing growth, such as hiring and retaining a qualified sales force and attracting and retaining key personnel; changes in government regulations; tightening credit markets and limitations on access to capital; stock market volatility or other factors that may affect our ability to access capital on favorable terms or at all; and obtaining and maintaining intellectual property protection for our technology and time and expense associated with defending third-party claims of intellectual property infringement, investigations or litigation threatened or initiated against us. These and additional risks, uncertainties and other factors are described more fully in our Annual Report on Form 10-K for the year ended December 31, 2023 and elsewhere in this Quarterly Report. Copies of filings made with the SEC are available through the SECâ€™s electronic data gathering analysis and retrieval system (EDGAR) at www.sec.gov. A 27 A A You should read the cautionary statements made in this Quarterly Report as being applicable to all related forward-looking statements wherever they appear in this Quarterly Report. We cannot assure you that the forward-looking statements in this Quarterly Report will prove to be accurate. Furthermore, if our forward-looking statements prove to be inaccurate, the inaccuracy may be material. You should read this Quarterly Report completely. Other than as required by law, we undertake no obligation to update these forward-looking statements, even though our situation may change in the future. A ITEM 3. Quantitative and Qualitative Disclosures about Market Risk A As a smaller reporting company, we are not required to provide disclosure pursuant to this item. A ITEM 4. Controls and Procedures A Evaluation of Disclosure Controls and Procedures A Our Chief Executive Officer and Chief Financial Officer, referred to collectively herein as the Certifying Officers, are responsible for establishing and maintaining our disclosure controls and procedures. The Certifying Officers have reviewed and evaluated the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) promulgated under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€)) as of September 30, 2024. Based on that review and evaluation, the Certifying Officers have concluded that, as of the end of the period covered by this Quarterly Report, our disclosure controls and procedures, as designed and implemented, are effective and provide reasonable assurance that information required to be disclosed by us in the periodic and current reports that we file or submit under the Exchange Act is recorded, processed, summarized, and reported within the periods specified by the SECâ€™s rules and forms. A Changes in Internal Control Over Financial Reporting A There were no changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the three months ended September 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. A PART II. â€ OTHER INFORMATION A ITEM 1. Legal Proceedings A From time to time we may be involved in disputes or litigation relating to claims arising out of our operations. We are not currently a party to any legal proceedings that could reasonably be expected to have a material adverse effect on our business, financial condition and results of operations. A ITEM 1A. Risk Factors A In addition to other information set forth in this Quarterly Report, including the important information in the section entitled â€œPrivate Securities Litigation Reform Act,â€ you should carefully consider the â€œRisk Factorsâ€ discussed in our Annual Report on Form 10-K for the year ended December 31, 2023, for a discussion of important factors that could cause actual results to differ materially from the results described in or implied by the forward-looking statements contained in this Quarterly Report. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial might materially adversely affect our actual business, financial condition and/or operating results. A 28 A A ITEM 2. Unregistered Sales of Equity Securities and Use of Proceeds A Recent Unregistered Sales of Equity Securities A During the three months ended September 30, 2024, we issued 65,204 shares of common stock upon the exercise of previously issued warrants as follows: A A â€” 58,282 shares were issued pursuant to the exercise of warrants at an exercise price of \$9.50 per share, resulting in cash proceeds of approximately \$554,000; and A A â€” 6,922 shares were issued pursuant to the exercise of 17,256 warrants in a cashless exercise whereby 10,334 shares with a value of \$15.87 per share were used to settle the exercise price and the remaining 6,922 shares were issued to the warrant holders. A The shares were issued pursuant to an exemption from registration under Section 4(a)(2) of the Securities Act. A Issuer Purchases of Equity Securities A None A ITEM 3. Defaults Upon Senior Securities A None A ITEM 4. Mine Safety Disclosures A None A ITEM 5. Other Information A During the three months ended September 30, 2024, none of our directors or officers (as defined in Rule 16a-1(f) of the Exchange Act) adopted or terminated a â€œRule 10b5-1 trading arrangementâ€ or â€œnon-Rule 10b5-1 trading arrangement,â€ as each term is defined in Item 408 of Regulation S-K. A 29 A A ITEM 6. Exhibits A EXHIBIT INDEX A Exhibit No. A Description A A 3.1 A Certificate of Incorporation of the Company, as amended, including the Certificate of Designations of Preferences, Rights and Limitations of Series A Convertible Preferred Stock (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K filed with the SEC on October 9, 2024). A A A 3.2 A Bylaws, (incorporated by reference to Exhibit 3.2 to the Companyâ€™s Quarterly Report on Form 10-Q filed with the SEC on November 13, 2017). A A A 31.1* A Certification of Chairman and Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. A A A 31.2* A Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. A A A 32.1** A Certification of Chairman and Chief Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. A A A 32.2** A Certification of Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. A A A 101* A The following information from the Quarterly Report on Form 10-Q of the Company for the quarter ended September 30, 2024, formatted in Inline XBRL: (i) the Condensed Balance Sheets, (ii) the Condensed Statements of Operations, (iii) the Condensed Statements of Changes in Stockholdersâ€™ Equity, (iv) the Condensed Statements of Cash Flows, (v) the Notes to Condensed Financial Statements and (vi) the information under Part II, Item 5, â€œOther Information.â€ A A A 104* A Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101) A * Filed herewith. ** Furnished herewith. A 30 A A SIGNATURES A Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized. A Dated: November 14, 2024 CELCUTY INC. A A A By/s/ Brian F. Sullivan A A Brian F. Sullivan A A Chairman and Chief Executive Officer A A (Principal Executive Officer) A A A By/s/ Vicky Hahne A A Vicky Hahne A A Chief Financial Officer A A (Principal Financial and Accounting Officer) A 31 EX-31.1 2 ex31-1.htm A Exhibit 31.1 A CERTIFICATION UNDER SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 A I, Brian F. Sullivan, certify that: A A 1. I have reviewed this Quarterly Report on Form 10-Q of Celcuity Inc.; A A A 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; A A A 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; A A A 4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: A A A (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; A A (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; A A (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 A A (d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and A A A 5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): A A A (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 A A A A (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. A Dated: November 14, 2024 By/s/ Brian F. Sullivan A A Brian F. Sullivan A A Chairman and Chief Executive Officer A A A EX-31.2 3 ex31-2.htm A Exhibit 31.2 A CERTIFICATION UNDER SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 A I, Vicky Hahne, certify that: A A 1. I have reviewed this Quarterly Report on Form 10-Q of Celcuity Inc.; A A A 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; A A A 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; A A A 4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: A A (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; A A (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; A A (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 A A (d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over

financial reporting; and [A](#) [5](#). The registrant~~â€™~~s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant~~â€™~~s auditors and the audit committee of the registrant~~â€™~~s board of directors (or persons performing the equivalent functions): [A](#) [\(a\)](#) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant~~â€™~~s ability to record, process, summarize and report financial information; and [A](#) [\(b\)](#) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant~~â€™~~s internal control over financial reporting. [A](#) Dated: November 14, 2024 [By](#) [/s/ Vicky Hahne](#) [A](#) [Vicky Hahne](#) [A](#) [Chief Financial Officer](#) [A](#) [A](#) [EX-32.1](#) [4](#) [ex32-1.htm](#) [A](#) [Exhibit 32.1](#) [A](#) [CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002](#) [A](#) In connection with the filing of the Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 (the [â€œReport](#)â€™) by Celcuity Inc. ([â€œRegistrant](#)â€™), I, Brian F. Sullivan, the Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: [A](#) [1](#). The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and [A](#) [2](#). The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Registrant. [A](#) Dated: November 14, 2024 [By](#) [/s/ Brian F. Sullivan](#) [A](#) [Brian F. Sullivan](#) [A](#) [Chairman and Chief Executive Officer](#) [A](#) [A](#) [A](#) [EX-32.2](#) [5](#) [ex32-2.htm](#) [A](#) [Exhibit 32.2](#) [A](#) [CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002](#) [A](#) In connection with the filing of the Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 (the [â€œReport](#)â€™) by Celcuity Inc. ([â€œRegistrant](#)â€™), I, Vicky Hahne, the Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: [A](#) [1](#). The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and [A](#) [2](#). The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Registrant. [A](#) Dated: November 14, 2024 [By](#) [/s/ Vicky Hahne](#) [A](#) [Vicky Hahne](#) [A](#) [Chief Financial Officer](#) [A](#) [A](#) [EX-101](#).SCH 6 [celc-20240930](#).xsd XBRL SCHEMA FILE 000000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 000000002 - Statement - Condensed Balance Sheets link:presentationLink link:calculationLink link:definitionLink 000000003 - Statement - Condensed Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 000000004 - Statement - Condensed Statements of Operations (Unaudited) link:presentationLink link:calculationLink link:definitionLink 000000005 - Statement - Condensed Statements of Changes in Stockholders' Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 000000006 - Statement - Condensed Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 000000007 - Statement - Condensed Statements of Cash Flows (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 995613 - Disclosure - Organization link:presentationLink link:calculationLink link:definitionLink 995614 - Disclosure - Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements link:presentationLink link:calculationLink link:definitionLink 995615 - Disclosure - Net Loss Per Common Share link:presentationLink link:calculationLink link:definitionLink 995616 - Disclosure - Investments link:presentationLink link:calculationLink link:definitionLink 995617 - Disclosure - Commitments link:presentationLink link:calculationLink link:definitionLink 995618 - Disclosure - Stockholdersâ€™ Equity link:presentationLink link:calculationLink link:definitionLink 995619 - Disclosure - Stock-Based Compensation link:presentationLink link:calculationLink link:definitionLink 995620 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 995621 - Disclosure - Subsequent Event link:presentationLink link:calculationLink link:definitionLink 995622 - Disclosure - Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements (Policies) link:presentationLink link:calculationLink link:definitionLink 995623 - Disclosure - Net Loss Per Common Share (Tables) link:presentationLink link:calculationLink link:definitionLink 995624 - Disclosure - Investments (Tables) link:presentationLink link:calculationLink link:definitionLink 995625 - Disclosure - Stock-Based Compensation (Tables) link:presentationLink link:calculationLink link:definitionLink 995626 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 995627 - Disclosure - Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding (Details) link:presentationLink link:calculationLink link:definitionLink 995628 - Disclosure - Net Loss Per Common Share (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 995629 - Disclosure - Schedule of Investment (Details) link:presentationLink link:calculationLink link:definitionLink 995630 - Disclosure - Commitments (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 995631 - Disclosure - Stockholdersâ€™ Equity (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 995632 - Disclosure - Schedule of Stock Options Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995633 - Disclosure - Schedule of Stock Options Outstanding and Exercisable (Details) link:presentationLink link:calculationLink link:definitionLink 995634 - Disclosure - Schedule of Assumptions for Fair Value of Equity-based Awards (Details) link:presentationLink link:calculationLink link:definitionLink 995635 - Disclosure - Schedule of Unrecognized Compensation Cost (Details) link:presentationLink link:calculationLink link:definitionLink 995636 - Disclosure - Schedule of Stock-based Compensation Expenses (Details) link:presentationLink link:calculationLink link:definitionLink 995637 - Disclosure - Stock-Based Compensation (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 995638 - Disclosure - Schedule of Long-term Debt (Details) link:presentationLink link:calculationLink link:definitionLink 995639 - Disclosure - Schedule of Long Term Debt Future Principal Payments (Details) link:presentationLink link:calculationLink link:definitionLink 995640 - Disclosure - Debt (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 995641 - Disclosure - Subsequent Event (Details Narrative) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 [celc-20240930](#) [cal.xml](#) XBRL CALCULATION FILE EX-101.DEF 8 [celc-20240930](#) [def.xml](#) XBRL DEFINITION FILE EX-101.LAB 9 [celc-20240930](#) [lab.xml](#) XBRL LABEL FILE Equity Components [Axis] Common Stock [Member] Preferred Stock [Member] Additional Paid-in Capital [Member] Retained Earnings [Member] Preferred Stock On An As If Converted To Common Stock [Member] Antidilutive Securities [Axis] Options To Purchase Common Stock [Member] Warrants To Purchase Common Stock [Member] Restricted Stock [Member] Class of Warrant or Right [Axis] Pre Funded Warrant [Member] Financial Instrument [Axis] US Treasury Securities [Member] Class of Stock [Axis] Series A Convertible Preferred Stock [Member] Title and Position [Axis] Several Investors [Member] Series A Preferred Stock [Member] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Open Market Sale Agreement [Member] Legal Entity [Axis] Jefferies LLC [Member] Underwriting Agreement [Member] Related and Nonrelated Parties [Axis] Leerink Partners LLC [Member] Derivative Instrument [Axis] Share-Based Payment Arrangement, Option [Member] Award Type [Axis] Plan Name [Axis] May 2022 Exercise Price Modification [Member] December 2021 Exercise Price Modification [Member] May 2020 Exercise Price Modification [Member] 2017 Plan [Member] Each Year [Member] Employee Stock Purchase Plan [Member] Statistical Measurement [Axis] Minimum [Member] Maximum [Member] Statement of Income Location, Balance [Axis] Research and Development Expense [Member] General and Administrative Expense [Member] Amended And Restated Loan Agreement [Member] Innovatus Life Sciences [Member] Debt Instrument [Axis] Term A Loan [Member] Term B Loan [Member] Term C Loan [Member] Term D Loan [Member] Term E Loan [Member] Term F Loan [Member] Prior Loan Agreement [Member] Warrant [Member] Subsequent Event Type [Axis] Subsequent Event [Member] Cover [Abstract] Document Type Amendment Flag Amendment Description Document Registration Statement Document Annual Report Document Quarterly Report Document Transition Report Document Shell Company Report Document Shell Company Event Date Document Period Start Date Document Period End Date Document Fiscal Period Focus Document Fiscal Year Focus Current Fiscal Year End Date Entity File Number Entity Registrant Name Entity Central Index Key Entity Primary SIC Number Entity Tax Identification Number Entity Incorporation, State or Country Code Entity Address, Address Line One Entity Address, Address Line Two Entity Address, Address Line Three Entity Address, City or Town Entity Address, State or Province Entity Address, Country Entity Address, Postal Zip Code Country Region City Area Code Local Phone Number Extension Written Communications Soliciting Material Pre-commencement Tender Offer Pre-commencement Issuer Tender Offer Title of 12(b) Security No Trading Symbol Flag Trading Symbol Security Exchange Name Title of 12(g) Security Security Reporting Obligation Annual Information Form Audited Annual Financial Statements Entity Well-known Seasoned Issuer Entity Voluntary Filers Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Elected Not To Use the Extended Transition Period Document Accounting Standard Other Reporting Standard Item Number Entity Shell Company Entity Public Float Entity Bankruptcy Proceedings, Reporting Current Entity Common Stock, Shares Outstanding Documents Incorporated by Reference [Text Block] Entity Listing, Par Value Per Share Statement of Financial Position [Abstract] Assets Current Assets: Cash and cash equivalents Investments Other current assets Total current assets Property and equipment, net Operating lease right-of-use assets Total Assets Liabilities and Stockholdersâ€™ Equity: Current Liabilities: Accounts payable Operating lease liabilities Accrued expenses Total current liabilities Operating lease liabilities Note payable, non-current Total Liabilities Commitments and Contingencies (Note 5) Stockholdersâ€™ Equity: Preferred stock, \$0.001 par value: 2,500,000 shares authorized; 317,577 and 854,134 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Common stock, \$0.001 par value: 65,000,000 shares authorized; 37,116,267 and 25,506,012 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Additional paid-in capital Accumulated deficit Total Stockholdersâ€™ Equity Total Liabilities and Stockholdersâ€™ Equity Preferred stock, par value Preferred stock, shares authorized Preferred stock, shares issued Preferred stock, shares outstanding Common stock, par value Common stock, shares authorized Common stock, shares issued Common stock, shares outstanding Income Statement [Abstract] Operating expenses: Research and development General and administrative Total operating expenses Loss from operations Other (expense) income Interest expense Interest income Other income, net Net loss before income taxes Income tax benefits Net loss Net loss per share, basic Net loss per share, diluted Weighted average common shares outstanding, basic Weighted average common shares outstanding, diluted Statement [Table] Statement [Line Items] Balance Balance, shares Stock-based compensation Stock-based compensation, shares Exercise of common stock warrants, net of shares withheld for exercise price Exercise of common stock warrants, net of shares withheld for exercise price, shares Exercise of common stock options, net of shares withheld for exercise price Exercise of common stock options, net of shares withheld for exercise price, shares Conversion of preferred to common stock Conversion of preferred to common stock, shares Net loss Employee stock purchases Employee stock purchases, shares Issuance of common stock in an ATM offering Issuance of common stock in an ATM offering, shares Issuance costs associated with an ATM offering Issuance of common stock upon closing of follow-on offering, net of underwriting discounts and offering costs Issuance of common stock upon closing of follow-on offering, net of underwriting discounts and offering costs, shares Issuance of common stock warrants, note payable Issuance costs associated with private placement offering Balance Balance, shares Statement of Cash Flows [Abstract] Cash flows from operating activities: Adjustments to reconcile net loss to net cash and cash equivalents used for operations: Depreciation Stock-based compensation Amortization of debt issuance costs and discount Payment-in-kind interest Non-cash operating lease, net Change in accrued interest income Changes in operating assets and liabilities: Other current assets Accounts payable Accrued expenses Net cash used for operating activities Cash flows from investing activities: Proceeds from maturities of investments Purchases of investments Purchases of property and equipment Net cash (used for) provided by investing activities Cash flows from financing activities: Proceeds from exercise of common stock warrants Proceeds from exercise of employee stock options Proceeds from employee stock purchases Proceeds from follow-on offering, net of underwriting discounts and offering costs Proceeds from note payable, net of debt issuance costs and discount of \$2,437,644 Proceeds from an ATM offering, net of issuance costs Payments for secondary registration statement costs Payments for debt issuance costs Payments for finance leases Net cash provided by financing activities Net change in cash and cash equivalents Cash and cash equivalents: Beginning of period End of period Supplemental disclosure of cash flow information: Interest paid Supplemental disclosures of non-cash investing and financing activities: Offering and registration statement costs included in accounts payable Property and equipment included in accounts payable Common stock warrants issued with note payable transaction Debt issuance costs and discount Pay vs Performance Disclosure [Table] Executive Category [Axis] Individual [Axis] Adjustment to Compensation [Axis] Measure [Axis] Pay vs Performance Disclosure, Table Company Selected Measure Name Named Executive Officers, Footnote Peer Group Issuers, Footnote Changed Peer Group, Footnote PEO Total Compensation Amount PEO Actually Paid Compensation Amount Adjustment To PEO Compensation, Footnote Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Compensation Actually Paid Amount Adjustment to Non-PEO NEO Compensation Footnote Equity Valuation Assumption Difference, Footnote Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Company Selected Measure Total Shareholder Return Vs Peer Group Compensation Actually Paid vs. Other Measure Tabular List, Table Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Net Income (Loss) Company Selected Measure Amount Other Performance Measure, Amount Adjustment to Compensation, Amount PEO Name Non-GAAP Measure Description Additional 402(v) Disclosure Pension Benefits Adjustments, Footnote Erroneously Awarded Compensation Recovery [Table] Restatement Determination Date [Axis] Restatement Determination Date Aggregate Erroneous Compensation Amount Erroneous Compensation Analysis Stock Price or TSR Estimation Method Outstanding Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Not Yet Determined Name Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery, Explanation of Impracticability Name Compensation Amount Restatement does not require Recovery Awards Close in Time to MNPI Disclosures [Table] Award Timing MNPI Disclosure Award Timing Method Award Timing Predetermined Award Timing MNPI Considered Award Timing, How MNPI Considered MNPI Disclosure Timed for Compensation Value Awards Close in Time to MNPI Disclosures, Table Name Underlying Securities Exercise Price Fair Value as of Grant Date Underlying Security Market Price Change Insider Trading Arrangements [Line Items] Material Terms of Trading Arrangement Name Title Rule 10b51 Arrangement Adopted Non-Rule 10b51 Arrangement Adopted Adoption Date Rule 10b51 Arrangement Terminated Non-Rule 10b51 Arrangement Terminated Termination Date Expiration Date Arrangement Duration Insider Trading Policies and Procedures [Line Items] Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Not Adopted Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization Accounting Policies [Abstract] Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements Earnings Per Share [Abstract] Net Loss Per Common Share Investments, All Other Investments [Abstract] Investments Commitments and Contingencies Disclosure [Abstract] Commitments Equity [Abstract] Stockholdersâ€™ Equity Share-Based Payment Arrangement [Abstract] Stock-Based Compensation Debt Disclosure [Abstract] Debt Subsequent Events [Abstract] Subsequent Event Basis of Presentation Accounting Estimates Risks and Uncertainties Clinical Trial Costs Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding Schedule of Investment Schedule of Stock Options Activity Schedule of Stock Options Outstanding and Exercisable Schedule of Assumptions for Fair Value of Equity-based Awards Schedule of Unrecognized Compensation Cost Schedule of Stock-based Compensation Expenses Schedule of Long-term Debt Schedule of Long Term Debt Future Principal Payments Antidilutive Security, Excluded EPS Calculation [Table] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive securities excluded from computation of earnings per share, amount Class of Warrant or Right [Table] Class of Warrant or Right [Line Items] Pre-funded warrant shares Debt Securities, Held-to-Maturity, Allowance for Credit Loss [Table] Debt Securities, Held-to-Maturity, Allowance for Credit Loss [Line Items] Debt Securities, Held-to-Maturity, Amortized Cost, before Allowance for Credit Loss Debt Securities, Held-to-Maturity, Accumulated Unrecognized Gain Debt Securities, Held-to-Maturity, Accumulated Unrecognized Loss Debt Securities, Held-to-Maturity, Fair Value Non-cancelable contractual commitment Other Commitment Stock, Class of Stock [Table] Class of Stock [Line Items] Number of shares converted Number of shares issued in conversion Cost basis of shares transferred Additional warrants exercised Class of warrant exercise price Proceeds from warrant exercise Cash Declared Dividend Sale of stock number of shares issued in transaction Issuance of public offering price per share Gross proceeds from public offering Commissions and other offering expenses Gross proceeds from public offering Net proceeds from public offering Offsetting Assets [Table] Offsetting Assets [Line Items] Options outstanding at beginning of year Options outstanding, weighted average exercise price at beginning of year Shares, Granted Weighted Average Exercise Price, Granted Shares, Exercised Weighted Average Exercise Price, Exercised Shares, Forfeited Weighted Average Exercise, Forfeited Options outstanding at end of year Options outstanding, weighted average exercise price at end of year Shares, options exercisable Weighted Average Exercise Price, Options exercisable Weighted Average Grant Date Fair Value for options granted during the period Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Options outstanding Options outstanding, weighted average remaining contractual life Options outstanding, weighted average exercise price Options outstanding, aggregate intrinsic value Options exercisable Options exercisable, weighted average exercise price Options exercisable, aggregate intrinsic value Risk-free interest rate, minimum Risk-free interest rate, maximum Expected volatility, minimum Expected volatility, maximum Expected life (years) Expected dividend yield 2024 2025 2026 2027 2028 Total estimated compensation cost to be recognized Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Total Recognized stock-based compensation expense Stock option awards

shares modified Stock option exercise price per share Stock based compensation expense related to modification Remaining stock based compensation expense related to modification Restricted stock awards outstanding Restricted stock awards vested Common stock, shares reserved for issuance Change in common stock, shares reserved for issuance Stock option description Additional shares authorized under plan Total common stock, shares reserved for issuance Shares available for grant under the 2017 Plan Shares available for issuance Note payable Add: Final fee Add: PIK interest (added to principal) Less: unamortized debt issuance costs Less: unamortized debt discount Total long-term debt 2027 2028 2029 Total Schedule of Long-Term Debt Instruments [Table] Debt Instrument [Line Items] Funded contingent loan, outstanding Funded loan amount Costs associated with new borrowings Debt instrument interest rate description Loan conversion percentage Common stock price per share Common stock issued Final fee percentage Non utilization fee Final fee Warrant or right, reason for issuance, description Warrants issued Warrants exercise price per share Fair value of warrants Subsequent Event [Table] Subsequent Event [Line Items] Exercise of common stock warrants, net of shares withheld for exercise price, value. Exercise of common stock warrants, net of shares withheld for exercise price, shares. Stock issued during period value issuance upon closing of followon offering net of underwriting discounts and offering costs. Stock issued during period shares issuance upon closing of followon offering net of underwriting discounts and offering costs. Issuance costs associated with private placement offering. Noncash operating lease expense net. Change in accrued interest income. Proceeds from atm offering net of issuance costs. Payments for secondary registration statement costs. Offering and registration statement costs included in accounts payable. Property and equipment included in accounts payable. Common stock warrants issued with note payable transaction. Pre Funded Warrant [Member] Series A Convertible Preferred Stock [Member] Several Investors [Member] Open Market Sale Agreement [Member] Jefferies LLC [Member] Underwriting Agreement [Member] Leerink Partners LLC [Member] Proceeds from issuance of common stock net. Stock option awards shares modified. May 2022 Exercise Price Modification [Member] Modified stock option exercise price. Remaining stock based compensation expense related to modification. December 2021 Exercise Price Modification [Member] May 2020 Exercise Price Modification [Member] 2017 Plan [Member] Change in common stock, shares reserved for issuance. Total common stock, shares reserved for issuance. Employee service share based compensation nonvested awards total compensation cost to be recognized remainder of fiscal year. Employee service share based compensation nonvested awards total compensation cost to be recognized next twelve months. Employee service share based compensation nonvested awards total compensation cost to be recognized within two year. Employee service share based compensation nonvested awards total compensation cost to be recognized within three year. Employee service share based compensation nonvested awards total compensation cost to be recognized within four years. Employee service share based compensation nonvested awards total compensation cost to be recognized. Employee Stock Purchase Plan [Member] Amended And Restated Loan Agreement [Member] Innovatus Life Sciences [Member] Term B Loan [Member] Term C Loan [Member] Term D Loan [Member] Term E Loan [Member] Term F Loan [Member] Term A Loan [Member] Prior Loan Agreement [Member] Final fee percentage. Non utilization fee. Final fee. Payment in kind interest debt Preferred Stock On An As If Converted To Common Stock [Member] Options To Purchase Common Stock [Member] Warrants To Purchase Common Stock [Member] Each Year [Member] Assets, Current Assets [Default Label] Liabilities, Current Operating Lease, Liability, Noncurrent Liabilities Equity, Attributable to Parent Liabilities and Equity Operating Expenses Operating Income (Loss) Interest Expense, Operating and Nonoperating Other Nonoperating Income (Expense) Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Shares, Outstanding Adjustments to Additional Paid in Capital, Stock Issued, Issuance Costs Adjustments To Additional Paid In Capital Stock Issued Issuance Costs Issuance With Private Placement Offering Change In Accrued Interest Income Increase (Decrease) in Other Current Assets Increase (Decrease) in Accounts Payable Increase (Decrease) in Accrued Liabilities Net Cash Provided by (Used in) Operating Activities Payments to Acquire Investments Payments to Acquire Property, Plant, and Equipment Net Cash Provided by (Used in) Investing Activities Payments For Secondary Registration Statement Costs Payments of Debt Issuance Costs Finance Lease, Principal Payments Net Cash Provided by (Used in) Financing Activities Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Forgone Recovery, Individual Name Outstanding Recovery, Individual Name Awards Close in Time to MNPI Disclosures, Individual Name Trading Arrangement, Individual Name Investment [Text Block] Debt Securities, Held-to-Maturity, Accumulated Unrecognized Loss Proceeds from Issuance of Common Stock Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Employee Service Share Based Compensation Nonvested Awards Total Compensation Cost To Be Recognized Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Debt Instrument, Unamortized Discount Long-Term Debt, Maturity, Year Two Long-Term Debt, Maturity, Year Three Long-Term Debt EX-101.PRE 10 cels-20240930_pre.xml XBRL PRESENTATION FILE XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - \$ / shares 9 Months Ended Sep. 30, 2024 Nov. 08, 2024 Cover [Abstract] A A Document Type 10-Q A Amendment Flag false A Document Quarterly Report true A Document Transition Report false A Document Period End Date Sep. 30, 2024 A Document Fiscal Period Focus Q3 A Document Fiscal Year Focus 2024 A Current Fiscal Year End Date -12-31 A Entity File Number 001-38207 A Entity Registrant Name CELCITY INC. A Entity Central Index Key 0001603454 A Entity Tax Identification Number 82-2863566 A Entity Incorporation, State or Country Code DE A Entity Address, Address Line One 16305 36th A Entity Address, Address Line Two Avenue North A Entity Address, Address Line Three Suite 100 A Entity Address, City or Town Minneapolis A Entity Address, State or Province MN A Entity Address, Postal Zip Code 55446 A City Area Code (763) A Local Phone Number 392-0767 A Title of 12(b) Security Common Stock, \$0.001 par value per share A Trading Symbol CELC A Security Exchange Name NASDAQ A Entity Current Reporting Status Yes A Entity Interactive Data Current Yes A Entity Filer Category Non-accelerated Filer A Entity Small Business true A Entity Emerging Growth Company false A Entity Shell Company false A Entity Common Stock, Shares Outstanding A 37,129,556 Entity Listing, Par Value Per Share \$ 0.001 A X - Definition Boolean flag that is true when the XBRL content amends previously-filed or accepted submission. + References No definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition Area code of city + References No definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Cover page. + References No definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition End date of current fiscal year in the format --MM-DD. + References No definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_Data Type: xbrli:dateTimeItemType Balance Type: na Period Type: duration X - Definition Fiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + References No definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - Definition This is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + References No definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - Definition 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. + References No definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_Data Type: xbrli:dateTimeItemType Balance Type: na Period Type: duration X - Definition Boolean flag that is true only for a form used as an quarterly report. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition Boolean flag that is true only for a form used as a transition report. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + References No definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - Definition Address Line 1 such as Attn, Building Name, Street Name + References No definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Address Line 2 such as Street or Suite number + References No definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Address Line 3 such as an Office Park + References No definition available. + Details Name: dei_EntityAddressAddressLine3 Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Name of the City or Town + References No definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Code for the postal or zip code + References No definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Name of the state or province. + References No definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - Definition A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - Definition Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + References No definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Definition Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + References No definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - Definition Indicate if registrant meets the emerging growth company criteria. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + References No definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - Definition Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - Definition Two-character EDGAR code representing the state or country of incorporation. + References No definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - Definition Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - Definition The par value per share of security quoted in same currency as Trading currency. Example: '.001'. + References No definition available. + Details Name: dei_EntityListingParValuePerShare Namespace Prefix: dei_Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Definition The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition Indicates that the company is a Smaller Reporting Company (SRC). + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - Definition The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - Definition Local phone number for entity. + References No definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - Definition Title of a 12(b) registered security. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - Definition Name of the Exchange on which a security is registered. + References Reference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - Definition Trading symbol of an instrument as listed on an exchange. + References No definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 13 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Balance Sheets - USD (\$ Sep. 30, 2024 Dec. 31, 2023 Current Assets: A A Cash and cash equivalents \$ 12,603,289 \$ 30,662,774 Investments 251,455,468 149,919,974 Other current assets 8,379,682 10,007,849 Total current assets 272,438,439 190,590,597 Property and equipment, net 338,787,228,782 Operating lease right-of-use assets 259,744,400,019 Total Assets 273,036,970 191,219,398 Current Liabilities: A A Accounts payable 9,158,778 5,076,699 Operating lease liabilities 175,226 184,950 Accrued expenses 16,974,725 8,927,094 Total current liabilities 26,308,729 14,188,743 Operating lease liabilities 95,699 225,922 Note payable, non-current 96,923,914 37,035,411 Total Liabilities 123,328,342 51,450,076 Commitments and Contingencies (Note 5) Stockholders' Equity: A A Preferred stock, \$0.001 par value: 2,500,000 shares authorized; 317,577 and 854,134 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 318,854 Common stock, \$0.001 par value: 65,000,000 shares authorized; 37,116,267 and 25,506,012 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 37,116 25,506 Additional paid-in capital 384,873,261 299,818,965 Accumulated deficit (235,202,067) (160,076,003) Total Stockholders' Equity 149,708,628 139,769,322 Total Liabilities and Stockholders' Equity \$ 273,036,970 \$ 191,219,398 X - Definition Carrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + References Reference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210-5.02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_Data Type:

xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a) (1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482964/270-10-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (ee) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 5: <http://fasb.org/us-gaap/role/ref/otherTransitionRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481203/810-10-50-3>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-25>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482907/825-10-50-28>Reference 12: <http://www.xbrl.org/2003/role/exampleRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 13: <http://www.xbrl.org/2003/role/exampleRef> -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479168/946-830-55-12>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 18: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 19: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 20: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 21: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 22: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 23: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 24: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 25: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 26: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 27: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 28: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481404/852-10-50-7>Reference 29: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-30>Reference 30: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478546/942-210-S99-1> + Details Name: us-gaap Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481203/810-10-50-3>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-25>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482907/825-10-50-28>Reference 6: <http://www.xbrl.org/2003/role/exampleRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483467/210-10-45-1>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 10: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 11: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(B)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 19: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(v)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1>Reference 20: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481404/852-10-50-7> + Details Name: us-gaap AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483467/210-10-S99-1>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478546/942-210-S99-1>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1> + Details Name: us-gaap CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1> + Details Name: us-gaap CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 2

Paragraph 1 - Subparagraph (SX 210.5-02(23)) - Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 - SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_LiabilitiesNamespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquityNamespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -Sub

S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1> + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of investments including trading securities, available-for-sale securities, held-to-maturity securities, and short-term investments classified as other and current. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(4\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(4))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2>: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(5\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(5))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3>: [http://www.xbrli.org/2009/role/commonPracticeRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(8\)\)](http://www.xbrli.org/2009/role/commonPracticeRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_ShortTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2>: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(19\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3>: [http://www.xbrli.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6>: \[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.6-04\\(19\\)\\)\]\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(19\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7>: \[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\(SX 210.6-05\\(4\\)\\)\]\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.6-05\(4\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8>: \[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\(SX 210.6-09\\(4\\)\\(b\\)\\)\]\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(4\)\(b\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9>: \[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\(SX 210.6-09\\(6\\)\\)\]\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(6\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10>: \[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\(SX 210.6-09\\(7\\)\\)\]\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(7\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11>: \[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.4-08\\(g\\)\\(1\\)\\(ii\\)\\)\]\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(ii\)\)\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12>: \[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\(c\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13>: \\[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \\\(f\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14>: \\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\\\(SAB Topic 4.E\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480418/310-10-S99-2> + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 14 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Balance Sheets \\\\(Parenthetical\\\\) - \\\\\$ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position \\\\[Abstract\\\\] Å Å Preferred stock, par value \\\\\$ 0.001 \\\\\$ 0.001 Preferred stock, shares authorized 2,500,000 2,500,000 Preferred stock, shares issued 317,577 854,134 Preferred stock, shares outstanding 317,577 854,134 Common stock, par value \\\\\$ 0.001 \\\\\$ 0.001 Common stock, shares authorized 65,000,000 65,000,000 Common stock, shares issued 37,116,267 25,506,012 Common stock, shares outstanding 37,116,267 25,506,012 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: \\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(29\\\\\)\\\\\)\\\\]\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.5-02\\\\(29\\\\)\\\\)\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: \\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(29\\\\\)\\\\\)\\\\]\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.5-02\\\\(29\\\\)\\\\)\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2>: \\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.6-04\\\\\(16\\\\\)\\\\\(a\\\\\)\\\\\)\\\\]\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.6-04\\\\(16\\\\)\\\\(a\\\\)\\\\)\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1> + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders \\\\(includes common shares that were issued, repurchased and remain in the treasury\\\\). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: \\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(29\\\\\)\\\\\)\\\\]\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.5-02\\\\(29\\\\)\\\\)\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: \\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2>: \\\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.5-02\\\\\\(29\\\\\\)\\\\\\)\\\\\]\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(29\\\\\)\\\\\)\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3>: \\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\\\\\(SX 210.6-05\\\\\\(4\\\\\\)\\\\\\)\\\\\]\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\\\\(SX 210.6-05\\\\\(4\\\\\)\\\\\)\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4>: \\\\\[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\\\\\(SX 210.6-09\\\\\\(4\\\\\\)\\\\\\(b\\\\\\)\\\\\\)\\\\\]\\\\\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\\\\(SX 210.6-09\\\\\(4\\\\\)\\\\\(b\\\\\)\\\\\)\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5>: \\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\]\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.6-04\\\\\(16\\\\\)\\\\\(a\\\\\)\\\\\)\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3> + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: \\\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.5-02\\\\\\(28\\\\\\)\\\\\\)\\\\\]\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(28\\\\\)\\\\\)\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2>: \\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph \\\\\\(a\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13> + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares \\\\\\(or preferred stock redeemable solely at the option of the issuer\\\\\\) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: \\\\\\[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.5-02\\\\\\\(28\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.5-02\\\\\\(28\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6>: \\\\\\[http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\\\\\\(SX 210.6-09\\\\\\\(4\\\\\\\)\\\\\\\(b\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\\\\\(SX 210.6-09\\\\\\(4\\\\\\)\\\\\\(b\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 7>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI 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210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 12>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 13>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 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Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 23>: \\\\\\[http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.6-04\\\\\\\(16\\\\\\\)\\\\\\\(a\\\\\\\)\\\\\\\)\\\\\\]\\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.6-04\\\\\\(16\\\\\\)\\\\\\(a\\\\\\)\\\\\\)\\\\\\) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 24>:\\\\\]\\\\\(http://www.xbrli.org/2003/role/disclosureRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph \\\\\(a\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13\\\\\)\\\\]\\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2\\\\)\\\]\\\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\\(SAB Topic 4.E\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2\\\)\\]\\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \\(f\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14\\)\]\(http://www.xbrli.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13\)](http://www.xbrli.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5)

http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482694/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.1.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-5

