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of Contentsvariableâ€‹â€‹UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWASHINGTON, D.C. 20549FORMÂ 10-Qâ€‹â€‹â€‹â˜‘Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934â€‹for the quarterly period ended September 30, 2024â€‹â€‹orâ€‹â˜Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934â€‹for the transition period fromÂ Â Â Â Â Â toÂ Â Â Â Â Â Â Â Â Â â€‹Commission File Number: 001-34058CAPRICOR THERAPEUTICS,Â INC.(Exact Name Of Registrant As Specified In Its Charter)â€‹â€‹â€‹â€‹Delawareâ€‹88-0363465(State or other jurisdiction ofincorporation or organization)â€‹(I.R.S. Employer Identification No.)â€‹10865 Road to the Cure, Suite 150, San Diego, California 92121(Address of principal executive offices including zip code)(858) 727-1755(Registrantâ€™s telephone number, including area code)Securities registered pursuant to SectionÂ 12(b)Â of the Act:â€‹â€‹â€‹â€‹â€‹â€‹Title of Each Classâ€‹Trading Symbol(s)â€‹Name of Each Exchange on Which RegisteredCommon Stock, par value $0.001 per shareâ€‹CAPRâ€‹The Nasdaq Capital Marketâ€‹Indicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d)Â of the Securities Exchange Act of 1934 during the preceding 12Â months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90Â days. â˜‘Â YesÂ Â â˜Â No Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit such files). YesÂ â˜‘Â Â NoÂ â˜Indicate by

check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in RuleÂ 12b-2 of the Exchange Act.â€‹â€‹Â LargeÂ acceleratedÂ filer â˜Accelerated filer â˜Â Non-accelerated filer â˜´Smaller reporting company â˜´Â Â â€‹Emerging growth company â˜â€‹If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to SectionÂ 13(a)Â of the Exchange Act. â˜â€‹Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Exchange Act). â˜Â YesÂ Â â˜´Â Noâ€‹As of November 13, 2024, there were 45,469,908 shares of the registrantâ€™s common stock, par value $0.001 per share, issued and outstanding.â€‹â€‹â€‹â€‹ Table of ContentsINDEX TO QUARTERLY REPORT ON FORMÂ 10-Qâ€‹â€‹â€‹â€‹Â Â Â Â PAGESÂ PART I. FINANCIAL INFORMATIONâ€‹â€‹â€‹Item 1. Financial Statementsâ€‹5â€‹Condensed Consolidated Balance Sheets at September 30, 2024 and December 31, 2023â€‹5â€‹Condensed Consolidated Statements of Operations and Comprehensive Loss for the Three and Nine Months Ended September 30, 2024 and 2023 â€‹6â€‹Condensed Consolidated Statements of Stockholdersâ€™ Equity for the Three and Nine Months Ended September 30, 2024 and 2023 â€‹7â€‹Condensed Consolidated Statements of Cash Flows for the Nine Months Ended September 30, 2024 and 2023 â€‹9â€‹Notes to Unaudited Condensed Consolidated Financial Statements â€‹10â€‹Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€‹29â€‹Item 3. Quantitative and Qualitative Disclosures about Market Riskâ€‹43â€‹Item 4. Controls and Proceduresâ€‹43â€‹â€‹â€‹â€‹â€‹PART II. OTHER INFORMATIONâ€‹â€‹â€‹Item 1. Legal Proceedingsâ€‹44â€‹Item 1A. Risk Factorsâ€‹44â€‹Item 2. Unregistered Sales of Equity Securities and Use of Proceedsâ€‹44â€‹Item 3. Defaults Upon Senior Securitiesâ€‹44â€‹Item 4. Mine Safety Disclosuresâ€‹44â€‹Item 5. Other Informationâ€‹44â€‹Item 6. Exhibitsâ€‹44â€‹Signaturesâ€‹46â€‹â€‹â€‹â€‹â€‹2 Table of ContentsSPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTSThis Quarterly Report on FormÂ 10-Q contains forward-looking statements within the meaning of SectionÂ 27A of the Securities Act of 1933, as amended, and SectionÂ 21E of the Securities Exchange Act of 1934, as amended, which statements involve substantial risks and uncertainties. Forward-looking statements generally relate to future events or our future financial or operating performance. In some cases, you can identify forward-looking statements because they contain words such as â€œmay,â€ â€œwill,â€ â€œshould,â€ â€œexpects,â€ â€œplans,â€ â€œanticipates,â€ â€œcould,â€ â€œintends,â€ â€œtarget,â€ â€œprojects,â€ â€œcontemplates,â€ â€œbelieves,â€ â€œestimates,â€ â€œpredicts,â€ â€œpotentialâ€ or â€œcontinueâ€ or the negative of these words or other similar terms or expressions that concern our expectations, strategy, plans or intentions. Forward-looking statements contained in this Quarterly Report on FormÂ 10-Q include, but are not limited to, statements about:â€” how long we expect to maintain liquidity to fund our planned level of operations and our ability to obtain additional funds for our operations;â€”the development of our drug and vaccine candidates, including when we expect to undertake, initiate and complete clinical trials of our drug and vaccine candidates;â€”the expectation, plans, projections, initiation, timing, progress and results of our research and development programs, preclinical studies, any clinical trials, compassionate uses,Â Investigational New Drug filings, Clinical Trial Application filings, New Drug Application filings, Biologics License Application, and other regulatory submissions;â€”regulatory developments involving products and our facilities, including the ability to obtain regulatory approvals or otherwise bring products to market;â€”the regulatory status of our drug and vaccine candidates, including our ability to obtain and maintain orphan drug, rare pediatric and Regenerative Medicine Advanced Therapy designations for our lead product candidate, deramiocel (also referred to as CAP-1002);â€”our ability to obtain approval for our products both in the United States and in countries outside the United States;â€”our use of clinical research centers, third party manufacturers and other contractors;â€”our ability to manufacture and maintain sufficient inventories of our products to meet commercial demand;â€”our ability to find collaborative partners for research, development and commercialization of potential products and retain commercial rights for our product candidates in the collaborations;â€”our ability to manufacture products for clinical and commercial use;â€”our ability to procure materials necessary for the manufacture of our product candidates;â€”our ability to protect our patents and other intellectual property;â€”our ability to raise additional financing and the terms of any additional financing;â€”our ability to market any of our products;â€”the implementation of our business model and strategic plans for our business, technologies and product candidates;â€—our estimates of our expenses, ongoing losses, future revenue, future reimbursement prices for any commercial products, and capital requirements;â€—the impact of taxes on our business;â€—our ability to compete against other companies and research institutions;â€—our ability to expand our operations internationally;â€—the effect of potential strategic transactions on our business;â€—acceptance of our products by doctors, patients or payors and the availability of reimbursement for our product candidates;â€—our ability to attract and retain key personnel; andâ€—the volatility of our stock price.We caution you that the forward-looking statements highlighted above do not encompass all of the forward-looking statements made in this Quarterly Report on FormÂ 10Â -Â Q.You should not rely upon forward-looking statements as predictions of future events. We have based the forward-looking statements contained in this Quarterly Report on FormÂ 10-Q primarily on our current expectations and projections 3 Table of Contentsabout future events and trends that we believe may affect our business, financial condition, results of operations and prospects. The outcome of the events described in these forward-looking statements is subject to risks, uncertainties and other factors. Moreover, we operate in a very competitive and challenging environment. New risks and uncertainties emerge from time to time, and it is not possible for us to predict all risks and uncertainties that could have an impact on the forward-looking statements contained in this Quarterly Report on FormÂ 10-Q. We cannot assure you that the results, events and circumstances reflected in the forward-looking statements will be achieved or occur, and actual results, events or circumstances could differ materially from those described in the forward-looking statements. Additionally, final data may differ significantly from preliminary data reported in this document.The forward-looking statements made in this Quarterly Report on FormÂ 10-Q relate only to events as of the date on which the statements are made. We undertake no obligation to update any forward-looking statements made in this Quarterly Report on FormÂ 10-Q to reflect events or circumstances after the date of this Quarterly Report on FormÂ 10-Q or to reflect new information or the occurrence of unanticipated events, except as required by law. We may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures or investments we may make, if any.This Quarterly Report on FormÂ 10-Q also contains data, estimates and forecasts that are based on independent industry publications or other publicly available information, as well as other information based on our internal sources. Although we believe that the third-party sources referred to in this Quarterly Report on FormÂ 10-Q are reliable, we have not independently verified the information provided by these third parties. While we are not aware of any misstatements regarding any third-party information presented in this report, their estimates, in particular, as they relate to projections, involve numerous assumptions, are subject to risks and uncertainties, and are subject to change based on various factors.â€‹4 Table of ContentsPARTÂ IÂ â€” FINANCIAL INFORMATIONItemÂ 1.Â Â Â Financial Statements.CAPRICOR THERAPEUTICS,Â INC.CONDENSED CONSOLIDATED BALANCE SHEETSâ€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹ASSETSâ€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â Â SeptemberÂ 30,Â 2024Â Â Â Â â€‹â€‹â€‹â€‹(unaudited)â€‹â€‹DecemberÂ 31,Â 2023â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹CURRENT ASSETSâ€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cash and cash equivalentsâ€‹$ 68,377,402â€‹$ 14,694,857Marketable securitiesâ€‹Â 16,651,222â€‹Â 24,792,846Receivablesâ€‹Â 409,682â€‹Â 10,371,993Prepaid expenses and other current assetsâ€‹Â 385,065â€‹Â 995,776â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL CURRENT ASSETSâ€‹Â 85,823,371â€‹Â 50,855,472â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹PROPERTY AND EQUIPMENT, netâ€‹Â 5,315,385â€‹Â 5,560,641â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹OTHER ASSETSâ€‹Â Â Â â€‹Â Â Â Lease right-of-use assets, netâ€‹â€‹ 1,493,611â€‹â€‹ 2,050,042Other assetsâ€‹Â 319,246â€‹Â 268,172â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL ASSETSâ€‹$ 92,951,613â€‹$ 58,734,327â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹LIABILITIES AND STOCKHOLDERSâ€™ EQUITY â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹CURRENT LIABILITIESâ€‹Â Â Â â€‹Â Â Â Accounts payable and accrued expensesâ€‹$ 6,531,363â€‹$ 6,250,241Lease liabilities, currentâ€‹â€‹ 813,634â€‹â€‹ 749,112Deferred revenue, currentâ€‹â€‹ 13,130,509â€‹â€‹ 24,270,465â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL CURRENT LIABILITIESâ€‹Â 20,475,506â€‹Â 31,269,818â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹LONG-TERM LIABILITIESâ€‹Â Â Â â€‹Â Â Â CIRM liabilityâ€‹â€‹ 3,376,259â€‹â€‹ 3,376,259Lease liabilities, net of currentâ€‹â€‹ 834,889â€‹â€‹ 1,486,783â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL LONG-TERM LIABILITIESâ€‹Â 4,211,148â€‹Â 4,863,042â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL LIABILITIESâ€‹Â 24,686,654â€‹Â 36,132,860â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹COMMITMENTS AND CONTINGENCIES (NOTE 6)â€‹Â Â Â â€‹Â Â Â â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹STOCKHOLDERSâ€™ EQUITY â€‹Â Â Â â€‹Â Â Â Preferred stock, $0.001 par value, 5,000,000 shares authorized, none issued and outstanding â€‹Â â€”â€‹Â â€”Common stock, $0.001 par value, 100,000,000 and 50,000,000 shares authorized, 40,332,392 and 31,148,320 shares issued and outstanding, respectivelyâ€‹Â 40,332â€‹Â 31,148Additional paid-in capitalâ€‹Â 260,846,342â€‹Â 181,701,859Accumulated other comprehensive income â€‹Â 96,221â€‹Â 235,813Accumulated deficitâ€‹Â (192,717,936)â€‹Â (159,367,353)â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL STOCKHOLDERSâ€™ EQUITYâ€‹Â 68,264,959â€‹Â 22,601,467â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹TOTAL LIABILITIES AND STOCKHOLDERSâ€™ EQUITY â€‹$ 92,951,613â€‹$ 58,734,327â€‹â€‹See accompanying notes to the unaudited condensed consolidated financial statements.5 Table of ContentsCAPRICOR THERAPEUTICS,Â INC.CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS(UNAUDITED)â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹

(66,485)â€‹Net lossâ€‹ â€”â€‹â€‹ â€”â€‹â€‹ â€”â€‹â€‹ â€”â€‹ (6,390,608)â€‹â€‹
(6,390,608)â€‹Balance at SeptemberÂ 30,Â 2023â€‹ 25,855,070â€‹$ 25,855â€‹$ 156,678,545â€‹$ 113,208â€‹$ (158,605,264)â€‹$ (1,787,656)â€‹See accompanying notes to the unaudited condensed consolidated financial statements.â€‹â€‹8 Table of ContentsCAPRICOR THERAPEUTICS,Â INC.CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS(UNAUDITED)â€‹Nine months ended SeptemberÂ 30,Â â€‹Â Â Â Â Â 2024â€‹Â Â Â Â Â 2023Cash flows from operating activities:â€‹Net lossâ€‹$ (33,350,583)â€‹$ (21,525,453)Adjustments to reconcile net loss to net cash used in operating activities:â€‹Â Â Â Â â€‹Â Â Â Â Â Loss on disposal of fixed assetsâ€‹â€‹â€‹ â€”â€‹â€‹â€‹ 5,388Depreciation and amortizationâ€‹Â Â 1,049,509â€‹Â Â 761,274Stock-based compensationâ€‹Â Â 7,469,488â€‹Â Â 5,530,689Changes in lease liabilitiesâ€‹â€‹â€‹ (30,941)â€‹â€‹â€‹ (13,921)Changes in operating assets and liabilities:â€‹Â Â Â Â â€‹Â Â Â Â Â Receivablesâ€‹Â Â 9,962,311â€‹Â Â â€”Prepaid expenses and other current assetsâ€‹Â Â 610,711â€‹Â 461,475Other assetsâ€‹Â Â (51,074)â€‹Â Â â€”Accounts payable and accrued expensesâ€‹â€‹â€‹ 281,122â€‹â€‹â€‹ 1,868,032Deferred revenueâ€‹Â Â (11,139,956)â€‹Â Â (1,089,977)Net cash used in operating activitiesâ€‹Â Â (25,199,413)â€‹Â Â (14,002,493)â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cash flows from investing activities:â€‹Â Â Â Â â€‹Â Â Â Â Â Purchase of marketable securitiesâ€‹Â Â (69,077,305)â€‹Â (72,665,821)Proceeds from sales and maturities of marketable securitiesâ€‹Â Â 77,079,337â€‹Â Â 84,955,000Purchases of property and equipmentâ€‹â€‹â€‹ (678,073)â€‹â€‹â€‹ (753,056)Payments for leasehold improvementsâ€‹Â Â (126,180)â€‹Â Â (565,255)Net cash provided by investing activitiesâ€‹Â Â 7,197,779â€‹Â Â 10,970,868â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cash flows from financing activities:â€‹Â Â Â Â â€‹Â Â Â Â Â Net proceeds from sale of common stockâ€‹Â Â 71,481,962â€‹Â Â 2,351,476Proceeds from exercise of stock awards and warrantsâ€‹Â Â 202,217â€‹Â Â 61,574Net cash provided by financing activitiesâ€‹Â Â 71,684,179â€‹Â Â 2,413,050â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Net increase (decrease) in cash and cash equivalentsâ€‹Â Â 53,682,545â€‹Â (618,575)â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cash and cash equivalents balance at beginning of periodâ€‹Â Â 14,694,857â€‹Â Â 9,603,242â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cash and cash equivalents balance at end of periodâ€‹$ 68,377,402â€‹$ 8,984,667â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Supplemental disclosures of cash flow information:â€‹Â Â Â â€‹Â Â Â Â Â Interest paid in cashâ€‹$ â€”â€‹$ â€”Income taxes paid in cashâ€‹$ â€”â€‹$ â€”â€‹See accompanying notes to the unaudited condensed consolidated financial statements.â€‹â€‹â€‹9 Table of ContentsCAPRICOR THERAPEUTICS, INC.NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED)â€‹1.Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESDescription of BusinessCapricor Therapeutics, Inc., a Delaware corporation (together with its wholly-owned subsidiary, referred to herein as â€œCapricor Therapeutics,â€ the â€œCompany,â€ â€œweâ€ or â€œourâ€), is a clinical-stage biotechnology company focused on the development of transformative cell and exosome-based therapeutics for treating Duchenne muscular dystrophy (â€œDMDâ€), a rare form of muscular dystrophy which results in muscle degeneration and premature death, and other diseases with high unmet medical needs. Capricor, Inc. (â€œCapricorâ€), a wholly-owned subsidiary of Capricor Therapeutics, was founded in 2005 as a Delaware corporation. Capricor became public after the completion of a merger between Capricor and a subsidiary of Nile Therapeutics, Inc., a Delaware corporation (â€œNileâ€), in 2013, where Capricor became a wholly-owned subsidiary of Nile and Nile formally changed its name to Capricor Therapeutics, Inc. Capricor Therapeutics was listed on the Nasdaq Capital Market shortly thereafter. Capricor Therapeutics, together with its subsidiary, Capricor, has multiple therapeutic drug candidates in various stages of development.