Topic 323 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 3 - Subparagraph (c) - Publisher FASB - URI <https://asc.fasb.org/1943274/2147481687/323-10-3>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef - Topic 825 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 28 - Subparagraph \(f\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482907/825-10-50-28](http://www.xbrl.org/2003/role/disclosureRef - Topic 825 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 28 - Subparagraph (f) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482907/825-10-50-28)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef - Topic 220 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 6 - Publisher FASB - URI https://asc.fasb.org/1943274/2147482765/220-10-50-6>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 3 - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-3>Reference 11: [http://www.xbrl.org/2003/role/disclosureRef - Topic 815 - SubTopic 40 - Name Accounting Standards Codification - Section 65 - Paragraph 1 - Subparagraph \(f\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480175/815-40-65-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 1 - Subparagraph (b)(2) - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-1)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef - Topic 815 - SubTopic 40 - Name Accounting Standards Codification - Section 65 - Paragraph 1 - Subparagraph \(f\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480175/815-40-65-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 815 - SubTopic 40 - Name Accounting Standards Codification - Section 65 - Paragraph 1 - Subparagraph (f) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480175/815-40-65-1)Reference 13: <http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 8 - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 14: [http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 11 - Subparagraph \(a\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 11 - Subparagraph (a) - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 15: [http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 11 - Subparagraph \(b\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 11 - Subparagraph (b) - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 16: <http://www.xbrl.org/2003/role/disclosureRef - Topic 250 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Publisher FASB - URI https://asc.fasb.org/1943274/2147483443/250-10-50-4>Reference 17: <http://www.xbrl.org/2003/role/exampleRef - Topic 946 - SubTopic 830 - Name Accounting Standards Codification - Section 55 - Paragraph 10 - Publisher FASB - URI https://asc.fasb.org/1943274/2147479168/946-830-55-10>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef - Topic 946 - SubTopic 220 - Name Accounting Standards Codification - Section 45 - Paragraph 7 - Publisher FASB - URI https://asc.fasb.org/1943274/2147479105/946-220-45-7>Reference 19: [http://www.xbrl.org/2003/role/disclosureRef - Topic 944 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph \(SX 210.7-04\(18\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 944 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph (SX 210.7-04(18)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 20: [http://www.xbrl.org/2003/role/disclosureRef - Topic 946 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph \(SX 210.6-07\(9\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 946 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph (SX 210.6-07(9)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1)Reference 21: [http://www.xbrl.org/2003/role/disclosureRef - Topic 946 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 3 - Subparagraph \(SX 210.6-09\(1\)\(d\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3](http://www.xbrl.org/2003/role/disclosureRef - Topic 946 - SubTopic 220 - Name Accounting Standards Codification - Section S99 - Paragraph 3 - Subparagraph (SX 210.6-09(1)(d)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)Reference 22: [http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph (SX 210.13-01(a)(4)(i)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)Reference 23: [http://www.xbrl.org/2009/role/commonPracticeRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph (SX 210.13-01(a)(4)(ii)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)Reference 24: [http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph (SX 210.13-01(a)(4)(iii)(A)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)Reference 25: [http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph (SX 210.13-01(a)(4)(iv)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)Reference 26: [http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S](http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1A - Subparagraph (SX 210.13-01(a)(5)) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)

https://asc.fasb.org/1943274/2147480008/505-15-S99-1 + Details Name: us-gaap StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 - Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap StockholdersEquity Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 17 R6.htm IDEB/XBRL DOCUMENT v3.24.3 Condensed Statements of Cash Flows (Unaudited) - USD (\$ 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Δ Δ Net loss Δ (\$75,126,064) Δ (\$44,930,644) Adjustments to reconcile net loss to net cash and cash equivalents used for operations: Δ Δ Depreciation 94,693 114,824 Stock-based compensation 4,673,059 3,658,902 Amortization of debt issuance costs and discount 780,555 177,939 Payment-in-kind interest 1,110,584 1,345,760 Non-cash operating lease, net 326 3,171 Change in accrued interest income (1,112,420) (439,331) Changes in operating assets and liabilities: Δ Δ Other current assets 1,740,973 (1,065,732) Accounts payable 4,093,903 3,031,923 Accrued expenses 8,047,631 2,826,856 Net cash used for operating activities (55,696,760) (35,276,332) Cash flows from investing activities: Δ Δ Proceeds from maturities of investments 415,134,729 221,054,402 Purchases of investments (515,557,800) (184,779,534) Purchases of property and equipment (204,729) (64,945) Net cash (used for) provided by investing activities (100,627,800) 36,209,923 Cash flows from financing activities: Δ Δ Proceeds from exercise of common stock warrants 14,735,816 Proceeds from exercise of employee stock options 665,758 285,674 Proceeds from employee stock purchases 131,246 102,638 Proceeds from follow-on offering, net of underwriting discounts and offering costs 56,252,109 Proceeds from note payable, net of debt issuance costs and discount of \$2,437,644 59,226,276 Proceeds from an ATM offering, net of issuance costs 7,356,107 Payments for secondary registration statement costs (102,237) (128,298) Payments for debt issuance costs (2,716) Payments for finance leases (2,449) Net cash provided by financing activities 138,265,075 254,739 Net change in cash and cash equivalents (18,059,485) 1,188,330 Cash and cash equivalents: Δ Δ Beginning of period 30,662,774 24,571,557 End of period 12,603,289 25,759,887 Supplemental disclosure of cash flow information: Δ Δ Interest paid 5,114,145 2,405,441 Supplemental disclosures of non-cash investing and financing activities: Δ Δ Offering and registration statement costs included in accounts payable 44,621 13,865 Property and equipment included in accounts payable 13,584 12,961 Common stock warrants issued with note payable transaction 1,228,911 X - DefinitionChange in accrued interest income. + Details Name: CELC ChangeInAccruedInterestIncome Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCommon stock warrants issued with note payable transaction. + ReferencesNo definition available. + Details Name: CELC OperatingLeaseExpenseNet Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionOffering and registration statement costs included in accounts payable. + ReferencesNo definition available. + Details Name: CELC OfferingAndRegistrationStatementCostsIncludedInAccountsPayable Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayments for secondary registration statement costs. + ReferencesNo definition available. + Details Name: CELC PaymentsForSecondaryRegistrationStatementCosts Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from atm offering net of issuance costs. + ReferencesNo definition available. + Details Name: CELC ProceedsFromAtmOfferingNetOfIssuanceCosts Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProperty and equipment included in accounts payable. + ReferencesNo definition available. + Details Name: CELC PropertyAndEquipmentIncludedInAccountsPayable Namespace Prefix: CELC Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap CashAndCashEquivalentsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type

10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap NetIncomeLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 Insider Trading Arrangements [Line Items] A Rule 10b51 Arrangement Adopted false Non-Rule 10b51 Arrangement Adopted false Rule 10b51 Arrangement Terminated false Non-Rule 10b51 Arrangement Terminated false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a + Details Name: ecd InsiderTradingArrLineItems Namespace Prefix: ecd Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd NonRule10b51ArrTrmtdFlag Namespace Prefix: ecd Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd Rule10b51ArrTrmtdFlag Namespace Prefix: ecd Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Organization 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] A Organization 1. Organization A Nature of Business A Celcuty Inc., a Delaware corporation (the "Company"), is a clinical-stage biotechnology company focused on development of targeted therapies for treatment of multiple solid tumor indications. The Company's lead therapeutic candidate is gedatolisib, a potent pan-PI3K and mTOR inhibitor. Its mechanism of action and pharmacokinetic properties are highly differentiated from other currently approved and investigational therapies that target PI3K or mTOR alone or together. A Phase 3 clinical trial, VIKTORIA-1, evaluating gedatolisib in combination with fulvestrant with or without palbociclib in patients with HR+/HER2- advanced breast cancer is currently enrolling patients. A Phase 1b/2 clinical trial, CELC-G-201, evaluating gedatolisib in combination with darolutamide in patients with metastatic castration resistant prostate cancer, was initiated in the first quarter of 2024 and is currently enrolling patients. A Phase 3 clinical trial, VIKTORIA-2, evaluating gedatolisib plus a CDK4/6 inhibitor and fulvestrant as first-line treatment for patients with HR+/HER2- advanced breast cancer is expected to begin enrolling patients in the second quarter of 2025. The Company was co-founded in 2012 by Brian F. Sullivan and Dr. Lance G. Laing and is based in Minnesota. The Company has not generated any revenues to date. A X - ReferencesNo definition available. + Details Name: us-gaap OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] A Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements 2. Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements A Basis of Presentation A The accompanying unaudited condensed financial statements include the accounts of the Company and have been prepared in accordance with Article 10 of Regulation S-X promulgated by the Securities and Exchange Commission ("SEC"). Accordingly, as permitted by Article 10, the unaudited condensed financial statements do not include all of the information required by accounting principles generally accepted in the United States ("U.S. GAAP"). The balance sheet at December 31, 2023 was derived from the audited financial statements at that date and does not include all the disclosures required by U.S. GAAP. In the opinion of management, all adjustments which are of a normal recurring nature and necessary for a fair presentation have been reflected in the financial statements. These unaudited condensed financial statements should be read in conjunction with the audited financial statements as of and for the year ended December 31, 2023 and the related footnotes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected during the remainder of the current year or for any other future period. A Accounting Estimates A Management uses estimates and assumptions in preparing these unaudited condensed financial statements in accordance with U.S. GAAP. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from those estimates and the difference could be material. Significant items subject to such estimates and assumptions include the valuation of stock-based compensation and prepaid or accrued clinical trial costs. A Risks and Uncertainties A The Company is subject to risks common to companies in the development stage including, but not limited to, the clinical and commercial success of its initial drug product, gedatolisib, the regulatory approval of gedatolisib, the need for substantial additional financing to achieve its goals, uncertainty of broad adoption of its approved products, if any, by physicians and consumers, and significant competition. A Clinical Trial Costs A The Company records prepaid assets or accrued expenses for prepaid or estimated clinical trial costs conducted by third-party service providers, which includes the conduct of preclinical studies and clinical trials. These costs can be a significant component of the Company's research and development expenses. The Company primarily relies on a compilation of progress reports from third-party service providers, including the respective invoicing, to record actual expenses, along with determining changes to prepaid assets and accrued liabilities. To date, the Company believes utilization of third-party reports most accurately reflects expenses incurred. As the current VIKTORIA-1 Phase 3, the CELC-G-201 Phase 1b/2 and the VIKTORIA-2 Phase 3 clinical trials ramp up site activation and patient enrollment, the Company's estimated expenses in future periods and actual services performed may vary from these estimates, and these estimates may become more significant. Changes in these estimates that result in material changes to the Company's prepaid assets or accrued expenses could materially affect the Company's results of operations and financial position. A X - ReferencesNo definition available. + Details Name: us-gaap AccountingPoliciesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap BasisOfPresentationAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Common Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] A Net Loss Per Common Share 3. Net Loss Per Common Share A Basic and diluted net loss per common share is determined by dividing net loss attributable to common stockholders by the weighted-average common shares outstanding during the period. For all periods presented, the common shares underlying the preferred stock, options, warrants, and restricted stock have been excluded from the calculation because their effect would be anti-dilutive. Therefore, the weighted-average shares outstanding used to calculate both basic and diluted loss per common share are the same. A The following table summarizes the potentially-dilutive shares excluded from the diluted weighted-average shares outstanding: A Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding A 2024 A 2023 A September 30 A A 2024 A 2023 A Preferred stock on an as-if-converted to common stock basis A 3,175,770 A A 10,608,730 A Options to purchase common stock A 4,212,102 A A 2,702,629 A Warrants to purchase common stock A 5,521,152 A A 7,266,102 A Restricted common stock A 1,079 A A 1,958 A Total A 12,910,103 A A 20,579,419 A Antidilutive securities excluded from computation of earnings per share, amount A 12,910,103 A A 20,579,419 A Pre-funded warrant shares of 5,747,787 are included in the computation of basic and diluted net loss per share for the three and nine months ended September 30, 2024, as the pre-funded warrants are exercisable for nominal consideration. A X - ReferencesNo definition available. + Details Name: us-gaap EarningsPerShareAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap EarningsPerShareTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Investments 9 Months Ended Sep. 30, 2024 Investments, All Other Investments [Abstract] A Investments A Debt securities for which the Company has the positive intent and ability to hold to maturity are classified as held-to-maturity and reported at historical cost adjusted for amortization of premiums and accretion of discounts. Expected credit losses, if any, are recorded through the establishment of an allowance for credit losses. All of the Company's held-to-maturity investment securities are U.S. Treasury and agencies securities that are guaranteed or otherwise supported by the United States government and have no history of credit losses. Accordingly, the Company does not expect to incur any credit losses on held-to-maturity investment securities and has no allowance for credit losses recorded for these securities. A The following tables summarize the Company's held-to-maturity investment securities at amortized cost as of September 30, 2024 and December 31, 2023: A Schedule of Investment A Amortized Cost, as Adjusted A Gross Unrealized Holding Gains A Gross Unrealized Holding Losses A Estimated Fair Value A A September 30, 2024 A A Amortized Cost, as Adjusted A Gross Unrealized Holding Gains A Gross Unrealized Holding Losses A Estimated Fair Value A A A A A A A A U.S. Treasury Bills A \$251,455,468 A \$196,920 A \$ A A \$251,652,388 A Total A \$251,455,468 A \$196,920 A \$ A A \$251,652,388 A A Amortized Cost, as Adjusted A Gross Unrealized Holding Gains A Gross Unrealized Holding Losses A Estimated Fair Value A A A A A A A A December 31, 2023 A A A A Amortized Cost, as Adjusted A Gross Unrealized Holding Gains A Gross Unrealized Holding Losses A Estimated Fair Value A A A A A A A A U.S. Treasury Bills A \$149,919,974 A \$30,995 A \$ A A A A \$149,950,969 A Total A \$149,919,974 A \$30,995 A \$ A A \$149,950,969 A The fair value of the Company's held-to-maturity debt securities is determined based upon inputs, other than the quoted prices in active markets, that are observable either directly or indirectly and are classified as level 2 fair value instruments. A X - DefinitionThe entire disclosure for investment. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContentReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Topic 321 -Publisher FASB -URI https://asc.fasb.org/321/tableOfContentReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Topic 325 -Publisher FASB -URI https://asc.fasb.org/325/tableOfContent + Details Name: us-gaap InvestmentTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap InvestmentsAllOtherInvestmentsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na

Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments 9 Months Ended Sep. 30, 2024 Contingencies Disclosure [Abstract] 5. Commitments A Operating and Finance Leases A The Company leases its corporate space in Minneapolis, Minnesota, with an operating lease in place through April 30, 2026. The lease provides for monthly rent, real estate taxes, and operating expenses. Rent expense is recorded on a straight-line basis over the lease term. A Clinical Research Studies A The Company enters into contracts in the normal course of business to conduct research and development programs internally and through third parties that include, among others, arrangements with vendors, consultants, contract manufacturing organizations (â€œCMOsâ€) and contract research organizations (â€œCROsâ€). The Company currently has two Phase 2 clinical trial agreements in place to evaluate targeted therapies selected with one of our CELSignia tests. Timing of milestone payments related to the Phase 2 clinical trials are uncertain and the contracts generally provide for termination following a certain period after notice, therefore the Company believes that non-cancelable obligations under the agreements are not material. The Company also has a license agreement in place with Pfizer to research, develop, manufacture and commercialize gedatolisib. In conjunction with the license agreement, the Company continued a Phase 1b study â€¢ B2151009 related to gedatolisib. These patients subsequently transitioned to an Expanded Access study â€¢ CELC-G-001. Contracts related to the Phase 1B and the Expanded Access studies are generally based on time and material. In addition, contracts related to the Companyâ€™s Phase 3 clinical study (VIKTORIA-1) and Phase 1b/2 clinical study (CELC-G-201) are generally cancelable with reasonable notice within 120 days and the Companyâ€™s obligations under these contracts are primarily based on services performed through termination dates plus certain cancellation charges, if any, as defined in each of the respective agreements. In addition, these agreements may, from time to time, be subjected to amendments as a result of any change orders executed by the parties. As of September 30, 2024, the Company had two material non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$1.6 million. A Software A In August 2024, the Company entered into two software license agreements. These agreements will expire in August 2026. As of September 30, 2024, the Company had non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$0.2 million. A X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrl:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant arrangements with third parties, which includes operating lease arrangements and arrangements in which the entity has agreed to expend funds to procure goods or services, or has agreed to commit resources to supply goods or services, and operating lease arrangements. Descriptions may include identification of the specific goods and services, period of time covered, minimum quantities and amounts, and cancellation rights. + ReferencesReference 1:

ended September 30, 2024 and 2023, respectively and \$191,863 and \$129,125 for the nine months ended September 30, 2024 and 2023, respectively. The Company initially reserved a total of 100,000 shares for issuance under the employee stock purchase plan. The number of shares reserved for issuance was automatically increased by 51,499, 74,594, 108,337, and 127,530 shares on January 1, 2021, 2022, 2023, and 2024, respectively, and will increase automatically on each subsequent January 1 by the number of shares equal to 0.5% of the total outstanding number of shares of Company common stock as of the immediately preceding December 31. However, the Company's board may reduce the amount of the increase in any particular year. The total remaining shares available for issuance under the employee stock purchase plan as of September 30, 2024 was 373,739. A The Company recognized total stock-based compensation expense as follows for the three and nine months ended September 30: A Schedule of Stock-based Compensation Expenses A 2024A 2023A 2024A 2023A A Three Months EndedA A Nine Months EndedA A SeptemberA A SeptemberA A 2024A 2023A 2024A 2023A Stock-based compensation expense in operating expenses:A A A A A A A A A A A A Research and developmentA \$1,190,424A \$660,706A \$3,000,641A \$1,954,689A General and administrativeA \$740,777A \$447,931A \$1,672,418A \$1,704,213A TotalA \$1,931,201A \$1,108,637A \$4,673,059A \$3,658,902A X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: [http://www.xbrl.org/2003/role/exampleRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)\(1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/exampleRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(h\)\(2\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (h)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(h\)\(2\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (h)(2)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(l\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (l)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2) + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 28 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Debt 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] A Debt 8. Debt A On May 30, 2024, the Company entered into an Amended and Restated Loan and Security Agreement (the "A&R Loan Agreement") with Innovatus Life Sciences Lending Fund I, LP, a Delaware limited partnership (the "Innovatus"), as collateral agent, and the Lenders including Innovatus in its capacity as a Lender and Oxford Finance LLC (the "Oxford"), pursuant to which Innovatus and Oxford, as Lenders, have agreed to make certain term loans (the "Term Loans") to the Company in the aggregate principal amount of up to \$180 million. The A&R Loan Agreement amends and restates, in its entirety, that certain Loan and Security Agreement, dated April 8, 2021, as amended, between the Company and Innovatus, as collateral agent, and the Lenders named therein. A Funding of the first \$100 million under the A&R Loan Agreement occurred on May 30, 2024, including tranche payments of \$16.8 million (the "Term A Loan") and \$21.5 million (the "Term B Loan") reflecting repayment of the principal amount of loans under the Prior Loan Agreement plus accrued payment-in-kind interest, in addition to \$61.7 million of new borrowings (the "Term C Loan"). The Company will be eligible to draw on a fourth tranche of \$30 million (the "Term D Loan") and fifth tranche of \$50 million (the "Term E Loan"), in each case upon achievement of certain clinical trial milestones and satisfaction of certain financial covenants determined on a pro forma as-funded basis. The Lenders may, in their sole discretion upon the Company's request, make additional term loans to the Company of \$45 million (the "Term F Loan"). Funding of these additional tranches is also subject to other customary conditions and limits on when the Company can request funding for such tranches. Costs associated with the new borrowings was approximately \$2.4 million. A The Company is entitled to make interest-only payments for thirty-six months, or up to forty-eight months if certain conditions are met. The Term Loans will mature on May 1, 2029 and will bear interest at a rate equal to the sum of (a) the greater of (i) the Prime Rate (as defined in the A&R Loan Agreement) or (ii) 7.75%, plus (b) 2.85%, provided that 1.0% of such interest will be payable in-kind by adding an amount equal to such 1.0% of the outstanding principal amount to the then outstanding principal balance on a monthly basis through May 31, 2027. The A&R Loan Agreement is secured by all assets of the Company. Proceeds will be used for working capital purposes and to fund the Company's general business requirements, including the Phase 3 VIKTORIA-2 clinical trial. The A&R Loan Agreement contains customary representations and warranties and covenants, subject to customary carve-outs, and includes financial covenants related to liquidity and other financial measures. Innovatus has the right, at its election and until August 9, 2025, to convert up to 20% of the outstanding principal of the Term A Loan into shares of the Company's common stock at a price per share of \$10.00 (the "Conversion Right"). Innovatus will continue to have the right to exercise a previously disclosed warrant granted to it under the Prior Loan Agreement to purchase 26,042 shares of common stock at a price per share of \$14.40 through April 8, 2031. A The A&R Loan Agreement contains a Final Fee, which is equal to 4.5% of the initial funding of the agreement and is due on the earliest to occur of (a) the Maturity Date, (b) the acceleration of any Term Loan, and (c) the prepayment of the Term Loans. There is also a contingent non-utilization fee for both the Term D and Term E loans. If the Company achieves the Term D Milestone and (i) fails to draw the full amount of the Term D Loan during the Term D Draw Period and (ii) fails to notify Collateral Agent, at any time before the date that is four weeks after the Company's achievement of the Term D Milestone, of the Company's intent not to draw the full amount of the Term D Loan, a non-utilization fee of \$900,000, with respect to the Term D Loan shall become due and payable on the earliest of (i) the termination of the Term D Loan during the Term D Draw Period, (ii) the Maturity Date, (iii) the acceleration of any Term Loan, and (iv) the prepayment in whole of the Term Loans. If the Company achieves the Term E Milestone and (i) fails to draw the full amount of the Term E Loan during the Term E Draw Period and (ii) fails to notify Collateral Agent, at any time before the date that is four weeks after the Company's achievement of the Term E Milestone, of the Company's intent not to draw the full amount of the Term E Loan, a non-utilization fee of \$1,500,000, with respect to the Term E Loan shall become due and payable on the earliest of (i) the termination of the Term E Draw Period, (ii) the Maturity Date, (iii) the acceleration of any Term Loan, and (iv) the prepayment in whole of the Term Loans. After the 18-month anniversary of the Effective Date, the Company shall have the option to prepay all, but not less than all, of the Term Loans advanced by the Lenders under the A&R Loan Agreement, provided the Company (i) provides written notice to Collateral Agent of its election to prepay the Term Loans at least seven Business Days prior to such prepayment, and (ii) pays to Lenders on the date of such prepayment, payable to each Lender in accordance with its respective Pro Rata Share, an amount equal to the sum of (A) all outstanding principal of the Term Loans plus accrued and unpaid interest thereon through the prepayment date, (B) the Final Fee, (C) the Prepayment Fee, plus (D) all other outstanding Obligations that are due and payable, including, without limitation, Lenders' Expenses and interest at the Default Rate with respect to any past due amounts. At May 30, 2024, the Company recognized the Final Fee of \$4.5 million as additional debt principal and a corresponding debt discount to be amortized over the life of the loan. A In connection with the funding of each of the Term C Loan, the Term D Loan, the Term E Loan and the Term F Loan, the Company agreed to issue to Innovatus and Oxford warrants to purchase that number of shares of the Company's common stock equal to 2.5% of the principal amount of the applicable Term Loan divided by the exercise price, which shall, with respect to the Term C Loan, be equal to the lower of (i) the volume weighted average closing price of the Company's common stock for the five-trading day period ending on the last trading day immediately preceding the execution of the A&R Loan Agreement or (ii) the closing price on the last trading day immediately preceding the execution of the A&R Loan Agreement. Accordingly, on May 30, 2024, the Company issued 103,876 warrants with an exercise price of \$14.84 per share. The relative fair value of the warrants was approximately \$1.2 million. For the additional Term Loans, the exercise price will be based on the lower of (i) the exercise price for the Warrants issued pursuant to the Term C Loan or (ii) the volume weighted average closing price of the Company's common stock for the five-trading day period ending on the last trading day immediately preceding the applicable Term Loan funding. The Warrants may be exercised on a cashless basis and are exercisable through the tenth anniversary of the applicable funding date. The number of shares of common stock for which each Warrant is exercisable and the associated exercise price are subject to certain proportional adjustments as set forth in such Warrant. A The Company evaluated the change of terms under ASC 470-50, "Debt Modification and Extinguishment", and concluded the change in terms did not result in significant and consequential changes to the economic substance of the debt and thus resulted in a modification of the debt and not an extinguishment of the debt. A A Long-term debt consisted of the following at September 30, 2024 and December 31, 2023: A Schedule of Long-term Debt A September 30, 2024A December 31, 2023A Note payableA \$100,000,000A \$35,000,000A Add: Final feeA \$4,500,000A \$A A Add: PIK interest (added to principal)A \$340,164A \$A 2,565,660A Less: unamortized debt issuance costsA \$1,856,880A \$A (480,810)A Less: unamortized debt discountA \$ (6,059,370)A \$ (49,439)A Total long-term debtA \$96,923,914A \$37,035,414A A Future principal payments, including the incurred PIK interest and Final Fee, are as follows: A Schedule of Long Term Debt Future Principal Payments A Years Ending December 31A 2027A \$30,538,311A 2028A \$52,351,390A 2029A \$21,950,463A TotalA \$104,840,164A X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1:

assumptions in preparing these unaudited condensed financial statements in accordance with U.S. GAAP. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from those estimates and the difference could be material. Significant items subject to such estimates and assumptions include the valuation of stock-based compensation and prepaid or accrued clinical trial costs. Â Risks and Uncertainties Risks and Uncertainties Â The Company is subject to risks common to companies in the development stage including, but not limited to, the clinical and commercial success of its initial drug product, gedatolisib, the regulatory approval of gedatolisib, the need for substantial additional financing to achieve its goals, uncertainty of broad adoption of its approved products, if any, by physicians and consumers, and significant competition. Â Clinical Trial Costs Clinical Trial Costs Â The Company records prepaid assets or accrued expenses for prepaid or estimated clinical trial costs conducted by third-party service providers, which includes the conduct of preclinical studies and clinical trials. These costs can be a significant component of the Company’s research and development expenses. The Company primarily relies on a compilation of progress reports from third-party service providers, including the respective invoicing, to record actual expenses, along with determining changes to prepaid assets and accrued liabilities. To date, the Company believes utilization of third-party reports most accurately reflects expenses incurred. As the current VIKTORIA-1 Phase 3, the CELC-G-201 Phase 1b/2 and the VIKTORIA-2 Phase 3 clinical trials ramp up site activation and patient enrollment, the Company’s estimated expenses in future periods and actual services performed may vary from these estimates, and these estimates may become more significant. Changes in these estimates that result in material changes to the Company’s prepaid assets or accrued expenses could materially affect the Company’s results of operations and financial position. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478898/942-825-50>-1Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-1> + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for costs assigned to identifiable tangible and intangible assets of an acquired entity to be used in the research and development activities of the combined enterprise. An entity also may disclose the appraisal method or significant assumptions used to value acquired research and development assets. + ReferencesNo definition available. + Details Name: us-gaap_InProcessResearchAndDevelopmentPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-4>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-11>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-12>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482861/275-10-50-8> + Details Name: us-gaap_ UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Common Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding The following table summarizes the potentially-dilutive shares excluded from the diluted weighted-average shares outstanding: Â Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding Â Â 2024 Â Â 2023 Â Â September 30, Â Â Â Â 2024 Â 2023 Â Preferred stock on an as-if-converted to common stock basis Â 3,175,770 Â Â 10,608,730 Â Options to purchase common stock Â 4,212,102 Â Â 2,702,629 Â Warrants to purchase common stock Â 5,521,152 Â Â 7,266,102 Â Restricted common stock Â 1,079 Â Â 1,958 Â Total Â 12,910,103 Â Â 20,579,419 Â Antidilutive securities excluded from computation of earnings per share, amount Â 12,910,103 Â Â 20,579,419 Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482662/260-10-50-1> + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Investments (Tables) 9 Months Ended Sep. 30, 2024 Investments, All Other Investments [Abstract] Â Schedule of Investment The following tables summarize the Company’s held-to-maturity investment securities at amortized cost as of September 30, 2024 and December 31, 2023: Â Schedule of Investment Â Â Amortized Cost, as Adjusted Â Â Gross Unrealized Holding Gains Â Â Gross Unrealized Holding Losses Â Â Estimated Fair Value Â Â Â Â September 30, 2024 Â Â Â Â Amortized Cost, as Adjusted Â Â Gross Unrealized Holding Gains Â Â Gross Unrealized Holding Losses Â Â Estimated Fair Value Â Â Â Â Â Â Â Â Â Â U.S. Treasury Bills Â \$251,455,468 Â Â \$196,920 Â Â Â Â Â Â \$251,652,388 Â Total Â \$251,455,468 Â Â \$196,920 Â Â Â Â \$251,652,388 Â Â Â Â Amortized Cost, as Adjusted Â Â Gross Unrealized Holding Gains Â Â Gross Unrealized Holding Losses Â Â Estimated Fair Value Â Â December 31, 2023 Â Â Â Â Amortized Cost, as Adjusted Â Â Gross Unrealized Holding Gains Â Â Â Â Â Â Â Â Â Â U.S. Treasury Bills Â \$149,950,969 Â Total Â \$149,919,974 Â Â \$30,995 Â Â \$- Â Â \$149,950,969 Â X - DefinitionTabular disclosure of investment. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/320/tableOfContentReference> 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Name Accounting Standards Codification -Topic 321 -Publisher FASB -URI <https://asc.fasb.org/321/tableOfContentReference> 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Name Accounting Standards Codification -Topic 325 -Publisher FASB -URI <https://asc.fasb.org/325/tableOfContent> + Details Name: us-gaap_InvestmentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsAllOtherInvestmentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 33 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Stock Options Activity The following table summarizes the activity for all stock options outstanding for the nine months ended September 30: Â Schedule of Stock Options Activity Â Â 2024 Â Â 2023 Â Â Shares Â Â Weighted Average Exercise Price Â Â Shares Â Â Weighted Average Exercise Price Â Options outstanding at beginning of year Â 2,815,392 Â Â 7.95 Â Â 1,976,586 Â Â \$6.34 Â Granted Â 1,557,479 Â Â 16.37 Â Â 874,548 Â Â 10.13 Â Exercised Â (89,059) Â Â 4.78 Â Â (82,708) Â Â 3.65 Â Forfeited Â (71,710) Â Â 4.95 Â Â (65,797) Â Â 4.75 Â Balance at September 30 Â 4,212,102 Â Â \$11.04 Â Â 2,702,629 Â Â \$7.63 Â Â Â Â Â Â Â Â Â Â Options exercisable at September 30: Â 1,891,297 Â Â 7.11 Â Â 1,440,231 Â Â \$6.26 Â Â Â Â Â Â Â Â Â Â Weighted Average Grant Date Fair Value for options granted during the period: Â Â Â Â \$11.38 Â Â Â Â \$7.09 Â Schedule of Stock Options Outstanding and Exercisable The following table summarizes additional information about stock options outstanding and exercisable at September 30, 2024: Â Schedule of Stock Options Outstanding and Exercisable Â Options Outstanding Â Â Options Exercisable Â Options Outstanding Â Â Weighted Average Remaining Contractual Life Â Â Weighted Average Exercise Price Â Â Aggregate Intrinsic Value Â Â Options Exercisable Â Â Weighted Average Exercise Price Â Â Aggregate Intrinsic Value Â 4,212,102 Â Â 8.16 Â Â \$11.04 Â Â \$18,651,440 Â Â 1,891,297 Â Â \$7.11 Â Â \$14,838,086 Â Schedule of Assumptions for Fair Value of Equity-based Awards The Black-Scholes option-pricing model was used to estimate the fair value of equity-based awards and the Monte Carlo simulation model was used to estimate the fair value of the performance-based awards, with the following weighted-average assumptions for the nine months ended September 30: Â Schedule of Assumptions for Fair Value of Equity-based Awards Â Â 2024 Â 2023 Â Risk-free interest rate Â 3.48% - 4.71% Â 3.41% - 4.61% Expected volatility Â 71.2 to 76.10% Â 78.0 to 79.8% Expected life (years) Â 5.25 to 10.00 Â 5.25 to 6.08 Â Expected dividend yield Â 0% Â 0% Schedule of Unrecognized Compensation Cost Total unrecognized compensation cost related to stock options and restricted stock is estimated to be recognized at September 30, 2024: Â Schedule of Unrecognized Compensation Cost Â Â Â Â 2024 Â \$2,158,997 Â 2025 Â 7,470,910 Â 2026 Â 6,066,260 Â 2027 Â 4,918,768 Â 2028 Â 1,740,835 Â Total estimated compensation cost to be recognized Â \$22,355,770 Â Schedule of Stock-based Compensation Expenses The Company recognized total stock-based compensation expense as follows for the three and nine months ended September 30: Â Schedule of Stock-based Compensation Expenses Â Â 2024 Â 2023 Â 2024 Â 2023 Â Three Months Ended Â Nine Months Ended Â Â September Â Â September Â Â 2024 Â 2023 Â Stock-based compensation expense in operating expenses: Â Â Â Â Â Â Â Â Â Â Research and development Â \$1,190,424 Â \$660,706 Â \$3,000,641 Â \$1,954,689 Â General and administrative Â 740,777 Â 447,931 Â 1,672,418 Â 1,704,213 Â Total Â \$1,931,201 Â \$1,108,637 Â \$4,673,059 Â \$3,658,902 Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity’s shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 718 -SubTopic 10 -Subparagraph (f)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of cost not yet recognized and weighted-average period over which cost is expected to be recognized for nonvested award under share-based payment arrangement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 718 -SubTopic 10 -Subparagraph (i) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ScheduleOfUnrecognizedCompensationCostNonvestedAwardsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of number, weighted-average exercise price or conversion ratio, aggregate intrinsic value, and weighted-average remaining contractual term for outstanding and exercisable options that are fully vested and expected to vest. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingAndExercisableTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Debt (Tables) 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Long-term Debt Long-term debt consisted of the following at September 30, 2024 and December 31, 2023: Â Schedule of Long-term Debt Â Â September 30, 2024 Â December 31, 2023 Â Note payable Â \$100,000,000 Â \$35,000,000 Â Add: Final fee Â 4,500,000 Â Â - Â Add: PIK interest (added to principal) Â 340,164 Â Â 2,565,660 Â Less: unamortized debt issuance costs Â (1,856,880) Â Â (480,810) Â Less: unamortized debt discount Â (6,059,370) Â Â (49,439) Â Total long-term debt Â \$96,923,914 Â Â \$37,035,411 Â Schedule of Long Term Debt Future Principal Payments Future principal payments, including the incurred PIK interest and Final Fee, are as follows: Â Schedule of Long Term Debt Future Principal Payments Â Â Â Â Years Ending December 31, Â 2027 Â \$30,538,311 Â 2028 Â 52,351,390 Â 2029 Â 21,950,463 Â Total Â \$104,840,164 Â X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of long-debt instruments or arrangements, including identification, terms, features, collateral requirements and other information necessary to a fair presentation. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the entity, if longer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-599-1>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69B>Reference 3: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69E>Reference 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-599-3>Reference 5: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-2>Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-3>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/214747734/942-470-50-3>Reference 8: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-8>Reference 9: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-6>

[Reference 10: https://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481162/1105-10-50-7 + Details Name: us-gaap ScheduleOfDebtInstrumentsTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of maturity and sinking fund requirement for long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap ScheduleOfMaturitiesOfLongTermDebtTableTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML S3 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Potentially-Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding \(Details\) - shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share \[Line Items\] A A Antidilutive securities excluded from computation of earnings per share, amount 12,910,103 20,579,419 Options To Purchase Common Stock \[Member\] A A Antidilutive Securities Excluded from Computation of Earnings Per Share \[Line Items\] A A Antidilutive securities excluded from computation of earnings per share, amount 4,212,102 2,702,629 Warrants To Purchase Common Stock \[Member\] A A Antidilutive Securities Excluded from Computation of Earnings Per Share \[Line Items\] A A Antidilutive securities excluded from computation of earnings per share, amount 5,521,152 7,266,102 Restricted Stock \[Member\] A A Antidilutive Securities Excluded from Computation of Earnings Per Share \[Line Items\] A A Antidilutive securities excluded from computation of earnings per share, amount 1,079 1,958 Preferred Stock On An As If Converted To Common Stock \[Member\] A A Antidilutive Securities Excluded from Computation of Earnings Per Share \[Line Items\] A A Antidilutive securities excluded from computation of earnings per share, amount 3,175,770 10,608,730 X - DefinitionSecurities \(including those issuable pursuant to contingent stock agreements\) that could potentially dilute basic earnings per share \(EPS\) or earnings per unit \(EPU\) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=CELC_OptionsToPurchaseCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementEquityComponentsAxis=CELC_PreferredStockOnAnAsIfConvertedToCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Common Share \(Details Narrative\) - shares 3 Months Ended 9 Months Ended Sep. 30, 2024 Pre Funded Warrant \[Member\] A A Class of Warrant or Right \[Line Items\] A A Pre-funded warrant shares 5,747,787 5,747,787 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of call options and warrants using the treasury stock method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-26 + Details Name: us-gaap IncrementalCommonSharesAttributableToCallOptionsAndWarrants Namespace Prefix: us-gaap Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap ClassOfWarrantOrRightAxis=CELC_PreFundedWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: XML 37 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Investment \(Details\) - USD \(\\$\) Sep. 30, 2024 Dec. 31, 2023 Debt Securities, Held-to-Maturity, Allowance for Credit Loss \[Line Items\] A A Debt Securities, Held-to-Maturity, Amortized Cost, before Allowance for Credit Loss \\$ 251,455,468 \\$ 149,919,974 Debt Securities, Held-to-Maturity, Accumulated Unrecognized Gain 196,920 30,995 Debt Securities, Held-to-Maturity, Accumulated Unrecognized Loss Debt Securities, Held-to-Maturity, Fair Value 251,652,388 149,950,969 US Treasury Securities \[Member\] A A Debt Securities, Held-to-Maturity, Allowance for Credit Loss \[Line Items\] A A Debt Securities, Held-to-Maturity, Amortized Cost, before Allowance for Credit Loss 251,455,468 149,919,974 Debt Securities, Held-to-Maturity, Accumulated Unrecognized Gain 196,920 30,995 Debt Securities, Held-to-Maturity, Accumulated Unrecognized Loss Debt Securities, Held-to-Maturity, Fair Value \\$ 251,652,388 \\$ 149,950,969 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap DebtSecuritiesHeldtoMaturityAllowanceForCreditLossLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, before allowance for credit loss, of investment in debt security measured at amortized cost \(held-to-maturity\). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-7AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-14 + Details Name: us-gaap HeldToMaturitySecurities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated unrecognized gain on investment in debt security measured at amortized cost \(held-to-maturity\). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5A -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5A + Details Name: us-gaap HeldToMaturitySecuritiesAccumulatedUnrecognizedHoldingGain Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of accumulated unrealized loss on investment in debt security measured at amortized cost \(held-to-maturity\). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5A -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5A + Details Name: us-gaap HeldToMaturitySecuritiesAccumulatedUnrecognizedHoldingLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value of investment in debt security measured at amortized cost \(held-to-maturity\). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 3: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(aa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5AReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(6\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap HeldToMaturitySecuritiesFairValue Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name:](#)

<http://www.xbrl.org/2003/role/disclosureRef> -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482987/272-10-50-13Reference> 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference> 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-13Reference> 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-13Reference> 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-13Reference> 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-13Reference> 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-14Reference> 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-18Reference> 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-2Reference> 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference> 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference> 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference> 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3> + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na_Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-3> + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na_Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-3> + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na_Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference> 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference> 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference> 6: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3> + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: instant X - DefinitionThe number of shares converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference> 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-5> + Details Name: us-gaap_ConversionOfStockSharesConverted Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: duration X - DefinitionThe number of new shares issued in the conversion of stock in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference> 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-5> + Details Name: us-gaap_ConversionOfStockSharesIssued Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: duration X - DefinitionAmount of paid and unpaid cash, stock, and paid-in-kind (PIK) dividends declared, for example, but not limited to, common and preferred stock. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477787/942-405-4-2> + Details Name: us-gaap_Dividends Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer share conversion price of preferred stock. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/214748112/505-10-50-13> + Details Name: us-gaap_PreferredStockConvertibleConversionPrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na_Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1> + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference> 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference> 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1> + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period Type: instant X - DefinitionThe cash inflow from the additional capital contribution to the entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14> + Details Name: us-gaap_ProceedsFromIssuanceOfCommonStock Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock, preferred stock, treasury stock, stock options, and other types of equity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3> + Details Name: us-gaap_ProceedsFromIssuanceOrSaleOfEquity Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from holders exercising their stock warrants. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14> + Details Name: us-gaap_ProceedsFromWarrantExercises Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na_Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=CELC_OpenMarketSaleAgreementMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=CELC_JefferiesLLCMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=CELC_UnderwritingAgreementMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=CELC_LeerinkPartnersLLCMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=CELC_SeveralInvestorsMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=CELC_SeriesAConvertiblePreferredStockMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na_Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na_Balance Type: Period Type: XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Stock Options Activity (Details) - Share-Based Payment Arrangement, Option [Member] - \$ / shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Offsetting Assets [Line Items] A Options outstanding at beginning of year 2,815,392 1,976,586 Options outstanding, weighted average exercise price at beginning of year 7.95 \$ 6.34 Shares, Granted 1,557,479 874,548 Weighted Average Exercise Price, Granted \$ 16.37 10.13 Shares, Exercised (89,059) (82,708) Weighted Average Exercise Price, Exercised \$ 7.48 \$ 3.65 Shares, Forfeited (71,710) (65,797) Weighted Average Exercise, Forfeited \$ 9.95 \$ 7.45 Options outstanding at end of year 4,212,102 2,702,629 Options outstanding, weighted average exercise price at end of year \$ 11.04 \$ 7.63 Shares, options exercisable 1,891,297 1,440,231 Weighted Average Exercise Price, Options exercisable \$ 7.11 \$ 6.26 Weighted Average Grant Date Fair Value for options granted during the period \$ 11.38 \$ 7.09 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_OffsettingAssetsLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na_Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_Data Type: xbrli:shareItemType Balance Type: na_Period

Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(03\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(03)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(01\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(01)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(d\)\(1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (d)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(ii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(ii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(02\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(02)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(03\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(03)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(01\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(01)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Section 50-Paragraph 2-SubTopic 10-Topic 505-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(28\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(29\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iv\)\(02\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.3-04\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1+Details](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Section 50-Paragraph 2-SubTopic 10-Topic 505-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(28))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(29))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(02)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.3-04)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1+Details) Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentRiskXAxis-us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML id R30.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Stock Options Outstanding and Exercisable (Details) - Share-Based Payment Arrangement, Option [Member] 9 Months Ended Sep. 30, 2024 USD (\$) \$ / shares shares Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Options outstanding | shares 4,212,102 Options outstanding, weighted average remaining contractual life 8 years 1 month 28 days Options outstanding, weighted average exercise price | \$ / shares \$ 11.04 Options outstanding, aggregate intrinsic value | \$ \$ 18,651,440 Options exercisable | shares 1,891,297 Options exercisable, weighted average exercise price | \$ / shares \$ 7.11 Options exercisable, aggregate intrinsic value | \$ \$ 14,838,086 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 35-Paragraph 1D-Publisher FASB-URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 35-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(3)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(01)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(02)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(03)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iv)(04)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(iii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(iii)(01)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(iii)(02)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(2)(iii)(03)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (d)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (d)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (e)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (e)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (f)(2)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (f)(2)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (f)(2)(iii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (f)(2)(iv)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (v)(2)(v)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(iii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(iii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 718-SubTopic 10-Section 50-Paragraph 2-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details> Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(ii\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(ii)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(c\)\(1\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (c)(1)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 718-SubTopic 10-Section 50-Paragraph 2-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details> Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMndTnHnMns' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 718-SubTopic 10-Subparagraph \(e\)\(1\)-Name Accounting Standards Codification-Paragraph 2-Section 50-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 718-SubTopic 10-Subparagraph (e)(1)-Name Accounting Standards Codification-Paragraph 2-Section 50-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2+Details) Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_Data Type:

durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Assumptions for Fair Value of Equity-based Awards (Details) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] A A Risk-free interest rate, minimum 3.48% 3.41% Risk-free interest rate, maximum 4.71% 4.61% Expected volatility, minimum 71.20% 78.00% Expected volatility, maximum 76.10% 79.80% Expected dividend yield 0.00% 0.00% Minimum [Member] A A Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] A A Expected life (years) 5 years 3 months 5 years 3 months Maximum [Member] A A Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] A A Expected life (years) 10 years 6 years 29 days X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the maximum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the minimum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480483/718-10-35-1D>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480483/718-10-35-3>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 19:

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Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1A + Details Name: us-gaap_DebtInstrumentUnamortizedDiscountPremiumAndDebtIssuanceCostsNet Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermNotesPayable Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Schedule of Long Term Debt Future Principal Payments (Details) Sep. 30, 2024 USD (\$) Debt Disclosure [Abstract] A 2027 \$ 30,538,311 2028 52,351,390 2029 21,950,463 Total \$ 104,840,164 X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOffPrincipalInYearFour Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOffPrincipalInYearThree Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOffPrincipalInYearTwo Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Debt (Details Narrative) -USD (\$) May 30, 2024 Sep. 30, 2024 Mar. 15, 2024 Dec. 31, 2023 Debt Instrument [Line Items] A A A Final fee A 4,500,000 A Warrants exercise price per share A 8.05 A Amended And Restated Loan Agreement [Member] A A A Debt Instrument [Line Items] A A A Debt instrument interest rate description The Company is entitled to make interest-only payments for thirty-six months, or up to forty-eight months if certain conditions are met. The Term Loans will mature on May 1, 2029 and will bear interest at a rate equal to the sum of (a) the greater of (i) the Prime Rate (as defined in the A&R Loan Agreement) or (ii) 7.75%, plus (b) 2.85%, provided that 1.0% of such interest will be payable in-kind by adding an amount equal to such 1.0% of the outstanding principal amount to the then outstanding principal balance on a monthly basis through May 31, 2027. A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount \$ 100 A A A Costs associated with new borrowings \$ 2,400,000 A A A Final fee percentage 4.50% A A A Final fee \$ 4,500,000 A A A Warrant or right, reason for issuance, description 2.50% A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Warrant [Member] A A A Debt Instrument [Line Items] A A A Warrants issued 103,876 A A A Warrants exercise price per share \$ 14.84 A A A Fair value of warrants \$ 1,200,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term A Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount \$ 16,800,000 A A A Loan conversion percentage 20.00% A A A Common stock price per share \$ 10.00 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term B Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount \$ 21,500,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term C Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount 61,700,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term D Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount 30,000,000 A A A Non utilization fee 900,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term E Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount 50,000,000 A A A Non utilization fee 1,500,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Term F Loan [Member] A A A Debt Instrument [Line Items] A A A Funded loan amount 45,000,000 A A A Amended And Restated Loan Agreement [Member] | Innovatus Life Sciences [Member] | Maximum [Member] A A A Debt Instrument [Line Items] A A A Funded contingent loan, outstanding \$ 180,000,000 A A A Prior Loan Agreement [Member] | Innovatus Life Sciences [Member] A A A Debt Instrument [Line Items] A A A Common stock price per share \$ 14.40 A A A Common stock issued 26,042 A A A X - DefinitionFinal fee. + ReferencesNo definition available. + Details Name: CELC_FinalFee Namespace Prefix: CELC_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFinal fee percentage. + ReferencesNo definition available. + Details Name: CELC_FinalFeePercentage Namespace Prefix: CELC_Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNon utilization fee. + ReferencesNo definition available. + Details Name: CELC_NonUtilizationFee Namespace Prefix: CELC_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightOutstanding Namespace Prefix: us-gaap_Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionDescription of the interest rate as being fixed or variable, and, if variable, identification of the index or rate on which the interest rate is based and the number of points or percentage added to that index or rate to set the rate, and other pertinent information, such as frequency of rate resets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentInterestRateTerms Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20

[Name Accounting Standards Codification - Section 50 - Paragraph 1B - Subparagraph \(d\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 12:](#)

[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(e\) -Publisher FASB -URI](#)

[https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 13:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 14:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 15:](#)

[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 16:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 17:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 18:](#)

[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 19:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 20:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 21:](#)

[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 22:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 23:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 24:](#)

[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 25:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 26:](#) [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27:](#)

[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense \(income\) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe carrying amount as of the balance sheet date for the aggregate of other miscellaneous borrowings owed by the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(16\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(13\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap OtherBorrowings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(4\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-03\(i\)\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap TypeOfArrangementAxis=CELC AmendedAndRestatedLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap PlanNameAxis=CELC AmendedAndRestatedLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap RelatedPartyTransactionsByRelatedPartyAxis=CELC InnovatLifeSciencesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementEquityComponentsAxis=us-gaap WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=CELC TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=CELC TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=CELC TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt RangeAxis=srt MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap PlanNameAxis=CELC PriorLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Event \(Details Narrative\) - shares Oct. 07, 2024 Oct. 06, 2024 Sep. 30, 2024 Dec. 31, 2023 Subsequent Event \[Line Items\] A A A Common stock, shares authorized A A 65,000,000 65,000,000 Subsequent Event \[Member\] A A A Subsequent Event \[Line Items\] A A A Common stock, shares authorized 95,000,000 65,000,000 A A X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(16\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionDetail information of subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https](#)

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Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": { "r52", "r436", "r586" } }, "CELC-CommonStockWarrantsIssuedWithNotePayableTransaction": { "xbrltype": "monetaryItemType", "nsuri": "http://celcity.com/20240930", "localname": "CommonStockWarrantsIssuedWithNotePayableTransaction", "crdr": "credit", "presentation": { "http://celcity.com/role/StatementsOfCashFlows" } }, "lang": { "en-us": { "role": { "label": "Common stock warrants issued with note payable transaction", "documentation": "Common stock warrants issued with note payable transaction." } } }, "auth_ref": { "r52", "r436", "r586" } }, "CompActuallyPaidVsCoSelectedMeasureTextBlock": { "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure" } }, "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": { "r657" } }, "ecd-CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure" } }, "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": { "r656" } }, "ecd-CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure" } }, "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": { "r658" } }, "ecd-CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure" } }, "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": { "r655" } }, "us-gaap-ConcentrationRiskCreditRisk": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskCreditRisk", "presentation": { "http://celcity.com/role/BasisOfPresentationSummaryOfSignificantAccountingPoliciesAndRecentAccountingPronouncementsPolicies" } }, "lang": { "en-us": { "role": { "label": "Risks and Uncertainties", "documentation": "Disclosure of accounting policy for credit risk." } } }, "auth_ref": { "r40", "r103" } }, "us-gaap-ContractualObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractualObligation", "crdr": "debit", "presentation": { "http://celcity.com/role/CommitmentsDetailsNarrative" } }, "lang": { "en-us": { "role": { "label": "Non-cancelable contractual commitment", "documentation": "Amount of contractual obligation, including, but not limited to, long-term debt, lease obligation, purchase obligation, and other commitments." } } }, "auth_ref": { "r709" } }, "us-gaap-ConversionOfStockSharesConverted1": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConversionOfStockSharesConverted1", "presentation": { "http://celcity.com/role/StockholdersEquityDetailsNarrative" } }, "lang": { "en-us": { "role": { "label": "Number of shares converted", "documentation": "The number of shares converted in a noncash (or part noncash) transaction. 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Includes production and non-production related depreciation." }, {"auth_ref": "r5", "r24", "us-gaap_DerivativeContractTypeDomain": {"xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeContractTypeDomain", "presentation": "http://celcuity.com/role/ScheduleOfStockOptionsActivityDetails", "lang": "en-us", "role": "documentation", "documentation": "Financial instrument or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset." }, {"auth_ref": "r478", "r480", "r494", "r495", "r496", "r498", "r499", "r500", "r501", "r503", "r504", "r505", "r506", "r517", "r518", "r519", "r520", "r523", "r524", "r525", "r526", "r539", "r540", "r541", "r542", "r589", "r591", "r770", "r771", "r772", "r773", "r774", "r775", "r777", "r778", "us-gaap_DerivativeInstrumentRiskAxis": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeInstrumentRiskAxis", "presentation": "http://celcuity.com/role/ScheduleOfStockOptionsActivityDetails", "lang": "en-us", "role": "label", "label": "Derivative Instrument [Axis]", "documentation": "Information by type of derivative contract." }, {"auth_ref": "r36", "r37", "r38", "r83", "r478", "r480", "r494", "r495", "r496", "r498", "r499", "r500", "r501", "r503", "r504", "r505", "r506", "r517", "r518", "r519", "r520", "r523", "r524", "r525", "r526", "r539", "r540", "r541", "r542", "r554", "r589", "r591", "r770", "r771", "r772", "r773", "r774", "r775", "r777", "r778", "us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "presentation": "http://celcuity.com/role/Stock-basedCompensation", "lang": "en-us", "role": "label", "label": "Stock-Based Compensation", "documentation": "The entire disclosure for share-based payment arrangement." }, {"auth_ref": "r295", "r298", "r326", "r327", "r329", "r572", "us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract", "lang": "en-us", "role": "label", "label": "Share-Based Payment Arrangement [Abstract]", "auth_ref": "r1", "us-gaap_Dividends": {"xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Dividends", "crdr": "debit", "presentation": "http://celcuity.com/role/StockholdersEquityDetailsNarrative", "lang": "en-us", "role": "label", "label": "Declared Dividend", "documentation": "Amount of paid and unpaid cash, stock, and paid-in-kind (PIK) dividends declared, for example, but not limited to, common and preferred stock." }, {"auth_ref": "r3", "r77", "dei_DocumentAccountingStandard": {"xbrltype": "accountingStandardItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentAccountingStandard", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Accounting Standard", "documentation": "The basis of accounting the registrant has used to prepare the financial statements included in this filing. This can either be 'U.S. GAAP', 'International Financial Reporting Standards', or 'Other'." }, {"auth_ref": "r613", "dei_DocumentAnnualReport": {"xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentAnnualReport", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Annual Report", "documentation": "Boolean flag that is true only for a form used as an annual report." }, {"auth_ref": "r611", "r613", "r625", "dei_DocumentFiscalPeriodFocus": {"xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Fiscal Period Focus", "documentation": "Fiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY." }, {"auth_ref": "r1", "dei_DocumentFiscalYearFocus": {"xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Fiscal Year Focus", "documentation": "This is focus fiscal year of the document report in YYYY format. 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The format of the date is YYYY-MM-DD." }, {"auth_ref": "r1", "dei_DocumentPeriodStartDate": {"xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodStartDate", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Period Start Date", "documentation": "The start date of the period covered in the document, in YYYY-MM-DD format." }, {"auth_ref": "r1", "dei_DocumentQuarterlyReport": {"xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as a quarterly report." }, {"auth_ref": "r612", "dei_DocumentRegistrationStatement": {"xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentRegistrationStatement", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Registration Statement", "documentation": "Boolean flag that is true only for a form used as a registration statement." }, {"auth_ref": "r690", "dei_DocumentShellCompanyEventDate": {"xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyEventDate", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Shell Company Event Date", "documentation": "Date of event requiring a shell company report." }, {"auth_ref": "r613", "dei_DocumentShellCompanyReport": {"xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyReport", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Shell Company Report", "documentation": "Boolean flag that is true for a Shell Company Report pursuant to section 13 or 15(d) of the Exchange Act." }, {"auth_ref": "r613", "dei_DocumentTransitionReport": {"xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." }, {"auth_ref": "r646", "dei_DocumentType": {"xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "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": "r1", "dei_DocumentsIncorporatedByReferenceTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentsIncorporatedByReferenceTextBlock", "presentation": "http://celcuity.com/role/Cover", "lang": "en-us", "role": "label", "label": "Documents Incorporated by Reference [Text Block]", "documentation": "Documents incorporated by reference." }, {"auth_ref": "r693", "CELC_EachYearMember": {"xbrltype": "domainItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EachYearMember", "presentation": "http://celcuity.com/role/Stock-basedCompensationDetailsNarrative", "lang": "en-us", "role": "label", "label": "Each Year [Member]", "documentation": "Each Year [Member]"}, {"auth_ref": "r1", "us-gaap_EarningsPerShareAbstract": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareAbstract", "lang": "en-us", "role": "label", "label": "Earnings Per Share [Abstract]", "auth_ref": "r1", "us-gaap_EarningsPerShareBasic": {"xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasic", "presentation": "http://celcuity.com/role/StatementsOfOperations", "lang": "en-us", "role": "label", "label": "Net loss per share, basic", "documentation": "The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period." }, {"auth_ref": "r124", "r140", "r141", "r142", "r143", "r144", "r145", "r150", "r152", "r158", "r159", "r160", "r164", "r341", "r344", "r359", "r360", "r427", "r445", "r556", "us-gaap_EarningsPerShareDiluted": {"xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": "http://celcuity.com/role/StatementsOfOperations", "lang": "en-us", "role": "label", "label": "Net loss per share, diluted", "documentation": "The amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period." }, {"auth_ref": "r124", "r140", "r141", "r142", "r143", "r144", "r145", "r152", "r158", "r159", "r160", "r164", "r341", "r344", "r359", "r360", "r427", "r445", "r556", "us-gaap_EarningsPerShareTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": "http://celcuity.com/role/NetLossPerCommonShare", "lang": "en-us", "role": "label", "label": "Net Loss Per Common Share", "documentation": "The entire disclosure for earnings per share." }, {"auth_ref": "r149", "r161", "r162", "r163", "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": "http://celcuity.com/role/ScheduleOfStock-basedCompensationExpensesDetails", "lang": "en-us", "role": "label", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." }, {"auth_ref": "r1", "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedRemainderOffiscalYear": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedRemainderOffiscalYear", "crdr": "debit", "calculation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "parentTag": "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized", "weight": 1.0, "order": 1.0 }, {"presentation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "lang": "en-us", "role": "label", "label": "2024", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized remainder of fiscal year." }, {"auth_ref": "r1", "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinFourYears": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinFourYears", "crdr": "debit", "calculation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "parentTag": "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized", "weight": 1.0, "order": 5.0 }, {"presentation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "lang": "en-us", "role": "label", "label": "2028", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized within four years." }, {"auth_ref": "r1", "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinTwoYear": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinTwoYear", "crdr": "debit", "calculation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "parentTag": "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized", "weight": 1.0, "order": 3.0 }, {"presentation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "lang": "en-us", "role": "label", "label": "2026", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized within two year." }, {"auth_ref": "r1", "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized", "crdr": "debit", "calculation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "parentTag": null, "weight": null, "order": null, "root": true }, {"presentation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "lang": "en-us", "role": "label", "label": "Total estimated compensation cost to be recognized", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized." }, {"auth_ref": "r1", "CELC_EmployeeServiceSharebasedCompensationNonVestedAwardsCompensationCostToBeRecognizedNextTwelveMonths": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceSharebasedCompensationNonVestedAwardsCompensationCostToBeRecognizedNextTwelveMonths", "crdr": "debit", "calculation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "parentTag": "CELC_EmployeeServiceShareBasedCompensationNonVestedAwardsTotalCompensationCostToBeRecognized", "weight": 1.0, "order": 2.0 }, {"presentation": "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails", "lang": "en-us", "role": "label", "label": "2025", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized next twelve months." }, {"auth_ref": "r1", "CELC_EmployeeServiceSharebasedCompensationNonVestedAwardsCompensationCostToBeRecognizedwithinThreeYears": {"xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeServiceSharebasedCompensationNonVestedAwardsCompensationCostToBeRecognizedwithinThreeYears", "crdr": "debit",

"debit": "calculation": { "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails": { "parentTag": "CELC_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostToBeRecognized", "weight": 1.0, "order": 4.0 }, "presentation": { "http://celcuity.com/role/ScheduleOfUnrecognizedCompensationCostDetails": { "en-us": { "role": { "label": "2027", "documentation": "Employee service share based compensation nonvested awards total compensation cost to be recognized within three year." } }, "auth_ref": { "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": { "http://celcuity.com/role/ScheduleOfStockOptionsActivityDetails": "http://celcuity.com/role/ScheduleOfStockOptionsOutstandingAndExercisableDetails", "http://celcuity.com/role/Stock-basedCompensationDetailsNarrative": { "lang": { "en-us": { "role": { "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": { "CELC_EmployeeStockPurchasePlanMember": { "xbrltype": "domainItemType", "nsuri": "http://celcuity.com/20240930", "localname": "EmployeeStockPurchasePlanMember", "presentation": { "http://celcuity.com/role/Stock-basedCompensationDetailsNarrative": { "lang": { "en-us": { "role": { "label": "Employee Stock Purchase Plan [Member]", "documentation": "Employee Stock Purchase Plan [Member]" } }, "auth_ref": { "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "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://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } }, "auth_ref": { "dei_EntityAddressAddressLine3": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine3", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Three", "documentation": "Address Line 3 such as an Office Park" } }, "auth_ref": { "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": { "http://celcuity.com/role/Cover": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } }, "auth_ref": { "dei_EntityAddressCountry": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCountry", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Address, Country", "documentation": "ISO 3166-1 alpha-2 country code" } }, "auth_ref": { "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } }, "auth_ref": { "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } }, "auth_ref": { "dei_EntityBankruptcyProceedingsReportingCurrent": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityBankruptcyProceedingsReportingCurrent", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Bankruptcy Proceedings, Reporting Current", "documentation": "For registrants involved in bankruptcy proceedings during the preceding five years, the value Yes indicates that the registrant has filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court; the value No indicates the registrant has not. Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } }, "auth_ref": { "r606": { "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "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": { "r602": { "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "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 IDomain of the Entity Listings, Instrument." } }, "auth_ref": { "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemtype", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } }, "auth_ref": { "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": { "http://celcuity.com/role/StockholdersEquityDetailsNarrative": { "lang": { "en-us": { "role": { "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } }, "auth_ref": { "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } }, "auth_ref": { "r602": { "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Elected Not To Use the Extended Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } }, "auth_ref": { "r687": { "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } }, "auth_ref": { "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } }, "auth_ref": { "r602": { "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } }, "auth_ref": { "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemtype", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } }, "auth_ref": { "r684": { "dei_EntityListingParValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingParValuePerShare", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Listing, Par Value Per Share", "documentation": "The par value per share of security quoted in same currency as Trading currency. Example: 0.01." } }, "auth_ref": { "dei_EntityPrimarySicNumber": { "xbrltype": "sicNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPrimarySicNumber", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Primary SIC Number", "documentation": "Primary Standard Industrial Classification (SIC) Number for the Entity." } }, "auth_ref": { "r625": { "dei_EntityPublicFloat": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPublicFloat", "crdr": "credit", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Public Float", "documentation": "The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter." } }, "auth_ref": { "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } }, "auth_ref": { "r602": { "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } }, "auth_ref": { "r602": { "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } }, "auth_ref": { "r602": { "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "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": { "r602": { "dei_EntityVoluntaryFilers": { "xbrltype": "yesNoItemtype", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityVoluntaryFilers", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Voluntary Filers", "documentation": "Indicate 'Yes' or 'No' if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act." } }, "auth_ref": { "dei_EntityWellKnownSeasonedIssuer": { "xbrltype": "yesNoItemtype", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityWellKnownSeasonedIssuer", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Entity Well-known Seasoned Issuer", "documentation": "Indicate 'Yes' or 'No' if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Is used on Form Type 10-K, 10-Q, 8-K, 20-F, 6-K, 10-K/A, 10-Q/A, 20-F/A, 6-K/A, N-CSR, N-Q, N-1A." } }, "auth_ref": { "r685": { "us-gaap_EquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityAbstract", "lang": { "en-us": { "role": { "label": "Equity [Abstract]" } }, "auth_ref": { "us-gaap_EquityComponentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityComponentDomain", "presentation": { "http://celcuity.com/role/DebtDetailsNarrative": "http://celcuity.com/role/ScheduleOfPotentiallyDilutiveSharesExcludedFromDilutedWeightedAverageSharesOutstandingDetails", "http://celcuity.com/role/StatementsOfChangesInStockholdersEquity": { "lang": { "en-us": { "role": { "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": { "r18": { "r108": "r121", "r122", "r123", "r135", "r136", "r137", "r139", "r144", "r146", "r148", "r166", "r208", "r209", "r218", "r291", "r335", "r336", "r338", "r339", "r340", "r342", "r343", "r344", "r350", "r351", "r352", "r353", "r354", "r355", "r358", "r369", "r370", "r371", "r372", "r373", "r374", "r380", "r381", "r387", "r443", "r451", "r452", "r453", "r465", "r529" } }, "ecd_EquityValuationAssumptionDifferenceFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EquityValuationAssumptionDifferenceFnTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "label": "Equity Valuation Assumption Difference, Footnote" } }, "auth_ref": { "r654": { "ecd_ErrCompAnalysisFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompAnalysisFnTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure": { "lang": { "en-us": { "role": { "label": "Erroneous Compensation Analysis" } }, "auth_ref": { "r618", "r629", "r639", "r644": { "ecd_ErrCompRecoveryTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompRecoveryTable", "presentation": { "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure": { "lang": { "en-us": { "role": { "label": "Erroneously Awarded Compensation Recovery [Table]" } }, "auth_ref": { "r615", "r626", "r636", "r661": { "ecd_ExecutiveCategoryAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ExecutiveCategoryAxis", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "label": "Executive Category [Axis]" } }, "auth_ref": { "r660": { "dei_Extension": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Extension", "presentation": { "http://celcuity.com/role/Cover": { "lang": { "en-us": { "role": { "label": "Extension", "documentation": "Extension number for local phone number." } }, "auth_ref": { "us-gaap_FairValueAdjustmentOfWarrants": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAdjustmentOfWarrants", "crdr": "debit", "presentation": { "http://celcuity.com/role/DebtDetailsNarrative": { "lang": { "en-us": { "role": { "label": "Fair value of warrants", "documentation": "Amount of expense (income) related to adjustment to fair value of warrant liability." } }, "auth_ref": { "r0": { "r5": { "CELC_FinalFee": { "xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "FinalFee", "crdr": "credit", "calculation": { "http://celcuity.com/role/ScheduleOfLong-termDebtDetails": { "parentTag": "us-gaap_LongTermNotesPayable", "weight": 1.0, "order": 2.0 }, "presentation": { "http://celcuity.com/role/DebtDetailsNarrative": "http://celcuity.com/role/ScheduleOfLong-termDebtDetails", "lang": { "en-us": { "role": { "label": "Add: Final fee", "verboseLabel": "Final fee", "documentation": "Final fee." } }, "auth_ref": { "CELC_FinalFeePercentage": { "xbrltype": "percentItemType", "nsuri": "http://celcuity.com/20240930", "localname": "FinalFeePercentage", "presentation": {

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An entity also may disclose the appraisal method or significant assumptions used to value acquired research and development assets." } } }, "auth_ref": { "r1" } } }, "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "crdr": "credit", "calculation": { "http://celcuity.com/role/StatementsOfOperations": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": { "http://celcuity.com/role/StatementsOfOperations": { "lang": { "en-us": { "role": { "totalLabel": "Net loss before income taxes", "label": "Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest", "documentation": "Amount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction 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Preferred shares typically represent an ownership interest in the company." } } }, "auth_ref": { "r589", "r590", "r593", "r594", "r595", "r596", "r799", "r801" } }, "CELC_PreferredStockOnAnAsIfConvertedToCommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://celcuity.com/20240930", "localname": "PreferredStockOnAnAsIfConvertedToCommonStockMember", "presentation": { "http://celcuity.com/role/ScheduleOfPotentiallyDilutiveSharesExcludedFromDilutedWeightedAverageSharesOutstandingDetails": { "lang": { "en-us": { "role": { "label": "Preferred Stock On An As If Converted To Common Stock [Member]", "documentation": "Preferred Stock On An As If Converted To Common Stock [Member]" } } }, "auth_ref": { } }, "us-gaap_PreferredStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockParOrStatedValuePerShare", "presentation": { "http://celcuity.com/role/BalanceSheetsParentetical": { "lang": { "en-us": { "role": { "label": "Preferred stock, par value", "documentation": "Face amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer." } } }, "auth_ref": { "r51", "r274" } }, "us-gaap_PreferredStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesAuthorized", "presentation": { "http://celcuity.com/role/BalanceSheetsParentetical": { "lang": { "en-us": { "role": { "label": "Preferred stock, shares authorized", "documentation": "The maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": { "r51", "r489" } }, "us-gaap_PreferredStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesIssued", "presentation": { "http://celcuity.com/role/BalanceSheetsParentetical": { "lang": { "en-us": { "role": { "label": "Preferred stock, shares issued", "documentation": "Number of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. 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Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": { "r51", "r435", "r586" } }, "CELC_PriorLoanAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://celcuity.com/20240930", "localname": "PriorLoanAgreementMember", "presentation": { "http://celcuity.com/role/DebtDetailsNarrative": { "lang": { "en-us": { "role": { "label": "Prior Loan Agreement [Member]", "documentation": "Prior Loan Agreement [Member]" } } }, "auth_ref": { } }, "CELC_ProceedsFromAtmOfferingNetOffIssuanceCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://celcuity.com/20240930", "localname": "ProceedsFromAtmOfferingNetOffIssuanceCosts", "crdr": "debit", "calculation": { "http://celcuity.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 6.0 } }, "presentation": { 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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": { "r6": "r386", "r429", "r440", "r586" } }, "ecd_PvpTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTable", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "label": "Pay vs Performance Disclosure [Table]", "auth_ref": { "r648" } }, "ecd_PvpTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTableTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "label": "Pay vs Performance Disclosure, Table", "auth_ref": { "r648" } }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": { "http://celciuity.com/role/DebtDetailsNarrative": { "http://celciuity.com/role/ScheduleOfAssumptionsForFairValueOfEquity-basedAwardsDetails", "lang": { "en-us": { "role": { "label": "Statistical Measurement [Axis]", "auth_ref": { "r227", "r228", "r229", "r230", "r231", "r232", "r292", "r294", "r321", "r322", "r323", "r331", "r362", "r399", "r408", "r424", "r447", "r449", "r456", "r479", "r480", "r535", "r536", "r537", "r538", "r543", "r550", "r551", "r551", "r561", "r568", "r571", "r578", "r583", "r584", "r588", "r591", "r733", "r736", "r768", "r790", "r791", "r792", "r793", "r794" } }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": { "http://celciuity.com/role/DebtDetailsNarrative": { "http://celciuity.com/role/ScheduleOfAssumptionsForFairValueOfEquity-basedAwardsDetails", "auth_ref": { "r227", "r228", "r229", "r230", "r292", "r294", "r321", "r322", "r323", "r362", "r399", "r408", "r424", "r447", "r449", "r456", "r479", "r480", "r535", "r536", "r537", "r538", "r543", "r550", "r551", "r561", "r568", "r571", "r578", "r583", "r584", "r588", "r591", "r733", "r736", "r768", "r790", "r791", "r792", "r793", "r794" } }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "auth_ref": { "r615", "r626", "r636", "r661" } }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": { "http://celciuity.com/role/DebtDetailsNarrative": { "http://celciuity.com/role/StockholdersEquityDetailsNarrative", "lang": { "en-us": { "role": { "label": "Related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": { "r176", "r293", "r388", "r389", "r432", "r439", "r482", "r483", "r484", "r485", "r486", "r507", "r509", "r534", "r786" } }, "CELIC_RemainingStockBasedCompensationExpenseRelatedToModification": { "xbrltype": "monetaryItemType", "nsuri": "http://celciuity.com/20240930", "localname": "RemainingStockBasedCompensationExpenseRelatedToModification", "crdr": "credit", "presentation": { "http://celciuity.com/role/Stock-basedCompensationDetailsNarrative": { "lang": { "en-us": { "role": { "label": "Remaining stock-based compensation expense related to modification", "documentation": "Remaining stock-based compensation expense related to modification." } } }, "auth_ref": { "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://celciuity.com/role/StatementsOfOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": { "http://celciuity.com/role/StatementsOfOperations": { "lang": { "en-us": { "role": { "label": "Research and development", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": { "r332", "r552", "r559", "r795" } }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": { "http://celciuity.com/role/ScheduleOfStock-basedCompensationExpensesDetails": { "lang": { "en-us": { "role": { "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": { "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": { "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure": { "lang": { "en-us": { "role": { "label": "Restatement 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 MA-1KTC/AMD/<022Q?FHDONH22J>G304R 2\$2Z2DCIR1019/L2/Q+R MXYI0S/U7E\$1'WCGW4+E50\$5>+>F4/Q/U3#9074PPTM-122**L0R09H/RTHFA1%

 (1H6H16A>O.L1WE @G.<+Y+YR3X+!_00 MD1S14(3RRJ>9205A14U4C31+H.M67C.K7.86445H>8ZMJ+6'B+P>?EZY583THJH7=M<B+V>AD2+DK_9N

 MQ6?A/A4RGW67H16<U/LVFYLM'A&GGLA<=N+U/L/H/LKDT2'UUIH MVVUK<2FFQ\$ 8K.K<FAZD3J/V/BBL41L#T/OFR3V#FU<B/LJ.3@573-M.Q-Q72.PXR@A=IBFL

 >ZVZD+AE=W<ZCS/YKX8BDU/U6-JREW/L%6A3RSA25.M/FX:XBI.CS...M/LH>+Y.C2C2<H'04_4Y'P'M.C180<+<MOXD3/Q?JGIC91H7HT@U0+L:B7#AZB:9

 M5=<FU)DEID PWK6E7&E7MD6'6R0N\$5_82A_1_0RG'9+?3HE\$HE'1'10 M/H/CH#EEWP'X#>+1MX#v2@Q/O/-HJ2:/026131-5=3?6RMD?#MZCX2M6G<0-9

 WIDABY#1+<3-X+<M<C@J@1S AVTHJBJ3<-YS+1HAJXO/>^7.ML+12/>VM08Z_N429.C:0YIN@0<_0.FV.H-D2'F3X0-10EP8B

 M_B/QOS(AQ+DMP'DBOC'S8M15HBKX3D)TSBU7H'ZRO)<@&CCEVE2I_1V M12Z6MD@S.C-BX-Z12 2LPs7WTF@K<3#<RP.H5A0BX+7/A@-1#<@OHI

 M3TOB0Z9<6ZN&6%(<="CK+T-F")O/L B42'H1H<0<0R'688:51P9D).0HRRR'60IA8+M9J'CM>+B.G4:1+1LH)6E7B54M<1XKN.AU.RN&6.DAET914HIBC+2'LZ1L

 M0Y'5TEEN_B\$YH2#1442#VZH24#131UH71**1@X#E9I_N00C9D9A.0X.M<C(PYC-P.FH1_M8.K1B=PV#6H40U8+8IG1WL1<PHZOQ.C6IBP6JL<GA+YIG.M00FLC4+5?