â€‹Basis of PresentationThe accompanying unaudited interim condensed consolidated financial statements for Capricor Therapeutics and its wholly-owned subsidiary have been prepared in accordance with generally accepted accounting principles in the United States of America (â€œU.S. GAAPâ€) and with the instructions to FormÂ 10-Q and, therefore, do not include all disclosures necessary for a complete presentation of financial position, results of operations and cash flows in conformity with U.S. GAAP. In the Companyâ€™s opinion, all adjustments, consisting of normal and recurring adjustments, considered necessary for a fair presentation have been included. The accompanying financial information should be read in conjunction with the financial statements and the notes thereto in the Companyâ€™s most recent Annual Report on FormÂ 10-K, as filed with the Securities and Exchange Commission (the â€œSECâ€) on MarchÂ 11, 2024, from which the December 31, 2023 consolidated balance sheet was derived. Interim results are not necessarily indicative of the results that may be expected for theÂ year ending DecemberÂ 31, 2024.Basis of ConsolidationOur condensed consolidated financial statements include the accounts of the Company and our wholly-owned subsidiary. All intercompany transactions have been eliminated in consolidation.ReclassificationCertain reclassification of prior period amounts has been made to conform to the current year presentation.Liquidity and Capital ResourcesThe Company has an accumulated deficit of approximately $192.7 million and cash, cash equivalents and marketable securities of approximately $85.0 million as of September 30, 2024. The Company has historically financed its research and development activities as well as operational expenses primarily from equity financings, government grants, and payments from distribution agreements and collaboration partners. The Companyâ€™s principal uses of cash are for research and development expenses, expenses in development of manufacturing capabilities, general and administrative expenses, capital expenditures and other working capital requirements.On June 21, 2021, the Company established an â€œat-the-marketâ€ program (the â€œATM Programâ€) with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents 10 Table of Contentsall amounts that were available to be sold under the ATM Program (see Note 2 - "Stockholderâ€™s Equity"). Effective October 1, 2024, the ATM Program has been closed and terminated.In the first quarter of 2024, the Company received our first milestone payment of $10.0 million from Nippon Shinyaku Co., Ltd. (â€œNippon Shinyakuâ€), which was triggered upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. In September 2024, the Company completed a private placement with Nippon Shinyaku whereby we issued and sold an aggregate of 2,798,507 shares of common stock at a price per share of $5.36 for an aggregate purchase price of $15.0 million (see Note 2 â€“ â€œStockholderâ€™s Equityâ€). Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which the Company issued and sold an aggregate of 5,073,800 shares of common stock at a public offering price of $17.00 per share for gross proceeds of approximately $86.3 million (see Note 9 - â€œSubsequent Eventsâ€).The Companyâ€™s future expenditures and capital requirements may be substantial and will depend on many factors, including, but not limited to, the following:â—the timing and costs associated with our research and development activities, clinical trials and preclinical studies, including the enrollment and progress of our ongoing HOPE-3 Phase 3 clinical trial of deramiocel (also referred to as CAP-1002) in DMD;â—the timing and costs associated with the manufacturing of our product candidates, including the expansion of our manufacturing capacity to support the potential commercialization of deramiocel for DMD;â—the timing and costs associated with potential commercialization of our product candidates;â—the number and scope of our research programs, including the expansion of our exosomes program; â—the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; andâ—the costs associated with pursuing marketing approval and potential commercialization of deramiocel in countries outside the United States. The Companyâ€™s options for raising additional capital include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and other assets, potential distribution and other partnering opportunities, and from government grants. The Company has incurred significant operating losses and negative cash flows from operations. The Companyâ€™s plan to address its financial position may include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and from government grants. The Company will require substantial additional capital to fund its operations. The Company cannot provide assurances that financing will be available when and as needed or that, if available, financing will be available on favorable or acceptable terms. If the Company is unable to obtain additional financing when and if required, it would have a material adverse effect on the Companyâ€™s business and results of operations. The Company would likely need to delay, curtail or terminate portions of its clinical trials and research and development programs. To the extent the Company issues additional equity securities, its existing stockholders would experience substantial dilution.â€‹Business Uncertainty Related to the CoronavirusIn light of past uncertainties due to COVID-19 and its economic and other impacts and to uncertainties around the timing and availability of grant disbursements, the loss of revenue from the REGRESS and ALPHA trials as well as any potential equity and debt financings, the Company submitted for the Employee Retention Credit (â€œERCâ€), a credit against certain payroll taxes allowed to an eligible employer for qualifying wages, which was established by the CARES Act. The Company has submitted $738,778 in ERC for applicable 2020 and 2021 periods, receiving $191,199 in 2021 and $191,463 in 2023. As of SeptemberÂ 30,Â 2024, the Company has recorded a receivable for $366,551 for the remainder of funds for which we are still awaiting receipt.â€‹11 Table of ContentsUse of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Management uses its historical records and knowledge of its business in making these estimates. Accordingly, actual results may differ from these estimates.Cash and Cash EquivalentsThe Company considers all highly liquid investments with a maturity of less than 30 days at the date of purchase to be cash equivalents.Marketable SecuritiesThe Company determines the appropriate classification of its marketable securities at the time of purchase and reevaluates such designation at each balance sheet date. All of the Companyâ€™s marketable securities are considered as available-for-sale and carried at estimated fair values. Realized gains and losses on the sale of debt and equity securities are determined using the specific identification method. Unrealized gains and losses on available-for-sale securities are presented as accumulated other comprehensive income (loss) as a separate component of stockholdersâ€™ equity. As of SeptemberÂ 30,Â 2024, marketable securities consist primarily of short-term United States treasuries. Property and EquipmentProperty and equipment are stated at cost. Repairs and maintenance costs are expensed in the period incurred. Depreciation is computed using the straight-line method over the related estimated useful life of the asset, which such estimated useful lives range from five to seven years. Leasehold improvements are depreciated on a straight-line basis over the shorter of the useful life of the asset or the lease term. Depreciation was $361,167 and $276,471 for the three months ended September 30, 2024 and 2023, respectively, and $1,049,509 and $761,274 for the nine months ended SeptemberÂ 30,Â 2024 and 2023, respectively.Property and equipment, net consisted of the following:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹

necessary, adjusts the related revenue recognition.Grant IncomeGenerally, government research grants that provide funding for research and development activities are recognized as income when the related expenses are incurred, as applicable. Because the terms of the grant award (the â€œCIRM Awardâ€) from the California Institute for Regenerative Medicine (â€œCIRMâ€) allow Capricor to elect to convert the grant into a loan after the end of the project period, the CIRM Award is being classified as a liability rather than income (see NoteÂ 5Â - â€œGovernment Grant Awardsâ€). Grant income is due upon submission of a reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards. No grant income was recognized for the three and nine months ended SeptemberÂ 30,Â 2024 and 2023. Research and DevelopmentCosts relating to the design and development of new products are expensed as research and development as incurred in accordance with Financial Accounting Standards Board (â€œFASBâ€) ASC 730-10, Research and Development. Research and development costs amounted to approximately $11.8 million and $10.0 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $35.4 million and $26.5 million for the nine months ended September 30, 2024 and 2023, respectively. Comprehensive Income (Loss)Comprehensive income (loss) generally represents all changes in stockholdersâ€™ equity during the period except those resulting from investments by, or distributions to, stockholders. The Companyâ€™s comprehensive loss was approximately $12.6 million and $6.5 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $33.5 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. The 14 Table of ContentsCompanyâ€™s other comprehensive income (loss) is related to a net unrealized gain (loss) on marketable securities. The Companyâ€™s other comprehensive income (loss) was $(58,766) and $(66,485) for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and $(139,592) and $7,964 for the nine months ended September 30, 2024 and 2023, respectively. Clinical Trial ExpenseAs part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, contract research organizations (â€œCROsâ€), and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period.Stock-Based CompensationThe Company accounts for stock-based employee compensation arrangements in accordance with guidance issued by the FASB, which requires the measurement and recognition of compensation expense for all share-based payment awards made to employees, consultants, and directors based on estimated fair values.The Company estimates the fair value of stock-based compensation awards on the date of grant using an option-pricing model. The value of the portion of the award that is ultimately expected to vest is recognized as an expense over the requisite service periods in the Companyâ€™s statements of operations and comprehensive loss. The Company estimates the fair value of stock-based compensation awards using the Black-Scholes model. This model requires the Company to estimate the expected volatility and value of its common stock and the expected term of the stock options, all of which are highly complex and subjective variables. The variables take into consideration, among other things, actual and projected stock option exercise behavior. For employees and directors, the expected life was calculated based on the simplified method as described by the SEC Staff Accounting Bulletin No.Â 110,Â Share-Based Payment. For other service providers, the expected life was calculated using the contractual term of the award. The Company's estimate of expected volatility was based on the historical stock price of the Company. The Company has selected a risk-free rate based on the implied yield available on U.S. Treasury securities with a maturity equivalent to the expected term of the options.Basic and Diluted Loss per ShareThe Company reports earnings per share in accordance with FASB ASC 260-10, Earnings per Share. Basic earnings (loss) per share is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed similarly to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential shares of common stock had been issued and if the additional shares of common stock were dilutive. 15 Table of ContentsFor the three and nine months ended September 30, 2024 and 2023, warrants and options to purchase 15,454,599 and 8,303,253 shares of common stock, respectively, have been excluded from the computation of potentially dilutive securities. Potentially dilutive shares of common stock, which primarily consist of stock options issued to employees, consultants, and directors as well as warrants issued, have been excluded from the diluted loss per share calculation because their effect is anti-dilutive. Because the impact of these items is anti-dilutive during periods of net loss, there was no difference between basic and diluted loss per share for the three and nine months ended September 30, 2024 and 2023. Fair Value MeasurementsAssets and liabilities recorded at fair value in the balance sheet are categorized based upon the level of judgment associated with the inputs used to measure their fair value. The categories are as follows:â€‹â€‹â€‹Level Input:Â Â Â Â Â Input Definition:â€‹â€‹â€‹Level Iâ€‹Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.Level IIâ€‹Inputs, other than quoted prices included in Level I, that are observable for the asset or liability through corroboration with market data at the measurement date.Level IIIâ€‹Unobservable inputs that reflect managementâ€™s best estimate of what market participants would use in pricing the asset or liability at the measurement date.â€‹The following table summarizes the fair value measurements by level at SeptemberÂ 30,Â 2024 and DecemberÂ 31,Â 2023 for assets and liabilities measured at fair value on a recurring basis:â€‹â€‹â€‹

CIRM Award, the disbursements were tied to the achievement of specified operational milestones. In addition, the terms of the CIRM Award included a co-funding requirement pursuant to which Capricor was required to spend approximately $2.3 million of its own capital to fund the CIRM funded research project. The CIRM Award is further subject to the conditions and requirements set forth in the CIRM Grants Administration Policy for Clinical Stage Projects. Such requirements include, without limitation, the filing of quarterly and annual reports with CIRM, the sharing of intellectual property pursuant to Title 17, California Code of Regulations (CCR) Sections 100600-100612, and the sharing with the State of California of a fraction of licensing revenue received from a CIRM funded research project and net commercial revenue from a commercialized product which resulted from the CIRM funded research as set forth in Title 17, CCR SectionÂ 100608. The maximum royalty on net commercial revenue that Capricor may be required to pay to CIRM is equal to nine times the total amount awarded and paid to Capricor.After completing the CIRM funded research project and at any time after the award period end date (but no later than the ten-year anniversary of the date of the award), Capricor has the right to convert the CIRM Award into a loan, the terms of which will be determined based on various factors, including the stage of the research and development of the program at the time the election is made. On June 20, 2016, Capricor entered into a Loan Election Agreement with CIRM whereby, among other things, CIRM and Capricor agreed that if Capricor elects to convert the grant into a loan, the term of the loan could be up to five years from the date of execution of the applicable loan agreement; provided that the maturity date of the loan will not surpass the ten-year anniversary of the grant date of the CIRM Award. Beginning on the date of the loan, the loan shall bear interest on the unpaid principal balance, plus the interest that has accrued prior to the election point according to the terms set forth in the CIRM Loan Policy and CIRM Grants Administration Policy for Clinical Stage Projects (the â€œNew Loan Balanceâ€), at a per annum rate equal to the LIBOR rate for a three-month deposit in U.S. dollars, as published by the Wall Street Journal on the loan date, plus one percent. Interest shall be compounded annually on the outstanding New Loan Balance commencing with the loan date and the interest shall be payable, together with the New Loan Balance, upon the due date of the loan. If Capricor elects to convert the CIRM Award into a loan, certain requirements of the CIRM Award will no longer be applicable, including the revenue sharing requirements. Capricor has not yet made its decision as to whether it will elect to convert the CIRM Award into a loan. Depending on the timing of our election, additional funds may be owed. If we elect to do so, Capricor would be required to repay the amounts awarded by CIRM; therefore, the Company accounts for this award as a liability rather than income.In 2019, Capricor completed all milestones and close-out activities associated with the CIRM Award and expended all funds received. As of SeptemberÂ 30,Â 2024, Capricorâ€™s liability balance for the CIRM Award was approximately $3.4 million.20 Table of Contents6.Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIESShort-Term Operating LeasesCapricor leases office space in Beverly Hills, California from The Bubble Real Estate Company, LLC ("Bubble Real Estate") pursuant to a lease which began in 2013. Capricor subsequently entered into several amendments modifying certain terms of the lease. Effective January 1, 2021, we entered into a month-to-month lease amendment with Bubble Real Estate, which is terminable by either party upon 90 daysâ€™ written notice to the other party. Commencing in July 2022, the monthly lease payment was $7,869 per month. Effective July 1, 2023, the monthly lease payment was reduced to $7,619 per month.Commencing March 13, 2024, we entered into a License and Services Agreement with Azzur Cleanrooms-on-Demand â€“ San Diego, LLC (the â€œAzzur License Agreementâ€) pursuant to which we were granted an exclusive license to use certain space and the non-exclusive right to use certain equipment and property for our early phase clinical and/or pre-clinical manufacturing purposes. Our license fee was approximately $110,615 per month. The initial license agreement term expired on September 26, 2024, which the Company extended through November 8, 2024. At this time, we are evaluating the opportunity to potentially enter into a short-term lease for the premises. Expenses incurred under short-term operating leases for the three months ended September 30, 2024 and 2023 were $339,954 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively. Short-term operating lease payments for the three months ended September 30, 2024 and 2023 were $22,857 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively.Long-Term Operating LeasesCapricor leases facilities in Los Angeles, California from Cedars-Sinai Medical Center (â€œCSMCâ€), pursuant to a lease (the â€œFacilities Leaseâ€) entered into in 2014. Capricor has subsequently entered into several amendments modifying certain terms of the lease. In July 2022, we entered into an amendment for an additional 24-month period extending the term through July 31, 2024 with a monthly lease payment of $10,707. We entered into another amendment effective August 1, 2024 pursuant to which Capricor was granted an option to extend the lease for an additional 24-month period extending the term through July 31, 2026 with a monthly lease payment of $11,028. Capricor leases facilities in San Diego, California from Altman Investment Co., LLC (â€œAltmanâ€). The Company entered into a lease agreement commencing October 1, 2021 with Altman for 9,396 square feet of office and laboratory space (the â€œSan Diego Leaseâ€). The rent is subject to a 3.0% annual rent increase during the initial lease term of five years, plus certain operating expenses and taxes. The San Diego Lease contains an option for Capricor to renew it for an additional term of five years. The Company has subsequently entered into several amendments to the San Diego Lease increasing the square footage of the premises. Effective December 1, 2022, the monthly lease payment was $51,444 per month. Effective October 1, 2023, the monthly lease payment was increased to $58,409 per month.Effective November 1, 2021, the Company entered into a vivarium agreement with Explora BioLabs, Inc. (â€œExploraâ€), a Charles River Company, for vivarium space and services. Under the terms of the agreement, the Company is obligated to pay a base rent of $4,021 per month for an exclusive large vivarium room located in San Diego, California. In December 2022, we were notified by Explora of a monthly rent escalation of 4.5% bringing the base rent to approximately $4,202 per month effective January 1, 2023. Additionally, effective January 1, 2024, we entered into an amendment for an additional 24-month period extending the term through December 31, 2025 with a monthly lease payment of $4,370 commencing on January 1, 2024 with a 4.0% annual rent increase.The long-term real estate operating leases are included in â€œlease right-of-use assets, netâ€ on the Companyâ€™s condensed consolidated balance sheet and represent the Companyâ€™s right-to-use the underlying assets for the lease term. The Companyâ€™s obligation to make lease payments are included in â€œlease liabilities, currentâ€ and â€œlease liabilities, net of currentâ€ on the Companyâ€™s condensed consolidated balance sheet. 21 Table of ContentsThe tables below exclude short-term operating leases. The following table summarizes maturities of lease liabilities and the reconciliation of lease liabilities as of SeptemberÂ 30,Â 2024:â€‹â€‹â€‹â€‹â€‹2024 (remainder)â€‹$ 226,6772025â€‹â€‹ 914,2202026â€‹â€‹ 634,8892027â€‹â€‹ â€”2028â€‹â€‹ â€”Total minimum lease paymentsâ€‹â€‹ 1,775,786Less: imputed interestâ€‹â€‹ (127,263)Total operating lease liabilitiesâ€‹$ 1,648,523Included in the condensed consolidated balance sheet:â€‹â€‹â€‹Current portion of lease liabilitiesâ€‹$ 813,634Lease liabilities, net of currentâ€‹â€‹ 834,889Total operating lease liabilitiesâ€‹$ 1,648,523â€‹â€‹â€‹Other Information:â€‹â€‹â€‹Weighted average remaining lease termâ€‹â€‹1.9 yearsWeighted average discount rateâ€‹â€‹7.4%â€‹As of SeptemberÂ 30,Â 2024, ROU assets for operating leases were approximately $1.5 million and operating lease liabilities were approximately $1.6 million. The following table contains a summary of the lease costs recognized and lease payments pertaining to the Companyâ€™s long-term operating leases under ASC 842 for the period indicated. â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Three months ended SeptemberÂ 30,Â â€‹Nine months ended SeptemberÂ 30,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023Lease costsâ€‹$ 210,357â€‹$ 198,041â€‹$ 631,072â€‹$ 583,253Lease paymentsâ€‹Â 221,099â€‹Â 199,058â€‹ 676,921â€‹ 597,173â€‹Legal ContingenciesThe Company is not a party to any material legal proceedings at this time. From time to time, the Company may become involved in various legal proceedings that arise in the ordinary course of its business or otherwise. The Company records a loss contingency reserve for a legal proceeding when it considers the potential loss probable and it can reasonably estimate the amount of the loss or determine a probable range of loss. The Company has not recorded any material accruals for loss contingencies as of September 30, 2024.Accounts PayableDuring the normal course of business, disputes with vendors may arise. If a vendor disputed payment is probable and able to be estimated, we will record an estimated liability.Other Funding CommitmentsThe Company is a party to various agreements, principally relating to licensed technology, that require future payments relating to milestones that may be met in subsequent periods or royalties on future sales of specific products (see Note 7 â€“ â€œLicense and Distribution Agreementsâ€). Additionally, the Company is a party to various agreements with contract research, manufacturing and other organizations that generally provide for termination upon notice, with the exact amounts owed in the event of termination to be based on the timing of termination and the terms of the agreement. 22 Table of ContentsEmployee SeverancesThe Board of Directors from time to time may approve severance packages for specific full-time employees based on their length of service and position ranging up to six months of their base salaries, in the event of termination of their employment, subject to certain conditions. No liability under these severance packages has been recorded as of SeptemberÂ 30,Â 2024.â€‹7.Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AND DISTRIBUTION AGREEMENTSIntellectual Property Rights for Capricorâ€™s Technology - CAP 1002 and ExosomesCapricor has entered into exclusive license agreements for intellectual property rights related to certain cardiac-derived cells with UniversitÃ Degli Studi Di Roma La Sapienza (the â€œUniversity of Romeâ€), Johns Hopkins University (â€œJHUâ€) and CSMC. Capricor has also entered into an exclusive license agreement for intellectual property rights related to exosomes with CSMC. In addition, Capricor has filed patent applications related to the technology developed by its own scientists. University of Rome License AgreementCapricor and the University of Rome entered into a License Agreement, dated JuneÂ 21, 2006 (the â€œRome License Agreementâ€), which provides for the grant of an exclusive, world-wide, royalty-bearing license by the University of Rome to Capricor (with the right to sublicense) to develop and commercialize licensed products under the licensed patent rights in all fields. Pursuant to the Rome License Agreement, Capricor paid the University of Rome a license issue fee, is currently paying minimum annual royalties in the amount of 20,000 Euros perÂ year, and is obligated to pay a lower-end of a mid-range double-digit percentage on all royalties received as a result of sublicenses granted, which are net of any royalties paid to third parties under a license agreement from such third party to Capricor. The minimum annual royalties are creditable against future royalty payments.The Rome License Agreement will, unless extended or sooner terminated, remain in effect until the later of the last claim of any patent or until any patent application comprising licensed patent rights has expired or been abandoned. Under the terms of the Rome License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy. Either party may terminate the agreement upon the other partyâ€™s material breach, provided that the breaching party will have up to 90 days to cure its material breach. Capricor may also terminate for any reason upon 90 daysâ€™ written notice to the University of Rome.The Johns Hopkins University License AgreementsLicense Agreement for CDCsCapricor and JHU entered into an Exclusive License Agreement, effective JuneÂ 22, 2006 (the â€œJHU License Agreementâ€), which provides for the grant of an exclusive, world-wide, royalty-bearing license by JHU to Capricor (with the right to sublicense) to develop and commercialize licensed products and licensed services under the licensed patent rights in all fields and a nonexclusive right to the know-how. Various amendments were entered into to revise certain provisions of the JHU License Agreement. Under the JHU License Agreement, Capricor is required to exercise commercially reasonable and diligent efforts to develop and commercialize licensed products covered by the licenses from JHU.Pursuant to the JHU License Agreement, JHU was paid an initial license fee and, thereafter, Capricor is required to pay minimum annual royalties on the anniversary dates of the JHU License Agreement. The minimum annual royalties are creditable against a low single-digit running royalty on net sales of products and net service revenues, which Capricor is also required to pay under the JHU License Agreement, which running royalty may be subject to further reduction in the event that Capricor is required to pay royalties on any patent rights to third parties in order to make or sell a licensed 23 Table of Contentsproduct. In addition, Capricor is required to pay a low double-digitÂ percentage of the consideration received by it from sublicenses granted and is required to pay JHU certain defined development milestone payments upon the successful completion of certain phases of its clinical studies and upon receiving approval from the U.S. Food and Drug Administration (the â€œFDAâ€). The maximum aggregate amount of milestone payments payable under the JHU License Agreement, as amended, is $1,850,000. In 2022, Capricor paid the $250,000 development milestone related to the Phase 2 study pursuant to the terms of the JHU License Agreement. The next milestone is triggered upon successful completion of a full Phase 3 study for which a payment of $500,000 will be due.The JHU License Agreement will, unless sooner terminated, continue in effect in each applicable country until the date of expiration of the last to expire patent within the patent rights, or, if no patents are issued, then for twenty years from the effective date. Under the terms of the JHU License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy, or fail to cure a material breach within 30 days after notice. In addition, Capricor may terminate for any reason upon 60 daysâ€™ written notice.Cedars-Sinai Medical Center License AgreementsLicense Agreement for CDCsOn JanuaryÂ 4, 2010, Capricor entered into an Exclusive License Agreement with CSMC (the â€œOriginal CSMC License Agreementâ€), for certain intellectual property related to its cardiosphere-derived cell (â€œCDCâ€) technology. In 2013, the Original CSMC License Agreement was amended twice resulting in, among other things, a reduction in theÂ percentage of sublicense fees which would have been payable to CSMC. Effective DecemberÂ 30, 2013, Capricor entered into an Amended and Restated Exclusive License Agreement with CSMC (the â€œAmended CSMC License Agreementâ€), which amended, restated, and superseded the Original CSMC License Agreement, pursuant to which, among other things, certain definitions were added or amended, the timing of certain obligations was revised and other obligations of the parties were clarified.The Amended CSMC License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) to conduct research using the patent rights and know-how and develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr.Â Eduardo MarbÃ¡n on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license for any future rights, Capricor will have a non-exclusive license to such future rights, subject to royalty obligations.Pursuant to the Original CSMC License Agreement, CSMC was paid a license fee and Capricor was obligated to reimburse CSMC for certain fees and costs incurred in connection with the prosecution of certain patent rights. Additionally, Capricor is required to meet certain spending and development milestones. Pursuant to the Amended CSMC License Agreement, Capricor remains obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a low double-digitÂ percentage of the consideration received from any sublicenses or other grant of rights, subject to certain exclusions. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty-bearing product. The Amended CSMC License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Amended CSMC License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i)Â if Capricor ceases, dissolves or winds up its business operations; (ii)Â in the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii)Â if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv)Â within 30 days for non-payment of royalties; (v)Â after 90 daysâ€™ notice from CSMC if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi)Â if a material breach has not been cured within 90 days; or (vii)Â if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights, and fails to cure that breach after 90 24 Table of Contentsdaysâ€™ notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice.Capricor and CSMC have entered into several amendments to the Amended CSMC License Agreement, pursuant to which the parties agreed to add and delete certain patent applications from the list of scheduled patents and extend the timing of certain development milestones, among other things. Capricor reimbursed CSMC for certain attorneysâ€™ fees and filing fees incurred in connection with the additional patent applications.License Agreement for ExosomesOn MayÂ 5, 2014, Capricor entered into an Exclusive License Agreement with CSMC (the â€œExosomes License Agreementâ€), for certain intellectual property rights related to CDC-derived exosomes technology. The Exosomes License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) in order to conduct research using the patent rights and know-how and to develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr.Â Eduardo MarbÃ¡n on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license, Capricor shall have a non-exclusive license to such future rights, subject to royalty obligations.Pursuant to the Exosomes License Agreement, CSMC was paid a license fee and Capricor reimbursed CSMC for certain fees and costs incurred in connection with the preparation and prosecution of certain patent applications. Additionally, Capricor is required to meet certain non-monetary development milestones and is obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a single-digitÂ percentage of the consideration received from any sublicenses or other grant of rights. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty bearing product.The Exosomes License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Exosomes License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i)Â if Capricor ceases, dissolves or winds up its business operations; (ii)Â in

the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii)Â if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv)Â within 30 days for non-payment of royalties; (v)Â after 90 days if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi)Â if a material breach has not been cured within 90 days; or (vii)Â if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights and fails to cure that breach after 90 daysâ€™ notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice.Capricor and CSMC have entered into several amendments to the Exosomes License Agreement. Collectively, these amendments added additional patent applications and patent families to the Exosomes License Agreement, added certain defined product development milestone payments, modified certain milestone deadlines, added certain performance milestones with respect to product candidates covered by certain future patent rights in order to maintain an exclusive license to those future patent rights, and converted certain exclusive rights to co-exclusive rights. These amendments also obligated Capricor to reimburse CSMC for certain attorneysâ€™ fees and filing fees in connection with the additional patent applications and patent families. 25 Table of ContentsCell Line License Agreement with Life TechnologiesOn March 7, 2022, Capricor entered into a non-exclusive cell line license agreement with Life Technologies Corporation, a subsidiary of Thermo Fisher Scientific, Inc., for the supply of certain cells which we will use in connection with the development of our exosomes platform. An initial license fee payment was made in 2022 and additional milestone fees may become due based on the progress of our development program.â€‹Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: United States)On January 24, 2022, Capricor entered into the U.S. Distribution Agreement with Nippon Shinyaku, a Japanese corporation and related party (see Note 8 â€“ â€œRelated Party Transactionsâ€). Under the terms of the U.S. Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in the United States of deramiocel for the treatment of DMD.Under the terms of the U.S. Distribution Agreement, Capricor will be responsible for the clinical development and manufacturing of deramiocel. Nippon Shinyaku and NS Pharma, Inc. (its wholly-owned U.S. subsidiary) will be responsible for the distribution of deramiocel in the United States. Pursuant to the U.S. Distribution Agreement, Capricor received an upfront payment of $30.0 million in 2022. The first milestone payment of $10.0 million was paid upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. Additionally, there are potential milestones totaling up to $90.0 million leading up to and including the BLA approval. Further, there are various potential sales-based milestones, if commercialized, tied to the achievement of certain sales thresholds for annual net sales of deramiocel of up to $605.0 million. Subject to regulatory approval, Capricor will have the right to receive a meaningful mid-range double-digit share of product revenue which falls between 30 and 50 percent.The Company has evaluated the U.S. Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. At the inception, the Company identified one distinct performance obligation. The Company determined that the performance obligation is the conduct of the HOPE-3, Phase 3 clinical study. The Company determined the transaction price totaled $40.0 million, which was the upfront payment of $30.0 million and $10.0 million milestone payment. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. The Company has allocated the $40.0 million transaction price to its one distinct performance obligation. Revenue will be recognized using a proportional performance method in relation to the completion of the HOPE-3 clinical study, Cohort A arm, to determine the extent of progress towards completion. Under this method, the transaction price is recognized over the contractâ€™s entire performance period using a cost percentage per patient visit relative to the total estimated cost of patient visits.For the three months ended September 30, 2024, the Company recognized approximately $2.3 million as revenue compared to approximately $6.2 million for the three months ended September 30, 2023. For the nine months ended September 30, 2024, the Company recognized approximately $11.1 million as revenue compared to approximately $13.1 million for the nine months ended September 30, 2023. In relation to the U.S. Distribution Agreement, as of September 30, 2024, the Company recorded approximately $1.1 million as current deferred revenue on the Companyâ€™s condensed consolidated balance sheets. The Company had no opening or closing contract asset balances recognized. The difference between the opening and closing balances of the Companyâ€™s contract liability results from the Company performance of services in connection to its performance obligation. The transaction price allocated to remaining performance obligations represents contracted revenue that has not yet been recognized. As of September 30, 2024, remaining performance obligations related to the U.S. Distribution Agreement were approximately $1.1 million. At this time, we estimate 100% of the remaining performance obligations are expected to be recognized over the next 12 months. Remaining performance obligations estimates are subject to change.26 Table of ContentsCommercialization and Distribution Agreement with Nippon Shinyaku (Territory: Japan)On February 10, 2023, Capricor entered into a Commercialization and Distribution Agreement (the â€œJapan Distribution Agreementâ€) with Nippon Shinyaku. Under the terms of the Japan Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in Japan of deramiocel for the treatment of DMD.Under the terms of the Japan Distribution Agreement, Capricor received an upfront payment of $12.0 million in the first quarter of 2023, and in addition, Capricor may potentially receive additional development and sales-based milestone payments of up to approximately $89.0 million, subject to foreign currency exchange rates, and a meaningful double-digit share of product revenue. Nippon Shinyaku will be responsible for the distribution of deramiocel in Japan. Capricor will be responsible for the conduct of clinical development and regulatory approval in Japan, as may be required, as well as the manufacturing of deramiocel. In addition, Capricor or its designee will hold the Marketing Authorization in Japan if the product is approved in that territory.The Company has evaluated the Japan Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. The Company determined the initial transaction price totaled $12.0 million, which was the upfront payment fee. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. At this time, the Company is evaluating the regulatory pathway to achieve potential product approval in this territory. Until such time, the Company cannot identify any distinct performance obligation. As such, the Company has recorded the entire upfront payment fee of $12.0 million as current deferred revenue on the Companyâ€™s condensed consolidated balance sheets as of SeptemberÂ 30,Â 2024. Binding Term Sheet with Nippon Shinyaku (Territory: Europe)On September 16, 2024, Capricor entered into a Binding Term Sheet (the â€œTerm Sheetâ€) with Nippon Shinyaku for the commercialization and distribution of deramiocel for the treatment of DMD in the European region, as defined in the Term Sheet. Subject to finalization of a definitive agreement, under the terms of the Term Sheet, Capricor would be responsible for the development and manufacturing of deramiocel for potential approval in the European region. Nippon Shinyaku would be responsible for the sales and distribution of deramiocel in the European region. Subject to regulatory approval, Capricor would receive a double-digit share of product revenue and additional development and sales-based milestone payments. If the definitive agreement is entered into on the same economic terms as the term sheet, Capricor will receive an upfront payment of $20.0 million upon execution of the definitive agreement, with potential additional development and sales-based milestone payments of up to $715.0 million. Upon execution of the definitive agreement, the Company will evaluate the terms in accordance with ASU 606, Revenue for Contracts from Customers. As of September 30, 2024, nothing has been recorded or received. 8.Â Â Â Â Â Â Â Â Â Â Â Â Â RELATED PARTY TRANSACTIONSConsulting AgreementsIn 2013, Capricor entered into a Consulting Agreement with Dr.Â Frank Litvack, the Companyâ€™s Executive Chairman and a member of its Board of Directors, whereby Capricor agreed to pay Dr.Â Litvack $10,000 perÂ month for consulting services. The agreement is terminable upon 30 daysâ€™ notice. As of September 30, 2024 and December 31, 2023, $10,000 was recorded in accounts payable and accrued expenses related to this Consulting Agreement. In January 2024, Capricor entered into a Consulting Agreement with Michael Kelliher, a member of its Board of Directors, related to business development services unrelated to his duties on behalf of the Board, whereby he was granted an option to purchase 30,000 shares of the Company's common stock. Â Commercialization and Distribution AgreementsAs noted above, Capricor is party to multiple commercialization and distribution agreements with Nippon Shinyaku, which holds more than 10% of the outstanding capital stock of Capricor Therapeutics (see Note 7 â€“ â€œLicense and Distribution Agreementsâ€). There are no outstanding payables or receivables as of September 30, 2024. 27 Table of Contents9.Â Â Â Â Â Â Â Â Â Â Â Â Â SUBSEQUENT EVENTSOctober 2024 Underwritten Public OfferingOn October 16, 2024, the Company entered into an underwriting agreement (the â€œUnderwriting Agreementâ€) with Piper Sandler and Oppenheimer as representatives of the underwriters (the â€œUnderwritersâ€), pursuant to which the Company agreed to sell and issue, in a public offering an aggregate of 5,073,800 shares of common stock, including the exercise in full of the underwritersâ€™ option to purchase additional shares to cover over allotments, at a public offering price of $17.00 per share for total gross proceeds of approximately $86.3 million, before deducting underwriting commissions and other offering expenses payable by Capricor. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to the Underwriters, as well as legal and accounting fees in the aggregate amount of approximately $5.5 million.28 Table of ContentsItem 2.Â Â Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.The following discussion of our financial condition and results of operations should be read in conjunction with the condensed consolidated financial statements and the condensed consolidated notes to those statements included elsewhere in this Quarterly Report on FormÂ 10-Q. This discussion includes forward-looking statements that involve risks and uncertainties. As a result of many factors, our actual results may differ materially from those anticipated in these forward-looking statements.As used in this Quarterly Report on FormÂ 10-Q, references to â€œCapricor Therapeutics,â€ the â€œCompany,â€ â€œwe,â€ â€œus,â€ â€œourâ€ or similar terms include Capricor Therapeutics,Â Inc. and its wholly-owned subsidiary. References to â€œCapricorâ€ are with respect to Capricor,Â Inc., our wholly-owned subsidiary.OverviewCapricor Therapeutics, Inc. is a clinical-stage biotechnology company focused on the development of transformative cell and exosome-based therapeutics for treating Duchenne muscular dystrophy (â€œDMDâ€), a rare form of muscular dystrophy which results in muscle degeneration and premature death, and other diseases with high unmet medical needs.Since our inception, we have devoted substantial resources to developing deramiocel (also referred to as CAP-1002) and our other product candidates including our exosomes platform technology, developing our manufacturing processes, staffing our company and providing general and administrative support for these operations. We do not have any products approved for commercial sale. Our ability to eventually generate any product revenue sufficient to achieve profitability will depend on the successful development, approval and eventual commercialization of deramiocel for the treatment of DMD and our other product candidates. If successfully developed and approved, we intend and plan to commercialize deramiocel in the United States, Europe and Japan with our partner, Nippon Shinyaku Co., Ltd., a Japanese corporation (â€œNippon Shinyakuâ€), and may enter into licensing agreements or strategic collaborations in other markets. If we generate product sales or enter into licensing agreements or strategic collaborations, or further distribution relationships, we expect that any revenue we generate will fluctuate from quarter-to-quarter and year-to-year as a result of the timing and amount of any product sales, license fees, milestone payments and other payments. If we fail to complete the development of our product candidates in a timely manner, our ability to generate future revenue, and our results of operations and financial position, would be materially adversely affected.Our core program is focused on the development and commercialization of a cell therapy technology (referred herein as deramiocel) comprised of cardiosphere-dervied cells (â€œCDCsâ€), which are a population of stromal cells isolated from donated cells of healthy human hearts, for the treatment of DMD. Deramiocel is designed to slow disease progression in DMD through the immunomodulatory, anti-inflammatory, pro-angiogenic and anti-fibrotic actions of CDCs, which are mediated by secreted exosomes laden with bioactive cargo. Among the cargo elements known to be bioactive in CDC-exosomes are microRNAs. Collectively, these non-coding RNA species alter gene expression in macrophages and other target cells, dialing down generalized inflammation and stimulating tissue regeneration in DMD (and in a variety of other inflammatory diseases). This mechanism of action, consistent with the changes observed in clinical studies to date in circulating inflammatory biomarkers, contrasts with that of exon-skipping oligonucleotides and gene therapy approaches, which aim to restore dystrophin expression. DMD pathophysiology is driven by the impaired production of functional dystrophin which normally functions as a structural protein in muscle. The reduction of functional dystrophin in muscle cells leads to significant cell damage and ultimately causes muscle cell death and fibrotic replacement. In DMD patients, heart muscle cells progressively die and are replaced with scar tissue. This cardiomyopathy eventually leads to heart failure, which is currently the leading cause of death among those with DMD. The annual cost of care for patients with DMD is very high and increases with disease progression. There is no currently approved treatment for cardiomyopathy in DMD, therefore, we believe that DMD represents a significant market opportunity for our product candidate, deramiocel. To date, we have completed multiple promising clinical trials investigating deramiocel for treatment of DMD. The results of our Phase 2, HOPE-2 study were published in The Lancet showing that the trial met its primary efficacy endpoint of the mid-level dimension of the Performance of the Upper Limb (â€œPULâ€) v1.2 (p=0.01) and additional positive 29 Table of Contentsendpoints of full PUL v2.0 (p=0.04) and a cardiac endpoint of left ventricular ejection fraction (p=0.002). Deramiocel was generally safe and well-tolerated throughout the study. Additionally, we are currently conducting an open label extension (â€œOLEâ€) study of the HOPE-2 trial in which 12 patients have elected to continue treatment of deramiocel. We recently presented three-year data showing a statistically significant benefit (+3.7 points, p< 0.001) in the PUL v2.0 total score when compared to an external comparator dataset of similar DMD patients. Data also showed improvements in multiple cardiac measures, including left ventricular ejection fraction, as well as indexed volumes (left ventricular end systolic volume and left ventricular end diastolic volume). Improvements as measured by cardiac MRI were observed at both the 24-month and 36-month timepoints. These are measures of cardiac function and are considered highly relevant in terms of predicting long-term outcomes. Deramiocel treatment during the OLE portion of the study continues to yield a consistent safety profile and has been well-tolerated throughout the study. In August 2024, we held a pre-BLA meeting with FDA, where we discussed our rolling BLA submission schedule, potential label expansion, plans for commercial manufacturing as well as other topics. Subsequent to this meeting, we held several additional meetings with FDA and announced our intent to file a Biologics License Application (â€œBLAâ€) based on existing cardiac data from the Phase 2 HOPE-2 and HOPE-2 OLE trials compared to patient-level natural history data to treat all patients diagnosed with DMD-cardiomyopathy. We initiated the BLA filing in October of 2024 and the full submission is expected to be completed by year end 2024. To support potential label expansion to treat DMD, we plan to provide clinical data on skeletal muscle myopathy by combining Cohorts A and B of the Phase 3 HOPE-3 clinical trial to serve as a post-approval study and do not intend to unblind Cohort A at this time, which was originally planned to occur in the fourth quarter of 2024. Furthermore, if necessary, the HOPE 3 study will also be supporting ex-U.S. marketing authorizations. Currently, we have initiated regulatory activities in Europe and Japan and will be working with the various health authorities to develop the most efficient path for regulatory approval of deramiocel in these regions.The regulatory pathway for deramiocel in the U.S. is supported by RMAT designation as well as orphan drug designation. In addition, if Capricor were to receive FDA marketing approval for deramiocel for the treatment of DMD, Capricor would be eligible to receive a Priority Review Voucher (â€œPRVâ€) based on its previous receipt of a rare pediatric disease designation. Capricor retains full rights to the PRV, if received. Further, Capricor has entered into two Commercialization and Distribution Agreements with Nippon Shinyaku appointing Nippon Shinyaku as its exclusive distributor of deramiocel in the United States and Japan.We continue to develop our engineered exosome technology using our proprietary StealthXâ„¢ platform focused on the areas of targeted therapeutics and vaccines to potentially treat and prevent a diverse array of diseases. Exosomes are membrane-bound extracellular vesicles that contain lipids, proteins and nucleic acids. They act as messengers to regulate the functions of neighboring or distant cells. Their size, low or null immunogenicity and ability to communicate in native cellular language potentially make them an exciting new class of therapeutic agents with the potential to expand our ability to address complex biological responses. Our StealthXâ„¢ platform is focused on developing precision-engineered exosomes that have the ability to deliver defined sets of effector molecules that exert their effects through defined mechanisms of action to the defined target. Our platform builds on advances in fundamental RNA and protein science, targeting technology and manufacturing, providing us the opportunity to potentially build a broad pipeline of new therapeutic candidates. At this time, we are developing exosome-based vaccines and therapeutics for infectious diseases, monogenic diseases and other potential indications. Our current strategy is focused on securing partners who will provide capital and additional resources to enable us to bring this program into the clinic.In the first quarter of 2024, we announced that we have been selected to be part of Project NextGen, an initiative by the U.S. Department of Health and Human Services to advance a pipeline of new, innovative vaccines providing broader and more durable protection for COVID-19. As part of Project NextGen, the National Institute of Allergy and Infectious Diseases (â€œNIAIDâ€), part of the National Institutes of Health, will conduct a Phase 1 clinical study with our StealthXâ„¢ vaccine, subject to regulatory approval. Currently, our StealthXâ„¢ vaccine candidate is in the manufacturing phase with current plans to deliver it to NIAID in the first quarter of 2025. At this time, we are updating the Investigational New Drug Application (â€œINDâ€) we have previously submitted to the FDA for our StealthXâ„¢ vaccine, so that the NIAID IND can refer to it. Subject to FDA clearance, NIAID plans to initiate this trial in the first quarter of 2025 and we expect to have preliminary data available in the second quarter of 2025, subject to availability from NIAID. Furthermore, if NIAID finds 30 Table of Contentsthat our StealthXâ„¢ vaccine meets its criteria for safety and efficacy, they may consider funding our program further into a Phase 2 study. As of September 30, 2024, we had cash,