 HVIN/>+H7T52M0H147 M9:7J56<12G#6'IAJZY?>**=<@53.RGI<+!> MX2&M2PFR117F6D2IFQ.M2V1Z557.R.SB'#6M.M48<+>R.R8/S694Z7>S2\$45%42B+L_K7HC

 M0WTKXNAYHHH<0(PUT2G3K.LG10D)S6>YK11D9X1@EGF10/LX30-Z/9-K M'<N1H0E+4>65%#B;A&U/OIXND/SP-UT*<19+2P'X1'<>Y.M(EJ3.VRRHR.2%("=1

 1&7NRS<4N)H1_6-M'X=XRB121LW4F42D'F'MJXF7C)B)F<H.W-2607.N(9HD)M<13:3**O5P.M8B<+H.M.MY0/DVJ1&4Y/U<+M'B'E#02

 M.KB@/N1E7=>W(3B1H&E.L51DISEJUHGT>JYV7UXH145<MA4K40H'WGM/L DHI<LYR A_1D'PVR78VP((Y'445L3U144_1L%>2)NGH.X.ME2A

 NYE@K0>E1O.2Y1TQ!OE0NK0H1&C10V9\$K#K<1V1K6CNI?>"BSP16GC>JDS'M1V7IYEIV-E7<PVL7R.BGV.465'LSC09:OJL-K1X1NFDW3E%JUP#9#BO-MK16D10ZCT&0

 H16-B+>>6C51PM6ZX>71D#E71B>#A/YA.12HEOE1&GRW.M61V=ONADB.V6H<?<7QF=0+2Q?IGZN/K1KN>25D?J78/DK.M43-DT.EC1D1S_@2WU<-VJE450\$>+>0G0?

 HH#E01LPJ@<U'6'/(N9)H#M2W'5QYUUBM1&B<N1Y1QB=5A.P2.A1PH&74&4P121C9C.<5BPBMC9?& MNJ29108#EWPMPR.EB)KKN2+ 13A9'GL3#H<C+<@G8&P/LU?

 &HXK273H>?M+M+H0+15DHFR'9QY.SNA1#Y#>9.1R#D'Y1P'PMC)<5&XVR&6\$S8)1XJ5'0W3+3J4U0#3+74DQ.MZ(L.S0W)O# FP9E80XMS5<+3D> SH'9G53J5FB1U?

 =>Y4.G@<Z=6W=M'8&F'G'N1'CUOB Y>F87WHS/L21K22TV/L'AVHL4R@<D'RT'<817.MZG?P.KQMI7&_N.ET'K<31#<IH'<0/0?07W#E=W_W#L'T00A10Z<6%Y6F

 M2:0T/H/761Y\$=FNAOW'WIN#<BD<95Y8KD)5_5_Y:19J44C)EOXFH1.W.M+E(A RUVDK80>71\$3L<+2

 MT33'2M@AXWV291C8YOE7'755EU&M<4_ND'SD:CTSWR5/O9Z78125QTIJ MR<OFTI'1L=2H<V4B5>+!%:<M'M'W'\$<NMIP'Q>+>7%25ZPT4?41%5>+<FL.MOS

 B'W30?7FD101VDS0QXCP\$S1(H7T7609Y7DP7PT+M+H1L 42&QQUU.M=M'JB'<F'N_JQP'JXED&4KM'>+H1VA>ZNA.P_1<3>IGS/BC#JG# MM-WX_#SA)B'W)W3

 S9X88(RR/KF8133N/U60F10B<+>18/S1M.M1N<1#1XZV1E.QWNV.WYVXK1F44'1OKZ7XED120.ZOO1.MTE1K.MW1+29Z9>Z4Y1#A1(HEX(SFZB71M1V65X1<1_9I

 EPY.PGE2_G=0E/L.F112.M1P'UK1S1=IN.'H=7EFP.Y.GW'<6<44UMV/AGM'&F=8FFKEK'U8+>1N.M1'Q'<Q4RCK&2ZD4FH#<_FQD\$HOKI<1AA.M4M.D1Y1>8_M:3?

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 H#S_M&:YPI.R7XGW=ID\$-\$/=1K78<C'1S3Z&1D M\$+>1'F<S.#NAL2K.8#U1YS=610F340U)VI.M0<+<WVW+7IAXGYP#6G1F6.U(ABT'5GG<1H'RM?OWTF6)=Z<79JHNR_1'

 M1J>+>F'64/ALIA<C.XRUU.0@IQM_7E2_#<K3.D.T00M8<+>H41'17?>S.MXJY74(H)IRDK)SWAIT/VLXJH358(KQKDWPJHVL'<_OQUH'5%<C897G22S

 MUO)1.OV5CA4MYHUPOVP&80G5<1CZND0.QXZO<M+C+OOH>X2>Z OF&L.M3&73G4GX03.EJLH69-BD) EU'4ZGR/<ZR/63E#CT(0L.G<3+5.8+U4Z

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 9R(ON.O9N?ZSAOD-OD\$%7DE<#<BM5.(IA/<O.MDU809S\$6<@=>AF6_+3?WCKOKK'G<0N?U<2:U%9S&RC7L\$H=F0Z.&HDS1_M@3A\$O?

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 (YV+10.VAS@<Y)IG.HX.M\$0\$YU2ZL7G<+14451#U028M12&XX_R

MD6.VQF/LRP5501FELX1M7>1%L0K1K4)MAU+M+Q<-FL02+L7>WZ?MA<=<6=0.(NOI/P\$1\$E9+/-<+S(SIP/AMN9L1M MOGOS'FP+>FDJIV'H%NGMDFCD8RCIV
HBRK03<WZ>CW<=<Z>W/W1N/4ZUB<Y+1>3D+<+56FWO?HE3CL.MK#EY3JL?J6CBHJ11?Q01QH4>D6+V.CC90P.-1X.FIA>Z021IYE10A.M+<@SLHJ.F5<2&I
X.2.3.0Y1)H9+>=<TX0Y/PB>ZQK50F>+<A>MOB.<G.S<=<16.7VB/-WLB6WS>+<G.GOI(2Y0.2Y=<S0SDITX<4318.MK<4A.GPT=<GDDE'8&X?<
MIS<+CCT161=<0XME6E1B1X1HNS<65Q5C'<M182?THH?I?IW2P5.CP1-BR.CGVY?C'=<6>3\$<=<=<S0W0E.M.P6%<0J1=<#>2.1>=>15.DIEHTH?9MG9?N+ME4
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K.D4S1LH10<1<=<G6F80E27P<M.-9%<+9GT.S.2TR+<FAT>Y<V.Y.JH.OQ?H?<SY\$<S'V'B?<0J1P.M8F<10J.DSNI<Q'Y<G6'1L.27JUR.IWU?IY24F'Q+<FTZJPE.H\$X8G<YLA'YR45
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S33.N5.GXW25Y9IG3RXQ.NFZGT.MQ6E9W?VGDVHMO17/4=<CST?>=<DNF1>=<162.1WD>YJLQD17%GCL2?2?1I>@.VA4MI.HH.F2?<7.CN.R.LCF1E.34/AWMY
=<NROL'Q<8R1JY'X'<F0Z0>S.YT.M'IA>.(B3'9B<=<+1'PD'KMU./9S234AR071=<+<2O.(3OG1'P'<6GM9=<S2I.C'<COA6.3D1&K5<3T8YV'<K3'<1%61<5
=<MOR'F(0'<TTHRH1RH5&24#)<1'X'Q'<GZX1S6D1Z0>J5=<4.FAT&K6R1.MA3R.<@>0P'EN.N'<6P.1W'0<1\$<5P2?01FLD160231TLCGJH0'92%GCM.FD5>@Z.M?
*%C1/<2-D<=<WP'F'DF<K1H(QX/60'65VE<=<JWM'K'<X2.XI/-MOW?HNR-W*E1+7801SH8.1%<CLD.<F'G(J.M46+<46H9J12HYD8)BWT9)MP?=<P1'<N7IM.NEM4+<C#(K.O9T
-<AZ<586'4H'G<1(24)A4Z4'<Z2+14.MJ481%<3.G\$<+<1'6S4B1'X1.O1A7K'N?P2A201>+<B4Z15NP2+<H.M+<NTN9NBRYN'DI#M1J150FY45.F8<@<T.MH>19%K4<4Z'GY0F'Y8
>W=<MA&1+<L'KJ1HJ/-WFO)OAIUK1QJ<@<IK&AN<4#<88PPN+U<+<6L0.MJ08-<Z2FE.M44MYX?HQM.HFHH<58'157&7G.OXON16V\$<1'QF'WVREJP.N+<KR17
M2>K1&E31.VL1J.(DD0MSP.C'<P'X39<IR5Y'ND'VE4HX25.Y'9>?<TEHG22\$J51.MMU2B(9>J1>S9W>14/6'XN3R.HBWMY020KAT1J1.MH83YV63T1HLE'F'VY.M
*<WU'U<ZM)<.&AJU.KL.W.Y&RN/0'J'F73.#EP7T?WCRIB/W\$84MNO..&4K.MA.<ABD1-L0V:<3J1\$<BZ.5%FC>=>Y?<PM<-D592;W3J.WLH1CK/7.M@P.-S.U.I.XO'U7R'<?
97W0U+<A4PRGJAP.(BCNB.DP<5599WY1.-050293D?P.MF32<P'F'ZH<@<P'FG9C/FD3&ZY4?2/16&3&P/9JMDT9.9.MW?<=<@AT2Y#<
HTT?TPYD1QBUB+<AAN>P<555M1PIA323PAJ.MN9XJ=<J.D.M31.GBH1#FMV0.F2A(0)<10>2-RJ.U3NJF9J30?GGC.U1VCL1.61HTK21.MUEV+<@<EV8.HH1
IE74R8DB)2PD1X<6W6A'HA=AR<X14J>+<302H.M+<EHD0BUW(S'2)Q2R1&=<NEHP1T1Q2Q6G01AU.8T71&A5'<S.MF.70KF.LF2FE242YA1.HH1'44P?<
<08L1.3&L.FK8W.<HG80.0=<J1.M'<L'<012U.IXED.OH1L\$1\$<=<C(F&S'U2B(09<@118?<F.MG1+<4L'<8H1G+<F1H7=<@<XBJ1U>1E1K\$'4ODP'<MUH?<
+MFKA.3M30<7HCO>?<2L'R/5<1L%+<1/B*?<K1B=<F&S'16(ZA'<C'V33.ME.V)ME(L1(O<KSDU)Q31CNML21R.#%<ZQO/ZYGIH3XR<-2K1Z251R.XGOF10.M7#I2
92.DPMEVOBUDDTW9D<18/ET1P'<VB\$3SYA9>1.0%ZH8G+<1W8=<MZV4+<60+<2)NU+<1%<YD)U%<C0'MVY'ZEE'2YR1F7H\$<V.3/64P'<@<3U<37
M9+<1+<@9L'FXZ<VM'0K\$'<92>3'OW'41TH>=<@<9.K'<07M'XTK'14J.<@<M)241&SR<3E.AZOR.2PL1XB'F'<ZJH'E'<=<QOME.2HUAQ5.58JKT1&MG1\$X.7XH8.5+<8H'FAIR3
M'<S%<Q>=<MTPD9<1U1S1.397-1P'<57WRVORP'<S1=<HYU'<@<ID<K3YD.OZISMU.M'<L.S6.WO13U'RM+<A'W'<=<R0A)O3Y1T1.M6X>M6M4Y1&1AW0?<H=<M1M'<Z'<V1Y'Q'<0P
KJX<IMBX76>1&X.MOV<=<#<039.RIOYV'Y2HG6KG9<=<J1P'<DDC0M\$<O)H1.2L1WZ13A.MFF1&H14Z6<5C'WSZ15N265+<EL'<SW'K'<C'G'E.A'<471WOB'<5&2OD&B
M.OOZ2D(RD8JZRJ7>J>D=<@>1XZ.V>=<EVI7E.FIRW5Z1U.MI+<P04.M'7&K9Y9M'8TQ0&S'IF'<@<5X.S(M.BYH+<W&M66UOXD80.H1\$2Y<B.M'4HDC.UJ&@<WDX
PXC24'9.SDT.XT1?H+<T1W+<9M172?<=<58M1.71=<0'M1C'<W1+<K2U6'<#<#01K'<A'<#1H1;Q87FF3A/D'7'A'J<E5S.8@<F2<45\$M<1?02'<A50D1A?<
>Q1=<F'KUH1+<1T1>@<G8DGHHZHZ4'OUT.M.G'N1XJ3NOM?<+<E.U'<C'<ISH=<W.U9LP421=MAI=71U+<@<L4VYM1.9T4J.-SN'YN'NG2F73?XEMET.M1.VAWG
MVH2'6A.<XS1=<1.8HY<1D1UGH<@<J17&1X1MA1P'07G5.3J>P<B6GDK1T.MY<@<480T?<=<3MS=<3>2>WUDJF+<1'G16<@<L7J>Z'<=<24S2B>+<W?<L2D'<1V'Q1<0'M'<2
GH282K<9&9&7.1XD.-#V.DA'<=<0.9J.71560+<F=<P'0'C1&1'<S9A8@17=<#<NOQ'<@<S75.8V5VX0HJ(WM#<MXXB.Y.FFWH&D<3A&D&D'77.266MM'<J'<OK<8@<1\$<0W.MMF?<
&D'K1L'FA>2+Q.MS1B-JO&S\$W#<1&S2IMJO<G5Q'Z<H1Z12H'JH1'=<3>B.D1/<71&+<14OM&1.CP1V'7Z1'AWMU'<11W'<@<2)PBHJ.UZ&F'<@<MZO>
WMLR17<81EEVAY'0'04ZQ0H&W01WCPHIOZ5.2J1@<1M+<#R6BB06.7OLO<@<S'&

<@>W=0ZX0Z5SFEW&LAXI#<9^MO>.,3H^R M3<6%KP*IV6VJGO=*(.-BX/H?="-6/+?:\$RPE^G8BNFG-"?>
 Z(LQ^11L5PV[XO;I+I] M7\$9-XG%A1PPB*7 T*<8X!+GH++-)#GM^EIDS&-CN-V(&AF3RF2@^!6LUU*>+!M]2
 GP+XV0 A!^C^C6^:ME, :&C"IF W)00?;#U>G9*;H7%ZX.,I+D(1SYF4C\W(9@25%IHB%4+%Y MJ^CNU-IX:(XIL\VHU-
 R1IEI(C7 <-#*&NFG#;+|AZ;NFV^HPLV526? 0<5N M*K#>+(A^XW%?
 LQ5H"V\$;:C^19YI-6">CI@KKL| UKOKSFX,X)H(Q5L4^K+C M+JOF5LWZ!2
 QH.V8PM3A"J5<";ZOM8SWOGG1^(>RYLUF7)-LMA| ?;D>T? M&\$QTD4/(N59-00Q);-
 /<0^03L)*(Z2)>;0#R*REJ#8-,, DPZ1JZBD^IN7 M+;1ERZ7@W)I
 H<8 7L72C;#D)Q3V6.S78;4I^U%K;:8RCL2B #4#Q#TE3: MEK1 7WP-8>)J5;F(C?
 KAHTGUZ^I;^=8<25YJB7EYZ8#B+XFE-MZ-I5>&V0
 MEAR%49G@>"@L6P(^L2SG9TOQ3S9&DR+J)2Z/&+MI%.Z@X5S8IYQL OB<^(M,0)-(A|^:7>48=JY)C
 GHE&:3J *IX)1HX;%5QI+=I<^"JXD)HIADR?Y9 MA:LY7
 D5KK(XIRC\$(8PQ<^X5TP^<9I^&%\$W68TRX\ZOP|G^.\$2|!RNFF"! MYU?
 QHZTC<;QU).4YO^IP^IR#HJ=C^E'.+HVQPD.KC@<(&(%BIV&=6S=(DF^V! MTQ8/WGG^CIK&0W^LBH/A.,%1K HBE
 M50-.6QL:V0^Z|@)+G@K2?B*Y+W&E1D9ECB#I;T'E+=+2\,UHS^AQ9 MM>C&UU.,F1!
 (H0X)!BGM<1GY5G%;+=>2\MXNFIC..IX97TK.KY\$SO;TJAS\ MJS|OI>? W# \$ Y2S;TJ9BY6I++*?A6T+)CU^O-V^@H+
 MN6L8^XWCCC(V\$ MZ9D=D.9= ?N=-0C/=-I=)OR4HEJ6Y;"1/-L0>^OY1>^009 1UKW/I="W4LZYQ
 MROIC#Z9; W!D)IOAHCEX#S= Y-!ASXZVNIN^#1\$"%V|*%Q3Z<,3BE(?0 M^SHV#R^C>?7M8>&?Q3 4M;G=YZ?
 RZLA39K89CX MS^('6=|N=YE436G0=/S3H< M59:0(%?6F6,* !X&Q!3U7 8EI!PN^OI^N.K!4%2GQZIH5OS.YXS&/@
 F:LYH M#M|<^87)LM*OH^&ALNES10^B< 6JG#" MDCETW&:=4)T!SR9QZ; # \$I:E2#%UM|CFZ;/GCKRN|U M?K(?
 CSF4FFUT#&QZ.@Q7 C^O#;+L)B^O0=5R(3=E.\$T68\$;E^Q<&C5^0 MUD\$,R8C=CG&0;SKPU W%
 I^8HL(D^X|FSKS).DDE(>X,Z^)\$T+)|/C M += YL\$WL#GQWD(I:RZ4C%WMFHB4;:1%(I4WA(*AVF-==HCN OEV+&8-
 X^K MU ^%BF0R,8*+MEA|=B-*N5@OR(KD!BDS+5^ID)@6@HF2+&G.<1^OCV^(^LB M^ZUZ=*CIR)I9IU|B8-F)H/
 (I95SS\$DE:60%ADW%YN@6=)SCF#X1<:>YLGQ7 /@R^P^V9 5U&G&\$W71A.,@;<(Q M^:)+#C0Q5&@^J2.9D# 49-
 U-^*1;VK/1^YHF^M|I-Z C^U&G&H 5W=(2ID M1RCF5^E !+!04/PWPADW>O+*!5&KC12/IKW&S;7-K5AP2>,*#5R4;
 <095H822,Q ACY^&Z:M % IFHE5^E2+!1 M^1LR +XM(# 7V@#J!1?CHODNM:38K#8)GD#FO6H,0.(TZA%*7.5;7=EXA
 3#&+;!2J 109 M6OQ&>*I0)B/&>QARY^SG^XJN; L+O>Y.R^X^*G\$&/7;B%-L M8D#B\$9U;G. M;BR* @WQ>&D>+)
 |B|5:=2*7^QTP|Y; M;Q MW=)9W*Z)W(CR|1H0SCR|C\$(M<"\$M IN^|L3@B\$;@JE3W\$LI>^H
 = O, ^%KG&DK/LJ8P/IS J9)PHE &:= MRRCC(A1ET^OHZ.C^@D. !G^FH# +J^*9@HBM^YU!E\$/4UXNJ1@^=/.+!M^H
 M|OAA Q?F46|/%S;:3"\$V<&GIH*,JFK.)2|M.+5V;D/L66JDP(TUBTR8"EZ M5&3 4BRI, QK<8KOL?P^
 ^Y.+H|FTMYVBAD8D4 738|W^>JC&P?**.EW8# M768>5Z-,7!%\$WXNB 97HBL1MQ9HO.(SJ0&K/G|N|HR&X?
 M+7(\$H|1^OBY M|658JL 4,*8&EQ.S0(A-5^O%T^0@B)|HENG DY V.YY9V!1.18%XFWD)28!=
 MH^5AOZ^8#Y56:772&EQS99|/S':KZOKCEQ @8TNR&3U5;1),U0)BCH(Q3 M!)&-003LJBB\$ ^@BFL^+^P3U3"QV/1-
 4*23%|2001>XEH(4V=0AS=,B3AT2 MFIX.21)(OZIUU;LX72HW^+Q^R>|U.CL^RSNO*80,K6*K.KK)
 (0 L9B&GDMS<"8J M6ZX7=Z907";ZS.-I%YAHCCU2C.-ACWR&U^Z9GW4? =X=,I0L2W<T=D>=&PB< ?!QVC O,
 < .F?R1XV0X5)?IOOEY^OUQU.%CSO@H&;MN ML8?V+B(F5I?ML^E7IYOI;?28-13 SED)(M(");IT"(*STA|AA/D? QA=6L
 MV.HI9|3SV^%HG\$WT7+\$!\$6: ^).(C/C1*ZCL< SZ1ON<#74) B3VWAX;8;PQ01+HK|1Y4|3M^W; ^5.
 M<|H7E08*#C4<"SYT4\$0@ MK(1LVZ;BH084-R^(TH (8*+O0PR-F0=RE6J9X3V!*URT7#H4+ID/O";00ZR0
 M>WQ0WCHA/ZLE8*=F19*KXYS+D;>YBLUBO4N(C%I %YI@^R^:DGD";305?N9!
 M|HC07F0@*Z|ZLR#;IQIYB;Q24U2)1%5O631#)DBIK^E=SN&(I7*6>D1 N MC8IFQ;3ETW3Z/#Q.LG1R;)/&Q
 29 543+!+!5!@EXKEQ(EZ(///@ MZN&CL=|TIEYDZN;>7LV9! D=;G J6TK7;TEEXOULD\$LGH,2A9^DZRXZ@JRA?
 800.W*Z)Z0A/@4 M60^"7%0692M26)T5)J\$U7EW^M>;?:ZS)!AR4X=7SH@ W, ?
 PL1+CMV%*0DW2/1 (F^YX< PH)3IE2 MTOGNT DBI(O^O-SSTU %=-JBO6SIZ27B;786@7\$3>6-U !X0DA\$%4IHZ

MMU8Y+A-M5!=(6B::,S'X3MH/(7+H EF8T1>"C8->7S>'P.N-N1A82A=BYD*7
M#>@PG'2.F3^M)OVTJCHT'QBO*IKHC\Q.,5%E+87V**+R=M5ZG<'9.,OV
M13Q)DH:A.Z=7+1P%F+J'6N*80622I&J8RE4U:AZ.,83I8?4U(8D)?4Y.*M5-FX?KY-X*=)V.\$&33&D\$&/R7=\$9:.)<-90,-
<.:^X18@TVER1:BG!=*I\MI.9-W=7.,CV+*K18-8>RJHOB^F:J9SJ2GWV?EU.MM.-%ELWMB??"%\$80I/>C>D'S19I?
B1)00*E]=<-X:S(36.>3A1NA?2KTKBR MO0FMHJG8IS*HOL*R0CADH%3Z XEG%\$S(^:7 'L_K53-XU>>=>|JSU3-
X1631#))U0P>'U=5 M,W@FS<A'F",S@V>R2I5R9%|722%&&=H5!Y\$2RP&5P#X\, #14FOH!?:C|
I#.DB>3C%UG3WJAN:C MN;I& M4D>9S8ISJ&9-8DJK39%W:Y.I5)/AD\VM#\$"K7G:L+28OG*T;I>IEI M+?
I'U+ YZ'6*8HH1>^"QCXY,K05O+HK>.),6Y.,8A.D/ED4K2" M,Z0\$ I#"JD\R6FDK>/* (H-6<*CIZ "/).4D:@%7S1JV?
QNXQHBJ0A I*IM)Z<\$>N\^WSQLMCK,C\X?9FR85.WNZS+TIB&(X\MI0F?>==US<=2IM3KJ
M0\AT EU+9^QZPTD12SC"TL^6IOXM-L13YI?MJ>L>.:EMYZAB>.E<43SV'D4TR=:\$?I/\^EBE MG=BT.05M"8M=
(5""X6;U#&+,,=,\$.I.C2I8-4I.R22.Z">PA9T?.\$N)/OEP MG%DEFF6,%6;=>R S-<^X+NQ,&C=S2\$4QI'MS<*@
MG1K9>W""M&Z\$1D8/E7WQ|<-1D3?BM&14Y-3F3(I?SR8I?&LYS2.#SN'O MIZ:.)J9T5F@9">A5Z'MTL
<"S:6E"MQIS6;52)V#6 YTI\N|LG 3: V?"IC=? MX F1L4|.#7;269'D-I%[7P7FL3WXXN:FR19H%3YM\W5ZITG
K(F)5(25GT0-M32;4T .1V\|<5V 4Y DH\$Y3)S?\$GK=5U ./^MOQP M516684?V M%>@|KA@F;L.(I@ (W*2RX-
Y&I.:@K8.8XC1)%8K+R|PADT&?%T3 M#1/DV.<^Z1Z(03/D;3QJ:H%G2<\XN8E>)2PQ9EP22PXB18PE?8*C,XH7*K-
>D>OSIR=% M3S RH)"1<|X@T HT@8\$Q/LL8.RG\$BF0Z" JKG#542;A42(IU11<0%IV&"B+A>1<2; M\$Q'7|XBXZ#
(Z9Q>+T'#OV6(E-VMK> |ZIC2"PFC(LB>.#U|ILTQ^SL\$A=XX M^L""8 HS! #19!;JX'M:)UAED&LO\11-I?U|
(4Z!) "ZUHU64U%-Z M C^U&G&H 5W=(2ID1RCU5^!E *"?04.(WPBW@A?"5&KC?20JKW&+4*96|+@
MTL85(TAT71)HRO1Z<(EN+ /OL&O=1UN6!#0R?0A%OFNITTOY|K&W\$H/W-RRYK2G?B#.H&3V4GID(>+T T
M35 |N| W\$RWC*YGO7R&G +M ?FYU@903<|)IUU?32-9-1|@OY51N\$A&G4
M(92Z|+@JN:R4;LR<:|/H"C+Z6RU#^3*3&=VL=7H/0Z+ ?Q T=*VOI" F;U>V MQKD/&W7I-66|2Q5JYIM-
.#!;INK\$MC9UF4'R&T A^JDUECHH&GFX>/V# 4T MO*Z? !-=3SHP84,W4N@3?
&YAZ@18YXB0GGHJYLOXK>38SF>="CV-X62;.,L M;UKQJ1,DL%D@ M93SP<6D);JRYZ#GB6L@:76>:
8A3>&W7)@Z@9E!G"W82I \$ (8ZIVY5UH:|FS\$V+|=4F\$9E %)OIH?24@+S44G9 YF MHO^?>+
I Y GU^#T31\UIFTAV@\$"HDP7X&U.*Z5ER81UZ^/&R=2.,Y:1%P0DR M+6LZR"!&*=<"|C %#+M(L,I7R)+0|RJGC"5
8I2T)7 |YZ:3D0?)Z5|1ODT MICV?G@DEY|=XGGGT-LD-AZ;INW8#4/=UVP?2HJCTK@6:/UPC/7\D^MFZ?! M" I*
I:8I1=E@%8?0;O@MG)B%TJ".I7Q<0Z1?|<.>.' MX8?4"(FEEL<.)TJ(8Y:T*B|27KW:OI^.:2YU|
5L9U8R/PI/U.K |LUI=H M"" D(8H .|H|>X:@\$MH(UK7RS2+L,4.>V8?3;CH/CZJHB6RT"HT0.VW&G M29;C25%
(RHU;+Z=L-FLU>KG<%X&4.\$X|C^!\$!GX. =N0(HDS K<.+Y1 . M.CT7^L^K-H40SIH;ND\2MCH"U9V\NQ9..1Z<-
./L.I:='S213N6UF MI^'C|< SGV=)N)+?<9S-6+9OJ>#92/*F=BMM&XRB/UV3VYI>|5QFDL+X NG
M"ZSEF+*@DHPL0XY@IW5T/=|JOI^=@CNK,X:.,0+*%XH(XX9*U.=!QD8FEK
MI+G=L\$8@4N0H4EKY8=YI=75IY\$9H53=CS!F87\$2>^ (R0!;.,Y61)BI5)B4F+33SQ0|HBR<0)F97-0-OR\FD7?XIT-
9F&D/* M|T:@\$|+-HAJ<6.P<H;W|EZN-9&M&YWY54KS!4DSM:DEYN H6KR8!5450ER!2\$A|^3@B3\$RLI7H^=3TC-
.:4/ M^F>9\$2I9&/\$|ASZ3-T>(J:5"D4.(&&OXHV""WC%=A+NA?4M ZI .?MI6ED M<#AGH8%S8>T:EE(OPZ:.,5
+0;1^KF0=-SU5'8&EN8.SSMN1L7C\$+26 M>.-32<-AV+OY4%3YX4/D)1?H KU+CHP8R6ESS|'E/T/%@A*Z!"(6T"ZGIW
MT9,@%<^L<B:#1/TBQ'BDQ)B ?28S?"R+8T1W#T"3%%XDZU@' ZIYE/G\$B(R2*?
R2H#K45:.)\$BQ.3=6R!+NX3)R@EH\$N MNS.|T&7#@2H&C0#KHTN"A>OW?7V8EV+=6>=YV/."&5 M
J)WMQ3XX&JNY!6? MA)B: 'N"" \$VCKFMHN>4-(Q20MCE40)'2EOT,77Z@JQF=N7CQVRC9-IHR==S MIC33WB^&4I@/H
N%20AH>?2I2T2IWA41I&|CG;2I#ORD8H|X|ZF.%DI&D6'NEZ;8MIM1?X7Q(3PY;JL)2?WMB?>I MF^?&Q8HIG"WL+%-
'1 2*0678@S0&9G#202GS 2I\$6@HLE'Z,7)^.WC\$M-PX|=OPV""#YC\$63G:2 \$53)TD.P M/>CU=7.(P(CO30-BPO/I
(HOF1^|P\$Y I9A|O;"Y.F7^X^X?IG|TV;T>61N'O -K= MOL|Y8DZL@<)&\$# |MR.P7AKO;SV% X=
F0+^6N0#; ^S:S2C@0""8S=1,R" M04M5;I5|1GGMI KS?KS7?>?%R0K.NIZN@LZ 0YH^|&0#1'U2YHI"SQ<-MXP
MT@M&@-OW@=8!N=22QA-/0TD\^|DC4M'3'I@ZU=XEBMN;H WOK(H"+DJ@'P" M^S+>ON,Y|M>RVDR0AI-
*\$X8C8|C8I@WI/KEZVE//7N/N08PN\$?G&%QQ-S M6I3@-2 CMWHG8 &*M5#GLH|5TL#ZM|Y?@-
T33IPR%ZOC4M#BKVD|3'M\BP M/*?G-#|9/9?;WN#06=OMMW^G.7|X&5>C6Q0WEB&JZM/.,9|NE:D*KPA|M M?
KC4B:2D)070 M\$2\$XA?CA-%=9;G|4PX /2B|ZK**KX9?%! #6LX85SGB4(C MD) HLDY:M?*,4>T/N^LH@%NSZ3.ZS.1?
PA*DH#LU)=CB^K22EZ5+<'1 MS!6KGYT7JN5<>6\$OP M. /=0-JK8U%02C?&5W%?0+8V0L9&> P12L4@3%&W
M;'ORWE:OCY:179M1|T8A"^#&W7EG=1LM6EPARS*#M8-4%CMH#)HS70)6D17&>'PW7\$@S99:B%\$MYIG>Z?
2V)@ZTE,3TH(#'C #V;M(6 M9|Z12SM56<^*P@3=BNP@YZ/5D3-RC+05(*P&I(>|?@&W#8EK M,K2)./..B8.-
E8Y7B|&%E2:BWVBUT("ZYA W^V7%NEQ-BJ?26-QI\6:1T M@S.# T<|H/DYN|M^%O>BCTQ68-
"&5=\$ N*YI&=@E6+Q(Q^V55V74B,C9\$7MKA^T)2T\$SYVZDL7 M.^H/X%GH7YZ8);6V8C(")/8"EK5F^S%:I!|K|T.,OA
P7CP.!\$1I*9 M>*=OJZVQ;+)GZW@L1^0'+>4LI'YYY%&83N>69C**OX.M79>U%M.=.H+SM^C|^*YQLM>T?
YT;K3OA.,>9P=,+ M==C.#ERP%OZB186.Q'+45I-7#HUK|B%LN18N/?EN/8";I6RLI>V
M^GBV7*RPY?)D=%75H-IV967X|4V*B2|H>R(K)%OM2ZLB5;I4X=UJXA59 M9'OIV*2YTIX"/5!
V|>60^MP&".@HU4^MT5X| %)ID%M+M40@RSDDIQ(AE9KS.N+(!.L+*) (7F0W*2YX"RT-G*+," MGU66?
7X(SSDN.5'Q)78FI|UB\$W*V0N44Y".8<%F87/XN/N|6&W=ZJ>#RV4I M^YE.L0;GNB4|6|^>RZ LJC8N-GQ?TIW|
+O/93'W6-N: MRYT<>#* UACJ/Y2L?QE?@Y+0';DTPTAGGI^Q=6XCS15TB<15+G.=M16-MHN% H?#O*&@NT-%
S+4R! O@7YCKO2AJ+T"YI9PI>^|X,1:O.#N6/GF M9312H(IHX-Y^L66M"W=5QS.WHFK#)YI9V7DC:2|
MI@T(1W8L\$-00(0'.4U7'MT-D)?X-R^JZ?X??">8*HY,6(C|Z3L<1)(UP)T5 M-Q-' I|
<&@.: "ZSMS/1|!^QN&V%&ZWYES.*\$H2,IU MA%XU>-/?|EWXBR|E7I Y|H Y1AX&|+XO-.1X1""1X|(MH)D|FD-')F)*B(
M T(0=A20H|G:2G+H>N3N1YT+AA&M8UYX*QA9-9.09N#7L8."% M*O)^U>/DU;ZMMFLW7&7|H0-(X
DL=Z4WSID-N-U"N|U1C:|3BY>7H|UMH M^4|UVX|@(#UZV02F6 %\$-N5H7 VR0P|CKY/DKDX=U? 0WFXJ",=OAYQCI-
<MT'O.GFW"-Z.Y1?RGW5I35K08 H0TKJ|+.,R^I|QOHD&6I#&R\$ \$|Q<>DO-I M?
VL>S>I8K^8OI E^644RXKNO2H051L.%)!^TH8.QV|YJNZOTOXOBYV8N M&2I;|@C!6'Q? 6V|.6>|W05BUE!)8#D=:
M90 A"D63X+4D.6P7CG&9'2R/JWXW8Y>8NA39=O'DPM..Q3V,BZ|+L.G>)RI M=#S(UBU9A7@ 3N7K=
O.>B'UO=7I)HTE\$W=AE6I;)&6L U+.(I+L D-|O2<1Z.*CI9+<I8R:.#0M8;E@007W*?Y>N;I?
-1V4.O?=-KABXG;8>*V M(XGP'ML"1I+DZ34/94M\$|XS2+71%+I8+JH("WP(%W\$/^L@67>1 SU*@Z2
MX7G(0SW%@%V^V*(I&AL2CZ=/QF^9F=ZRC|Y""U|XGY'JHU'00,*4| OC|7R>P)K7"XR|1M>#RLA^QL'ZC^E'33.
(|G0>5M81 M3?J,T6#\$STRWQ"/-+HCP.8JAW"M?BMP8(+ M^S@9OYI6|+.Q>5\$70XZ6STHK^W;#P(UY,D@W."A|G"(
M|=3@AP-\$&1^\$C M#PG=7.EHH9-78//7=>K >>ID:DS\$I 2!&Z'M|)K| MN3C-.G>|>#BY|CM^\$-
IOU9<7X>LP1VJK*)."PL'CA|N&Y:41\$^?2B-4"J@A*#4XB084(C"JDA MC|."|!*/#(GH-D0=V"\$0Y4+7!&?
<27W;95H|V>=>|I-P7C|S\$T&E'5I0UON MNC.YI25N0P1+H U Q36+T.09?^Z#I&GN|I|^&+1ORQJBV#>#17+>.")!
M#4L|)UH6R(1\$5U(I\$H8 #UBTR:)*2 4-D1#MBJ|+H&N|2GYOZU4<3+ M&XVL@SCQ3&K-IOM7>:HT;CT-
XA:8\$=4"63-@0QV%5A8^W|R41EC| 2 M(*WX@>XU+SQ52QYD"@AM5/PO@V4|@
M4)0 (KP3(*K"HI|^O%GXM\$ABD)@ MIZ:)ASHJ "+3\$Q4#"<|360%Z.-2>205|S|H9WC>|J|E+"X586C#!?E1AOS(I
M7Y2HL8|@9+@6VKS8(V\$B3O5).I%@.O'LFB I8%FP00RB8V-%QFR2BUR7;>< M:#Q8SC)H^|&99>MW)
<0PRWTR2:T-< M C8A(5KPNK6+?DH#0I'W|7 .#5VX+ M'LBVRMEGW|H9=R86;)RW+KNH>)>4-
\$U|2&=W\$7|U=92>T*> |KF>: MJ&YV3G&| OV4NR\$? 0IV">JW7F"W1?@&#)M4%#F("86TY*</p></div>