cash equivalents, and marketable securities totaling approximately $85.0 million. Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which we issued and sold an aggregate of 5,073,800 shares of common stock for gross proceeds of approximately $86.3 million. We believe that our existing cash balance will enable us to fund our planned operating expenses and capital expenditure requirements through at least the next 12 months. We have not generated any revenues from the commercial sale of products. We will not be able to generate any product revenues until, and only if, we receive approval to sell our drug candidates from the FDA or other regulatory authorities. Due to our significant research and development expenditures, and general administrative costs associated with our operations, we have generated substantial operating losses in each period since our inception. Our net losses were approximately $12.6 million and $6.4 million for the three months ended September 30, 2024 and 2023, respectively. Our net losses were approximately $33.4 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. As of September 30, 2024, we had an accumulated deficit of approximately $192.7 million. We expect to incur significant expenses and operating losses for the foreseeable future.As we seek to develop and commercialize deramiocel or any other product candidates including those related to our exosomes program, we anticipate that our expenses will increase significantly and that we will need substantial additional funding to support our continuing operations. Until such time when we can generate significant revenue from product sales, if ever, we expect to finance our operations through a combination of public or private equity financings, debt financings or other sources, which may include licensing agreements or strategic collaborations or other distribution agreements. We may be unable to raise additional funds or enter into such agreements or arrangements when needed on favorable terms, if at all. If we fail to raise capital or other potential funding or enter into such agreements as and when needed, we may have to significantly delay, scale back or discontinue the development or commercialization of deramiocel or our other product candidates.Financial Operations OverviewWe have no commercial product sales to date and will not have the ability to generate any commercial product revenue until after we have received approval from the FDA or equivalent foreign regulatory bodies to begin selling our product candidates. Developing biological products is a lengthy and very expensive process. Even if we obtain the capital necessary to continue the development of our product candidates, whether through a strategic transaction or otherwise, we do not expect to complete the development of a product candidate for several years, if ever. To date, most of our development expenses have related to our product candidates, consisting of deramiocel and our exosome technologies. As we proceed with the clinical development of deramiocel, and as we further develop our exosome technologies, our expenses will further increase. Accordingly, our success depends not only on the safety and efficacy of our product candidates, but also on our ability to finance the development of our products and our clinical programs. Our recent major sources of working capital have been primarily proceeds from public equity sales of securities and upfront payments pursuant to our Distribution Agreements with Nippon Shinyaku. While we pursue our preclinical and clinical programs, we continue to explore potential partnerships for the development of one or more of our product candidates in the US and in other territories across the world.Our results have included non-cash compensation expense due to the issuance of stock options and warrants, as applicable. We expense the fair value of stock options and warrants over their vesting period as applicable. When more precise pricing data is unavailable, we determine the fair value of stock options using the Black-Scholes option-pricing model. The terms and vesting schedules for share-based awards vary by type of grant and the employment status of the grantee. Generally, the awards vest based upon time-based conditions. Stock-based compensation expense is included in the condensed consolidated statements of operations under general and administrative (â€œG&Aâ€) or research and development (â€œR&Dâ€) expenses, as applicable. We expect to record additional non-cash compensation expense in the future, which may be significant.31 Table of ContentsResults of OperationsRevenueClinical Development Income. Clinical development income for the three months ended SeptemberÂ 30,Â 2024 and 2023 was approximately $2.3 million and $6.2 million, respectively. Clinical development income for the nine months ended September 30, 2024 and 2023 was approximately $11.1 million and $13.1 million, respectively. The Company currently recognizes $40.0 million in payments received from Nippon Shinyaku related to an Exclusive Commercialization and Distribution Agreement (the â€œU.S. Distribution Agreementâ€). Revenue is ratably recognized using a proportional performance method in relation to the completion of the HOPE-3 clinical trial (Cohort A). Operating ExpensesResearch and Development Expenses. R&D expenses consist primarily of compensation and other related personnel costs, supplies, clinical trial costs, patient treatment costs, rent for laboratories and manufacturing facilities, consulting fees, costs of personnel and supplies for manufacturing, costs of service providers for preclinical, clinical and manufacturing, certain legal expenses resulting from intellectual property prosecution, stock-based compensation expense and other expenses relating to the design, development, testing and enhancement of our product candidates. The following table summarizes our R&D expenses by category for each of the periods indicated:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Three months ended SeptemberÂ 30,Â â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â 2024Â Â Â Â 2023Â Â Â Â ChangeÂ ($)Â Â Â Â ChangeÂ (%)Â Â Â Â Compensation and other personnel expensesâ€‹$ 3,684,188â€‹$ 2,726,092â€‹$ 958,096â€‹â€‹ 35%Duchenne muscular dystrophy program (deramiocel)â€‹Â 5,430,428â€‹Â 5,616,093â€‹Â (185,665)â€‹Â (3)%Exosomes platform researchâ€‹â€‹ 842,952â€‹Â 549,022â€‹Â 293,930â€‹Â 54%Facility expensesâ€‹â€‹ 755,373â€‹â€‹ 379,969â€‹â€‹ 375,404â€‹â€‹ 99%Stock-based compensationâ€‹â€‹ 777,045â€‹â€‹ 481,974â€‹â€‹ 295,071â€‹â€‹ 61%Depreciationâ€‹â€‹ 200,727â€‹â€‹ 162,794â€‹â€‹ 37,933â€‹â€‹ 23%Research and other â€‹â€‹ 117,154â€‹â€‹ 113,020â€‹â€‹ 4,134â€‹â€‹ 4%Total research and development expensesâ€‹$ 11,807,867â€‹$ 10,028,964â€‹$ 1,778,903â€‹â€‹ 18%â€‹R&D expenses for the three months ended September 30, 2024 increased by approximately $1.8 million, or 18%, compared to the three months ended September 30, 2023. The increase was primarily driven by the following:â—$1.0 million increase in compensation and other personnel expenses primarily due to increases in headcount;â—$0.3 million increase in research expenses related to our exosomes platform primarily related to our collaboration with NIAID;â—$0.4 million increase in facility expenses primarily related to expanded leased space; andâ—$0.3 million increase in stock-based compensation expense primarily due to increases in headcount.The increase was partially offset by an approximate $0.2 million decrease in DMD (deramiocel) program-related expenses. 32 Table of Contentsâ€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Nine months ended SeptemberÂ 30,Â â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â 2024Â Â Â Â 2023Â Â Â Â ChangeÂ ($)Â Â Â Â ChangeÂ (%)Â Â Â Â Compensation and other personnel expensesâ€‹$ 10,697,603â€‹$ 7,419,586â€‹$ 3,278,017â€‹â€‹ 44%Duchenne muscular dystrophy program (deramiocel)â€‹Â 16,674,567â€‹Â 14,325,922â€‹Â 2,348,645â€‹Â 16%Exosomes platform researchâ€‹â€‹ 2,518,052â€‹Â 1,566,963â€‹Â 951,089â€‹Â 61%Facility expensesâ€‹â€‹ 1,982,886â€‹â€‹ 1,033,799â€‹â€‹ 949,087â€‹â€‹ 92%Stock-based compensationâ€‹â€‹ 2,617,244â€‹â€‹ 1,372,985â€‹â€‹ 1,244,259â€‹â€‹ 91%Depreciationâ€‹â€‹ 580,030â€‹â€‹ 457,951â€‹â€‹ 122,079â€‹â€‹ 27%Research and other â€‹â€‹ 343,267â€‹â€‹ 330,666â€‹â€‹ 12,601â€‹â€‹ 4%Total research and development expensesâ€‹$ 35,413,649â€‹$ 26,507,872â€‹$ 8,905,777â€‹â€‹ 34%â€‹R&D expenses for the nine months ended September 30, 2024 increased by approximately $8.9 million, or 34%, compared to the nine months ended September 30, 2023. The increase was primarily driven by the following:â—$3.3 million increase in compensation and other personnel expenses primarily due to increases in headcount;â—$2.3 million increase in DMD (deramiocel) program-related expenses primarily related to our HOPE-3 clinical trial, our HOPE-2 OLE clinical trial and expanded manufacturing production efforts for deramiocel in preparation for potential commercial launch;â—$1.0 million increase in research expenses related to our exosomes platform primarily related to our collaboration with NIAID;â—$0.9 million increase in facility expenses primarily related to expanded leased space; andâ—$1.2 million increase in stock-based compensation expense primarily due to increases in headcount.General and Administrative Expenses. G&A expenses consist primarily of compensation and other related personnel expenses for executive, finance and other administrative personnel, stock-based compensation expense, accounting, legal and other professional fees, consulting expenses, rent for corporate offices, business insurance and other corporate expenses.The following table summarizes our G&A expenses by category for each of the periods indicated:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Three months ended SeptemberÂ 30,Â â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â 2024Â Â Â Â 2023Â Â Â Â ChangeÂ ($)Â Â Â Â ChangeÂ (%)â€‹Stock-based compensationâ€‹$ 1,274,238â€‹$ 1,235,219â€‹$ 39,019â€‹â€‹ 3%Compensation and other personnel expensesâ€‹Â 1,049,146â€‹Â 845,332â€‹Â 203,814â€‹Â 24%Professional servicesâ€‹â€‹ 506,525â€‹Â 489,732â€‹Â 16,793â€‹Â 3%Facility expensesâ€‹â€‹ 79,978â€‹â€‹ 67,076â€‹â€‹ 12,902â€‹â€‹ 19%Depreciationâ€‹â€‹ 160,440â€‹â€‹ 113,677â€‹â€‹ 46,763â€‹â€‹ 41%Other corporate expensesâ€‹â€‹ 393,328â€‹â€‹ 270,414â€‹â€‹ 122,914â€‹â€‹ 45%Total general and administrative expensesâ€‹$ 3,463,655â€‹$ 3,021,450â€‹$ 442,205â€‹â€‹ 15%â€‹G&A expenses for the three months ended SeptemberÂ 30,Â 2024 increased by approximately $0.4 million, or 15%, compared to the three months ended SeptemberÂ 30,Â 2023. The increase was primarily driven by the following:â—$0.2 million increase in compensation and other personnel expenses due to increases in headcount; andâ—$0.1 million increase in other corporate expenses. 33 Table of Contentsâ€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Nine months ended SeptemberÂ 30,Â â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â 2024Â Â Â Â 2023Â Â Â Â ChangeÂ ($)Â Â Â Â ChangeÂ (%)â€‹Stock-based compensationâ€‹$ 4,852,244â€‹$ 4,157,704â€‹$ 694,540â€‹â€‹ 17%Compensation and other personnel expensesâ€‹Â 2,664,553â€‹Â 2,579,847â€‹Â 84,706â€‹Â 3%Professional servicesâ€‹â€‹ 1,290,693â€‹Â 1,288,883â€‹Â 1,810â€‹Â 0%Facility expensesâ€‹â€‹ 231,111â€‹â€‹ 195,233â€‹â€‹ 35,878â€‹â€‹ 18%Depreciationâ€‹â€‹ 469,479â€‹â€‹ 303,324â€‹â€‹ 166,155â€‹â€‹ 55%Other corporate expensesâ€‹â€‹ 1,085,228â€‹â€‹ 853,681â€‹â€‹ 231,547â€‹â€‹ 27%Total general and administrative expensesâ€‹$ 10,593,308â€‹$ 9,378,672â€‹$ 1,214,636â€‹â€‹ 13%â€‹G&A expenses for the nine months ended SeptemberÂ 30,Â 2024 increased by approximately $1.2 million, or 13%, compared to the nine months ended SeptemberÂ 30,Â 2023. The increase was primarily driven by the following:â—$0.7 million increase in stock-based compensation expense primarily due to increases in headcount; â—$0.1 million increase in compensation and other personnel expenses related to increases in headcount:â—$0.2 million increase in depreciation primarily related to leasehold improvements of our San Diego headquarters; andâ—$0.2 million increase in other corporate expenses. â€‹Other IncomeInvestment Income. Investment income for both the three months ended SeptemberÂ 30,Â 2024 and 2023 was approximately $0.5 million. Investment income for the nine months ended SeptemberÂ 30,Â 2024 and 2023 was approximately $1.5 million and approximately $1.3 million, respectively. The increase in investment income for the three and nine months ended September 30,Â 2024 as compared to the three and nine months ended SeptemberÂ 30,Â 2023 is due to increased interest rates and the higher principal balance in our marketable securities, savings and money market fund accounts. Products Under Active DevelopmentDeramiocel for the treatment of DMD â€" We are currently conducting our HOPE-3, Phase 3 study for DMD and our ongoing OLE study of the HOPE-2 trial for which we expect to spend approximately $30.0 million to $35.0 million in 2024. The expenses for our DMD program will include costs for personnel, clinical, regulatory and manufacturing-related expenses, including expenses related to the scale-up for potential commercial scale manufacturing if our deramiocel product is approved. Exosome-Based Therapeutics and Vaccines â€" Our exosome platform is in preclinical development. We expect to spend approximately $3.0 million to $5.0 million during 2024 on development expenses related to our exosomes program, which includes personnel, preclinical studies and manufacturing related expenses for these technologies. Our expenses for this program are primarily focused on the expansion of our engineered exosomes platform including the manufacturing of our StealthXâ„¢ vaccine to be used in connection with our collaboration with NIAID.Our expenditures on current and future clinical development programs, particularly our deramiocel and exosomes programs, cannot be predicted with any significant degree of certainty as they are dependent on the results of our current trials and our ability to secure additional funding and a strategic partner. Further, we cannot predict with any significant degree of certainty the amount of time which will be required to complete our clinical trials, the costs of completing research and development projects or whether, when and to what extent we will generate revenues from the commercialization and sale of any of our product candidates. The duration and cost of clinical trials may vary significantly over the life of a project as a result of unanticipated events arising during manufacturing and clinical development and as a result of a variety of other factors, including:â—the number of trials and studies in a clinical program;â—the number of patients who participate in the trials;â—the number of sites included in the trials;34 Table of Contentsâ—the rates of patient recruitment and enrollment;â—the duration of patient treatment and follow-up;â—the costs of manufacturing our product candidates;â—the availability of necessary materials required to make our product candidates;â—the costs, requirements and timing of, and the ability to secure, regulatory approvals; andâ—the availability and cost of facilities needed to manufacture our products. â€‹Liquidity and Capital ResourcesThe following table summarizes our liquidity and capital resources as of SeptemberÂ 30,Â 2024 and DecemberÂ 31,Â 2023 and our net increase (decrease) in cash and cash equivalents for the nine months ended SeptemberÂ 30,Â 2024 and 2023 and is intended to supplement the more detailed discussion that follows. The amounts stated in the tables below are expressed in thousands.