</7F5VWDE1^KHZAUX>*Y"0%?&Z" M-JM8^"ER>"!4L+DNOXG2GE/?'M^LM56:WN2"=7?2?=-44[0;G6^L 3M!*(
MBID;L;H.71WK;T^QS;PU=#;YC0/%D)ZKPIH+<';@+?U-W!-KVCKD2C+;2-M*WB-
MU@F8YM\$8M;588*#=-;0X163E*1+#+P@O3AFT M#<;F EO53&?KFHD'TCE S< I1@XX;D=H9;J8;U-#(NR,2E,F;I)=K&=
MS+Y/TM03'3E-F'GN?YR4Y;ORIG@5N\$VW-%*Y;M%Z=Gf2>RNWJ KUNR8\$0'EV341;#Z KURf>GNI>DT,
M*+OK>9150H!4PLM\$D;K;Tf7+CB-LU\$4E^EH^Z7BT;W\$X;JL\$;W3>8%AO@ MCID02JWG=1>#1 "0T2<\$MVZYI8?
^5#P7'J&(RNHKS9P@/IV4C!C8&0 -(BW MS9!57!;:(0MBNH9*[##/CS7="PP;JNM\$, 1)@ 1HZAV/7?HK\$-?GJ*IZDJ7
MG.&H!!#L8382VF[N(EF2"=1W,EOD"JWU'LGI?>C!f 0P3F!#(8H;IO85'F1;<.'\$VVIP4^YNAX..?+2-
*14\$4L2!;18NH*JHIM1 AO4 M#D= 10E-PW&68;7ZQ/;'"+M43IS)B'W"3 A#D>;/2J8"KKE\$;^YFf#A9
M*12W'N?H%5^Y=^X00?O;LIQ#1C?< M M "D.G.+PH0-VI3--!+U4 0 >1* 2Uf?%GUSXO^!01N!D44H'.X#;0KC
M.S=BV(LX%X!4=^*W6R'0207@-+-.TJH \$COW*WN/DID2N\FW)=M100L@Q-MOGGG#ZSAJYR D6I#H"V9M(F7?
!RJ*QM*P SJSRL;2LAZT;+2)>04X;X M;L;S-16\$%":J"SA.(GV0\$PN+0HV.4Z!^RIP?%IQSYM'L 69&#F;5M6IC;%
MP4H^W7Z\$W35 %GAZf/740Tf7.@X 3I(VHB?>EN8NM8MT-PJHU!@Z3 M5A+(RO;<+!Q0;1>E.&=3<
T&E\$./%NT>T0/7NV%064V^EUUEH*MH!+A9 M2K1/GRSMB"! (0;85@N" W=&VT\$5('N^G+KA)"B#05)A7 W<26.1)
<> &7H6 M182,O6> ;2*C)4+7Q3+4@8@&JM/"A2W03FfN5V.G'8V?N(WT!^\$!P\$73.1 25H^R,, Q169^XDRE8W;
f@YDR5;EBUX#4.OBV, &W"^(M;M^)^I/MUJ&F/(KJP;H Y?I&8!%:W;f NI. F+6%?H NN!;J> \$>8G8LDD MF>UP\$?
5"t+HP8M-Z7.D*CFDV=SDKRJ8Q8NN?X"UPAK#7N50E!MMM^>Q)9 MQ6)*2GF2!7A9<"KZ1?
H70/NKZ;VQ^GRV0Y;CDE&KIQ;XOK9X O23669.IY M2=UHP2*H*BY&E1(2?J5QC=%16E47P%02GD A?0FSN
8#UD)N0-1%!> M.&f02C&P86UL^.=PV@8S3f2!9K" 2\$9JfT\$2 J!BO0X!+4Y-^40>Y);XZ8; MP#6;
fXKY^BWUQ(1%)P!D)K; VSU6OJ&E*L+&WK@7;49X1)B?FZ<f#;B M SH25M);USGL!27Q?
79#>E;f)(& Y@f2@!>X;P!BD22V9H(K;SfOX 1905 M;.%KB;>GMU;A.@H=K Yf(LUJ^M;(0P;BU-
!Q)).VZ@>7X8;"9*!QO M/THL5ZVPU>K!;?+X^*0?>4.^03Q; M+?*LP.^?;B\$;#OX"l+;
f6.^4YH=JGX<^9W*Z/QM7L;W&5M)90#."GP%.;< M5AL39 MT^G1S8/P-'BHKU Y2W"3^\$N*%6" MW)8\$@XDM
M5A>? *QGCEY?IRA>A *R^44XMEZIK6WV.KI2<3QYWG I* RO;B22;LTT-BRSDK%)=H1YANQ>6G0?H<<5G)YAU9
MBfA<^Q2H5;HS*K^.;@B/D *+>.;?%KJ 2.7R4 !PIGEE;XTR/O M.6K67 MfIECPHF#15 4L\$5U#6<^N^N(fP-
00H*HETT(VKL=&U"J.Z\$ M%B;D;(M9F&Z+27K5.G4=\$7JEHSGD=^QN8Y(T8'R%I@!5C30PT\$RLPQ>W/5fR-M+
(RH3/4);Y\$9)@F;>9WQ5J!&FHYX-RNZ@WC*6fA(VL8\$!STAFfW!V0^Y W2&%;'+BSH#-%"MV2.M-7\$ H
MB;M;"W3HJDW&HOK^W&H^Tf!^+ Jf0fL&^QY%!'PYNCW0&O<9!;9!02fV M98V;R
A<25fX.5f6f05"GNBP29)f^4WQ90+IGUR>H4ZE9+A N9f 54VM%+ M&*0F4=,=C)*^!%XA=JZ!^G-
;U).>T0SM!>V35H %T(P;3=1*BEf\$<"U;@& M/(S-M(fS;./PAf1^\$3F;f-FT>V&^UH96DS#H'BLQ#>RXYJHNPfUB17X
M\$SYTR^D<fP&T JRSWKfP9B;E-/T2Q%CY;.5B"NK12Q #>9fOVN#UZf54X2TY0B^E2Y*?6#E;SU@W&9*ZfS)H
MZ&K!<4, @*0f3.KGWWh/2>IR4FU<7 -VHS)UVfZX.KAfF ^!L6C T. MT6QT FPXVfJfEDGYH.13@f).>WM(f@)f-
Qf>A7T-- X3W@f0A(f5C0#;.;C* MU7%"HIBWL ^N @>B"12X"?>@fZW#^PN5.U?EL&M2;F.&.35>E?6HZ0f
M3F2.fP KUNAP7 H(R#fTSU.B+&TZZ.Lf0^H*^9fUT7HNC2N/EH5M-L9HW M=-WA\$2Yf<6T4=A'U.PF
GVEV.***RWG9?H5EYH?CCLKM4;E2@9*TOG"l.=&=&+R?E/1GK\$f94VUZL8")K>M/> > K'%NN5-BR
M.# O.P#53\$4 ?S;BYUNWN9*#D#8G;(HTN+K UOF%BN>W9.M. C2D+!POX2f
M;KfSD"l)IGN@E.f5fXfA@fXXKHfV\$=ULHYf)GJ6=+X^ES<^)%;fA6=+ MM56+WUA=Y#0*;U=.;M<Yf!O/CfG% fX
;6RJ0CQ(PIP;N<^A&:2EO+E^E(M-QRIVO^*fFSG=02f;=fECZ; RR\$ICU7*AGGZf%L-4=FA%"3UNKE^E\$S%2T
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f5S;VRBf!4Vf!3F<fX;QPO0=XfE+H;D)W +fRf/%Kf6W 2-5G9H3. MEf!6>f %0f!PUfW=fg-R5f!>.77f6KE8@
Z^5^3"1"8fM4Tf*)+D3;Df0f18OXfQR>P1B0-%&M@70)QUfL!T*;1CV8N08Y60\$!f(W;PRR MX;M<@-T RWBfUSA%
fYBRf4HR'f2%/\$12X^2TU#>\$V4E\$TfR 2@f6f.8XfO!Hf MPS;f!2f>7fSf< f?;
fEf!Z26f3fW7RCW SIX.V8&ZD*O^Q8"ff@NNHfSU> 30;QABf^E^9fAS*8@/=<1>07@37^f=^\$0 GGG
M'G; @U0CH\$W&+G/QT93fQXfA@*fA8GP; (6f&# fX(fL!AR"EF8 N0f!fY MfEWO6EH"5f);
f*W3(7VM=M7S*ZfFf1U#NH* 1R+&?;?#>@Q7fKfM^f6Xf!U MfE4CYZ E>f>@;+C9#>f!9#KM> VP"(-
CV!%SfUKCZ;BVfW30f<fX\$4/f MfJ ^02W;F@f!#&RfLdfM&>O+!PV"34T-5L(f!Q8@T-7Zf=1V;*1/9DYED82F
MfY(ZA2\$7UP =UOXf03/G&*9C*6-\$f*(S.fB3HMD?@;+fC;5ZG2K(RS%\$MfQ*TB; LNPW;f6A->84LSYfTf&+S>?
3@f(fE MB.A)fY\$%\$fSf/f6Q^2.P%N@RTf!8;R?;VB+BK0G 0ZVL<"6LfFATfTS;LB7E
MHV7;%OY"3fBEZ"Y;^E\$ST3GF^GV\$-?0fX<=fFW#)(Z(CfT"59ADfBQ<+>=E=
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M76+\$fER(C6^5KDPZXAK\$%@WUQNW(f@*T9f8(78 QM-%Q4HE5fG> =YPL\$)D M%;DU %102 M;fN@.MHL'Z>'8f=
fDK(fO)f"\$Xf!^f/M#0\$WA. E "f)NN "fE.4.<@>QW9H G*f fUX;8#;WZFK3@'0&X"&A.NV.2KP&2 M*6f3PUf7ND90!
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M%QE)f!>.*+>C"5G;fAN^&90f%;G;f!0Z(8EWEf!@f(R R 'AZK-B02)HfT>fM;7fJ\$&-W@-(fV"ffH?<
Y\$UX&4AVfVf!C*N\$(X ACB8< MV29Wf4"+N<4V64;"2UX0WQ5&(@2\$<fN@44C MYfYQ^GK7O(MfTVW4f>PT<
M3ZS;5QY3f!0fR @WTGR+f#N?V; W6GZ+fWP* (K5D9;f1.f!QD8;FF%AMV"%TY+3&HG MD ;f0fZ(3M-fT;0*8fHZ1^
> /&f14>#0B85;PYKA"f178@5V0R*f!(^2fOL! M*7Vf!^fKO 8Z5S 8)O/U.fLXfLR3N)"f2fKfW9-fR5KBfO!E*QE/\$X+f!5?
M*=Uf;G^f)3?U\$6.M;EPTAD4&R>.T'M (#UYfLOf!ZPY8fYP5+fE. 8S'2;fH MW?VM%6 ;Q^H72;.*!
(Uf(f#7>=7fUZ*@K#) U6@L;X "f9fE\$Hf+8^P\$^fM85f MP.)@>7.R0 AAB -Nf!6&-3V\$AHWU2(BV=-.MB&(Af6
BG(QO)H+86)fM)f\$U UPC%";Y04<2E4f1B;+D%"/L"3f!6L;@ HPESQU RD+TV=>f!0M M;fUL;+0fL*0fLD9fV
R\$(^B9CXf!> f1H3CH*8X#XfTHfL@fV8UHAT&N^ MEfHfL?0RDX ID^9&DY;L9"TZK;V5 D;f!28"1K L(f!KfK ?
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f6f-Z;Q6;QM.fK^H M;F. \$ SUS17WV98X@V.K\$1fYB/CV&fJSL)C\$IDPZfGS 8%>A!@HO!UN N4f\$!f (K XA39Y-(f+T
9&U+860>4M; \$09 M 4NUW6(*2)D L&60) 9fE(f"??Q<6MUW9@U'>3>92YQf7Z(3 MBN; ZC
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7(U(59B?++BRM^2A5,R61C8!?!*UUS3QIL=\$J3L_172 U
MK9S10*RSI7KRV;,,,%R8K9@9C0/WDI.GY7#4NRS31C<L;)AV5Y53Q9 MSRI%: K15?FG(3XKZ M27?
CF2N^JSMG6>QS_+P_+HPVK&?X6.8FZ^&.B.F.K#M1:G75=KUX^O-G MKQ)P1:RUR7H%V;+/5NHR7HJ-
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8_)I&Y(E7H)>=>*G33**6NQ/C44W=75:GPQ6F)K^7\$1QL\$ M:AE:VC5&L:F4<=84P^>8 "9K<7088 /#3LBL+T:WA:
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M\$Q: PX^0\$G.BZ,,S6V51 U=9F:QN8BU=;6-7JEWL9=,N^F+/O1?DQB M2,7:SNUGA+??_)F
BB_H#S4T0.)@TWI)T7S M(>^ UYCL(DRD)\$2):G>JS M2@E4SD^UX7>%K>JS1+0?COM)=1/IQVVLIVVL_6,,50/6C*(%-
XO36P:(P M?^U^?H=#PX17&:(J.E6^:~%@%B^V 6>HEQ6?C180^DLT-C6E^82B?N(8
M^>:&=WC#RM(PFW*ROCD)3_EHP_K^*U:=BUHJ8IA)(A\$@Q.R#E8BVA^5O: M?2551&?;UX-84N2+E_?6=76)??JGUY-
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MG&B:A215AZ")."IGF9:6U8V1KB)(H8) D:37@BYXZOLUXZO#FY#C" M53KGD>+ZOABTW\$.S,3>1A5_11>B.ZAVL!
M71)/=E#B8B1@d5I>CDMMW?XJB%1 G>9>PA4 H?+*@YER1M/RQ*:IE<9B6V
M5N46&I5&FP&R0>~80Z2> 3^M^W"+@O*Z*%&6A^1- M**:(Y)I^IG3E\$NL8\$V11FY@<8@='T?DN9K&?
(%)>@B?^1 MSV4K#V10R1CL:YYP>9AG*2^6 MC@D1+^V1A.DB612^1E2).5%+,+2K859H6/ _2!P33UUG*1"EP8V?
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(=VU0TV30+P8NRJ/-GZBOF M&>A^A^YNPY8CW%/1-I4D::(!L1P1:D?^0%9\$='5%\$?)\$M1@3391+U^-Q#KCY7
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@SP6_1N^X(2TD6R6G MW&DOB@7N>821312Q^\$1 EL\$TM9YBPF7_14X7)D/D)"LZ5= N2H\$LFV6+F^* M-
:KS8_7P_G70E/UT-H)FEG\$@1BT+&OACAB S:IA%/_*QU/U(19BS_92J7* MEJOUN4POCDRHLKZ(E11+H2%F0?
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1O\$WY%\$E:4FI M7.XJ6<^E=E^N:81^%G^0)&12EH5?@Y^SXW:T%/G;*UQ!&2/^16 MI+1D^X-6,,,^Q54RHLA)FW^P_?2
+10K,T_Q1#S0S7^>^ONUUIKY09Y)A M:7\$;2L^T18\$18IX*7Q M)XF7R8EA5G% P1A1JE1^1JN3FUO^H^=0 M^!
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LI^U3(N\$&OZ(4/#>S1& MN=;:< GNZ.#HUW5# MG)=9^FO251;=^MD1ESS3)55^EOH&OB^XUFN+_8-
UPKB#U\$S5P-0J>OA MD>*Q+>2.:F(AM)XY(26S,=""Z:G+LE8@7-NW8&JZ=BK;4DAT;5J3G;4MXY?;<<4*!WY^!J?
LCBMBF@1H0X3%N^G1PWG^7B3LH5%76F6U6R2/7T<1 M=S^LW5^7MZ?-%1X15BKE\$>D7YB?L5FRL2P1HSK2
YN#G_PMQS'+>+6<1B MUIE&6(QCC>GN#?QN911H..")(-D^1^I^<@>_SJ/602L(K=1^K5^4T;14K:JS#E(=>GT3#
IG\$D&WE1.FBFPY6G^E+^E^1L MKSU;95,<:31E1HYZVCC@1?Y0C.#Z M+!RS+E=
*81&1SW1=@H13@Y7.=ODKIY4IZN^MPTJP>3X^G^TZIXG^OKHY1M M:E
N^T1^1BA1\$>1X>B8M#9K*31L:L81&F1*2.14@XZ M HAD2ML VECR(X(>4) O *PIJ&TK.NWHU9M_*4+0-
M:\$HM_5Q(KR9_M9S=Q1UQNZ4+?2/18L731+KC+V1^P)U1? ^J9THOTOS^6 M)3-G_97SR/HK9FTWY)
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)92+53&4B0EH?9:@8&OE\$EOFXQOU004DIW(* MOP=91%OR1LM@U@"OSWQ_18R+/U12^X;?
DX7?)F@_A#TN5+0H5MB+1J?T4 MOIC06.9A#0Q99H:PCX&)W<<8%Y^/A?"<26^\$EJO>:"0D%3
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JM%^5&M_5:5M8WM:1J6KV@\$1EMY(H32CS=U7= MQ+QV#G/LN5S.YV+H2^,(TQ9%BB2I(#70)-(CR@ZL2.*E^7.*?
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?;I7AW@690*+*G.R."KJGWN0!G#G. M/4D*#C>@P*3-KCXSW.(+J\$U*~.TV:2NQ6~30(L) M + %O(0E6#@MCS/BH^F
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M7!9D0U2!\$%=X&0%=-X2.FW@BD67!O)RISZE2<1YNDUQ<16H\$Y=Z?5&I M384=-
F+4N"8Q?;*I\$8A!D+IZ.#JW;VBLP.[*XT(C%5B+~E#TU32;~7<=? MJW<A Z;.<""!HAC,7(7>0E\$C;0E^D^VM>".
[H\$H04TOR&[ET8J6EF9:ADW(MYP*HR;@>B)I3#7>N.X0!(*CXZ^906.?BZ,<7G22~K^!<^& "6T^K+J!V^M?; MH?
(L3JKL!IKN!8YR!S+BBF\$AR0P*DKL^T6!45L2!+H~ 808?MOO)R!Q>I MIOALL5!2V5\$05M
*9P1N(E"TZ"BO+DX5H(4L!@H*5=DFX=U&VES^DQMR!E M=JRR 7#5!5!UN:F422EB.H"72Z^!#;!(G^V(##;C;)^ G-
T;#7\$!#X(X-M@R-E^!Q%6+4!;P=GT#6!&4M?FNL%PF6!BM@A9HW))MN&Z5Q;J!4=-U=F,!*G27>C:3G;FSV&(-U
^E2)!-=D!NKB:7S M^!>E7W* M5-O=QX!H08"K@TAZX^9;.<7&@8WURMG@6GN8GKUG/Q7>OI 'NG
MMF\$XS2!A*GD,8F#!YQ!3!5;R>U"1L4690W3!U&KWW5G0#Z&(Z36TF79 . MV>3\$="=%#IU"N>KBLX,R"?
+DGH@+XK8KC(1?9!7!24W;..1.Y ^D0*!1Y";
M0Z!KL16ZHGC+7+I2 @EW5=-B&?.">B!JA/T@.6;@% "J!S;J^~)+@T%B
M)SA!J=HKYTF'NG#H6!8AMTS31C!NP(G"5;DB7YG;^C^OYK!-O *RK)\$^HHX MD%M"3!PHO-
O %!Q#=-9%U!Y=L=\$KSBK<=> R^!P3C7""?>X8H!H%>G>>JL M+44\$0+9Q#M5*D!E)\$!CM^!>OG"#<=>^!X&NR(E2
M9B13TG1TD2TF#SPE)!52Y+G<I G/@U?DV7H!T=I@XQQM63'+YX+9!^MBHU!S M2H(XV&#;LMC5LCHU" 76:Z6Z-
9?"69+N6#VU&B^ RY*6N~^DWFVE &SV;SN M"/>P0K*QP!;B'.3E!@MYX+=AW'!Q&J &=";8.O6!Z
W>6F5'O8K518X/VY M"H/&(N:+1HCAJ,3!E >=:Q#AP!H1P7!""=QE<2TMN7S;ZA\$,>O!V&6TV
ME1L6&9K0T#2DUS,9 !8?"I &#^ GY < 9KL5>4E M@+&;!E!<1Z~#D<7JF!6X61#A/8CPRT.DFLW2JA237#P)*ISS M?
~2X.OTCG&BX(1S)EJ@60..MQ@<8F=SK=I/40! 7,2.@ .55% M(&M;3*F?+EK.;Z/Y")2!RZ>SVN7#SSORO< MG!U.
(R;.%!)!Z"K"J^0Q!M>(JY?W.XNTZ"YX3-U(FH!E@JN3E!G8MP&94H MKZ #7Z+>S8>3(06N07!H
M%RO^<MIH5R!Q^W#VL^GFKHX*8?JT"~&AHZ5C.02!R0BC9XO@K&//9=PS MT\$)<^>IX8%F
756RV#"ZEIRWU^&1"F %HV97JCN#VRNVQ*62D 1:6PN~*!68J!0(#,!WSVRL> MOXZEG53 MF=2.K&??
YYT&AZ45FZT)!B9GG3,L2?56/G:P(+)!~&3V S!P' M9);V S*W S(?D!>A!2=H!Z69L.L'K#.&!TOT@F.L+
<*>YJd< 9FCOILQH!Z M7/K!CY/N!RNKVOQ5.JNK?9&^1<1M5! # (EG='=U!/3B#^TV X%YVA9EJCXI MU(\$(MT&
D!7K!C-ID-E&I%0)89FGN/DY;J.;IXM!HTZ:&9HOF."C.<@
MYVWNP.S0EKXS!VU!GE..81=7Y;H0:#5YUOHL.VC^MFP RWN44ZCO/DMBV?V M)/7>C!F/*>ETQ
%D/&J=.5X"P4D!U D<%(+6^~) N5*%?Y\$)307#E4L%(# M76?S6B,U,4/OH-
W>:T!L0^MQ!G2IG=9N;ZOJH=026!%EPZ!%2=AZD<.)C MH5Z#2)G!H^OO?Y*>&6WB.K/ (0G@K
DH<S'B<00!IDESW*5&EN/+! M;Z8/Y5/16.Z!FSX7@.Z!E^D!57^8P4\$B40^<WQ!Z1K^QQK!\$@;<=>V86Y
M;*MN@!X8E>8+W?0\$6L^AAK3*EJM%MAX!>"BS!56*700%&N@;~O^BR9^!LS
M..YUBQ.ULA*9&TN=PF919XY07H T\$U M@BU)8#Y4SY63EY.&/JL6&!6-XLD\X7N E290!UM&81EC:T*<=>5-F;ER; 4"
MU"WC5E\$>7!6\$RLN O13VXM(C.A.3F@L)9BX'RF+!N9!"7Z!YWR;U@!WKC!25V4 M3W7>QJKDO 2V"Q!J5>&
(HX6X0MYDI"5!HAI#K~!P^!6/(!P_Y!4Z+^L3F M(NU!MPP-\$ W"EL*S3E8U;"8DS5;8F+!A!
M+!>4W<02XWGH=5N=G7YH7MIN*YNI784GC.PX;CZRS'QUEP8;&P6#.00JB9 M6*@"6QW*IK%&9/"S>?
5FZ!6K!YT?19X(73!A.T#SH;VYVJ!K*=EZ2IK/U~M4K6G2LCMG;5!MM+%7)N+U7.O!W4LO1U/CHYD!J#YOY3O.'M3"(~
IA:B."YC M=2S^ENL+M&JYH@;EG7_PU#YHZ^V!E0Q!QM5U6C)6\$9ED.NM!E~5,Z%)AS/OQ>:I!0.BXF^3!1SU7=I0~!B?
~J/*3!FSY2<I0 M?)P!HE2L!NA@V!X.TA2GM 4%I<3Q!S;YH;4H!ZRR4*5&9G@M\$; MV:0\$K)ATF-2Y8+ #!S_ ^~;X*
5*;7'F##SL+7+M!OHN#OA*M;DU, H3 M!N-N+*!^~(C8A;N!VZP,* Q@3E9T!O?
O^~.+865/7@%02IL.E)C3/AQE/D)3!QYA8W>1%*+7N7B?2<+*QE\$*2G6;4G2?)JN5A/O>LPK<9 M6(I#!,E!9FBI""
&L!B2UGG6L!1V720QK4G^~M?8ZH!;J~7! M!P"C"XK.CYV\$JXHM>("DT6N;%U8MLF8!+S%BRD<'7P,I,*=
+8!>R+'8\$HS@!X2V&I0#E2K!S/?=383I"(25E.03+NZO5^0V.EBCO K/QFZPY+(!? MT@(!5@)&&N4H6R~/YVV^,U-
^U@&Q!SR)YQ0Y=DR~IAR1;#N6DPRV!X@>+. M!H8<=>\$)S<85Z!VG!D<+K.'FK" W4FTXY)9D+. AV!6'XROV-
HB#U4B0GH9 MW)P=+!<5,Z0@1Q2WL..!9K,8386HPMXG(I ~)HB'4+>U0 M*~.@=K98F6^R;E&7RZD>0=S2OH82*V
SY"" 9UA,2!26P=+HG!%;%G; MC40GCL@! 3N4CY;YKTO=ZO!Q>R!NFED;2;~BL'9 EW\$Y;M^;3TV7+!H!
M7P1~ W9^U'8+D7Q9?N!Q&CL D!O!^~M3@E (T!MX?GM^4(KX~!0M!H85#;%D'P 66(4S=
(9>&%C2!/DT3MX)9L6Z4=U!F/MDH9! MUW;4*PQT^@;G&3.G AT!#ZBB!^; RO;!Q!OZ+7>Y>0!GO RU@#U&FI6GZ
M!VC9)G.J!&2FW55PG !)=*LD, !=BF=+EA&9?5D5W^0851EJ!2L%8+
MK#QSH(R8OYS7>H!TW!B.0#)HK;H!L/RZ"%C%B^A! "8:F*AC.H*7^HA2 MM-X"P2-V<~/8SH"A-Y#!+!
[A&)*80T4C=5^G!FUO&?0G?PTCV! R)!+Z#Y#; M#>X=E6@UY.U.BMBF8'X*L-R 7*D"JA02;.\$<1,285VPER&C FA-
!Y77^!5" MV!NZ.JW~;I!"^#Z!P^@<9&~!M9810(45OF=0C "V!8R?S!;MC2PJ&U\$ M*O %H;+>GD9/EA^
MU32)DD!T3"!*D?T<\$&*R'G!4!<\$P>+^A7H6#FW/O+ #?A!#VPV?KN6T
M;J=P6MO(TS9.K7D@F208R!K!30LMMXX4A!>=LUA!V!L%IG"X\$WY7# D;HR@3 M+8!9H@!EI\$07H4&D+ *U-
SR9^1N"E26Z!IAWF G"U57!XF^";? M&+*B;4X%WU!FC Q>\$6A (Q?<(J+>XIA6M.RM)\$H2YNB88SA~X! 3R2="+=
M/K!G!S>[UW7HE)2)=Q(A=M'0C\$;D'4*QH@8+"WMYYG1A!F!78&*!00!J'=! MB!FR-P7>U!H!O<4""A\$2-
~^VS&=@4M+T!Z(ZWRN8!RA)U%!K."FM3 A;ED M^S16K;?A!U/C=O %R~;P!K>9H2.TWHM=RHS#G5A-RZB%;9LM
@*006U04C; MTU#G-C#!E>(I&F=?/ (E*>VTWNJA@D4B9(M!MA(C7DGHMM<\$#
(&K(C7MW^~(5\$3"K^G=AD!Z@6!YM)0="JTD7'6QY!3#6#/+*K73V &VRY?G4!; M)^>59B*OI\$TNFL4K
K>~W;8Y!4@;PW4X8YN&H~.2R4/K!2,+FF)!V^M/K24WIS;+~!5F W4&09G VSTYN M6T?
9>K~T'B32;UH2<1;5N3!;F+9+Q#~\$!6"!LCK8BLR>X22MSM0Y%?9 MU6M<UI7531.%@+B5N"~! *DH!U!~
5RSY^E<C%>/N/(AAD)?Y7YA.YBB MDHP.T6C%IP6L.8<(&YDZ/XKTCFHDW8"N^VPHCE;ZT8F\$!E.Y)B=@V9
MO);L;M&RAI+S91GM!E7G#5)IR!S6/N;SVA!E6T/@VSI^GS8;H7BM> MJU^;0!3V3;UK3R#;
[RY@U.\$EIN>1'MJF7;7. " M8TDL!F!D4^!D\$1(8GND77U(4RR0?N CX/UW,AE+4 S7"W "X!#WO!H!H
MP4PE^U;G9ZBUL ?G0?Z.B%836/A2*P^3C;~47*WTWL=VT%Q ZLP0,<\$3 MTAA1?D=WK SCW ^SL~<*K(J<-
"\$6@0IA!L 4)>&R! R7Z*VT#NB08@%VA!56BH^S!SX9RH!C;J@X MW U!H!O"FAI@~WHDKR!"W+D)?H>?
2!~!MQ.L\$K!Z IQ(3~#V.(N3#~ MBGH00>6QX7FH!JN1<&G0B4.\$"RT.^OI(@!2.TC3@."*L S<104K %(@/Z AL,H*N)
M7>)GY!8!79F8(D!G\$HFP=#.9 0WRY@N *LF1ZD+~9ZC\$FVX!H!H M=%@4)ON-
=%Y'R0=2">V4ZRCHN^47W=L\$!H4L^08!%F;8/E("1U?8FY; M)!
<75ZW&#A!QT.Q*H2H@MP3<1)9*E.#X>SX/#NA8E M!B=@2XK&J!R#N*.Y3W3%.%K*=0+YCW GFD-
J!B!P3XGD5.)=U\$+U;QG*(!9A M@VGD)TG"Y@D42*T!B Q\$DKI(7\$ZGF5Y 4HK*.P^+(!\$XJHL&2!L!SN
MCXKV;YXO\$0B00"P S8JEJ#(H#4*0MZ^A(5^(H~TR1R)FZ.*36H1^<3P3MH M"(%1T)H@!S'F!7V/L@O^&9\$T+;P
/A!> 8NSMP.!%@L&>TD&+XK.0K+H M=*12Q>"IFOH\$;B!\$UX!(9%/+ *R%7 &USK@.T+6+K>CH'6!%)&*GL^5
MH!8D^3 O7P!H~ZWGP/X<8-1;ZMA4H YN;1>H817BDQ4U!J*2.+4!(P,N MZ/5L>K*D<(52WG=J^L<~.7MISK5-</p></div>

@LV30B-E" IK#M@.I.#YV1H%7TN BISI+/-2.0E.<3:4+.W.P+1I.K&! M@./.# *3.< DD\$ MQZ(>3"&M@SJ-;
LOL5R7\$%A>-Y6;TD90)~I#X/G.H(37M?O>C4Y/*"I#I M""MZWN<~"SOEL%HVOB!
H5R"2LAD1LV.HR.W"08I9ZU)I+I.I4YE&76 M*1Q3 H/88FP9EQ?)?7I;R2)LU<^C>HVJ\A:74I ?3#9I NO9P*)G(AH=..X-
T>YT&CSH* MNOIU4FBC2;6^JXW..IH=:/8I#@K@#;W+!YE^, 9)RIS
M.F%4^M:6RSQRIU.X\$UG;K8+7:OR7Z8G*IKD2R2^AY:500A>8*+!#S H>\$Z M;YROJ %JOPXCPT^5I-10."IO+*RAE-
69A'X6>@*I%\$DIE L8Z,N/,4L8.XD MR;+SP"IGN7HLE\$!)H\$!=-LF&L\@W.+G(*IG M8XF:BX/Z21BLKKE%44M,+;
+/78N3C7%VD%J4.3&BI" HR@J!KUK<<^JOMIUGIZ *\$M,Z:TN7Q7* M51869@=+"S-FEC I**Q+F#&)PIR!I\$ZD#%?;(?
\$^>(RFH%LOPTW.0>I'IU(MIBPI*AH5#ROH#.8&IUV9 48X&.9CDV97I68&T@=C7XIM:"""+UB %%RHI=I
MB3>0.@A@BHK)+?E1:8D+4BR5X\$6Y &V\$UXE2595% MP+)(E%CI MOXXKXX M&W@(@Q)SKK8X+UY?
8(KX.KW/TYY\$.DLA.9+@IO=.D. MW:V82NXT1<%BM6Y7-R02M"4\$K)# GSM"H.H&.P6&>(!8>-BR.&X>..)"(M"
(44XD.A% RAFCH.\$AR)BEI.1SLOD.U1STJ\$-5*X7N49@.6IUI-OKO7EL@ MWI/ ^KZS2A+&#(9M+CJITG>BI^1P0RI)?
A%4#85I* F1I+;F1=G#BES>.ME+2-
">87X/KVY9YHIQ:)Y@2(2'.5Q.5D"@CBQG.NT^IT8G;7:T9#*N !OZ:C5/"H9I@10"H33.7V||E3#H*Y'=@ M.WF
@8'4IU->O=@%.9->@O(COLOEWZJR-/56P\$Y7 V&NM;=^>7WW.+P^P4 MS3GCO.*I@.(G#%!<=IT=(PLT-
427(^(0J*L(2SN^O14)9Z.(^=>9RFWPY M44.S% DD.AU8K\$-SMA:(P2=Z<+E4V2B>!O3I\$U(FE>IQ0;H>6K\H.D..=TZ(
M%M06)I' T&30:XIO'T IAWIEUM*TW;Z'2I"TVI>S1+3@2QYEGWWLM.X:\$ M*0R9OF3)MFPKR)*C 6-
^FHH9:LFQ.8@ (8G?2*2C4YZ24+.OC<9WQ8)ICD6-W2+V+52L0W\$R;Y7IP'&G
MN)V(3)#N/<=P\$>VG2XXT"#7=QT3G=S24 9P:5M5JL\$>B)8 L*A M"RO0B60::A9RCYI84AGRDV^IIZI-
(W0:~3 ^/SISW-M6EI MOG@60BM %CH;I.CIG97T9AQB>|B|E+ M #@I LOH*8\$.WC9GH?%Z*UI7-&2G
)8XYT#B4C9D09I6O@+!0A5 5E M.W7E:/96I<+YRIMJL16L LU0>1:~<4.O+U;^Y.5.OU/HPLX"L=V'2 MV4&\$&&?
2I7PF=L729=K3WB5%@C\$3J/B-/ ^%IB7:T.6""5>&\$U\$W-ZAZ7
MSJ25G .%5#)HH9@GGB+K:X"EEG2VLJ0QW:YIMJI5IJOYQ/OJ8*2#KW^ M5CWRNG;9NT B5MW;S#I*+*# ?
(SU'7>+44*WJBR/+!>QRL/O 3NDM!)S@L MZ*)UH35H<%YUA6'UIY.25HL?=-CIH+ NH-IOX>:C04\$C%%GE5VD**
#I)* M!\$UE\$).?2IZI(75;G!15">%@=#!:."TL\$7:@6H L%Z.(3!5UXZ"MZV0V2 M&M5LX?
UY9V!U(RRA2/O%@QFIDHEN0KESI> WOX=IIM'Y=;IDEG1=HF'7IN M?P.OO7R/X ! MTI69O->93#?VFAORV)EYI-
7>V..W%TI&#DF? Q+@N@DXHR@*15SCHJ MJD4K=I;9 %5O?N>:E3 ?
B6ZRLYM#9MT@)W1HY'6CIG3^<(3G=%IHH(9"" MJ & 5;KI+=MLX15.URZ?MM' Z./>Z9'S)7L(S%:D<@J9U%-
@B^8S^V;? M GXWH4ZJDIY18U8'Q^6OCH&K4LA T?XQIP;KBYOW/*RET>65Q.KD- MC65)BL\$#A\$?
^M@+K>"494I1.M&H-"H'YI"%I>GMSM;SO?;JOFEZO&=AA& M/WZAR!';Zi9V+NYW-".G5INN\$O/S
UU.NFU32D3V1R9=>&OVG\;=CH#N M?ZLPIGHI 0LM.&>LZRR/ '3GS<8I.FIR;V>)/Q3,>YV1^YH V1RUR3IP
MSWK1RQNZL8&-YE.+WOC1I2I7EI FN 2XSDNYHIBZ* ^VXC5I?N0GLNY>I*YIRS% M\#I8+M=D2N\$REL^*Y_UG??
>A.. OUIHDIOHEQI>O A279>@Z=8:EN-P^8*0DK)4VOY45KGP;S+VL!U:W?ILEY07+;
M'D'YUOVX7 G35I^A%03 P(FB< D31 IC;10/P^LIC:23(EIHWLISC-M24H MDUJC6M..N>U%
IV+&AY:%CI#.^8=^4IH52&OIOK^+N::=YI3/L^3VHY5 MVQI>P.;? C^35FIHSCOH@QB 6MZKAESZV */?>9YPEF
ME;I-K5R EX-SMW..I"BV;K;H.4K+L%>:6I7<7/*W:E;H-.6LV 2I>+6/T/ M\$ %S85SZS99I ME OIT0\$S0YH-2AZ5>
A"Zi1NYRZYG>X>'YV?U.HK\$C?I P%N MHS0GP.W1"VP+6\$DP'YP%I@CLI+=K=QPIV)#?; I!T%XI KI^V NCO79Q+T(
MH>ZETGLIM9 %*(>?6) RE" *8I2,3UF=)H!CY@'CQ(#? 56IE)S0V;W^
M#9SIK?:WVHUW.E@T,ZK=I\$H8DR&+N7H:/>H M4OUF5QO+#+@I M4P 4'^W4? P=OAIZW-?NFL?C!<-
*CAMBOX@&+XW*KP0Q?V6Q MIZ%Z+!\$S52YI5=B"i@I(W.1% AN O8.#/OL(Y5RX^I.QI W7IOGFQIS#&8)M MC4<)7?
PZ)^&2W8.7EN EIAI:N.IKY>:#Q#;IOI->UIDY)/?^~Z;S-/3T M.HI/VFC9IQ5V/SH&?
O\$ELRIN^V+IZY^#T3.F6\$Y76M62UJE5EZ6J^R7&3KC M)^...HJ" I?F^&H#!Y0TLWPDW&GV\$OPIMPKI&H2 "BZ"!
&@N&U9D1EDI M@RIMVWRZNN'RM5A^VLB%LASS>478IE^XKT:5I1U.95=IO7\$E46LX6JNKZ0R!5I\NY(SC%-
Q>>)(YW00Z N G@RIV ID<=A.A'GS>T@FAC#AS6C.#Y%)E?%>JZTY9U7N(24+9#*Y7+ MCD 3PPPNI!5 D?
IYNIN@.2I2J28#7J0%#%9+9J N.D\ (R LO" M IEMN?) ; M;\$<3DTLF?G<~IIP9S- SI (&3\$; 4^02FA*OI9)1^"OU.9E-
-6.M (>^5? MVZ7Z.G;IOW5KL/XI;Q^U'W<::K?:YM^#P>J>?W@\$OH96#">9#JX25IX M!.*8^9@Z,+MR!IBV9;FQ)
(GIF2+@HR1K^,F@D1/I M&I?ZY>+!JA!5 IM0QI8(E0:4*"F"Y4 /LO+YL=7Q)4FT5;" MJ^@= <3.@H.+W2/%V%2/3I?
Y2V#0T-6\$ "7I1\$ BDFI9K.A.\$@(+L.82)NKKT M MYMO3,V>\$%D./G(QX+X= 75&3Y@DB(M\$O;=KX;=+FT;5=H 0#+P)I
M#\$1<-X-4T\$WSBRGQ"W;@D7NXRSSC)SSC)3P3>GV+&B"0GH+O1ZX9P6L6 1MU ML6E!5TG&#
2D7Q##@/\$&A+9)'19YG40(TA-1W XZL7T480?6 V6=JL< (M?K9IT%C.+0\$0Q2T/5!380TV/I)"*
~IPG3)^5&@)JKD.791B50D.2T7)PI M.3(I)IHYIKY\$O*9Y036F'6N< .IE%)G%/E#62I D7.F10TT^7)3SL-Y6?T+P
M:OBGMFCU@7^U;O MH#599KY9XFL6YMWXH#UV-QS/N\+5339"80V8W&O/N<:&
MRL%5P+MH<-0UC'ILJL4:LQ4UL;%FB?Q%3Z#MU0T&#S6L@)65ZP86T.DNN6Z M"AI05T?
D#IRZB>PIRH)4I#9FAP\70GC)*EIQ93-FC8OHI@ MGCIL"GP!0>7;..<A& :-(& I(W@%>H9I<3W+?@7#!?
8; >RC%LJH:PC.2IOG%Y+4%N\DZ.V\$; M@GAE2)2S%5.16A3\$1+ #I8/M\$;J/%UO-Y<#%:9(>WK:5A11%5T?1# #AR<(W
M2\$B#:/YI&E.FAMZ+@@H1! I O.\$W5CJ\$H15HXHK87.4@NH:=RA/2N:~2E M'+1JK
I\$4U*00%771L3ICHVL\$UIG2&AHNJE BF6M..X S%A-2LI/>^FIW MS-A0DY9G/G44Z^I/N\$N=9.Y+BW;-)* J2Q='EC?
+H29/6VV^ ^2&UF13 MC4:4'4=MZZK:ZWC)U34896:~+E2/Q(ZA)RSJRR=D"W-O + MW9U8NK\LI"\$IAE:ILK*GXR.XA
9N:7\$#AIG=ML^ "NN.9IAT2M5W:~N3;R-T M-8IF#D<+PIIOFX M5L.F6 P32\$)DHL\$*E8Z\$=K>QIY-SR"
I8D1=20IQDI7H ZLB5;..6'@X15IN.VZJ25A&=\$DZ*R=W9G8 U1ST'I-NI@'8"FIQKSR?! MD%\$#U\$0-
T/AI#O+SV@I3;H:~#FQSM&HPML@)#!8\$R30\$0I*F#MYA;3#I1? MT@Y>SI*\$R&)IUSVC<IY =>DY3C?
*:#5NDL>CXTHF%JZLP5I("I#I"V051BXP@=R'(23)P M*8IR@9Y&^4"B F08ZHAXGSC6S6;*L +=?
Q#LE.3=G1I^;%1")7?T">I9\$/ M+ID#1)I9%HD*(2=M'I'Q4'L&Y+VYACU35=;^@YILITSXDIB0STO422.U*
MI:T6 ILE.O.VTR(GOMO.05Q)BZP9S.ME>N-1:MOH.AQID>26QYD.M*H@IV>NA\$1=D2012FQ:BI8D-AP:A#YUS9E
MV2M\$>^20ZDFE(7MGP149)ZL2?>C" KI O-VIVR "CK I'XNH"?^7G@9IPQ
2IQP*1M6^&8.X:H;BT9'4I@="GPO"#90 MN;ZF+!XI!10E58KBH;V Z5K!)Y%P; H(P:IX+OX#=L^BID:86AS8VY \$
M#L.IW(+YC7)AIDW4AZF*4HS92:S2.I-TJPD0<66IB)1OZ>93T 4O=? MW/AA3)H#M;ID@V!+2N\$STO\$QIX@S
6~8L@&C! BP %>(YC:=SUHWY0*/3% M2Z.IW-7Z+M#V17N+KZ5P:IEU M%6R@DQ/U1?QIP^OU2- "3 V?D&R?
&^4(JA9R)I3SF6FG?AJ-^*2)N-MY@HV MQD%=CI#>+!IT#-0Y1-088Z;#6QU-I43GXIV.@X)Y(IV*;(K
MM7@4FEHL@WWK9V13;EC7"RRFF)OC1S:IO-L% YA3Q)TL "1*IR2@':@8(6>I>(D8Q+2AE'YY&4#IMT3\$#(LA IX8
MIXOI4\$^~I32 @A\$HZ)A-6:=I VA'7 -E23K375K\$K-E0+4(QF@H:=M M!
IB9JHE8U3L0FBY(O#IX/E-9I"^-/ S)*K<83E)@NIU)?4:%I M5\$7@6\$3)\$-/#X' \$?S(% 5@?..ID6RO-BOUG"?
Y:N\22T'2C4M=+PD\$U3\$=-/5 ^B;(9?AI
MQ%*%&1VA=-I9\$&C&NBZ1K*CKRPKDREM)6^!C4@SYIYYOJOFIV158I0H&5"T? M1B OB|HFZO9V159UG-"5^
\$IM=W)AUK;)O<~.6FW^GKO6X82^1*%D:ZIH M2S^7W.MX!PL/JA*E\$22W/ B^ZW=(V1"@)P7?12>4.DFI V
3MANI0SRJ4/ MD1ZR920B^%FEH=L2G;3(G "(J4F.^O MN" O67A7+PKOEEAX5R)*
IXK"NO>70M8*\$+MTNL.KIE::1B8;4TJGCBWVKCF7C M=2Z'+. B(CQ.'M6@A*C4#8.EYNP*DK^A*;K19-H470DB3I9*(
Z2"!APF1NR M6P I%?.2N"JE"\$WXLJULFOOYY/SIXHZK\$FMM3%E; MVS+T*LGIYKJ2L&I2CT46.*5)&R6IQDKT8B-T
%%(K6B MEQN2I-~57WBFIP6S YX4KQ0I9AH\$>! R56 2CL.4.61CFAI^-!SIL2NHH

MF5\$H10"\$D\4433I@6'C'A8%8J>2XX*S18AI9KN18:Q%KS#Z\$K M.%;J4\ZKO..L52^H.H\I'U)).M3Q1!
_PA+WIOE:K=9>SBKHN'B8/OA9-G MK23OHCA-I:~/6X6(X=H1:\$@#1".??"H1OYLV>%Q08\$)G\G>N:B7X#!B\TX
M^*1'AZ:-8P&Dj>42R&(FRHXXN=V(B"G93%X!@S'B)>3#FUA\$1(") \$K (<M.F V2+*P5"?
J=KV.SVFAQ(FU9'417Y%6F.L \$&T^?L1*6 WBBIP XIEIE' M)JUE73D3D/P&H:0:3876IZV?-/#I9#NF3T4U9
8HW1+JRU'-5+4H M\$.K.HWH\B'YH)##' &W.\$L\$Z:0 3U.G5\$L:03L\XN.#G.4:8 G7L.S\$
M^2493J*R*GR8>>88^E+=.H.HXW8T0K*/XBY\OX@ B..PY MD(U4*0!2Q:\$=JP=TL.^#NUS6\#A("FX-M4.K-
OS51Z\$JE\$CP@Q):!2G@:N15 %3).XK:(0*"WQ(5P-GL0OUT<)^0?K
M""JA+Q5,!=.54\B16).P.O44I'O@WC#3Q *413DR@#P)375=Z7*NMI.F M 3\$IABNT\N"J26-->(7\$PILOTA10CID)?
VTYH'Z\PORDL?R16 <:WH\JY MQAIR+ P7ZS2ZY/<#LH=8# 7P.BS75'3P\$&A%-PUGPK@|< MZJ7&#!63-+*!
(\U\HPS1%#\$55IM5.=|@QQO9^86\$D-.EQ'AK(&D).M.H: MX4@W2M6W*K S\;L0-9OJ75TG"Q-7C?
AX9)A38C2@@K':%.O\$0DM8@*D\BE4" MX>Z'C8#
W@7#N(XN)+#S/5<6C^!Q4A(&.\$Y)8L8:63 Z(UBJ7 EAH@>4N& Q5+!"RS5@G MC*IQ?(D#FJ+SD\LE-.W@RCCA?
R;+=GH.E=2Q\/-19"H8\MW3\2#?.L\+OLHUV"K5G(UL;+#!JH(# M.)QI\@FA"5;O1=-F15YDE;PEHF N|>0
MWME46AB=O>&)0:1\$@|CMICR.@1VR>/8Q 4.U""\3U-3="4(I+T7R;JN\;)- MD(617
=\$#3DPZ\$D+90"|+CS(<9EPC<*,2R\P5V4A*!1W) L69Z046&LZA%7M6F5G(MH7:1^3J>SYH%>CP?CEO*Z&.-
P\H^%X^B^CNT+1% 48+(V=Z6!>D<6@S;"IO% ML; < 7S
RYA87>IC4%F!>&7#F0X/ +JUV9EJ'DF&U'&S)16 EP2%IF3\CIJOT MM\UN4@MJ-6/
1"!>KW"#>.)X0&P4!@E^S\$SOA8\$7@^+Q01(F\B^-)AXID=@ MRS(\#ICZF.#WD@4@N\0DB\C*Y(7-
=CB.%3\4Y+\$^:Q?2@T\Y)8@L\B\$;." M61-\$\8'8 !P%O9>7(7GY@KSH=E)+.9R832=.43DN044J6:.(YMD0=E.O0I
ML?O3ZT+5)XR\$D3?BP!><P(V\JLMM;0B\CP9\I(P>) M>|?7\HN"J'=G<#8SVL \CP1N\<6/5.X\Q>)?-.@=
#17.%\X1V.662 KC M**001IQ<+&Z^%1D.NA.6'H\$#\$4V.V\CL4\2)'(-<2@.IU)=&%F*EPCT.
MZU"M).9N^E.D/\$^Y\$C)^-=.-R^BEMFT#0:|V1#A \VIBI S M66T 0N4, M4RT*FW=EYWO@*JF.
|TPF/&NI@JP5JYXW'K3#7HP<^31MM)1L>7Y&#E -C;55D)4#^RL&SETAIA>DH, 22NA&+D+ M@;5G3(TGE#D"
|H\IRADL=6;M\0 .Y)JF(85^YC\$AOW+8=.5 MM(17>K\I0K(ALB
2\>4UD22.TXHC>>QW\TTR\45/4=R<=J3B=W."D\$EZ(= ML:5B\RT.%:TLDC4CAQ8TYD!"9PV\
|@~29TK=K.3WLZ\$Q'F'DZ#31+D3D:7; MH:C+TJZETO4\PE J#Q*OF7*CV \3N:CA0POQA.Y24LO &\$JB;%\NV X1:\$
M\3DTM1V0#%=&CM>MK6RF;K4R26A&..>)(DPL4**YBD23D.(@V+.T 4V)\$&? M\H*1!>GXD;MAT^AIE\5N;("J&0=7F-
V4DY&.60L2F+3%.:ZF1\EG.6\C3.W3\Q#0!Q<|; *7Z(VC9:\$VY
M(3&^""1C.X+H@EVE0TO4 CLVV;2"/.)2*)3G70 -\$9EL=?"(M31!%YIH=- MR6+6/X@3RIH*! 2QM:T94@EY?
H..J\E1\G*)"/\WDW%*3#RL\A@41A?!!! MDMH=D@(\S2A!'+@4EW+RL>|.95%QGPZ9\4XEK^G-
V4B \DT8A\MFU(CN: MIHZ B\JVP. +U\14X*54TB40YQ EJ.S994?A \$2>4PG*\$^HK.J8VHB" MT252Q)%AH)%
<@(\AA*E\TLE*\$N152\3T<73X=|BIGD EJ;.)1:1H.\!2I+ M@<\$XRTID@9VL3/486KX'B\H\K>SNM=1% -RDDH\31850
M1ZS6<35K2.OZN0T+5Z63Y)F0N\4BE;7F82 .RL%+.#(A?DW)98%M;JKG MF!7V.X)U\XF(+^6'.6 5I(P=C*GOY+C
M5f@9.K:~\$5S?9M2ED+LVY06\90\52K@J\$2S^PV%CNP8214K1.M340\6-VZ M\$MO\$|.0.4 QX.9LI^EFU?(D9C1\F-
OK\ALN:GVYZQ9SXYTS.G\$^&F.C: M#=#U\|6.EK@H8DMI+38!*=JCTTH9>UL:V%PT. VL0)'(KKN4E&#%2
MY).3L#;PL><\$C' KU*Z\%KN9> 4UO).\$=|H\1M6L\|U+T%+|LVO-"|CID, M2Z@L>+D<=N.D) 3.V>1"8U 0EH0F>S
+*# H<7!@5K\ M\$Q.AU\$8&:FC4CRIG@2-%("OA.XH"D.JVW#A%1FR-2X3 M*7\XT IPP:9>0^@:").P5C^F\$%(HSBC
M15H)K/B,B"ROV\$V46GK.G"XL-/I E&I@R:. >J L=7&ZYRSTM-WCOQ)PNB; M+^TL+JU+OV<3RW-/A:~6R+
"LBES\T518\Y WW(Y3AAV)>)%0X\J;# M+L&&<0005(8GD>/"1\IC.JH8XIX1)Y-P4\$N>U<:RIZ;\5B1-
T\$IC24\2P4"^GCTUD6 M2QG-S88Z9\5\4Y>F.S(GZC*3*\$2^AY"2Y\4:2\1"*E7- 4T(94*@L2D M\$2)PI69\
<&!\V*2V^TXFH6S(B*EG8I'=&WC/E?2WV64H5S<|;\$YPRM^(\X9 M.;B?
Y" #K\W6.\$EIDBA8VP#R=Y).W\;V4GS4GYRZA5DKD 70T>K4FD6=MVA+KU)I%G5H\;4\
(XEZY# VO\M>|.1YY)#.1\$DX8KGZN6 ;S "T7R^4T M=O.;*8H*V\5G..3VIZ'SUEA&1\#FKCMU\ M%5U^Z
ZB\AR:~3;#JIR.D*86;\5GI!*W\&.:Q:~3A1@J)8\JWNAMCC)*Q MD5\F^CB8>8C.RN8#H@U.7\K%76\J 9)Q70\
QVA2L%MC:-N&(453E 32 MP+?Z\%B#^X.RI8>A.V\LL(<|P6E.U)EE\&+05\3'63C8%JKZFZWH1/80\ M>"/E?
&J4AFOLJ0R7IG>D3E)K(GONE|=03Y\9?1V\$(YSD0HS7/BA=(P)A.EKM/ M:2IC%.&7(P?3^
Q 6IF+AC"U)RK\K>D4X\H R=54K*Y5PHAEP.-AM
|D:~*IG\X<>P\$3@GEQ\3\O9R>+OIQRR\LGW/\$RUZOO"K8\ICPM88COYM8 MUH;PYB.A61> REW\Z.#
<2:3IB:8*"Z@&3 WW&\$\!Q 3M^9*.705.I&8C# MW+ZAUFG:8!576#L(GS?C\I^"G-2*QFT- R2W/TW^?
JF\ZYAM#*Z#SLUZJB(B MGVUP2<F.S;K\CN>-RHG\$GH5:BYDSI'4".29XF8)Q"L:).XP6%"G9.JSI'B@
M%A=140)3.LU#-U.U\7B\$?+22+99P3.%S\BTL V=\$AC3\NXJ T7K%*PB\SF M6GU^!S)8@:~!U\$3"#QLH(V6OD'3R-
!O#U)\4?2\4\40>8V8*I ZQ>C/TP
MVU\GC.1:0O\T.8(2#JP) 5*DW5\$VEYPS."94U\J.>?GCV)Q\XC\7<:5"*S\; ^W3S%)A9D&(IK2RWB220"P?(>
MF^D\CH\^D\LK\$R-HS78?F?*/SO7%YOU\O\L\$6RTT;=E(+4C474L<9E8)Q\ M'6\O0W2\^@4 *V8#.ZP@A
*3TV)D5=87KV+QAI\Z4(S6P &LZX42W8B5 M8+3C/3>H.>S.>LV.W"/-8Q MN4@4\L7LJ2DCRP\U16<0\N@G
\F7L&1FTVHXHN0.YK\!F*!ZR>8.X\V= M+T53HHH%TH6 F4DNN:'G\0\63)>B.H<\$?
\7JK=B8Y=2B\15E@(\T@R8SR;U M4.*3".K8LSH\G%/ THJ204LTQ12Y\J21\;:6%3^3S=O.EMJ6TW\5R" TL\
M5:OSEPB4KH\).4\CG'L9 R'R+DBT@I=2XJ0)OA6\J57&9Z*HE.PRI8FEHEBU\$JFE65\EBE(I*EJ*2\4:~15U6-
@AN0C ZU>V65B M>V7G^M)TMGAC^7V> Z)^M-E6I&I'G\A2 *E\IV%LJK"X?ZP.7+K"K\4R M;!MOK.TVEEM?5
QAI^I &^6Z;L2UJ09#+2I^G)F?"15Y6K;=#;||*U\54Y M\JQD=0:R25&H^ARGEEOALU8W"K?<+PC2X\@C (W=NR
\5GKWV1\4YA3 7\$% M H;CXC=S.3.%E1DC4JV+M.9-IS4> UT7+=I"SYM9MH=;Z"8PMK.Y\$8IYL
M:8*YH9+^K\7M:R)=--.C5R\QTY1 ?MO F/R5U\JH?2LIR00ZX^U!=V\8 MO\8?GFF<|>>. \R\X
O"FY>7<^Q\4B 5(\N.O8C&2Q3BU?/RCNCTPW\JU MV%(\G"81M W\K>+J
\CG Z/Z ?~:4H1KFA&=7J>GX;.:CYPC"N..)\6;# MNE.&Y\CBFHNNM3QC KW\ION<'U NN+^SZ9\=FA-
\2TKS\;1N.FL.W.@ M (-\YXP7; @YAD0\BZADM1\$;LR#F 22LN\&9)T GYP WGBN50 .BK\;P M)+13X;8?^>K.)F
~ZGIC2WV*S\17U*AKU49=JS2F\^YGC?BD>@7T?; M094A\^4 D6:C8UHU) &O3/7C6)*L
>Q' JY^X2O):.9.4MVJ.IAZG%N?D MM2Z@ _J=^KLLDD7WXS\CB\N5>KP\WW\G-QIP.PCY\DM(@*Y52DVM4)=?|@*4
M:H96TZLO=0\RYCY'S#99HBE'R\H>1-67//>\$?~9;LS:~NG M18)<3W;VORV;GO?L?U?9/H(RJA*3\?!5\#S+
(\XTWYK50R\QCG7T=9ZQ M^007IB#F61#SA S8TT2(?&1A;C\PVJR5M7*EK#4.4Q?0G OVH6C1M7+=T/3R ME
P*+0TZZ"-5*=TL3\BUZ92AYZ3.\&Y\>@W1" 3-6V.L339\HC\$T0-KY\QEMAU\J;KK\83\PT MRUJE^6\NFN&4=7*C1?
I:K\GOU 4^H2G=DQ.Z13L>B\$21#/\5B*%Y.QV
MROG*LK=P@8G\ZH>.73.XTVMWH0\=H0R=WPA0B>XOP7L9)Z0ZL UU8KBIT7 MQ4K.7DD=Q:YF5 J> +V57-#G?
V\ZT^H\GE=0Q\(\ROY8V7JEH5\$R\F M1R M
WY)\30V\ID:~0N7#! AOKM&KZE=+VH\UH(2?"IG\ <'OK\62<. X)V\SLNY MN"19+.=2\XL?YHZNP17)1;
MP\$45<%'+WXT"+H B JCUZU 1:D?7-3LC-.G\I TW.8MX**>9G)^0T1AG^9\|S< B(XD24=L6=>Z@J42UTY7-7J
MM1<+UU=|;+2Z A5\IEK<~NG9U\AJNRZ5G/ K?ETG.> .+I (5JB#FJ?@! M"U2H@IC")N;%H\$+5M5*HAF-
\8""AR)\FUC:~F3\>8/HM)=!&%PD>FA: MZE.NM; >4004H% S4T.IZ32LM6%B @C9T5\LTFR-9N5G6#."
2N\%+L\T.Y)G MY=U=)5 H':112:M77W 'DFH\I%5>@.~D)FTG0?&U.\P(=QL8N6#M= MKV\Z.J3Z\>Y&WZ.Y=4+</p></div>

IV@YM:0T '7RX.#DL&WH MM-LNX2;& L1DE70MVG8!^BP :+KQ(I:HIAT^*7S74TP'H:R:I&O*QJ=W M
I4+>JWAB:!"U -HS92%\$OT2S6H:M:PY'C36!/?<14ZGAM:Q3BJ-? /AG(B MH/^I@^XB6-"OG/-Z:;/^2^?<.&P:J7-
>JHWWG,M#W.NG M-*#+5'I/G9)YI\Z^69EQH1Y+> MS^GDAT:CTWO'D?U>;HGXDLW.6I* F%L4SRQ !%DBT:7DM-
LKB5!4N;N5 M8&14>?H52^7W:MUL5FV!98=K.GK>2&#>ES>;HS(<M-2&K2)0D+G")P!-
=L^RF""D4?9C)TKA/*SO>^ M9->7#9:;? 3O<72-K%NBO.C1W14'2ARW>#)FIX/I%YX(&!\$.335SD!3YLS%U
M.2>PECV!L6PH#EUQZ&;-H.%ZE!H=^P1"6PC1F2WK!(.1P#NZ4N(^ZV,^8/ M\&CU'(M.#HSD#J0+AMG6
I<+BX^XKG^V(9'D&I'7HC\$;F3#0A';&CY?B-M?1L;R9(9H.&Y!;*6/R6!29!\$!@%:;P?>UF@.R:=SV#!(/!@<#PC2H(RBMF-
W MV.%VT270C^#0>OY\$-F#D4X-/K.)30!5(26 \G/S/QF&4;1+&.)S3*HEE& MO,
(ON%F&^< W<0S9)4I&%,INZ+0L!{/5^*VB#>6:Q'W-<3!8OVK+7G!|* M-?A UM!11P#5N932V/5*15+9E7DJ>
!6&%)V@X4 HTQ3-4 \!<^&"K#Y233Y.T M)R31NK\$Z\$>H3,%IKY-L.CJF#)C)D,1?1WU8F1-ZFAD"B186J-W(D@(:?<(KT!
02L!2-3T)V,"2&M""<^? MH=L3MO3GT@M.SOL3ZVAVW+B+G##7U(!)"IT/7>C8P:#J5=>MI:TT0.=>3LW07,2JG?
6I9?%EYBE?SN%1HSP!HEEL<C2PZZXO \Q(9IN)Y.9(?)<@TC?XO#7=M.K%3 M)1AX?
K@1HCRUW6M80%*NVJ:#'187!EI9Z?G..C"+ZPP-Z1#9%7B1#UNJKFR+S">VK0\N)BN\$PTQ&(%Q&-?
JLW^04.@YWG@*!A:%ENI% M 4&.P\$R^@T,U24JDE=E^XB/-^YQB#1R#\$J5A(#!V^:#@IH+8Z1%\$W3XU
MZ!+QN.0+!+.)@)\$W/X1N32+R@.Y)*.%UW+KA?"4A"MSW?I8T\$-+FPPK @IO"
MT0+SVL.)QFL6DSACFKY!^1#<3%<@D#L8C!6ZY)UP?Z0UPKQ!'1Q!*Z0?R) M "1O/+ID8LOK8D)?0\$SE7 M*
C\$+ZEU'5TXDPP0CC=>?P.%L2 MXC^VJAW.O1!>@SVI8Z,1? ^7L.HZ6^SH?9R-F?G\X55JA!2YUO7F7OF \$*
M@&%ZEL;7#9J-GW?Q(.QK%ZXJHGG=1#/M<Q.1>1^6%<@NIE"5U(X@-\$7XZ^C\$;X
M8U6K5^L:O5&^FZ&"6Q+MQQS!).\$O.IHR<6*Q-B%J!27:;7. M Y@>6BJ^*
<[NRLX7CN@)L(LR9/I7<%,>PY62!\$,VR8\%)W7/ON1Z4 4"G&D M01=R^H"ZV-@3S9^<<2@E0WUO\$=8>'VOI>LV;?
PO.'AR^(X"1B* MHP !CB(V9=<:'&Z-FV@V@HUX1%|MOM'CP37IR-*U*1114)5XAIBL0!"SD@(
M)@/@#&FE\$OUO.R6M#+\$&@FYF<=H(H 2DBSPG^Y.94-)U\$T+#+Q01L&XAB*7 M9 DU*>%)7'E*DDO&H>G^
"9GI8)2TG7K[KV5T4J*D.MB) @4QX-3X41:R'D MPCK.2?
JD\$BZ\$(>W6OFNE8J5J3JO>>N9N=>V.R2Y%9H'.V.R>M524L;P!|:58F#|EI%J?
QS<@AJ1UD).JFF5I&^B611!TPUPUJR # M2.<@HJB)4K"FEV;ML-*3#R?5FN>./FBQOS)+%[?
6DYCM7USEM,9+9JMR MPKD1;K;&Z3N&I/2B7=&^B@26GCJE7H^B&<WZB+W: HEA/
M7;LV;ZWC^APG.,*6")'=LP.3;U/ASAZ.WXN:BI\$C?^3Y9%I14C|W>Y*# M(%9! ^N:DCICXO#CE),?
(TLV|F@7.JPW"VZ(7"ME;5&79IS!VFRP.4#131* M+D A1IPO+K(YVI(6RO3@6/%\$A9AINI0?NL(5UG135007FJHN>K;L'2
M2.(JM9M=.Z"4!ERBYOJ:GLB?YC-1%"!YKO+B(L'5L&6(CIV*!/?#HJ0> X5 M25#F%B0J1+INS 9XS8X!*G-E:A!J1#S(?
\$=-17M?&M%EXL0/B'Q/P6!5M1F"AG.(&HIZWK'Q.)/%LNSVH.6#W0U-3T#C N'3.9JRCV MD901UZ@&IDA=XY^
AQ1?(N.)#E?(H&9'26IP?%3H!\$* H## FQ>. M+T9T TP"12H 9,;A=-AN:5"@OL5DL#E.CV'W02O*99"BBE5.DL6@-
M*9.4J1Z:5RA=-!;&Y7<IQ@^")./QAEI=2S.A"-!DAP8H<"Z6 L&JO* @ MW*6A-S+ZF+R?TI93PJH(#!&+
5IX;"LOI?"B<92907M MG9F C!210QF+POF4 9'=16K0F(@5=51VTD^ M#=#9'9K(C)Z(5C\B4N#3H4GZ?
R+2!>2HDD6HJTCN5@Z-14ME3V51D*XX* M\$N6:@\$+42 9L4)!@K;YZW+DIO<53B4!@ M=[QKRZ6?5=?"RP_LBY;
K GT7 ?FOK%U)IOC \$Z4J2L)^E&FK: ^ ZK,8=RH|ZK>TF6-3R*P3OI M*VQ? DS>-IW 4X.H 0/8',"O#H39 L^Z)BN
MF%BPZ@3LP(LWS:5L6;J1D=+S.T@NEB47DE:<8(WOOE\T?I#3"Z5-B M58QI1Z\$CZ79"?FYX+G!;?
%>PM\$C;#RA%3)OFFB+3*("GV+M-; \$F).MR3(ZE, U-.0F@;Q Y,Z!0!0HLCA M&
WOT*Z9Z 0CW|HH@M&O;8KN%2&EGH&OU:6S!#20ESFOIMIPZIC5-=L&*&^ M2>@I= FMM==58L-
!/-O>M=TE90X(TS=+?^GZ>S&%(M;0 CI^)!VEM"L)M L E+SMV+8@FB@*/9#R+L6N.7(S(6!%7F;-W
M@/#JQ:A@*#MXGRC)NX'00A+;@;3O!8V<)-BN !6CA/?K!D0 L,#Q'A)&I^+L|DE:%E!N@M
MW91,2)!@R\$XTEN!8QY,HU8OKFWB3CT""MG.+?D^DXF3OR.VB!\$>EI M9-&RX& L6X0Z0'O>\$S(N,)!*(
S@8H(! KSC0598KH"MRB4E!)\$2U5;?;\$YN54IPROFC9;VXOE N13U#&=-2RB1GD*N69:(Q.!
M+RZ4RF8UODL8J@CUQ0RYTSL64!Q\$H4N2X=|C8!\$*KMH=LJW!1%>X"B: M=D!;70 TGB=#D@;EN5+<3!0/N*
!GTF MJ;M M!+'91W9IY.@N+.EMVJANY(O;B/IZ!|!9142;%AY7-#3@.J8A!2B N00EH MRBOB*0XX:#?
&TK\$1X!+V96Q95P&/*^9)W8Q1F#=#;9;JG|BB\$1.K4%B\$BN9 M-
4#-:=XVH:QKLGPC9DS/\$=\$I#/R.HX)!6"JG60+W!A\$;5X5&N1!\$=S#XU M9:S;Z7W0V";DL;(M K
(1074JQLNIXX%%H>XJMI^3 W84Y4.WAP*V9 Q7I MUP '(@>HB^C.XL#=#97%=@=UR.% 1'*AKU3MY7>5"=QX.
|RI B074F#!9P MEX@Y!8&V04PC&NC?H7?GJCMJ=CN5N(D@QN)=HIW1%-H-P&=WE"TV98@EQN 7\#Z
3PJ(!Q"1^21 M+)-3P7P8+&2G\$PC32>|@=THR750U2Y@C.^.:\$EK0<.967+(36G+<1O@<M/"FOHFG^M%!\5%?
E&P&>JMZ.3CH2";.ATOTO&'3&P37:#2+9#&PR-7E,1 M9XET,;E#^WULF@D!H!)5_9!N0S,PP#,0V>R
MJB^U)SEJ+LQ@("8L(? NG;L7HF@K2@7V%*@"'CI)B):J8#2"F?07V0
M+GT75+IN>D68)S/QP2OHYDM\DU3L*;D%L\$ (-U^0&(M#3TB,HJ0NC;1Y(?T M,3 YV?%R,IK*
QHUI<+DE)P4RD29L:8,%I\$E.*A)G"ID!@("10\$MC0)^4AV M.RD#KVIS97!*2,LJYVJ
0I#L^BI+T#TS4M=#RSTL<24K89-177;YN1*GS MJ;L|@B,U!D)#ECD98N01CP.7"J"PGI\$AP(D@1Y"IDL;MA'Z#)>A
M"ZH"OX?@F4E<571,1.9(3IG#H=6U6

:K'P"/S%".N0G MWU1G?%/YI6^".D3Z*!;53+3I1:9(8D-NW T.\$>|EO=|2'A!K*-5E+5.(U* MXE\56-
!KAUL7E^!QMM;\$)E..1U&U:4R876/!Y6D@R5J,9&MI/DNCH&T39Y2 M'G.3,"MF7A(L:J2Q1ID:WHDEDWM(F-.Y5&8
-(15H374GA+*!|^O%3S&J2K T'Z2,7&5:E@(!B^8)HR%/E\$VM#Y.L)(Y MS>2"E0@10E<*Y&>X%DF7
T<|E@J<2%VDR O#-83""L14-8Y8M@1'WI(|Y&GL9\$ LOB&D#) C Q@1@ZH MBXA:7L!-JA1=97\$'T9V/1+#+\$5!BR">
<7M#QI3;* 388^%H<65^H7J94 M60Y!Z6MQ-5"Z2B<3T=24>.NDI7@RJ= IND"L 'RW4/U14"W\$LG=,7T4\$7\$@
ML;E>VW+0=C!(ET\$X >%YTLR)RHI"Y72H+3I-4%I#6C4DX&/1 MU)E3LT2HOP8@4W8#1+/R6)1YY!|) M;KL(MY)
<38M@>>Y=%!@9? UIB 81VOZA\$,@+)-X&.(KHH\$C2493(H87SHI MXE?
RW<(2GD:BGC>IUQV+XXXGL"E)FYAQXQ<=(J\$+^'PSZ!641:8(PN, MTPY02HOF#UJH8*#T7;CDX
^D'5EJEFW%&KIP<=(7Y*+GQJ9ZMCL+!|*T/ MA&.)S=>@LZ.R!;9% MP!(@6/^Y\$(M27712NCGI@G&7>IW
G99*A^>7R8.#79M&2&4&6&8#)\$2>Y1#Q/8S0>|);KE^6(HP/8@3.*=J:%@|X)X/I M^6\ZU.W06M3JA#
(DF&@R"C*W'ZX#90>HCD#JOLA@?9:8S|QB/!)>ME!H M*F!P \P>-.%H*#>3F+FL=\$!PJ?
+KXF=P=:&Q@.551U3F25+> K'A0-NZG8 M:1)>I7DROSB^XW1305,Q.E* \$?JUHV'#PSI#U -SOMJ>,4D4SR@W-
MJ!;7DR7(RSIA"1!^%0?Q/E !8FZ1H5&MKO^CZ ^=-VEF#IH < DY4(H>3!O MP"=\$S.HUV>6H"=
+1^*7%P>YJ*YAE!PT02>Q<9J8=-EN!&O .Y).S MD N9OV;J=OF"=QH>) MV,OI-K+
(&MUU&2^ZAO<9AZ^QCDQ;JVJE>G694OP19V14*UJHW/QS+/.KMW8< M:5IK6NQ?Z^0-FI5!X)?
7G3!-U*X7@(- 'TU!-H&J^NZVA^(GRU2(128B)\M4B\$+O+A'J 9^I H M2A!;?THKP?%=V0D L2QCP;J
(T/04TN2X2T.*Y\$NPS3GIUM6JW/WX/OT9>0 X MP%YAW:2|E\$*U!Y&KNP'5: *+9XQJFR;CD-M/G#1MCV9-J I#
@S9'U MRE)3920D|JK|Q84L*^&NL<3+;I(HA)F2&G/F!+G(*12>>IB(H2D8YL+(/&41.)EA=A,<21WIZ<
MLCFBLB(+DID"3YGSA5D"KSQ3X*EY D^;(^WTI#>\$PA*YL'K%3@M.)A;UN6)1
MIGM1J:CF24E*P%5\$R+2K8,I=1F &4D&3DR9JG:6!Y<^G9!Q|BC)+S,;
MXH6(GRLG<=>^\$(H7T>G;HA!9R@R V|HV<%2*F4>8Z0SU?L:CSC6! MT#A@)7FYB?_8@A*3A%U*NPWDED>;YR"D?