â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Liquidity and capital resourcesÂ Â Â SeptemberÂ 30,Â 2024Â Â Â DecemberÂ 31,Â 2023Cash and cash equivalents â€‹$68,377â€‹$14,695Marketable securitiesâ€‹$16,651â€‹$ 24,793Working capitalâ€‹$ 65,348â€‹$19,586Stockholdersâ€™ equity â€‹$ 68,265â€‹$ 22,601â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Nine months ended SeptemberÂ 30,Â Cash flow dataÂ Â Â 2024Â Â Â 2023Cash provided by (used in):â€‹â€‹â€‹â€‹Operating activitiesâ€‹$ (25,199)â€‹$ (14,003)Investing activitiesâ€‹â€‹ 7,198â€‹â€‹ 10,971Financing activitiesâ€‹â€‹ 71,684â€‹â€‹ 2,413Net increase (decrease) in cash and cash equivalentsÂ $ 53,683Â $ (619)â€‹Our total cash, cash equivalents and marketable securities as of SeptemberÂ 30,Â 2024 were approximately $85.0 million compared to approximately $39.5 million as of DecemberÂ 31,Â 2023. The increase in cash, cash equivalents and marketable securities from December 31, 2023 to SeptemberÂ 30,Â 2024 is primarily due to equity financings through our at-the-market offering and $15.0 million private placement with Nippon Shinyaku. As of SeptemberÂ 30,Â 2024, we had approximately $24.7 million in total liabilities, of which approximately $13.1 million relates to deferred revenue, and approximately $65.3 million in net working capital. Cash used in operating activities was approximately $25.2 million and approximately $14.0 million for the nine months ended September 30, 2024 and 2023, respectively. The increase of approximately $11.2 million in cash used in operating activities is due to approximately $11.8 million increase in net loss for the nine months ended September 30, 2024 as compared to the same period in 2023. Furthermore, there was an increase of approximately $1.9 million in stock-based compensation and a decrease of approximately $1.6 million in accounts payable and accrued expenses for the nine months ended SeptemberÂ 30,Â 2024 as compared to the same period in 2023. To the extent we obtain sufficient capital and/or long-term debt funding and are able to continue developing our product candidates, including if we expand our platform technology portfolio, engage in further research and development activities, and, in particular, conduct preclinical studies and clinical trials, we expect to continue incurring substantial losses.We had cash flow provided by investing activities of approximately $7.2 million and approximately $11.0 million for the nine months ended September 30, 2024, and 2023, respectively. The change in investing activities for the nine months ended SeptemberÂ 30,Â 2024 as compared to the same period of 2023 is due to the net effect from purchases, sales and maturities of marketable securities and the decrease of approximately $0.4 million in leasehold improvements. Â We had cash flow provided by financing activities of approximately $71.7 million and approximately $2.4 million for the nine months ended SeptemberÂ 30,Â 2024 and 2023, respectively. The increase in cash provided by financing activities for the nine months ended SeptemberÂ 30,Â 2024 as compared to the nine months ended SeptemberÂ 30,Â 2023 is due 35 Table of Contentsto the net proceeds from the sale of common stock under our at-the-market program and Nippon Shinyaku private placement. Our estimates regarding the sufficiency of our financial resources are based on assumptions that may prove to be wrong. We may need to obtain additional funds sooner than planned or in greater amounts than we currently anticipate. The actual amount of funds we will need to operate is subject to many factors, some of which are beyond our control. These factors include the following:â—the progress of our clinical and research activities;â—the number and scope of our clinical and research programs;â—the progress and success of our preclinical and clinical development activities;â—the progress of the development efforts of parties with whom we have entered into research and development agreements;â—our ability to successfully manufacture product for our clinical trials and potential commercial use;â—the availability of materials necessary to manufacture our product candidates;â—the costs of manufacturing our product candidates, and the progress of efforts with parties with whom we may enter into commercial manufacturing agreements, if necessary;â—our ability to maintain current research and development programs and to establish new research and development and licensing arrangements;â—additional costs associated with maintaining licenses and insurance;â—the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; andâ—the costs and timing of obtaining marketing approval both in the United States and in countries outside of the United States.CollaborationsCommercialization and Distribution Agreement with Nippon Shinyaku (Territory: United States)On January 24, 2022, Capricor entered into a Commercialization and Distribution Agreement (the â€œU.S. Distribution Agreementâ€) with Nippon Shinyaku, a Japanese corporation. Under the terms of the U.S. Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in the United States of deramiocel for the treatment of DMD.Under the terms of the U.S. Distribution Agreement, Capricor will be responsible for the clinical development and manufacturing of deramiocel. Nippon Shinyaku and NS Pharma, Inc. (its wholly-owned U.S. subsidiary) will be responsible for the distribution of deramiocel in the United States. Pursuant to the U.S Distribution Agreement, Capricor received an upfront payment of $30.0 million in 2022. The first milestone payment of $10.0 million was paid upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. Capricor received this milestone payment from Nippon Shinyaku in January 2024. Additionally, there are potential milestones totaling up to $90.0

million leading up to and including the BLA approval. Further, there are various potential sales-based milestones, if commercialized, tied to the achievement of certain sales thresholds for annual net sales of deramiocel of up to $605.0 million. Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: Japan)On February 10, 2023, Capricor entered into a Commercialization and Distribution Agreement (the â€œJapan Distribution Agreementâ€) with Nippon Shinyaku. Under the terms of the Japan Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in Japan of deramiocel for the treatment of DMD.Under the terms of the Japan Distribution Agreement, Capricor received an upfront payment of $12.0 million in the first quarter of 2023 and in addition, Capricor will potentially receive additional development and sales-based milestone payments of up to approximately $89.0 million, subject to foreign currency exchange rates, and a meaningful double-digit share of product revenue. Nippon Shinyaku will be responsible for the distribution of deramiocel in Japan. Capricor will 36 Table of Contentsbe responsible for the conduct of clinical development and regulatory approval in Japan, as may be required, as well as the manufacturing of deramiocel. Subject to regulatory approval, Capricor or its designee will hold the Marketing Authorization in Japan if the product is approved in that territory.Binding Term Sheet with Nippon Shinyaku (Territory: Europe)On September 16, 2024, Capricor entered into a Binding Term Sheet (the â€œTerm Sheetâ€) with Nippon Shinyaku for the commercialization and distribution of deramiocel for the treatment of DMD in the European region, as defined in the Term Sheet. Subject to finalization of a definitive agreement, under the terms of the Term Sheet, Capricor would be responsible for the development and manufacturing of deramiocel for potential approval in the European region. Nippon Shinyaku would be responsible for the sales and distribution of deramiocel in the European region. Subject to regulatory approval, Capricor would receive a double-digit share of product revenue and additional development and sales-based milestone payments. If the definitive agreement is entered into on the same economic terms as the term sheet, Capricor will receive an upfront payment of $20.0 million upon execution of the definitive agreement, with potential additional development and sales-based milestone payments of up to $715.0 million.Financing Activities by the CompanySeptember 2023 Financing On September 29, 2023, the Company entered into Securities Purchase Agreements, pursuant to which the Company agreed to issue and sell, in a registered direct offering (the â€œRegistered Direct Offeringâ€), an aggregate of 4,935,621 shares of its common stock, par value $0.001 per share, at a price per share of $4.66 for an aggregate purchase price of approximately $23.0 million. Each share of common stock offered was sold with a warrant to purchase one share of common stock at an exercise price of $5.70 per share. Each warrant became exercisable beginning six months after issuance and will expire seven years from the date of issuance. ATM ProgramOn JuneÂ 21, 2021, the Company initiated an at-the-market offering under a prospectus supplement for aggregate sales proceeds of up to $75.0 million (the â€œATM Programâ€), with the common stock to be distributed at the market prices prevailing at the time of sale. The ATM Program was established under a Common Stock Sales Agreement (the â€œSales Agreement,â€), with H.C. Wainwright & Co. LLC (â€œWainwrightâ€), under which we may, from time to time, issue and sell shares of our common stock through Wainwright as sales agent. The Sales Agreement provides that Wainwright will be entitled to compensation for its services at a commission rate of 3.0% of the gross sales price per share of common stock sold. All shares issued pursuant to the ATM Program were issued pursuant to our shelf registration statement on FormÂ S-3 (File No.Â 333-254363), which was initially filed with the Securities and Exchange Commission (the â€œSECâ€), on MarchÂ 16, 2021, amended on JuneÂ 15, 2021 and declared effective by the SEC on JuneÂ 16, 2021. From JuneÂ 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold. Effective October 1, 2024, the ATM Program was closed and terminated. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to Wainwright, as well as legal and accounting fees, in the aggregate amount of approximately $2.4 million.September 2024 Private PlacementOn September 16, 2024, the Company entered into Subscription Agreement with Nippon Shinyaku Â pursuant to which the Company agreed to issue and sell to Nippon Shinyaku in a private placement (the â€œPrivate Placementâ€), an aggregate of 2,798,507 shares of the common stock of the Company at a price per Share of $5.36, which was issued at a 20% premium to the 60-day VWAP, for an aggregate purchase price of approximately $15.0 million. The Subscription Agreement also includes lock-up provisions restricting Nippon Shinyaku from selling or otherwise disposing of shares of Common Stock until the six-month anniversary of the Closing Date.37 Table of ContentsIn connection with the Private Placement, the Company also entered into a Registration Rights Agreement with Nippon Shinyaku on September 16, 2024 (the â€œRegistration Rights Agreementâ€). Pursuant to the terms of the Registration Rights Agreement, the Company has filed with the SEC a registration statement to register for resale the shares sold in the Private Placement, which registration statement was declared effective on November 8, 2024.October 2024 Underwritten Public OfferingOn October 16, 2024, the Company entered into an underwriting agreement (the â€œUnderwriting Agreementâ€) with Piper Sandler and Oppenheimer as representatives of the underwriters (the â€œUnderwritersâ€), pursuant to which the Company agreed to sell and issue, in a public offering an aggregate of 5,073,800 shares of common stock, including the exercise in full of the underwritersâ€™ option to purchase additional shares to cover over allotments, at a public offering price of $17.00 per share for total gross proceeds of approximately $86.3 million, before deducting underwriting commissions and other offering expenses payable by Capricor. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to the Underwriters, as well as legal and accounting fees in the aggregate amount of approximately $5.5 million.CIRM Grant Award On JuneÂ 16, 2016, CapricorÂ entered into an award (the â€œCIRM Awardâ€) with the California Institute for Regenerative Medicine (â€œCIRMâ€) in the amount of approximately $3.4 million to fund, in part, Capricorâ€™s Phase I/II HOPE-Duchenne clinical trial investigating deramiocel for the treatment of Duchenne muscular dystrophy-associated cardiomyopathy. Pursuant to terms of the CIRM Award, the disbursements were tied to the achievement of specified operational milestones. In addition, the terms of the CIRM Award included a co-funding requirement pursuant to which Capricor was required to spend approximately $2.3 million of its own capital to fund the CIRM funded research project. The CIRM Award is further subject to the conditions and requirements set forth in the CIRM Grants Administration Policy for Clinical Stage Projects. Such requirements include, without limitation, the filing of quarterly and annual reports with CIRM, the sharing of intellectual property pursuant to Title 17, California Code of Regulations (CCR) Sections 100600-100612, and the sharing with the State of California of a fraction of licensing revenue received from a CIRM funded research project and net commercial revenue from a commercialized product which resulted from the CIRM funded research as set forth in Title 17, CCR SectionÂ 100608. The maximum royalty on net commercial revenue that Capricor may be required to pay to CIRM is equal to nine times the total amount awarded and paid to Capricor.After completing the CIRM funded research project and at any time after the award period end date (but no later than the ten-year anniversary of the date of the award), Capricor has the right to convert the CIRM Award into a loan, the terms of which will be determined based on various factors, including the stage of the research and development of the program at the time the election is made. On JuneÂ 20, 2016, CapricorÂ entered into a Loan Election Agreement with CIRM whereby, among other things, CIRM and Capricor agreed that if Capricor elects to convert the grant into a loan, the term of the loan could be up to five years from the date of execution of the applicable loan agreement; provided that the maturity date of the loan will not surpass the ten-year anniversary of the grant date of the CIRM Award. Beginning on the date of the loan, the loan shall bear interest on the unpaid principal balance, plus the interest that has accrued prior to the election point according to the terms set forth in the CIRM Loan Policy and CIRM Grants Administration Policy for Clinical Stage Projects (the â€œNew Loan Balanceâ€), at a per annum rate equal to the LIBOR rate for a three-month deposit in U.S. dollars, as published by the Wall Street Journal on the loan date, plus one percent. Interest shall be compounded annually on the outstanding New Loan Balance commencing with the loan date and the interest shall be payable, together with the New Loan Balance, upon the due date of the loan. Depending on the timing of our election, additional funds may be owed. If Capricor elects to convert the CIRM Award into a loan, certain requirements of the CIRM Award will no longer be applicable, including the revenue sharing requirements. Capricor has not yet made its decision as to whether it will elect to convert the CIRM Award into a loan. If we elect to do so, Capricor would be required to repay the amounts awarded by CIRM, therefore the Company accounts for this award as a liability rather than income.In 2019, Capricor completed all milestones and close-out activities associated with the CIRM Award and expended all funds received. As of SeptemberÂ 30,Â 2024, Capricorâ€™s liability balance for the CIRM Award was approximately $3.4 million. 38 Table of ContentsOff-Balance Sheet ArrangementsDuring the periods presented, we did not have, nor do we currently have, any off-balance sheet arrangements, as defined in the rules and regulations of the SEC. Critical Accounting Policies and EstimatesOur financial statements are prepared in accordance with generally accepted accounting principles. The preparation of these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and related disclosures. We evaluate our estimates and assumptions on an ongoing basis, including research and development and clinical trial accruals, and stock-based compensation estimates. Our estimates are based on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results could differ from these estimates. We believe the following critical accounting policies reflect the more significant judgments and estimates used in the preparation of our financial statements and accompanying notes.LeasesASC Topic 842, Leases (â€œASC 842â€), requires lessees to recognize most leases on the balance sheet with a corresponding right-to-use (â€œROUâ€) asset. ROU assets represent the Companyâ€™s right to use an underlying asset for the lease term and lease liabilities represent the Companyâ€™s obligation to make lease payments arising from the lease. The assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of fixed lease payments over the lease term. ROU assets are evaluated for impairment using the long-lived assets impairment guidance. â€‹Leases will be classified as financing or operating, which will drive the expense recognition pattern. The Company elects to exclude short-term leases if and when the Company has them. â€‹The Company leases office and laboratory space, all of which are operating leases. Most leases include the option to renew and the exercise of the renewal options is at the Companyâ€™s sole discretion. Options to renew a lease are not included in the Companyâ€™s assessment unless there is reasonable certainty that the Company will renew. In addition, the Companyâ€™s lease agreements generally do not contain any residual value guarantees or restrictive covenants.â€‹The interest rate implicit in lease contracts is typically not readily determinable. As a result, the Company utilizes its incremental borrowing rate, which reflects the fixed rate at which the Company could borrow on a collateralized basis the amount of the lease payments in the same currency, for a similar term, in a similar economic environment.â€‹For real estate leases,Â the Company has elected the practical expedient under ASC 842 to account for the lease and non-lease components together for existing classes of underlying assets and allocates the contract consideration to the lease component only.Â This practical expedient is not elected for manufacturing facilities and equipment embedded in product supply arrangements.â€‹Revenue RecognitionThe Company applies ASU 606, Revenue for Contracts from Customers, which amended revenue recognition principles and provides a single, comprehensive set of criteria for revenue recognition within and across all industries. The Company has not yet achieved commercial sales of its drug candidates to date, however, the new standard is applicable to its distribution agreements. The revenue standard provides a five-step framework for recognizing revenue as control of promised goods or services is transferred to a customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To determine revenue recognition for arrangements that it determines are within the scope of the revenue standard, the Company performs the following five steps: (i) identify the contract; (ii) identify the performance obligations; (iii) determine the transaction price; (iv) allocate the transaction price to the performance 39 Table of Contentsobligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. At contract inception, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation, or whether they are not distinct and are combined with other goods and services until a distinct bundle is identified. The Company then determines the transaction price, which typically includes upfront payments and any variable consideration that the Company determines is probable to not cause a significant reversal in the amount of cumulative revenue recognized when the uncertainty associated with the variable consideration is resolved. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when, or as, each performance obligation is satisfied.The Companyâ€™s distribution agreements may entitle it to additional payments upon the achievement of milestones or shares of product revenue. The milestones are generally categorized into three types: development milestones, regulatory milestones and sales-based milestones. The Company evaluates whether it is probable that the consideration associated with each milestone or shared revenue payments will not be subject to a significant reversal in the cumulative amount of revenue recognized. Amounts that meet this threshold are included in the transaction price using the most likely amount method, whereas amounts that do not meet this threshold are excluded from the transaction price until they meet this threshold. At the end of each subsequent reporting period, the Company re-evaluates the probability of a significant reversal of the cumulative revenue recognized for its milestones and shared revenue payments, and, if necessary, adjusts its estimate of the overall transaction price. Any such adjustments are recorded on a cumulative catch-up basis, which would affect revenues and net income (loss) in the Companyâ€™s condensed consolidated statements of operation and comprehensive loss. Typically, milestone payments and shared revenue payments are achieved after the Companyâ€™s performance obligations associated with the distribution agreements have been completed and after the customer has assumed responsibility for the respective clinical program. Milestones or shared revenue payments achieved after the Companyâ€™s performance obligations have been completed are recognized as revenue in the period the milestone or shared revenue payments was achieved. If a milestone payment is achieved during the performance period, the milestone payment would be recognized as revenue to the extent performance had been completed at that point, and the remaining balance would be recorded as deferred revenue.The revenue standard requires the Company to assess whether a significant financing component exists in determining the transaction price. The Company performs this assessment at the onset of its distribution agreements. Typically, a significant financing component does not exist because the customer is paying for services in advance with an upfront payment. Additionally, future shared revenue payments are not substantially within the control of the Company or the customer.Whenever the Company determines that goods or services promised in a contract should be accounted for as a combined performance obligation over time, the Company determines the period over which the performance obligations will be performed and revenue will be recognized. Revenue is recognized using either the proportional performance method or on a straight-line basis if efforts will be expended evenly over time. Percentage of completion of patient visits in clinical trials are used as the measure of performance. The Company feels this method of measurement to be the best depiction of the transfer of services and recognition of revenue. Significant management judgment is required in determining the level of effort required under an arrangement and the period over which the Company is expected to complete its performance obligations. If the Company determines that the performance obligation is satisfied over time, any upfront payment received is initially recorded as deferred revenue on its condensed consolidated balance sheets.Certain judgments affect the application of the Companyâ€™s revenue recognition policy. For example, the Company records short-term (less than one year) and long-term (over one year) deferred revenue based on its best estimate of when such revenue will be recognized. This estimate is based on the Companyâ€™s current operating plan, and the Company may recognize a different amount of deferred revenue over the next 12-month period if its plan changes in the future.Grant IncomeThe determination as to when income is earned is dependent on the language in each specific grant. Generally, we recognize grant income in the period in which the expense is incurred for those expenses that are deemed reimbursable 40 Table of Contentsunder the terms of the grant. Grant income is due upon submission of reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards.CIRM Grant AwardCapricor accounts for the disbursements under its CIRM Award as long-term liabilities. Capricor recognizes the CIRM grant disbursements as a liability as the principal is disbursed rather than recognizing the full amount of the grant award. After completing the CIRM funded research project and after the award period end date, Capricor has the right to convert the CIRM Award into a loan, the terms of which will be determined based on various factors, including the stage of the research and the stage of development at the time the election is made. In June 2016, CapricorÂ entered into a Loan Election Agreement with CIRM whereby, among other things, CIRM and Capricor agreed that if Capricor elects to convert the grant into a loan, the term of the loan could be up to five years from the date of execution of the applicable loan agreement; provided that the maturity date of the loan will not surpass the ten-year anniversary of the grant date of the CIRM Award. Since Capricor may be required to repay some or all of the amounts awarded by CIRM, the Company accounts for this award as a liability rather than income.Research and Development Expenses and AccrualsR&D expenses consist primarily of salaries and related personnel costs, supplies, clinical trial costs, patient treatment costs, rent for laboratories and manufacturing facilities, consulting fees, costs of personnel and supplies for manufacturing, costs of service providers for preclinical, clinical, manufacturing and commercial activities, and certain legal expenses resulting from intellectual property prosecution, stock compensation expense and other expenses relating to the design, development, testing and enhancement of our product candidates. Except for certain capitalized intangible assets, R&D costs are expensed as incurred.Our cost accruals for clinical trials and other R&D activities are based on estimates of the services received and efforts expended pursuant to contracts with numerous clinical trial centers and contract research organizations (â€œCROsâ€), clinical study sites, laboratories, consultants or other clinical trial vendors that perform activities in connection with a trial. Related contracts vary significantly in length and may be for a fixed amount, a variable amount based on actual costs incurred, capped at a certain limit, or for a combination of fixed, variable and capped amounts. Activity levels are

monitored through close communication with the CROs and other clinical trial vendors, including detailed invoice and task completion review, analysis of expenses against budgeted amounts, analysis of work performed against approved contract budgets and payment schedules, and recognition of any changes in scope of the services to be performed. Certain CRO and significant clinical trial vendors provide an estimate of costs incurred but not invoiced at the end of each quarter for each individual trial. These estimates are reviewed and discussed with the CRO or vendor as necessary, and are included in R&D expenses for the related period. For clinical study sites which are paid periodically on a per-subject basis to the institutions performing the clinical study, we accrue an estimated amount based on subject screening and enrollment in each quarter. All estimates may differ significantly from the actual amount subsequently invoiced, which may occur several months after the related services were performed.In the normal course of business, we contract with third parties to perform various R&D activities in the on-going development of our product candidates. The financial terms of these agreements are subject to negotiation, vary from contract to contract and may result in uneven payment flows. Payments under the contracts depend on factors such as the achievement of certain events, the successful enrollment of patients, and the completion of portions of the clinical trial or similar conditions. The objective of the accrual policy is to match the recording of expenses in the financial statements to the actual services received and efforts expended. As such, expense accruals related to clinical trials and other R&D activities are recognized based on our estimates of the degree of completion of the event or events specified in the applicable contract.No adjustments for material changes in estimates have been recognized in any period presented.41 Table of ContentsStock-Based CompensationOur results include non-cash compensation expense as a result of the issuance of stock, stock options and warrants, as applicable. We have issued stock options to employees, directors and consultants under our five stock option plans: (i) Â the 2006 Stock Option Plan, (ii) Â the 2012 Restated Equity Incentive Plan (which superseded the 2006 Stock Option Plan), (the â€œ2012 Planâ€), (iii) Â the 2012 Non-Employee Director Stock Option Plan (the â€œ2012 Non-Employee Director Planâ€), (iv) Â the 2020 Equity Incentive Plan (the â€œ2020 Planâ€), and (v) the 2021 Equity Incentive Plan (the â€œ2021 Planâ€). At this time, the Company only issues options under the 2020 Plan and the 2021 Plan and no longer issues options under the 2006 Stock Option Plan, the 2012 Plan, or the 2012 Non-Employee Director Plan. We expense the fair value of stock-based compensation over the vesting period. When more precise pricing data is unavailable, we determine the fair value of stock options using the Black-Scholes option-pricing model. This valuation model requires us to make assumptions and judgments about the variables used in the calculation. These variables and assumptions include the weighted-average period of time that the options granted are expected to be outstanding, the volatility of our common stock, and the risk-free interest rate. We account for forfeitures upon occurrence.Stock options or other equity instruments to non-employees (including consultants) issued as consideration for goods or services received by us are accounted for based on the fair value of the equity instruments issued. The fair value of stock options is determined using the Black-Scholes option-pricing model. The Company calculates the fair value for non-qualified options as of the date of grant and expenses over the applicable vesting periods.The terms and vesting schedules for share-based awards vary by type of grant and the employment status of the grantee. Generally, the awards vest based upon time-based conditions. Stock-based compensation expense is included in general and administrative expense or research and development expense, as applicable, in the Statements of Operations and Comprehensive Income (Loss). We expect to record additional non-cash compensation expense in the future, which may be significant.Clinical Trial ExpenseAs part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, CROs and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period.Recently Issued or Newly Adopted Accounting PronouncementsIn October 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SECâ€™s Disclosure Update and Simplification Initiative. This standard was issued in response to the SECâ€™s disclosure update and simplification initiative, which affects a variety of topics within the Accounting Standards Codification. The amendments apply to all reporting entities within the scope of the affected topics unless otherwise indicated. The effective date for each amendment will be the date on which the SECâ€™s 42 Table of Contentsremoval of that related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the impact this guidance will have on its financial statement disclosures.Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC, did not or are not believed by management to have a material impact on the Companyâ€™s present or future consolidated financial statement presentation or disclosures.Item 3.Â Â Quantitative and Qualitative Disclosures About Market Risk.Interest Rate SensitivityOur exposure to market risk for changes in interest rates relates primarily to our marketable securities and cash and cash equivalents. As of SeptemberÂ 30,Â 2024, the fair value of our cash, cash equivalents and marketable securities was approximately $85.0 million. Additionally, as of SeptemberÂ 30,Â 2024, Capricorâ€™s investment portfolio was classified as cash, cash equivalents and marketable securities, which consisted primarily of money market funds which included short-term U.S. treasuries, bank savings and checking accounts.The goal of our investment policy is to place our investments with highly rated credit issuers and limit the amount of credit exposure. We seek to improve the safety and likelihood of preservation of our invested funds by limiting default risk and market risk. Our investments may be exposed to market risk due to fluctuation in interest rates, which may affect our interest income and the fair market value of our investments, if any. We will manage this exposure by performing ongoing evaluations of our investments. Due to the short-term maturities, if any, of our investments to date, their carrying value has always approximated their fair value. Our policy is to mitigate default risk by investing in high credit quality securities, and we currently do not hedge interest rate exposure. Due to our policy of making investments in U.S. treasury securities with primarily short-term maturities, we believe that the fair value of our investment portfolio would not be significantly impacted by a hypothetical 100 basis point increase or decrease in interest rates.Item 4.Â Â Controls and Procedures.We have adopted and maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our reports under the Exchange Act, is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rulesÂ and forms and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow for timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognizes that controls and procedures, no matter how well designed and operated, cannot provide absolute assurance of achieving the desired control objectives.As required by RulesÂ 13a-15(b)Â and 15d-15(b)Â of the Exchange Act, we carried out an evaluation, under the supervision and with the participation of management, including our Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures as of the end of the period covered by this report. Based on the foregoing, our Chief Executive Officer and Chief Financial Officer concluded that, as of the end of the period covered by this report, our disclosure controls and procedures were effective at the reasonable assurance level.Changes in Internal Controls over Financial ReportingThere has been no change in our internal control over financial reporting during the quarter ended SeptemberÂ 30,Â 2024 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.â€‹â€‹43 Table of ContentsPARTÂ II â€” OTHER INFORMATIONItem 1.Â Â Legal Proceedings.We are not involved in any material pending legal proceedings.Item 1A.Â Risk Factors.PartÂ 1,Â Item 1A, â€œRisk Factorsâ€ of our Annual Report on FormÂ 10-K for the year ended December 31, 2023, as filed with the SEC on MarchÂ 11, 2024, describes important risk factors that could cause our business, financial condition, results of operations and prospects to differ significantly from those suggested by forward-looking statements made in this Quarterly Report on FormÂ 10-Q or otherwise presented by us from time to time. There have been no material changes in our risk factors from those previously disclosed in our Annual Report on FormÂ 10-K for the year ended December 31, 2023, as filed with the SEC on MarchÂ 11, 2024.Item 2.Â Â Unregistered Sales of Equity Securities and Use of Proceeds.Not applicable.Item 3.Â Â Defaults Upon Senior Securities.Not applicable.Item 4.Â Â Mine Safety Disclosures.Not applicable.Item 5.Â Â Other Information.None.Item 6.Â Â Exhibits. 3.1â€‹Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on February 9, 2007).â€‹Â Â â€‹â€‹â€‹3.2â€‹Certificate of Amendment of Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on November 26, 2013).â€‹Â Â â€‹â€‹â€‹3.3â€‹Certificate of Amendment of Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on June 4, 2019).â€‹Â Â â€‹â€‹â€‹3.4â€‹Certificate of Amendment of Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on May 15, 2024).â€‹â€‹â€‹â€‹â€‹â€‹3.5â€‹Bylaws of the Company (incorporated by reference to Exhibit 3.2 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on February 9, 2007).â€‹â€‹â€‹â€‹â€‹â€‹3.6â€‹Certificate of Amendment of the Bylaws of the Company (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on August 25, 2020). â€‹â€‹â€‹â€‹â€‹â€‹10.1â€‹Term Sheet for Distribution of Deramiocel (CAP-1002) in Europe, by and between the Company and Nippon Shinyaku Co., Ltd.*+â€‹â€‹â€‹â€‹â€‹â€‹44 Table of Contents10.2â€‹Subscription Agreement, dated September 16, 2024, by and between the Company and Nippon Shinyaku Co., Ltd. (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on September 17, 2024).â€‹â€‹â€‹â€‹â€‹â€‹10.3â€‹Registration Rights Agreement, dated September 16, 2024, by and between the Company and Nippon Shinyaku Co., Ltd. (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on September 17, 2024).â€‹â€‹â€‹â€‹â€‹â€‹10.4â€‹Letter of Intent, dated September 16, 2024, by and between the Company and Nippon Shinyaku Co., Ltd. (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on September 17, 2024).