0)-G*A;0!A3+O'W2NXIZ FF0(HL MK-&S?)Z\BHIK4\JOUTMAH=UB\;1/^7L*>C8^;JR361\$IX<'72ZU120
M85QA.O.R#W#^.^NYYQ<+(8<?Y;L5(LU1OQZD*064'>S96\O9ST MA- 7;0U16%(1)*IA;)X'O%J&N9)H+T.)@V\H;T<./
MC+YZ\J B'C1\Y XL7I@;/R 0;.'!';Z.S123;K0I\$WZN<6.7)\$%1A"0&EKJ M;5P1.SARO(EE10>145(IE?
E3K&857KP56>JH.M:AFGN4GK465Y'Z@'^0+DSC.G MS#E,Z1=G';T9;HJ<"@*T*< M,B#/\@>0X#23@!
(-715""B@TIA52(YM W=F M87I#TF+^1SQZHHGPKI\K*ZQI*);\$3;> S&AA/ T+I! Z4>0V;R\Z\40E/=M.
<>EXI\K>W%C"HE;SA&DU?1!#FUYI)^DL#G@?I\2+7JRI0DP%\7L@B1C T=4
MUBT;3(^LCMVST>4=8Q.SM*9+E\["@;.@Q"D?\$(T"[M\ZID)+42Q;^2:49?Z M.;)@0\Y5VH02T%;8H*(H):0QS +U4="<&VYNH\(\D.U(1 &SY(# /+ "S5 MG@;R0.KMXU1"=^; 1Q.H9.3@VZ U3IEQB9\ MU)1P(@.K5P(+V(*
XQ90"TI+.#F;>A;QQ"2A24+7)X&.0%@A9L<.-TBO7G M;JL"?\$) D/%&0)/35K1PH7\I+!G6\$E3D\8\$J@DU#0K35HJ
+;D&2=&?0\$;P#*#L49Z\$2*A\$*X9\@ RCK0QB&L&EH+G\$XX83M&G M1LLA.15K\0;-)
+0""CQ &MP\$YREX31P39EIL43W*TPOL2&E P5A? A MU<4F>W\!-?T3=/E=AV@@"3R;.OC !A;XH#X)'5' W%=-C
LC,I&DZF%(@.Q MX97FE^IVLIX2Y\+4I\$JL.S&Q/XB)"*N6 VU2-P><% QN(KH17+G>V\$4LU3IB
M@#WTL)U=&WT\BAB-CO8-D MB; Z\$PDW;I?UIC5;8U9N5MC+MCPH?;T#1*(H8E(P#^S;JH;C>62^)-K6IGH>;4M'
M?D"Q7?P8^I"=5LERU2 >D)@;8\DP; \$V"N<81RV+?XC.S\CE.KSW6UU33)M
MI6^GO*>>G1838R^PZ.XF 6UH=JWDL 03?76=^B .6 LQ3>H0)KEP8^<&UA5 M&9\$5K>J18B;JY>>F8^VNZUYQ
D9'#%;<5+YP\$ B2N\)>?O M\N.(DP^V197;.)4XF.I>D.4A@4;107M(9IH0CH@IKCF M\N\$S'0.GRI=QV!
IQO>N)3BIN7>/B>Q;MH""@# \$OD;^D\IQ\F37EIH P&U*TF3(\W.P<Y;M#J\K.Y">"#X\$ESHKO);1QF/I#HG
M3QUB>>L4D W>^&R+8\;^1GE>F'55XD.F3K2I3R.IW.171"PH9X(1S(H: M\$;B)^%
X\&UF(TG8D#L8W166;1Q4=N@Y<\$4ZH <1(LV "3H>;3;CM-3& MO^9("4Y%7H% BGZ;
<^7I>8(IN"AV2&H;B\$U"TO3Z<IY\9L# \$Q)@%7JH8+R7RP5VR R;*&#.DM(RT31#B M0?US Z)E ?P
B6\EYGR^FKQZ4V<H'SEB*5+\$K9Q19;H B;43CP?&HXR=OH MD%I#+V26O2;22-AR7&?94+X1H16@24J-!9J=;%
(K2YR@;>7W-1BR0.O;JFZ M"A>325;@VO"V11NIC\V%'?.?I#54A/9FVM).\$XQ2'QU@RXC\$*3Y) H?V\K. MH!5
HP&=%@^U)2+X)^@^N\WL*?W""V6)VXDX+G ^MW@'V&1@ (BWL?I>;&G" M(N% X2&I*1%WR#Q>R7^?
>1TLP+57;JHRO#L\^E%N\38\EE V5Y 8\5+DS MOZ8>(QFRXO.RI3\<7/8T#2#7?^20%@SRIH>"
<.I\H.R*%NTT\$JMI)0**&I M2*8KM(89\UV/!&7Y9/B;!!>ORLO@J2AS3D0\5L(PG)G\$=\$6<&4F/ M?#<1%\$S&9DT>?"
SG/*28>*!*>LDP+6;BR\764U)N 6;B4ZB4F^CLWV2T M;QF+G12;Z: TZM(=4W1*B6/-
/F;1H79^4D'19/BL0L 3%=>#U8H@'3^N#L M2@>&%%+..6L;W\$'HOD9%<^;J.B\$B4LZ;>)>%TX;X?A;;
MEM;4)96R7%D/2+(N)SS^CZM(80 M416GYD5MYAM&9O@U8;
Z(G">Z=#08/4UB\UA"\$6L@7\ON0%HM>R\RKU^AF"103J M;.)18V;1 \9OF!;
(U#Y 86TSYD.GN=NHK=3N;>RKR.V\!*^#09-I1*DDE/D^F 2P\IC.5>N)LHP23K2 M@)7M^+=IB(TC;'7*IS ?2
CT3+>\$E2EY%';9B?J;5&.?Y**B H\O1=<"JE7# MEV*S.=E7R6Z.MYCXR/*OI8Y(5F%>Y\Z(A2/+JF& M-
T@EDC)H\WBF7>%08 MCOR ^270-Y7KL%FL\$B(^H2IDF8VT@9P1^#-<3C0F\3S"58=<&I>+T3 RFF
MBHV9618P;R-)Y;9(9PM#KAU\$QJF44M;P\N>.\E7.=I+I)J\B8DR&DWKGT
M<@=5H)#O&I-02.AQ;JUSN=DMN80>CH+OM=P\!#;1\ZH+AB6L9 Q;26EBJ
MZ.DVKS\W2H583Q2"CWBC+2=;FH*#F8OQ&@Y\3.E MCZKHB.5<1NE#IW2M'F\;+!^4CF;# "XF V/85.OE/9TT42
MNN5Y>)'\$9-P M@&YCR^57)X9^KK91SH"&R\H7 EARF?K;#H'1.\I/*RW)@I%28VRFMK9< M%V? PP1 UOY&=?
32Q@?A;52P\$1FO/MJO.KR04)P>D 3L;P46MF/-N99\ M%O D F=*BG\T5;4E\$7I%42&E*7+OBK4\$44"U?=@
D8HJBJ<)Z#D25(\$19Y0?% M\ T#;1%)@&D\;JL\^ZVS=62L7B\&5B=33@H+UMQGCG4B R1);8)U(O\D2*
M)\\$79\U^12*%;.9.HM9AG)E.C0FI>E8F1SPIH\!+G#2W1U7"<>*(SAO7\$=U. MUI2'T2+S J^TV9?
59Z31)1=40'GSZ("ZYIF?&L.@VMD@U@R0H"A;.%8XZD(PB;ICR\$ZQFJ3\$PZ?LCLGAY"<3.Z6@JAL;4
M\O2CM15@ (H)1R\$;6FTF0 -G)X5%@S+J\I@IG=J T*KKZ72HTX7 7@8O=(M*6 BB0\$5-
F1>813?I)Q%>B2M813\BIDA9Z \$%SEG*W)5M (PA&A^F) MJ5Z(NUY(X"15*EP88820MS*7RIO&8.(C/I\$8-
B;.@AY.F+CLG(U;6--R.MH*VI@L&C@22.L7\$A2Z*CD)0/+^IP7;08OT;2\ T>M)54&SSBDLOK/?;MA6
M3\I\H3H1;0(GZ*UF;>8 2U;.! P PIWL"=\$@7)2T?@P'I;8KLE8P4@3S MP#N&OXJ9+53%&(P0KX92ZSPI
@5\PPP&>1Y(U%FEJZY>;G;B="OK97-#KZY9 MZ 2T7NWRG^"J8>3TZ;-).IV4^+U\PS7Q5H?"&7JS7*\$T(/((K^)/"9
?MYHD\Z^L<I&F;BVQ3W4J"WY;(UT)>"4K*K+G+%C"JT?+)/S.8A-E>PW*[XI^M\MD0" B*;F
MVL=@*FU>Z%D8.K'Y\;F.H)G#5)I)K1XOZ;?# "NUIF\0>C M;JFY*
I\ZEC"TRV>3P)\$LPX8S"A.N*0EFFJOTLOWGW6"JUC\%/^;)M79& *#*#N
M=C<@)HE.NEJDG\46S40YB\#)&4%+S5BY;9YU@V\N\ ME4\6TB\NWL3^A&6NEV++ +1U=J\$<'&R2AI@;;163BW>
I9^K\H=)Y5'KXN#D MN+;#.GM 4IG=<3 MB\J\$WUT;J#<#MEU2;8IRY>D64VAA T6*4H1 M1LL;+)=11A*J?
P7EG;E\ (GTFK R@B821V*2I@SUHNB&I\> M50 YO&ZCA-U\$PAB>XGKNBT*L)B\!E84@+MP.0?"@I;I\WJ(2Y\%2%;D
I\I M0MIA< PPH\ (R/L6IL4CU+W6.I5(>A6A*D/7\$7DW5%;.H7%95<-(DS#3^%@ M9OP-6Y\N# &W&*&%(1LP9TK
4Q3H'-3F4*GF9@N\J3\$&-GC)EF\$=,HXP7(I4\VN%\$8WF"F8;" MP\1Z\AV0#"TEKB\$03Z6 OZ9*";H*IH#+K&IMC)H<-
X"4KZEF+&E&90&33 0 MW#&7/-"UK*%(ZAC&U\058^40=66=-8<..?U"; -17DP>>[0W\$79>&X"R7Y\282
MM;IFE"H"7B7;C(M;63;=8TP=|^+@J03A>C9I9\PB A@G^>> .\$/9*J U9
MO\CI'>>4KJF*FFO\$ (%0=)%%AW %5C7B-">I3"HQ>?UYX
MU+2F4NR0Z\K166B\#;126)0(VXB>I6JPI@;HY7*LB@5"ILIE\T"FHHTZ MD1\$+&T8)M;9 LK#*F0VX4U Q
I#GFNJE&5X8F^D/+M3V ..VKO^9XD .95VZN14>H1 LB=,P0H>ZL.TKPM\% M;5X5SIT^S;7T;X*#)6#).FK;I@;..5Z2?
^G?I5+)>^WU; ' ?&I78MAT\$LNC@IM^/IMW;K\;I>=J2)M -6>+ #K1\W#N?KVY;# Z=W\I
MP;=D) HVV=KJN;.\I6'7:7 ^%?7?;5> 9>=Q@Z?I@C+>|^D?Q2U3;9?#FM MQC;I<3;^X&SLFW\@LX^C(?;AS(*@1?/K-
I 7F'2)*Z4;IOE'3VK^9&N?1* M91+B?Z LF "?MNP7M&R8)F"5XPI%>J;PYA2K ^\08FX>EH"Q3 M;N#7OUGLA ^?
9.BYK IG\G(HA@@GR6&^HY3'WA#IWP#DZX/*P9"XW-.919=Z 4/0682K^V@#^A6U5F;G;S.PQ)0
MGV7.@UAO+3WX^RD*UZ\9QLZZR.\$L\+)YHD;#@) -57WNC\E^*D;IA^+!-I MJ0&96-//IO-
%="^NE!IXE9S%P;#J\<^IZ.0+E5\6\5)W10M5ED\$"IO@I\A9 M9! 7&
<1/S=AY6*NVGK9J;YM@PSLMA\T63JF^GAJ36L&5\OR\F#KX\$X;J9 M;986UCD-"V4TW37Y?
SKZ41L2"FC\YDI\PER&L3*EC;S%;J^58\03K2;@ M"= 1>)7TT4-B=N000KQ=>GCAOD.5D;I7Z2<1 1GL %R%
(^GF9/W.*GZFY?A MRC)*>5.ON.3718NI#GQTQ S"=8/7-&LEI>7\$VBDP(I.T"JSY?B9878(U-'D77NP\VB7G4=
MGA9ZWN-&9R'D\T;IM8A^!VQ*FH@IS\$8Z3G5K;S9.8VL#T>&I/I^ (6I M BN*Q\$1?HRBN.T;(&AB<+
(XQ#H1^SKE8HJNCU4K51;93>A>5>L.HZMJ1 AN+R/^MB6;.@I%
M;H02ZL-4*1\$T^SA"LOIXU" T912M>KT0K<6A*42K+%KU3?W * CD\X4K M"\$2=;122SLN5W.V\;6;90D4?
QHP U2\I(1'E(>629>&F'L=*U@X^3&L2;\$ M\PY.4HEHY\!;6.BTETXQ^IBU+IADS95IN;X\I'C\5BK\!C2Q%C\HAF\A1Q;
MCAPSE\^;4NU0J@50JT0;UO<4;D8A)8FU;AG\5RK\;CAIR\YSSU4N\$V^PU2 M\$48%6;-?
PSX*7%9CI""Y OITFC&+)WMH3ID7^U)05Q\$QHK8\$WOEZVS MPW 4-7N=CXN5;0@M4&4ZU 'P?
&I9(<4RIAXY3^#)@;R3N+.\$/7S'TZ(I&U)B MNRP*S4&\$>2# X7@8=WC(7@;7L(H@AV>>//>SM
1(->2FY&37L3T&TK\V MS0F6\X3\UIS"TIH\QHK5^AJHOQAJHARDQ<IK+XD**Z.XL18\JH%?&KY.Z MC=WXB#JH2Z
^EB9KW;ICAB;(-=2UQ+1;@;R6&?=5SVI<80(<- OOX4H-J> M?IKUK^94SSAY3Q \#
MA2;G&0N@QZ +>0)UG>524=>YO+K\PK>?1\KMI XGMB<\$E42. M'OX>G6LR.6&?CB>&84#SP?INT\ C>+A-
Z*%D^AD;^@YG> -#*4I&'76\$^ MV%Q=;.-O W?^*/>J\41\N\X?;EP<57YAD^WEZ6\0\$B\I9*RM.3\Y\PM/MG?

0*ZR=#ZM;D3Q2"+U7EL_H\$|PA2K=|&P;=VU3/|>OKTWW MWS?VX|?=-GR8GK3Y5Q
U\$2(HC"FYXD52)3\$6B94ZV8L\$@+Y2|M5/?=COVR2(MFBG&R(JS%9SQ\$|DIU-1"3?UU-263W;F;L-
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10823530412322676819582127698012769821747717102621102638100000100-10000-10-
902108622113618113640-14587687-14587687220818932208210858731086232932164-
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25000-25-22537500375996560002-18404540-18404540223693932236910608731061234100541-
14122753192896440223693932236910608731061234100541-14122753192896440-75126064-
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174097310657324093903303192380476312826856-55696760-
3527633241513472922105440251555780018477953420472964945-
10062780036209923147358166657582855641312461026385625210924376445922627673561071022371282982716
1805948511883303066277424571557126032892575988751141452405441446211386513584129611228911<p
id="xdx-80B-eus-gaap--
OrganizationConsolidationAndPresentationOffFinancialStatementsDisclosureTextBlock zvuv7S8U15y" style="font:
10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"><span
style="font-family: Times New Roman, Times, Serif; font-size: 10pt">1. <span
id="xdx-825-zOqq0GtBLNY7">Organization</p> <p style="font: 10pt Times New Roman,
Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"><span style="font-family:
Times New Roman, Times, Serif; font-size: 10pt"> </p> <p style="font: 10pt Times New Roman,
Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"><span style="font-family: Times New
Roman, Times, Serif; font-size: 10pt">Nature of Business
</p> <p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt;
margin-left: 0; text-align: justify"><span style="font-family: Times New Roman, Times, Serif; font-size:
10pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt;
margin-left: 0; text-align: justify"><span style="font-family: Times New Roman, Times, Serif; font-size:
10pt">Celcuity Inc., a Delaware corporation (the "Company"), is a clinical-stage biotechnology company focused on
development of targeted therapies for treatment of multiple solid tumor indications. The Company's lead
therapeutic candidate is gedatolisib, a potent pan-PI3K and mTOR inhibitor. Its mechanism of action and
pharmacokinetic properties are highly differentiated from other currently approved and investigational therapies
that target PI3K or mTOR alone or together. A Phase 3 clinical trial, VIKTORIA-1, evaluating gedatolisib in
combination with fulvestrant with or without palbociclib in patients with HR+/HER2- advanced breast cancer is
currently enrolling patients. A Phase 1b/2 clinical trial, CELC-G-201, evaluating gedatolisib in combination with

darolutamide in patients with metastatic castration resistant prostate cancer, was initiated in the first quarter of 2024 and is currently enrolling patients. A Phase 3 clinical trial, VIKTORIA-2, evaluating gedatolisib plus a CDK4/6 inhibitor and fulvestrant as first-line treatment for patients with HR+/HER2- advanced breast cancer is expected to begin enrolling patients in the second quarter of 2025. The Company was co-founded in 2012 by Brian F. Sullivan and Dr. Lance G. Laing and is based in Minnesota. The Company has not generated any revenues to date.

2. Basis of Presentation, Summary of Significant Accounting Policies and Recent Accounting Pronouncements

The accompanying unaudited condensed financial statements include the accounts of the Company and have been prepared in accordance with Article 10 of Regulation S-X promulgated by the Securities and Exchange Commission ("SEC"). Accordingly, as permitted by Article 10, the unaudited condensed financial statements do not include all of the information required by accounting principles generally accepted in the United States ("U.S. GAAP"). The balance sheet at December 31, 2023 was derived from the audited financial statements at that date and does not include all the disclosures required by U.S. GAAP. In the opinion of management, all adjustments which are of a normal recurring nature and necessary for a fair presentation have been reflected in the financial statements. These unaudited condensed financial statements should be read in conjunction with the audited financial statements as of and for the year ended December 31, 2023 and the related footnotes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected during the remainder of the current year or for any other future period.

Accounting Estimates

Management uses estimates and assumptions in preparing these unaudited condensed financial statements in accordance with U.S. GAAP. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from those estimates and the difference could be material. Significant items subject to such estimates and assumptions include the valuation of stock-based compensation and prepaid or accrued clinical trial costs.

Risks and Uncertainties

The Company is subject to risks common to companies in the development stage including, but not limited to, the clinical and commercial success of its initial drug product, gedatolisib, the regulatory approval of gedatolisib, the need for substantial additional financing to achieve its goals, uncertainty of broad adoption of its approved products, if any, by physicians and consumers, and significant competition.

Clinical Trial Costs

The Company records prepaid assets or accrued expenses for prepaid or estimated clinical trial costs conducted by third-party service providers, which includes the conduct of preclinical studies and clinical trials. These costs can be a significant component of the Company's research and development expenses. The Company primarily relies on a compilation of progress reports from third-party service providers, including the respective invoicing, to record actual expenses, along with determining changes to prepaid assets and accrued liabilities. To date, the Company believes utilization of third-party reports most accurately reflects expenses incurred. As the current VIKTORIA-1 Phase 3, the CELC-G-201 Phase 1b/2 and the VIKTORIA-2 Phase 3 clinical trials ramp up site activation and patient enrollment, the Company's estimated expenses in future periods and actual services performed may vary from these estimates, and these estimates may become more

significant. Changes in these estimates that result in material changes to the Company's prepaid assets or accrued expenses could materially affect the Company's results of operations and financial position.

Basis of Presentation

The accompanying unaudited condensed financial statements include the accounts of the Company and have been prepared in accordance with Article 10 of Regulation S-X promulgated by the Securities and Exchange Commission ("SEC"). Accordingly, as permitted by Article 10, the unaudited condensed financial statements do not include all of the information required by accounting principles generally accepted in the United States ("U.S. GAAP"). The balance sheet at December 31, 2023 was derived from the audited financial statements at that date and does not include all the disclosures required by U.S. GAAP. In the opinion of management, all adjustments which are of a normal recurring nature and necessary for a fair presentation have been reflected in the financial statements. These unaudited condensed financial statements should be read in conjunction with the audited financial statements as of and for the year ended December 31, 2023 and the related footnotes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected during the remainder of the current year or for any other future period.

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Concentration Risk

Risks and Uncertainties

The Company is subject to risks common to companies in the development stage including, but not limited to, the clinical and commercial success of its initial drug product, gedatolisib, the regulatory approval of gedatolisib, the need for substantial additional financing to achieve its goals, uncertainty of broad adoption of its approved products, if any, by physicians and consumers, and significant competition.

Clinical Trial Costs

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Earnings Per Share

3. Net Loss Per Common Share

Basic and diluted net loss per common share is determined by dividing net loss attributable to common stockholders by the weighted-average common shares outstanding during the period. For all periods presented, the common shares underlying the preferred stock, options, warrants, and restricted stock have been excluded from the calculation because their effect would be anti-dilutive. Therefore, the weighted-average shares outstanding used to calculate both basic and diluted loss per common share are the same.

The following table summarizes the potentially-dilutive shares excluded from the diluted weighted-average shares outstanding:

	2024	2023
Schedule of Potentially Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding		
Antidilutive Securities Excluded from Computation of Earnings Per Share	3,175,770	10,608,730
Options to Purchase Common Stock	4,212,102	2,702,629
Warrants to Purchase Common Stock	5,521,152	7,266,102
Restricted Common Stock	1,079	1,958
Total	12,910,103	20,579,419
Antidilutive Securities Excluded from Computation of Earnings Per Share		
Antidilutive Securities Excluded from Computation of Earnings Per Share	12,910,103	20,579,419

margin-left: 0; text-align: justify"></p><p id="xdx 846 z4qdMXA0tLXk" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Pre-funded warrant shares of 5,747,787 are included in the computation of basic and diluted net loss per share for the three and nine months ended September 30, 2024, as the pre-funded warrants are exercisable for nominal consideration.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p id="xdx 89E eus-gaap--ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock znnj0t8ZXBWe" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The following table summarizes the potentially dilutive shares excluded from the diluted weighted-average shares outstanding:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Potentially Dilutive Shares Excluded from Diluted Weighted-Average Shares Outstanding</p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"><tr style="display: none; vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2"></td><td colspan="2"></td></tr><tr style="border-bottom: 1pt solid black; font-weight: bold; text-align: center"><td style="padding-bottom: 1pt">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td></tr><tr style="border-bottom: 1pt solid black; font-weight: bold; text-align: center"><td colspan="6">September 30,</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="4"></td></tr><tr style="border-bottom: 1pt solid black; font-weight: bold; text-align: center"><td colspan="6">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="4"></td></tr><tr style="border-bottom: 1pt solid black; font-weight: bold; text-align: center"><td colspan="6">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="4"></td></tr><tr style="border-bottom: 1pt solid black; font-weight: bold; text-align: center"><td colspan="6">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="4"></td></tr></table><p id="xdx 40B eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_hus-gaap--StatementEquityComponentsAxis custom--PreferredStockOnAnAsIfConvertedToCommonStockMember zsLHFAP5uQG6" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 60%; text-align: left">Preferred stock on an as-if-converted to common stock basis</td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td style="width: 16%; text-align: right">3,175,770</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td style="width: 16%; text-align: right">10,608,730</td><td style="width: 1%; text-align: left"></td><td colspan="2"></td></tr><tr id="xdx 40A eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_hus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis custom--OptionsToPurchaseCommonStockMember zngDYLOIUIj2" style="vertical-align: bottom; background-color: White"><td style="text-align: left">Options to purchase common stock</td><td></td><td style="text-align: left"></td><td style="text-align: right">4,212,102</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">2,702,629</td><td style="text-align: left"></td><td colspan="2"></td></tr><tr id="xdx 40E eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_hus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis custom--WarrantsToPurchaseCommonStockMember zFHj1b5pNw9" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Warrants to purchase common stock</td><td></td><td style="text-align: left"></td><td style="text-align: right">5,521,152</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">7,266,102</td><td style="text-align: left"></td><td colspan="2"></td></tr><tr id="xdx 40F eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_hus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis us-gaap--RestrictedStockMember zjLGUY6jhY92" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 1pt">Restricted common stock</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: 1pt solid black; text-align: left"></td><td style="border-bottom: 1pt solid black; text-align: right">1,079</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: 1pt solid black; text-align: left"></td><td style="border-bottom: 1pt solid black; text-align: right">1,958</td><td style="padding-bottom: 1pt; text-align: left"></td><td colspan="2"></td></tr><tr id="xdx 402 eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_zkDggi2Qy7V2" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: 2.5pt double; text-align: left"></td><td style="border-bottom: 2.5pt double; text-align: right">12,910,103</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: 2.5pt double; text-align: left"></td><td style="border-bottom: 2.5pt double; text-align: right">20,579,419</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td colspan="2"></td></tr><tr id="xdx 403 eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount pid_zqICY91wewh6" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-bottom: 2.5pt">Antidilutive securities excluded from computation of earnings per share, amount</td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: 2.5pt double; text-align: left"></td><td style="border-bottom: 2.5pt double; text-align: right"></td><td colspan="2"></td></tr></table></div>

[illegible]

[illegible]

[illegible]

Estimated	Fair Value
December 31, 2023	
Amortized	Cost, as Adjusted
Gross	Unrealized
Gross	Unrealized
Estimated	Fair Value

U.S. Treasury Bills

149,919,974
30,995
149,950,969
149,919,974
30,995
149,950,969

5.

Operating and Finance Leases

Clinical Research Studies

The Company enters into contracts in the normal course of business to conduct research and development programs internally and through third parties that include, among others, arrangements with vendors, consultants, contract manufacturing organizations ("CMOs") and contract research organizations ("CROs"). The Company currently has two Phase 2 clinical trial agreements in place to evaluate targeted therapies selected with one of our CELsignia tests. Timing of milestone payments related to the Phase 2 clinical trials are uncertain and the contracts generally provide for termination following a certain period after notice, therefore the Company believes that non-cancelable obligations under the agreements are not material. The Company also has a license agreement in place with Pfizer to research, develop, manufacture and commercialize gedatolisib. In conjunction with the license agreement, the Company continued a Phase 1b study - B2151009 related to gedatolisib. These patients subsequently transitioned to an Expanded Access study - CELC-G-

001. Contracts related to the Phase 1B and the Expanded Access studies are generally based on time and material. In addition, contracts related to the Company's Phase 3 clinical study (VIKTORIA-1) and Phase 1b/2 clinical study (CELC-G-201) are generally cancelable with reasonable notice within 120 days and the Company's obligations under these contracts are primarily based on services performed through termination dates plus certain cancellation charges, if any, as defined in each of the respective agreements. In addition, these agreements may, from time to time, be subjected to amendments as a result of any change orders executed by the parties. As of September 30, 2024, the Company had two material non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$ million.

ContractualObligation_il pn5n6_c20240930_zWKynIqFBsie" title="Non-cancelable contractual commitment">1.6

Software

In August 2024, the Company entered into two software license agreements. These agreements will expire in August 2026. As of September 30, 2024, the Company had non-cancelable contractual commitments with respect to these arrangements, which totaled approximately \$ million.

OtherCommitment_il pn5n6_c20240930_zuKresMnMOFb">0.2

million.

160000200000

Stockholders' Equity

6.

Stockholders' Equity

Capital Stock

Preferred Stock

At December 31, 2023, the Company's authorized capital stock consisted of

Common stock, shares authorized

65,000,000

shares of

Common stock, par value

.001

Common stock, shares outstanding

25,506,012

shares were outstanding, and

Preferred stock, shares authorized

2,500,000

shares of

Preferred stock, par value

.001

par value preferred stock, of which

Preferred stock, shares outstanding

854,134

shares were outstanding.

On January 15, 2024, one of the Company's preferred shareholders elected to convert

Number of shares converted

224,244

shares of Series A Convertible Preferred Stock into

ConversionOfStockSharesIssued1

2,242,440

shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is

5.75

per share.

On March 14, 2024, one of the Company's preferred shareholders elected to convert

Number of shares converted

50,000

shares of Series A Convertible Preferred Stock into

ConversionOfStockSharesIssued1

500,000

shares of Common Stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the

shares transferred is \$>5.75 per share.

On March 15, 2024, one of the Company's investors exercised >1,739,080 common stock warrants at an exercise price of \$>8.05 per share, which generated approximately \$>14.0 million in cash. The warrants were issued pursuant to the Securities Purchase Agreement dated May 15, 2022, that closed and was funded on December 9, 2022.

Additional common stock warrants of >3,683 from several investors were exercised, which generated approximately \$>9,000 in cash in the first quarter of 2024. The >3,683 common stock warrants were net of shares withheld for exercise price.

On March 19, 2024, one of the Company's preferred shareholders elected to convert >43,913 shares of Series A Convertible Preferred Stock into >439,130 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$>5.75 per share.

On March 26, 2024, one of the Company's preferred shareholders elected to convert >30,700 shares of Series A Convertible Preferred Stock into >307,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$>5.75 per share.

On May 31, 2024, one of the Company's preferred shareholders elected to convert >100,000 shares of Series A Convertible Preferred Stock into >1,000,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$>5.75 per share.

On June 26, 2024, one of the Company's preferred shareholders elected to convert >87,700 shares of Series A Convertible Preferred Stock into >877,000 shares of common stock, in accordance with the Securities Purchase Agreement dated May 15, 2022. The cost basis of the shares transferred is \$>5.75 per share.

StatementClassOfStockAxis custom--SeriesAConvertiblePreferredStockMember zziwh6kCuc9" title="Cost basis of shares transferred">5.75 per share.

Common stock warrants of 19,390 from several investors were exercised, which generated approximately \$173,000 in cash in the second quarter of 2024. The 19,390 common stock warrants were net of shares withheld for exercise price.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; text-align: justify; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0">Common stock warrants of 65,204 from several investors were exercised, which generated approximately \$554,000 in cash in the third quarter of 2024. The 65,204 common stock warrants were net of shares withheld for exercise price.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">At September 30, 2024, the Company's authorized capital stock consisted of 65,000,000 shares of common stock, of which 37,116,267 shares were outstanding, and 2,500,000 shares of preferred stock, including 1,850,000 shares designated as Series A Preferred Stock, of which 317,577 shares were outstanding. As of September 30, 2024, no dividends have been declared on the Company's capital stock.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">On April 22, 2024, pursuant to an Open Market Sale AgreementSM with Jefferies LLC, as agent, the Company sold 285,714 shares of common stock in a single transaction at a price of \$17.50 per share, generating gross proceeds of \$5.0 million.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">On May 8, 2024, pursuant to an Open Market Sale Agreement with Jefferies LLC, as agent, the Company sold 149,700 shares of common stock in a single transaction at a price of \$17.65 per share, generating gross proceeds of \$2.6 million.</p></p></div>

Commissions and other offering expenses related to the Open Market Sale Agreement transactions in April and May 2024 were \$0.3 million.

On May 30, 2024, the Company entered into an underwriting agreement with Leerink Partners LLC, TD Securities (USA) LLC and Stifel, Nicolaus & Company, Incorporated as representatives of the several underwriters relating to the issuance and sale of 3,871,000 shares of Common Stock, at a price to the public of \$15.50 per share, generating gross proceeds of approximately \$60.0 million. The offering closed on May 31, 2024 and resulted in net proceeds to the Company of approximately \$56.3 million after deducting underwriting discounts and other offering expenses payable by the Company. The Company intends to use the net proceeds from the offering for working capital and general corporate purposes, which may include capital expenditures, research and development expenditures, clinical trial expenditures, expansion of business development activities and other general corporate purposes.

7. Stock-Based Compensation

Schedule of Share Based Compensation Stock Options Activity

2024	2023	Shares	Weighted Average Exercise Price	Options outstanding at beginning of year
2024	2023	Shares	Weighted Average Exercise Price	Options outstanding at beginning of year
2024	2023	Shares	Weighted Average Exercise Price	Options outstanding at beginning of year

Options outstanding at beginning of year 2,815,392

gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYhJ3cvzYuEq" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">7.95</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx 988 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iS_pid c20230101
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zPsrMtNN7Tkj" style="width: 12%; text-align: right" title="Options outstanding at beginning of year">1,976,586</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 98E eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePri
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z3dfpmnNbctI" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">6.34</td><td style="width: 1%; text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-left: 10pt">Granted</td><td></td><td style="text-align: left"></td><td id="xdx 981 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross c20240101 20240
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zp92ylFXvhCe" style="text-align: right" title="Shares, Granted">1,557,479</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 989 eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercis
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zVrR6WjxQPai" style="text-align: right" title="Weighted Average Exercise Price, Granted">16.37</td><td style="text-align: left"></td><td></td><td></td><td style="text-align: left"></td><td id="xdx 985 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross c20230101 20230
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zVnfO9TAm5qf" style="text-align: right" title="Shares, Granted">874,548</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 984 eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercis
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z6HmpkA8GKPi" style="text-align: right" title="Weighted Average Exercise Price, Granted">10.13</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-left: 10pt">Exercised</td><td></td><td style="text-align: left"></td><td id="xdx 983 eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised iN di c20240101 20240930 us-gaap--DerivativeInstrumentRiskAxis
us-gaap--EmployeeStockOptionMember zYSNySpR7FXi" style="text-align: right" title="Shares, Exercised">(89,059</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 988 eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExer
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zO4FLIZpI0Q4" style="text-align: right" title="Weighted Average Exercise Price, Exercised">7.48</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 980 eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised iN di c20230101 20230930 us-gaap--DerivativeInstrumentRiskAxis
us-gaap--EmployeeStockOptionMember zUANH3ToTUP1" style="text-align: right" title="Shares, Exercised">(82,708</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 98B eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExer
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zQkf5VZysXj" style="text-align: right" title="Weighted Average Exercise Price, Exercised">3.65</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-bottom: 1pt; padding-left: 10pt">Forfeited</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx 987 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod iN di c20240101 2
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zASPqOsSAIlk" style="border-bottom: Black 1pt solid; text-align: right" title="Shares, Forfeited">(71,710</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx 986 eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageEx
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zTtWQBIUVkyh" style="border-bottom: Black 1pt solid; text-align: right" title="Weighted Average Exercise, Forfeited">9.95</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-bottom: 1pt; padding-left: 10pt">Balance at September 30</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx 98E eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iE_pid c20240101
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember znk4WGEQTAa" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding at end of year">4,212,102</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left">\$</td><td id="xdx 987 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePri
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z0Ju68Gfy6L9" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding, weighted average exercise price at end of

<td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td>
 <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iE pid c20230101-gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zDbJlq8f5twf" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding at end of year">2,702,629</td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td><td style="border-bottom: Black 1pt solid; text-align: left">\$</td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zTxG21OmFXt4" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding, weighted average exercise price at end of year">7.63</td><td style="padding-bottom: 1pt; text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: White"><td> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-left: 0pt; text-align: left; padding-bottom: 2.5pt">Options exercisable at September 30:</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber iI c20240930 us-gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zI38nnpf3nv6" style="border-bottom: Black 2.5pt double; text-align: right" title="Shares, options exercisable">1,891,297</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td id="xdx_981_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zizCjUllIG1d" style="border-bottom: Black 2.5pt double; text-align: right" title="Weighted Average Exercise Price, Options exercisable">7.11</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber iI c20230930 us-gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember z4T7EUC7Ezfe" style="border-bottom: Black 2.5pt double; text-align: right" title="Shares, options exercisable">1,440,231</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zuFBkNK0XKTq" style="border-bottom: Black 2.5pt double; text-align: right" title="Weighted Average Exercise Price, Options exercisable">6.26</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: White"><td> </td><td> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Weighted Average Grant Date Fair Value for options granted during the period:</td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-left: 0pt; text-align: left; padding-bottom: 2.5pt">Options exercisable at September 30:</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDate gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zriltTwGI8p4" style="text-align: right" title="Weighted Average Grant Date Fair Value for options granted during the period">11.38</td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-left: 0pt; text-align: left; padding-bottom: 2.5pt">Options exercisable at September 30:</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDate gaap-DerivativeInstrumentRiskAxis us-gaap-EmployeeStockOptionMember zHhWeTjQfsd5" style="text-align: right" title="Weighted Average Grant Date Fair Value for options granted during the period">7.09</td><td style="text-align: left"> </td></tr></table><p id="xdx_8A1_zXseDlmFBj04" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 5pt; text-align: justify"><p id="xdx_89C_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingAt style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The following table summarizes additional information about stock options outstanding and exercisable at September 30, 2024:<p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Stock Options Outstanding and Exercisable<p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"><tr style="vertical-align: bottom; background-color: White"><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: left"></td><td colspan="13" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options Outstanding</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: left"></td><td colspan="9" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options Exercisable</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center"></td><td colspan="9" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center"></td><td colspan="9" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Options</td

border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Weighted
Average
Remaining
Contractual
Life</td>	border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Weighted
Average
Exercise
Price</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center;"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Aggregate
Intrinsic
Value</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Options
Exercisable</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center;"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Weighted
Average
Exercise Price</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center;"></td><td style="text-align: center; font-weight: bold; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;"></td><td style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center;">Aggregate
Intrinsic
Value</td><td style="padding-bottom: 1pt; font-weight: bold; text-align: center;"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 1%; text-align: left"></td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_II c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_zGKuHbVzcwoa" style="width: 11%; text-align: right;" title="Options outstanding">4,212,102</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td style="width: 11%; text-align: right">8.16</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice_II c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_z6tbmsU7Nwah" style="width: 11%; text-align: right;" title="Options outstanding, weighted average exercise price">11.04</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue_II pp0p0 c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_zIt5PK3Rogha" style="width: 11%; text-align: right;" title="Options outstanding, aggregate intrinsic value">18,651,440</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx_98C_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber_II c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_zWWUt5QKzUO1" style="width: 10%; text-align: right;" title="Options exercisable">1,891,297</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice_II c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_zgiwQCop9s94" style="width: 10%; text-align: right;" title="Options exercisable, weighted average exercise price">7.11</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableIntrinsicValue_II pp0p0 c20240930_us-gaap--AwardTypeAxis_us-gaap--EmployeeStockOptionMember_zxGgiYfsYWik" style="width: 10%; text-align: right;" title="Options exercisable, aggregate intrinsic value">14,838,086</td><td style="width: 1%; text-align: left"></td></tr></table><p id="xdx_8AF_zmtOpyjvif15" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The Company recognized stock-based compensation expense for stock options of \$1,843,424 and \$1,065,567 for the three months ended September 30, 2024 and 2023, respectively and \$4,463,423 and \$3,516,180 for the nine months ended September 30, 2024 and 2023, respectively. In May 2022, the Company modified the exercise price on 776,324 stock option awards to \$5.50, the closing market price on the Nasdaq Capital Market on May 17, 2022. The effect of this modification on stock-based compensation was \$<span id="xdx_90D_eus-gaap--
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ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyTwoExercisePriceModificationMember zU20unYsdXBj"
title="Stock based compensation expense related to modification">26,652 and \$<span id="xdx 905 eus-
gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyTwoExercisePriceModificationMember z8XPUMps0Yq5"
title="Stock based compensation expense related to modification">30,188 for the three months ended
September 30, 2024 and 2023, respectively, and \$<span id="xdx 90E eus-gaap--
ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyTwoExercisePriceModificationMember zO57TLgRkCc5"
title="Stock based compensation expense related to modification">80,063 and \$<span id="xdx 90C eus-
gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyTwoExercisePriceModificationMember zRgXY49CJLJd"
title="Stock based compensation expense related to modification">107,490 for the nine months ended
September 30, 2024 and 2023, respectively. The effect of this modification on stock-based compensation over the
remaining service period will be approximately \$<span id="xdx 906 ecustom--
RemainingStockBasedCompensationExpenseRelatedToModification pdp0 c20240101 20240930 us-gaap--
PlanNameAxis custom--MayTwoThousandTwentyTwoExercisePriceModificationMember zjXwo96HR515"
title="Remaining stock based compensation expense related to modification">83,000. In December 2021,
the Company modified the exercise price on <span id="xdx 903 ecustom--
StockOptionAwardsSharesModified ii c20211231 us-gaap--PlanNameAxis custom--
DecemberTwoThousandTwentyOneExercisePriceModificationMember ztxLo6GjHeUi" title="Stock option awards
shares modified">311,000 stock option awards to \$<span id="xdx 90C ecustom--
ModifiedStockOptionExercisePrice ii c20211231 us-gaap--PlanNameAxis custom--
DecemberTwoThousandTwentyOneExercisePriceModificationMember zNBCHvDy3bXi" title="Stock option exercise
price per share">13.44, the closing market price on the Nasdaq Capital Market on December 15, 2021. No
director or officer awards were modified. The effect of this modification on stock-based compensation was \$<span
id="xdx 909 eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--
DecemberTwoThousandTwentyOneExercisePriceModificationMember zLV7Yv9ny1Xk" title="Stock based
compensation expense related to modification">15,773 and \$<span id="xdx 908 eus-gaap--
ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--
DecemberTwoThousandTwentyOneExercisePriceModificationMember zsSNzaAoHct5" title="Stock based
compensation expense related to modification">15,773 for the three months ended September 30, 2024 and
2023, respectively and \$<span id="xdx 904 eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--
DecemberTwoThousandTwentyOneExercisePriceModificationMember zx6YqYKbWqOa" title="Stock based
compensation expense related to modification">47,300 and \$<span id="xdx 901 eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--DecemberTwoThousandTwentyOneExercisePriceModificationMember zrIT6pPnrUth"
title="Stock based compensation expense related to modification">49,617 for the nine months ended
September 30, 2024 and 2023, respectively. The effect of this modification on stock-based compensation over the
remaining service period will be approximately \$<span id="xdx 907 ecustom--
RemainingStockBasedCompensationExpenseRelatedToModification c20240101 20240930 us-gaap--
PlanNameAxis custom--DecemberTwoThousandTwentyOneExercisePriceModificationMember zSGuQK1cqqRc"
title="Remaining stock based compensation expense related to modification">51,000. In May 2020, the
Company modified the exercise price on <span id="xdx 909 ecustom--
StockOptionAwardsSharesModified ii c20200531 us-gaap--PlanNameAxis custom--
MayTwoThousandTwentyExercisePriceModificationMember zBlqsAZXPPf9" title="Stock option awards shares
modified">203,750 stock option awards to \$<span id="xdx 907 ecustom--
ModifiedStockOptionExercisePrice ii c20200531 us-gaap--PlanNameAxis custom--
MayTwoThousandTwentyExercisePriceModificationMember zVzZqn1VGRB4" title="Stock option exercise price per
share">5.10, the closing market price on the Nasdaq Capital Market on May 14, 2020. No director or officer
awards were modified. The effect of this modification on stock-based compensation was \$<span id="xdx 90C eus-
gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyExercisePriceModificationMember zKnMWPv7SuF6"
title="Stock based compensation expense related to modification">0 and \$<span id="xdx 907 eus-gaap--
ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyExercisePriceModificationMember zBgFgwocDa6b"
title="Stock based compensation expense related to modification">3,041 for the three months ended
September 30, 2024 and 2023, respectively and \$<span id="xdx 902 eus-gaap--
ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyExercisePriceModificationMember zVmtmrbin718"
title="Stock based compensation expense related to modification">696 and \$<span id="xdx 905 eus-gaap--
ShareBasedCompensationArrangementByShareBasedPaymentAwardPlanModificationIncrementalCompensationCost
gaap--PlanNameAxis custom--MayTwoThousandTwentyExercisePriceModificationMember zFIgRfxPM2S3"
title="Stock based compensation expense related to modification">16,975 for the nine months ended
September 30, 2024 and 2023, respectively. The effect of this modification on stock-based compensation over the
remaining service period will be \$<span id="xdx 90B ecustom--
RemainingStockBasedCompensationExpenseRelatedToModification pdp0 c20240101 20240930 us-gaap--
PlanNameAxis custom--MayTwoThousandTwentyExercisePriceModificationMember z64yAU8p5H6b"
title="Remaining stock based compensation expense related to modification">0.</p></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align:

justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0"></p><p id="xdx_894_eus-gaap--ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock_zWG9lvkl0SRk" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The Black-Scholes option-pricing model was used to estimate the fair value of equity-based awards and the Monte Carlo simulation model was used to estimate the fair value of the performance-based awards, with the following weighted-average assumptions for the nine months ended September 30:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0">Schedule of Assumptions for Fair Value of Equity-based Awards</p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"><tr style="vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="text-align: left"></td><td style="text-align: right"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Risk-free interest rate</td><td></td><td style="text-align: left"></td><td style="text-align: right">3.48% - 4.71</td><td style="text-align: left">%</td><td></td><td style="text-align: left"></td><td style="text-align: right">3.41% - 4.61</td><td style="text-align: left">%</td></tr><tr style="vertical-align: bottom; background-color: White"><td style="text-align: left">Expected volatility</td><td></td><td style="text-align: left"></td><td style="text-align: right">71.2 to 76.10</td><td style="text-align: left">%</td><td></td><td style="text-align: left"></td><td style="text-align: right">78.0 to 79.8</td><td style="text-align: left">%</td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Expected life (years)</td><td></td><td style="text-align: left"></td><td style="text-align: right">5.25 to 10.00</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">5.25 to 6.08</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="width: 60%; text-align: left; padding-bottom: 1pt">Expected dividend yield</td><td style="width: 2%; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; width: 1%; text-align: left"></td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid style="border-bottom: Black 1pt solid; width: 16%; text-align: right" title="Expected dividend yield">0</td><td style="width: 1%; padding-bottom: 1pt; text-align: left">%</td><td style="width: 2%; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; width: 1%; text-align: left"></td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid style="border-bottom: Black 1pt solid; width: 16%; text-align: right" title="Expected dividend yield">0</td><td style="width: 1%; padding-bottom: 1pt; text-align: left">%</td></tr></table><p id="xdx_8AE_zCpEoFkV2kT6" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font-family: Times New Roman, Times, Serif; font-size: 10pt">The inputs for the Black-Scholes valuation model and the Monte Carlo simulation model require management's significant assumptions. Prior to the Company's initial public offering, the price per share of common stock was determined by the Company's board based on recent prices of common stock sold in private offerings. Subsequent to the initial public offering, the price

per share of common stock is determined by using the closing market price on the Nasdaq Capital Market on the grant date. The risk-free interest rates are based on the rate for U.S. Treasury securities at the date of grant with maturity dates approximately equal to the expected life at the grant date. The expected life is based on the simplified method for the time-based awards and the life of the option for the performance-based awards, in accordance with the SEC Staff Accounting Bulletin Nos. 107 and 110. The expected volatility is estimated based on historical volatility information of peer companies that are publicly available in combination with the Company's calculated volatility since being publicly traded for the time-based awards. For the performance-based awards, the Company's full historical volatility was used to value the options.

All assumptions used to calculate the grant date fair value of non-employee options are generally consistent with the assumptions used for options granted to employees. In the event the Company terminates any of its consulting agreements, the unvested options issued in connection with the agreements would also be cancelled.

The Company had 1,079 and 1,958 shares of restricted stock outstanding as of September 30, 2024 and 2023, respectively, and no shares of restricted stock vested during the three months ended September 30, 2024 and 2023. The Company recognized stock-based compensation expense for restricted stock of \$4,448 and \$4,903 for the three months ended September 30, 2024 and 2023, respectively, and \$17,773 and \$13,597 for the nine months ended September 30, 2024 and 2023, respectively.

The Company initially reserved a maximum of 750,000 shares of common stock for issuance under the 2017 Amended and Restated Stock Incentive Plan (the "2017 Plan"). The number of shares reserved for issuance was automatically increased by 102,998, 149,189, 216,673, and 255,060 shares on January 1, 2021, 2022, 2023, and 2024, respectively, and will increase automatically on January 1 of each year from 2025 through 2027 by the number of shares equal to 1.0% of the aggregate number of outstanding shares of Company common stock as of the immediately preceding December 31. However, the Company's board may reduce the amount of the increase in any particular year.

At the Annual Meetings held on May 12, 2021 and May 12, 2022, the stockholders approved one-time, additional shares

authorized under plan">500,000 increases each year for a total increase of 1,000,000, to the number of shares reserved for issuance under the 2017 Plan. At the Annual Meetings held on May 11, 2023 and May 9, 2024, the stockholders approved one-time, 1,500,000 increases each year for a total increase of 3,000,000, to the number of shares reserved for issuance under the 2017 Plan. The total remaining shares available for grant under the Company's 2017 Plan as of September 30, 2024 was 1,286,511.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt; text-align: justify"> </p><p id="xdx 89C eus-gaap--ScheduleOfUnrecognizedCompensationCostNonvestedAwardsTableTextBlock zcZrT7CQ8MB8" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt; text-align: justify">Total unrecognized compensation cost related to stock options and restricted stock is estimated to be recognized at September 30, 2024:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt; text-align: justify">Schedule of Unrecognized Compensation Cost</p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"><tr style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx 496 20240930 zMiZhsuG9Mmg" style="text-align: right"></td><td style="text-align: left"></td></tr><tr id="xdx 40D ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedRemainderOfFiscalYe" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 76%; text-align: left">2024</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 20%; text-align: right">2,158,997</td><td style="width: 1%; text-align: left"></td></tr><tr id="xdx 40D ecustom--EmployeeServiceSharebasedCompensationNonvestedAwardsCompensationCostToBeRecognizedNextTwelveMonths il" style="vertical-align: bottom; background-color: White"><td style="text-align: left">2025</td><td></td><td style="text-align: left"></td><td style="text-align: right">7,470,910</td><td style="text-align: left"></td></tr><tr id="xdx 406 ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinTwoYear il pp" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">2026</td><td></td><td style="text-align: left"></td><td style="text-align: right">6,066,260</td><td style="text-align: left"></td></tr><tr id="xdx 408 ecustom--EmployeeServiceSharebasedCompensationNonvestedAwardsCompensationCostToBeRecognizedwithinThreeYears il t" style="vertical-align: bottom; background-color: White"><td style="text-align: left">2027</td><td></td><td style="text-align: left"></td><td style="text-align: right">4,918,768</td><td style="text-align: left"></td></tr><tr id="xdx 40B ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinFourYears il t" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 1pt">2028</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,740,835</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr id="xdx 408 ecustom--EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostToBeRecognized iTI pp0p0 mtE" style="vertical-align: bottom; background-color: White"><td style="padding-left: 10pt; font-weight: bold; text-align: left; padding-bottom: 2.5pt">Total estimated compensation cost to be recognized</td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">22,355,770</td><td style="padding-bottom: 2.5pt; text-align: left"></td></tr></table><p id="xdx 8AE zM5tRd6BCKL2" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0pt; text-align: justify">The Company recognized stock-based compensation expense related to its employee

stock purchase plan of \$ and \$ for the three months ended September 30, 2024 and 2023, respectively and \$ and \$ for the nine months ended September 30, 2024 and 2023, respectively. The Company initially reserved a total of shares for issuance under the employee stock purchase plan. The number of shares reserved for issuance was automatically increased by,,, shares on January 1, 2021, 2022, 2023, and 2024, respectively, and will increase automatically on each subsequent January 1 by the However, the Company's board may reduce the amount of the increase in any particular year. The total remaining shares available for issuance under the employee stock purchase plan as of September 30, 2024 was.

The Company recognized total stock-based compensation expense as follows for the three and nine months ended September 30:

Schedule of Stock-based Compensation Expenses	
2024	2023
Three Months Ended September 30, 2024	Three Months Ended September 30, 2023
Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023

bottom: 1pt"></td><td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Stock-based compensation expense in operating expenses:</td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td></tr><tr id="xdx 404 eus-gaap--ShareBasedCompensation hus-gaap--IncomeStatementLocationAxis us-gaap--ResearchAndDevelopmentExpenseMember z2WNwkIVn3I3" style="vertical-align: bottom; background-color: White"><td style="padding-left: 10pt; width: 44%; text-align: left">Research and development</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">1,190,424</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">660,706</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">3,000,641</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">1,954,689</td><td style="width: 1%; text-align: left"></td></tr><tr id="xdx 400 eus-gaap--ShareBasedCompensation hus-gaap--IncomeStatementLocationAxis us-gaap--GeneralAndAdministrativeExpenseMember zFWDLKfBp85d" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-left: 10pt; text-align: left; padding-bottom: 1pt">General and administrative</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">740,777</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">447,931</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,672,418</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,704,213</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr id="xdx 404 eus-gaap--ShareBasedCompensation zw5E1Ud8mm11" style="vertical-align: bottom; background-color: White"><td style="padding-left: 10pt; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,931,201</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,108,637</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,673,059</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,658,902</td><td style="padding-bottom: 2.5pt; text-align: left"></td></tr></table><p id="xdx 846 zJfTm3LBefyn" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"><p id="xdx 898 eus-gaap--ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock z54otSHsi9Je" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The following table summarizes the activity for all stock options outstanding for the nine months ended September 30:<p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0">Schedule of Stock Options Activity<p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"><tr style="vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr><tr style="vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Weighted
Average
Exercise Price</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Weighted
Average
Exercise Price</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 36%; text-align: left">Options outstanding at beginning of year</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 98B eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iS_pid_c20240101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zZoSMoRYAZyk" style="width: 12%; text-align: right" title="Options outstanding at beginning of year">2,815,392</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 986 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYHj3cvzYuEg" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">7.95</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx 988 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iS_pid_c20230101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zPsrMtNN7Tki" style="width: 12%; text-align: right" title="Options outstanding at beginning of year">2,815,392</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 986 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYHj3cvzYuEg" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">7.95</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx 988 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iS_pid_c20230101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zPsrMtNN7Tki" style="width: 12%; text-align: right" title="Options outstanding at beginning of year">2,815,392</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 986 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYHj3cvzYuEg" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">7.95</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left"></td><td id="xdx 988 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iS_pid_c20230101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zPsrMtNN7Tki" style="width: 12%; text-align: right" title="Options outstanding at beginning of year">2,815,392</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx 986 eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYHj3cvzYuEg" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">7.95</td><td style="width: 1%; text-align: left"></td><td style="width: 2%">

text-align: right" title="Options outstanding at beginning of year">1,976,586</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePri
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z3dfpmnNbctI" style="width: 12%; text-align: right" title="Options outstanding, weighted average exercise price at beginning of year">6.34</td><td style="width: 1%; text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-left: 10pt">Granted</td><td></td><td style="text-align: left"></td><td id="xdx_981_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross c20240101_20240
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zp92ylFXvhCe" style="text-align: right" title="Shares, Granted">1,557,479</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercis
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYrR6WixOPai" style="text-align: right" title="Weighted Average Exercise Price, Granted">16.37</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross c20230101_20230
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zVnfO9TAm5qf" style="text-align: right" title="Shares, Granted">874,548</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_984_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercis
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z6HmpkA8GKPi" style="text-align: right" title="Weighted Average Exercise Price, Granted">10.13</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-left: 10pt">Exercised</td><td></td><td style="text-align: left"></td><td id="xdx_983_eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised iN di c20240101_20240930 us-gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zYSNySpr7FXi" style="text-align: right" title="Shares, Exercised">(89,059</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_988_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExer
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zO4FLIZpI0Q4" style="text-align: right" title="Weighted Average Exercise Price, Exercised">7.48</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_980_eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised iN di c20230101_20230930 us-gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zUAnH3ToTUP1" style="text-align: right" title="Shares, Exercised">(82,708</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExer
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zQkf5VZysXj" style="text-align: right" title="Weighted Average Exercise Price, Exercised">3.65</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-bottom: 1pt; padding-left: 10pt">Forfeited</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod iN di c20240101_2t
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zASPqOsSAIlk" style="border-bottom: Black 1pt solid; text-align: right" title="Shares, Forfeited">(71,710</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageEx
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zTtWQBIVkyh" style="border-bottom: Black 1pt solid; text-align: right" title="Weighted Average Exercise, Forfeited">9.95</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod iN di c20230101_2t
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z5ZVKUV2EfE4" style="border-bottom: Black 1pt solid; text-align: right" title="Shares, Forfeited">(65,797</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageEx
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zDQVS6qjFhc5" style="border-bottom: Black 1pt solid; text-align: right" title="Weighted Average Exercise, Forfeited">7.45</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-bottom: 1pt; padding-left: 10pt">Balance at September 30</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iE_pid c20240101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember znk4WGEQTAa" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding at end of year">4,212,102</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left">\$</td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePri
gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember z0Ju68Gfy6L9" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding, weighted average exercise price at end of year">11.04</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber iE_pid c20230101_gaap--DerivativeInstrumentRiskAxis us-gaap--EmployeeStockOptionMember zDbJq8J5twf" style="border-bottom: Black 1pt solid; text-align: right" title="Options outstanding at end of year">2,702,629</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt

[illegible]

[illegible]

title="Risk-free interest rate, maximum">4.61</td><td style="text-align: left;">%</td></tr><tr style="vertical-align: bottom; background-color: White"><td style="text-align: left">Expected volatility</td><td></td><td style="text-align: left"></td><td style="text-align: right">71.2 to 76.10</td><td style="text-align: left;">%</td><td></td><td style="text-align: left"></td><td style="text-align: right">78.0 to 79.8</td><td style="text-align: left;">%</td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Expected life (years)</td><td></td><td style="text-align: left"></td><td style="text-align: right">5.25 to 10.00</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">5.25 to 6.08</td><td style="text-align: left"></td></tr><tr style="vertical-align: bottom; background-color: White"><td style="width: 60%; text-align: left; padding-bottom: 1pt">Expected dividend yield</td><td style="width: 2%; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; width: 1%; text-align: left"></td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid style="border-bottom: Black 1pt solid; width: 16%; text-align: right" title="Expected dividend yield">0</td><td style="width: 1%; padding-bottom: 1pt; text-align: left">%</td><td style="width: 2%; padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; width: 1%; text-align: left"></td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid style="border-bottom: Black 1pt solid; width: 16%; text-align: right" title="Expected dividend yield">0</td><td style="width: 1%; padding-bottom: 1pt; text-align: left">%</td></tr></table>0.03480.04710.03410.04610.7120.76100.7800.798P5Y3MP10YP5Y3MP6Y29D00107919580044484903177731359775. automatically on January 1 of each year from 2025 through 2027 by the number of shares equal to 1.0% of the aggregate number of outstanding shares of Company common stock as of the immediately preceding December 31. However, the Company's board may reduce the amount of the increase in any particular year.5000005000001000000100000015000001500000300000030000001286511<p id="xdx_89C_eus-gaap--ScheduleOfUnrecognizedCompensationCostNonvestedAwardsTableTextBlock zeZRt7CQ8MB8" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Total unrecognized compensation cost related to stock options and restricted stock is estimated to be recognized at September 30, 2024:<p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0"><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Unrecognized Compensation Cost<p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"><tr style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td id="xdx_496_20240930_zMIZhsuG9Mmg" style="text-align: right"></td><td style="text-align: left"></td></tr><tr id="xdx_40D_ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedRemainderOffFiscalYc style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 76%; text-align: left">2024</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 20%; text-align: right">2,158,997</td><td style="width: 1%; text-align: left"></td></tr><tr id="xdx_40D_ecustom--EmployeeServiceSharebasedCompensationNonvestedAwardsCompensationCostToBeRecognizedNextTwelveMonths-if style="vertical-align: bottom; background-color: White"><td style="text-align: left">2025</td><td></td><td style="text-align: left"></td><td style="text-align: right">7,470,910</td><td style="text-align: left"></td></tr><tr id="xdx_406_ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinTwoYear-if_pp style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">2026</td><td></td><td style="text-align: left"></td><td style="text-align: right">6,066,260</td><td style="text-align: left"></td></tr><tr id="xdx_408_ecustom--EmployeeServiceSharebasedCompensationNonvestedAwardsCompensationCostToBeRecognizedwithinThreeYears-if_p style="vertical-align: bottom; background-color: White"><td style="text-align: left">2027</td><td></td><td style="text-align: left"></td><td style="text-align: right">4,918,768</td><td style="text-align: left"></td></tr><tr id="xdx_40B_ecustom--EmployeeServiceShareBasedCompensationNonVestedAwardsCompensationCostToBeRecognizedWithinFourYears-if_p style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 1pt">2028</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,740,835</td><td style="padding-

bottom: 1pt; text-align: left"></td></tr> <tr id="xdx 408 eus-gaap--EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostToBeRecognized iTI pp0p0-mtE" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-weight: bold; text-align: left; padding-bottom: 2.5pt">Total estimated compensation cost to be recognized</td><td style="padding-bottom: 2.5pt"></td> <td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">22,355,770</td><td style="padding-bottom: 2.5pt; text-align: left"></td></tr> </table>

215899774709106066260491876817408352235577083329381671918631291251000005149974594108337127530nu of shares equal to 0.5% of the total outstanding number of shares of Company common stock as of the immediately preceding December 31.373739<p id="xdx 89A eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock zF37tJoAbVWf" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The Company recognized total stock-based compensation expense as follows for the three and nine months ended September 30:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Stock-based Compensation Expenses</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td style="text-align: center"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" id="xdx 498 20240701_20240930 z528PxUXChgi" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" id="xdx 492 20230701_20230930 zhXDxgmOm5Be" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" id="xdx 494 20240101_20240930 zWOq1yjr4wK3" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" id="xdx 49D 20230101_20230930 zq63fWvzdmze" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold"></td><td style="font-weight: bold"></td> <td colspan="6" style="font-weight: bold; text-align: center">Three Months Ended</td><td style="font-weight: bold"></td><td style="font-weight: bold"></td> <td colspan="6" style="font-weight: bold; text-align: center">Six Months Ended</td><td style="font-weight: bold; text-align: center">Nine Months Ended</td><td style="font-weight: bold"></td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">September</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="6" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">September</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td> <td colspan="2" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Stock-based compensation expense in operating expenses:</td><td></td> <td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td> <td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td> <td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td> <td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td></tr> <tr id="xdx 404 eus-gaap--ShareBasedCompensation hus-gaap--IncomeStatementLocationAxis us-gaap--ResearchAndDevelopmentExpenseMember z2WNwkIVn3I3" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 44%; text-align: left">Research and development</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">1,190,424</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">660,706</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">3,000,641</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 10%; text-align: right">1,954,689</td><td style="width: 1%; text-align: left"></td></tr> <tr id="xdx 400 eus-gaap--ShareBasedCompensation hus-gaap--IncomeStatementLocationAxis us-gaap--GeneralAndAdministrativeExpenseMember zFWDLKfBp85d" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1pt">General and administrative</td><td style="padding-bottom: 1pt"></td> <td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">740,777</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td> <td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">447,931</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td> <td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,672,418</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td> <td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">1,704,213</td><td style="padding-bottom: 1pt; text-align: left"></td></tr> <tr id="xdx 404 eus-gaap--ShareBasedCompensation zw5E1Ud8mm11" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"></td> <td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double;

>1,931,201	<td style="padding-bottom: 2.5pt; text-align: left">	<td style="padding-bottom: 2.5pt">	</td>
>1,108,637	<td style="border-bottom: Black 2.5pt double; text-align: left">	<td style="border-bottom: Black 2.5pt double; text-align: right">	</td>
>4,673,059	<td style="padding-bottom: 2.5pt">	<td style="border-bottom: Black 2.5pt double; text-align: left">	</td>
>3,658,902	<td style="padding-bottom: 2.5pt; text-align: left">	<td style="border-bottom: Black 2.5pt double; text-align: right">	</td>

119042466070630006411954689740777447931167241817042131931201110863746730593658902<p id="xdx_80C_eus-gaap--DebtDisclosureTextBlock_zIVsjiPIsNpd" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">8. Debt</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white">On May 30, 2024, the Company entered into an Amended and Restated Loan and Security Agreement (the "A&R Loan Agreement") with Innovatus Life Sciences Lending Fund I, LP, a Delaware limited partnership ("Innovatus"), as collateral agent, and the Lenders including Innovatus in its capacity as a Lender and Oxford Finance LLC ("Oxford"), pursuant to which Innovatus and Oxford, as Lenders, have agreed to make certain term loans ("Term Loans") to the Company in the aggregate principal amount of up to \$180 million. The A&R Loan Agreement amends and restates, in its entirety, that certain Loan and Security Agreement, dated April 8, 2021, as amended, between the Company and Innovatus, as collateral agent, and the Lenders named therein.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white">Funding of the first \$100 million under the A&R Loan Agreement occurred on May 30, 2024, including tranche payments of \$16.9 million (the "Term A Loan") and \$21.5 million (the "Term B Loan") reflecting repayment of the principal amount of loans under the Prior Loan Agreement plus accrued payment-in-kind interest, in addition to \$61.7 million of new borrowings (the "Term C Loan"). The Company will be eligible to draw on a fourth tranche of \$30 million (the "Term D Loan") and fifth tranche of \$50 million (the "Term E Loan"), in each case upon achievement of certain clinical trial milestones and satisfaction of certain financial covenants determined on a pro forma as-funded basis. The Lenders may, in their sole discretion upon the Company's request, make additional term loans to the Company of \$45 million (the "Term F Loan"). Funding of these additional tranches is also subject to other customary conditions and limits on when the Company can request funding for such tranches. Costs associated with the new borrowings was approximately \$2.4 million.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify;

AmendedAndRestatedLoanAgreementMember_zrJPaaRfVN2" title="Debt instrument interest rate description">The Company is entitled to make interest-only payments for thirty-six months, or up to forty-eight months if certain conditions are met. The Term Loans will mature on May 1, 2029 and will bear interest at a rate equal to the sum of (a) the greater of (i) the Prime Rate (as defined in the A&R Loan Agreement) or (ii) 7.75%, plus (b) 2.85%, provided that 1.0% of such interest will be payable in-kind by adding an amount equal to such 1.0% of the outstanding principal amount to the then outstanding principal balance on a monthly basis through May 31, 2027.

 The A&R Loan Agreement is secured by all assets of the Company. Proceeds will be used for working capital purposes and to fund the Company's general business requirements, including the Phase 3 VIKTORIA-2 clinical trial. The A&R Loan Agreement contains customary representations and warranties and covenants, subject to customary carve-outs, and includes financial covenants related to liquidity and other financial measures. Innovatus has the right, at its election and until August 9, 2025, to convert up to

20% of the outstanding principal of the Term A Loan into shares of the Company's common stock at a price per share of \$

10.00 (the "Conversion Right"). Innovatus will continue to have the right to exercise a previously disclosed warrant granted to it under the Prior Loan Agreement to purchase

26,042 shares of common stock at a price per share of \$

14.40 through April 8, 2031.

</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">The A&R Loan Agreement contains a Final Fee, which is equal to

4.5% of the initial funding of the agreement and is due on the earliest to occur of (a) the Maturity Date, (b) the acceleration of any Term Loan, and (c) the prepayment of the Term Loans. There is also a contingent non-utilization fee for both the Term D and Term E loans. If the Company achieves the Term D Milestone and (i) fails to draw the full amount of the Term D Loan during the Term D Draw Period and (ii) fails to notify Collateral Agent, at any time before the date that is four weeks after the Company's achievement of the Term D Milestone, of the Company's intent not to draw the full amount of the Term D Loan, a non-utilization fee of \$

900,000, with respect to the Term D Loan shall become due and payable on the earliest of (i) the termination of the Term D Draw Period, (ii) the Maturity Date, (iii) the acceleration of any Term Loan, and (iv) the prepayment in whole of the Term Loans. If the Company achieves the Term E Milestone and (i) fails to draw the full amount of the Term E Loan during the Term E Draw Period and (ii) fails to notify Collateral Agent, at any time before the date that is four weeks after the Company's achievement of the Term E Milestone, of the Company's intent not to draw the full amount of the Term E Loan, a non-utilization fee of \$

1,500,000, with respect to the Term E Loan shall become due and payable on the earliest of (i) the termination of the Term E Draw Period, (ii) the Maturity Date, (iii) the acceleration of any Term Loan, and (iv) the prepayment in whole of the Term Loans. After the 18-month anniversary of the Effective Date, the Company shall have the option to prepay all, but not less than all, of the Term Loans advanced by the Lenders under the A&R Loan Agreement, provided the Company (i) provides written notice to Collateral Agent of its election to prepay the Term Loans at least seven Business Days prior to such prepayment, and (ii) pays to Lenders on the date of such prepayment, payable to each Lender in accordance with its respective Pro Rata Share, an amount equal to the sum of (A) all outstanding principal of the Term Loans plus accrued and unpaid interest thereon through the prepayment date, (B) the Final Fee, (C) the Prepayment Fee, plus (D) all other outstanding Obligations that are due and payable, including, without limitation, Lenders' Expenses and interest at the Default Rate with respect to any past due amounts. At May 30, 2024, the Company recognized the Final Fee of \$

4.5 million as additional debt principal and a corresponding debt discount to be amortized over the life of the loan.

</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white">In connection with the funding of each of the Term C Loan, the Term D Loan, the Term E Loan and the Term F Loan, the Company agreed to issue to Innovatus and Oxford warrants to purchase that number of shares of the Company's common stock equal to

<span id="xdx_901_eus-gaap-DebtInstrumentInterestRateEffectivePercentage" il dp uPure c20240530 us-gaap-PlanNameAxis custom--AmendedAndRestatedLoanAgreementMember_us-gaap-RelatedPartyTransactionsByRelatedPartyAxis custom--InnovatusLifeSciencesMember_z5cIEq4PLrQ6" title="Warrant or right, reason for issuance,

description">2.5% of the principal amount of the applicable Term Loan divided by the exercise price, which shall, with respect to the Term C Loan, be equal to the lower of (i) the volume weighted average closing price of the Company's common stock for the five trading day period ending on the last trading day immediately preceding the execution of the A&R Loan Agreement or (ii) the closing price on the last trading day immediately preceding the execution of the A&R Loan Agreement. Accordingly, on May 30, 2024, the Company issued 103,876 warrants with an exercise price of \$14.84 per share. The relative fair value of the warrants was approximately \$1.2 million. For the additional Term Loans, the exercise price will be based on the lower of (i) the exercise price for the Warrants issued pursuant to the Term C Loan or (ii) the volume weighted average closing price of the Company's common stock for the five trading day period ending on the last trading day immediately preceding the applicable Term Loan funding. The Warrants may be exercised on a cashless basis and are exercisable through the tenth anniversary of the applicable funding date. The number of shares of common stock for which each Warrant is exercisable and the associated exercise price are subject to certain proportional adjustments as set forth in such Warrant.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white">The Company evaluated the change of terms under ASC 470-50, "Debt - Modification and Extinguishment", and concluded the change in terms did not result in significant and consequential changes to the economic substance of the debt and thus resulted in a modification of the debt and not an extinguishment of the debt.</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify; background-color: white"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p id="xdx_893_eus-gaap--ScheduleOfDebtInstrumentsTextBlock_zMIerAjUBnOc" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Long-term debt consisted of the following at September 30, 2024 and December 31, 2023:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Long-term Debt</p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 85%"><tr style="vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2" id="xdx_497_20240930_zggggguEv02X" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">September 30,
2024</td><td style="padding-bottom: 1pt; font-weight: bold"></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2" id="xdx_492_20231231_zrJntexkUxn3" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">December 31,
2023</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr><tr id="xdx_409_eus-gaap--ConvertibleNotesPayable_iI pp0p0_maLTNPzDBI_zjCaXk8CttuJ" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 60%; text-align: left">Note payable</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 16%; text-align: right">100,000,000</td><td style="width: 1%; text-align: left"></td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 16%; text-align: right">35,000,000</td><td style="width: 1%; text-align: left"></td></tr><tr id="xdx_402_ecustom--FinalFee_iI pp0p0_maLTNPzDBI_zXZEiKMrhryl2" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-left: 10pt">Add: Final fee</td><td></td><td style="text-align: left"></td><td style="text-align: right">4,500,000</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td style="text-align: right"></td></tr><tr id="xdx_2ixbrl1191"><td style="text-align: left"></td><td style="text-align: left"></td><td></td><tr id="xdx_401_ecustom--PaymentInKindInterestDebt_iI pp0p0_maLTNPzDBI_zRqllfoTIGGG5" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-left: 10pt">Add: PIK interest (added to principal)</td><td></td><td style="text-align: left"></td><td style="text-align: right">340,164</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">2,565,660</td><td style="text-align: left"></td></tr><tr id="xdx_40B_eus-gaap--DebtInstrumentUnamortizedDiscountPremiumAndDebtIssuanceCostsNet_iNI pp0p0_di_msLTNPzDBI_zklbrl3znQG4" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-left: 10pt">Less: unamortized debt issuance costs</td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right"></td><td style="text-align: left"></td><td style="text-align: right"></td></tr><tr id="xdx_406_eus-gaap--DebtInstrumentUnamortizedDiscount_iNI pp0p0_di_msLTNPzDBI_zy6De6GmNNhb" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 1pt; padding-left: 10pt">Less: unamortized debt discount</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">(6,059,370</td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right"></td></tr></table></p></div>

[illegible]

<td></td><td style="text-align: left"></td><td style="text-align: right">340,164</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">2,565,660</td><td style="text-align: left"></td></tr><tr id="xdx 40B eus-gaap--DebtInstrumentUnamortizedDiscountPremiumAndDebtIssuanceCostsNet iNI pp0p0 di msLTNPzDBI zklbrI3znQG4" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-left: 10pt">Less: unamortized debt issuance costs</td><td></td><td style="text-align: left"></td><td style="text-align: right">(1,856,880</td><td style="text-align: left"></td><td></td><td style="text-align: left"></td><td style="text-align: right">(480,810</td><td style="text-align: left"></td></tr><tr id="xdx 406 eus-gaap--DebtInstrumentUnamortizedDiscount iNI pp0p0 di msLTNPzDBI zy6De6GmNNhb" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 1pt; padding-left: 10pt">Less: unamortized debt discount</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">(6,059,370</td><td style="padding-bottom: 1pt; text-align: left"></td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: right">(49,439</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr id="xdx 40B eus-gaap--LongTermNotesPayable iTI pp0p0 mtLTNPzDBI zT2Ur9Aaauni" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 2.5pt; padding-left: 0pt">Total long-term debt</td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">96,923,914</td><td style="padding-bottom: 2.5pt; text-align: left"></td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">37,035,411</td><td style="padding-bottom: 2.5pt; text-align: left"></td></tr></table>
1000000000350000004500000340164256566018568804808106059370494399692391437035411<p id="xdx 89A eus-gaap--ScheduleOfMaturitiesOfLongTermDebtTableTextBlock zWuMsw4PIZnj" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Future principal payments, including the incurred PIK interest and Final Fee, are as follows:</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">Schedule of Long Term Debt Future Principal Payments</p><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 55%"><tr style="vertical-align: bottom"><td></td><td style="font-weight: bold; padding-bottom: 1pt"></td><td colspan="2"></td></tr><tr id="xdx 495 20240930 zUpMEM45Zi58" style="border-bottom: Black 1pt solid; font-weight: bold; text-align: center">Years Ending
 December 31,</td><td style="padding-bottom: 1pt; font-weight: bold"></td></tr><tr id="xdx 40C eus-gaap--LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo iI pp0p0 maLTDz4sG zugLzmVBWg63" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="width: 72%; text-align: right">2027</td><td style="width: 2%"></td><td style="width: 1%; text-align: left">\$</td><td style="width: 24%; text-align: right">30,538,311</td><td style="width: 1%; text-align: left"></td></tr><tr id="xdx 408 eus-gaap--LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree iI pp0p0 maLTDz4sG zEq8DYwJ9TD" style="vertical-align: bottom; background-color: White"><td style="text-align: right">2028</td><td></td><td style="text-align: left"></td><td style="text-align: right">52,351,390</td><td style="text-align: left"></td></tr><tr id="xdx 405 eus-gaap--LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour iI pp0p0 maLTDz4sG zgFZalJVmo1g" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: right; padding-bottom: 1pt">2029</td><td style="padding-bottom: 1pt"></td><td style="border-bottom: Black 1pt solid; text-align: left"></td><td style="border-bottom: Black 1pt solid; text-align: right">21,950,463</td><td style="padding-bottom: 1pt; text-align: left"></td></tr><tr id="xdx 405 eus-gaap--LongTermDebt iTI pp0p0 mtLTDz4sG zwutqX9wxmIh" style="vertical-align: bottom; background-color: White"><td style="text-align: right; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"></td><td style="border-bottom: Black 2.5pt double; text-align: left">\$</td><td style="border-bottom: Black 2.5pt double; text-align: right">104,840,164</td><td style="padding-bottom: 2.5pt; text-align: left"></td></tr></table><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p>305383115235139021950463104840164<p id="xdx 803 eus-gaap--SubsequentEventsTextBlock zBOj22P6nPr6" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">9. Subsequent Event</p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify"></p><p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; margin-left: 0; text-align: justify">On October 7, 2024, the Company held a Special Meeting of Stockholders at which the Company's stockholders approved an amendment to the Company's Certificate of Incorporation to increase the authorized number of shares of the Company's Common Stock from 65,000,000 to 95,000,000 (the "Authorized Share Increase"). The Authorized Share Increase had previously been approved, subject to stockholder approval, by the Company's Board of Directors. On October 7, 2024, the Company filed a certificate of amendment to the Certificate of Incorporation with the Delaware Secretary of State to effect the Authorized Share Increase, which became effective immediately upon its filing.</p>65000000095000000falsefalsefalsefalse