â€‹â€‹â€‹â€‹â€‹â€‹10.5â€‹Underwriting Agreement, dated October 16, 2024, by and among the Company, Piper Sandler & Co. and Oppenheimer & Co. Inc. Â (incorporated by reference to Exhibit 1.1 to the Companyâ€™s Current Report on Form 8-K, filed with the SEC on October 17, 2024).â€‹â€‹â€‹â€‹â€‹â€‹10.6â€‹Seventh Amendment to Facilities Lease, dated as of September 26, 2023, by and between Capricor, Inc. and Cedars-Sinai Medical Center.*â€‹â€‹â€‹â€‹â€‹â€‹31.1â€‹Certification of Principal Executive Officer.*â€‹Â Â â€‹â€‹â€‹31.2â€‹Certification of Principal Financial Officer.*â€‹Â Â â€‹â€‹â€‹32.1â€‹Certification of Principal Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.*â€‹Â Â â€‹â€‹â€‹32.2â€‹Certification of Principal Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.*â€‹Â Â â€‹â€‹â€‹101â€‹The following financial information from Capricor Therapeutics, Inc.â€™s Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2024 formatted in Inline eXtensible Business Reporting Language (iXBRL): (i) Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, (ii) Condensed Consolidated Statements of Operations, (iii) Condensed Consolidated Statement of Changes in Stockholdersâ€™ Equity (Deficit), (iv) Condensed Consolidated Statements of Cash Flows, and (v) Notes to Condensed Consolidated Financial Statements.*â€‹â€‹â€‹â€‹â€‹â€‹104â€‹Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)â€‹*Â Filed herewith.+ Portions of the exhibit have been excluded because it is both not material and is the type of information that the registrant treats as private or confidential. 45 Table of ContentsSIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.Â CAPRICOR THERAPEUTICS,Â INC.Â Â Â Date: November 14, 2024By:/s/ Linda MarbÃ¡n, Ph.D.Â Â Linda MarbÃ¡n, Ph.D.Â Â Chief Executive OfficerÂ Â (Principal Executive Officer)Â Â Â Date: November 14, 2024By:/s/ Anthony J. BergmannÂ Â Anthony J. BergmannÂ Â Chief Financial OfficerÂ Â (Principal Financial and Principal Accounting Officer)â€‹â€‹â€‹46 EX-10.1 2 capr-20240930xex10d1.htm EX-10.1 Exhibit 10.1â€‹*Portions of the exhibit have been excluded because it is both not material and is the type of information that the registrant treats as private or confidential. â€‹TERM SHEET FOR DISTRIBUTION OF DERAMIOCEL (CAP-1002) IN EUROPEâ€‹August 27, 2024â€‹â€‹â€‹ItemsContentsParty/PartiesCapricor Therapeutics, Inc. and Capricor, Inc. (hereinafter collectively â€œCapricorâ€) and Nippon Shinyaku Co., Ltd. (hereinafter â€œNSâ€)ProductCell therapy product using human allogeneic cardiosphere-derived cells, developed by Capricor and known as â€œderamiocelâ€ (CAP-1002), used for the treatment of diseases and symptoms in humans for DMD. Â IndicationDuchenne muscular dystrophy (DMD)TerritoryEuropean RegionEuropean Region means [***].Grant of RightsCapricor shall grant NS an exclusive right to market, promote, sell, commercialize, import and distribute the Products in the Territory including the right to appoint subdistributors with prior written notice to Capricor (with approval to be further outlined in the Definitive Agreement). â€‹If during the term of this Agreement, both Parties concur that any patent rights held by third parties would be infringed by the sale of Product in the Territory pursuant to this Agreement, Capricor shall use best efforts to acquire such rights at its sole responsibility and expense. Â Without any request from NS, Capricor agrees not to market, promote, sell, commercialize, import or distribute the Products in the Territory (including through an appointed distributor); provided Capricor shall have the right (directly and/or through its distributors) to promote, sell, commercialize, import and distribute the Products in the Territory: (a) if NS is unable to do so due to conditions to be set forth in the Agreement such as those conditions set forth in the U.S. agreement, and (b) for indications other than DMD.Agreement TermThe Agreement shall commence on the date of the execution of the Agreement and, on a country-by-country basis in the Territory, continue in full force and effective until:1) The expiration date of the last to expire validated European patents that cover a deramiocel composition, manufacturing process, or DMD therapeutic use*; and2) The expiration date of the regulatory exclusivity periods** for the Indication of the Product in each country of the Territory, whichever comes later, unless earlier terminated pursuant to the terms of the Agreement.*The applicable patents and pending patent applications shall be listed on an exhibit to the Agreement.** Regulatory exclusivity periods mean period of the data protection and market exclusivity designated in the Article 14(11) of Regulation (EC) No 726/2004 or equivalent regulations.The terms for extension of the Agreement Term shall be discussed between the Parties in a negotiation of the Agreement.Clinical StudyAfter the execution of the Agreement, Capricor shall conduct all clinical studies of the Products for the Indication in the Territory if required by applicable regulatory authorities at its responsibility and expense.Regulatory ApprovalIn the Territory, Capricor shall be responsible for the development and the new drug application of the Products and shall make reasonably commercial efforts to obtain the regulatory approval of the Product as the marketing authorization holder. Also, Capricor shall be responsible for maintaining and controlling such regulatory approval.â€‹The timeline of the development and the new drug application of the Products in the Territory shall be agreed in the course of negotiations on the Agreement.Price NegotiationCapricor shall be responsible for applying for the pricing of the Product in the Territory through close consultation with NS. Â Capricor shall advise and shall keep NS informed on the status of the discussions with any governmental authorities on application for the list price and the reimbursement price for the Product in the Territory, including any material discussions with respect thereto and the price proposed by the authorities. The target price of the reimbursement price and the list price of the Product shall be agreed upon by the Parties on a country-by-country basis in the Territory prior to filing for the regulatory approval of the Product, prior to submission of the value dossier to the evaluation agency related to the drug price (including, but not limited to, Health Technology Assessment agencies) or the other timings as designated by NS. If the reimbursement price or the list price of the Product does not reach the respective target price agreed upon by the Parties, the Parties shall revise the terms and conditions of the Agreement in good faith to make performance of the Agreement commercially reasonable to the Parties.PharmacovigilanceCapricor shall be responsible for any safety surveillance related to pharmacovigilance required for the Product in the Territory at its responsibility and expense. The details of the terms related hereto shall be set forth in the Pharmacovigilance Agreement. The global safety database of the Product shall be established at Capricorâ€™s responsibility and expense.Supply of Commercial ProductsCapricor shall manufacture and supply to NS quantities of commercial Products to satisfy NSâ€™s purchase requirements after packaging as the final product at the Transfer Price.Details regarding the supply of commercial Products shall be determined separately in a supply agreement and a quality agreement.Initial Investment NS shall make a payment to Capricor of 15 million U.S. dollars through a purchase of common shares of Capricor Therapeutics, Inc. pursuant to Article 2 of the Letter of Intent. The purchase price of the common shares shall be at a twenty percent (20%) premium over the sixty (60)-day VWAP preceding the execution date of the SPA.Upfront PaymentNS shall make an upfront payment of 20 million U.S. dollars in cash upon the execution of the

Agreement. Such payment shall be consideration for the costs and expenses incurred and to be incurred by Capricor in connection with any and all administrative, clinical, process development, CMC, regulatory and commercial development of the Product for the Territory.â€‹Timing of the payment of the 20 million U.S. dollars above shall be within 30 days from the date of the invoice to be issued by Capricor after the execution of the Agreement.Development MilestonesNS shall pay to Capricor in U.S. dollars the following Development Milestones upon the first achievement of the following particular milestone events with respect to the Products: â€‹Timing of such payments shall be within 30 days from the date of the written notice of the respective event after the execution of the Agreement.â€‹[***]Sales MilestonesCommencing in NSâ€™s fiscal year following achievement of marketing authorization, NS shall pay to Capricor the following Sales Milestones Â when the annual Net Sales of the commercial Products in the Territory (in total, not on a country by country basis) achieves the following amounts for the first time. The definition of the â€œNet Salesâ€ shall be set forth in the Agreement.â€‹[***]Minimum Sales RequirementsNS shall be required to sell a certain minimum number of Commercial Products in the Territory (â€œMinimum Sales Requirementsâ€) during each calendar year of the Agreement commencing with the year in which the Marketing Authorization is approved and ending upon the termination or expiration of the Agreement. The Minimum Sales Requirements shall be set forth in the Agreement.Transfer Price of Commercial ProductsDuring the Agreement Term, NS shall pay to Capricor the amount equivalent to CoG (Cost of Goods) plus a [***]% mark-up for the Products supplied to NS in the Territory as the Transfer Price.Supply Price as Share of RevenuesOn a country-by-country basis in the Territory, NS shall pay to Capricor on a quarterly basis the amount calculated by the following formula in the Territory during the Agreement Term as a share of revenues from sales of the Products. [***]If any biosimilar of the Product is launched in the Territory, the Parties shall consider reducing the Supply Price above to make performance of the Agreement commercially reasonable to the Parties.Withholding TaxNS shall deduct applicable withholding taxes, if any, from the amount paid to Capricor when NS pays the upfront payment, development milestone payments, sales milestone payments and revenue share, if required.Representations and WarrantiesCapricor represents and warrants that Capricor has the right to grant NS the rights specified in the â€œGrant of Rightsâ€ and â€œTrademarkâ€ above in the Territory.Capricor shall indemnify and hold NS and NS Indemnified Parties (to be defined in the Agreement) harmless from and against, and in respect of, any and all Third-Party Claims (to be defined in the Agreement) asserted against or incurred by, and any and all expenses payable by NS or any of NS Indemnified Parties that arises out of or relate to actual or alleged infringement of misappropriation alleged by third parties of patents, copyrights, trademarks, or other intellectual property rights by the using or selling of Product (except to the extent arising from NSâ€™s use or sale of the Product in a manner not approved by Capricor).TrademarksDuring the Agreement Term, the trademarks used for the Products (â€œTrademarksâ€) shall be held by Capricor, and Capricor shall grant to NS the right to use such Trademarks in the Territory to the extent necessary to achieve the purposes of the Agreement without any charge to NS.In the Territory, Capricor shall file an application of, register, maintain and manage the Trademarks at Capricorâ€™s responsibility and expense.Governing LawThe laws of the State of New York, USA.ArbitrationNew York, New York or Los Angeles, CaliforniaRules of Arbitration of the International Chamber of Commerce (â€œICC Rulesâ€) of ICCâ€‹The other details shall be determined in a definitive agreement through mutual negotiation. â€‹The definitive Agreement shall include, but not limited to, provisions for representation of warranty, indemnifications, reporting, forecasting, audit, product liability and confidentiality and also includes any ordinarily and customarily described provisions. EX-10.6 3 capr-20240930xex10d6.htm EX-10.6 Exhibit 10.6â€‹SEVENTH AMENDMENT TO FACILITIES LEASEâ€‹This Seventh Amendment to Facilities Lease (â€œSeventh Amendmentâ€) is effective as of September 26, 2023 and is made by and between CEDARS-SINAI MEDICAL CENTER, a California nonprofit public benefit corporation (â€œLandlordâ€) and CAPRICOR, INC., a Delaware corporation (â€œTenantâ€), with reference to the facts and circumstances set forth below.â€‹A. Â Â Â Landlord and Tenant executed that certain Facilities Lease dated June 1, 2014 (the â€œLeaseâ€), for the Premises described therein. Capitalized words and phrases contained in this Amendment shall have the same meanings ascribed to them in the Lease or in subsequent amendments, as noted.â€‹B. Â Â Â Landlord and Tenant executed a First Amendment to the Lease dated August 1, 2017, a Second Amendment to the Lease dated September 7, 2018; a Third Amendment to the Lease dated March 1, 2019; a Fourth Amendment to the Lease dated August 18, 2020; a Fifth Amendment to the Lease dated September 22, 2021; and, a Sixth Amendment to the Lease dated July 31, 2022.â€‹C. Â Â Pursuant to the Sixth Amendment to the Lease, Tenant was granted an option to extend the Term of the Lease until to and including July 31, 2024 for the Davis Building Premises (defined in that Fourth Amendment to the Lease). Â Tenant exercised this option to extend. â€‹NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant agree to amend the Lease in the following manner:â€‹1. Â Â Â Â TERM. Â Article III of the Lease is hereby modified to include the following:â€‹ (a) Tenant is hereby granted and shall have, if Tenant is not then in default under the Lease, an option to extend the Term of the Lease for the Davis Building Premises for an additional twenty-four (24) month period to and including July 31, 2026 on the same terms, covenants, and conditions contained in this Lease.â€‹2. Â Â RENT.â€‹In the event the option described in Section 1(a) is exercised by Tenant, the following shall apply for such extended Term:â€‹(a) Â Article IV of the Lease will be modified to include the following: â€‹â€œCommencing August 1, 2024 and continuing through the end of the Term of the Lease, the Tenantâ€™s Total Monthly Payment shall be $11,027.70â€.â€‹(b) Â Any and all references to Total Monthly Payment in the Lease shall be Â amended to refer to this amount of $11,027.70 for the extended term. â€‹3. Â Â REAFFIRMATION. Â As modified hereby, the Lease is reaffirmed and ratified by the parties in its entirety. â€‹â€‹IN WITNESS WHEREOF, the parties have executed this Fourth Amendment as of the date set forth above.â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Cedars-Sinai Medical Centerâ€‹Capricor, Inc. /s/ Nicole A. Leonard, JD, MBAâ€‹/s/ AJ BergmannName: Nicole A. Leonard, JD, MBAâ€‹Name: AJ BergmannTitle: Vice President, Researchâ€‹Title: Chief Financial Officerâ€‹ EX-31.1 4 capr-20240930xex31d1.htm EX-31.1 Exhibit 31.1â€‹CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICERâ€‹I, Linda MarbÃ¡n, Ph.D., certify that:â€‹1. I have reviewed this Quarterly Report on FormÂ 10-Q of Capricor Therapeutics,Â Inc.;â€‹2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;â€‹3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;â€‹4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act 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:â€‹a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;â€‹b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;â€‹c) Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andâ€‹d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting.â€‹5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):â€‹a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andâ€‹b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.â€‹Date: NovemberÂ 14, 2024â€‹â€‹/s/ Linda MarbÃ¡n, Ph.D.â€‹Name: Linda MarbÃ¡n, Ph.D.â€‹Title: Chief Executive Officer and Principal Executive Officerâ€‹â€‹ EX-31.2 5 capr-20240930xex31d2.htm EX-31.2 Exhibit 31.2â€‹CERTIFICATION OF PRINCIPAL FINANCIAL OFFICERâ€‹I, Anthony J. Bergmann, certify that:â€‹1. I have reviewed this Quarterly Report on FormÂ 10-Q of Capricor Therapeutics,Â Inc.;â€‹2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;â€‹3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;â€‹4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act 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:â€‹a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;â€‹b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;â€‹c) Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andâ€‹d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting.â€‹5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):â€‹a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andâ€‹b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.â€‹Date: NovemberÂ 14, 2024â€‹â€‹/s/ Anthony J. BergmannÂ Name: Anthony J. BergmannÂ Title: Chief Financial Officer, Principal Financial and Principal Accounting OfficerÂ â€‹ EX-32.1 6 capr-20240930xex32d1.htm EX-32.1 Exhibit 32.1â€‹CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICERPURSUANT TO18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002â€‹Pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, Linda MarbÃ¡n, Ph.D., the Principal Executive Officer of Capricor Therapeutics, Inc. (the â€œCompanyâ€), hereby certifies, to her knowledge, that:â€‹(1) the Quarterly Report on FormÂ 10-Q of the Company for the period ended September 30, 2024 (the â€œReportâ€) fully complies with the requirements of SectionÂ 13(a)Â or SectionÂ 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; andâ€‹(2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company for the period covered by the Report.â€‹Date: NovemberÂ 14, 2024â€‹â€‹/s/ Linda MarbÃ¡n, Ph.D.Â Name: Linda MarbÃ¡n, Ph.D.Â Title: Chief Executive Officer and Principal Executive OfficerÂ â€‹ EX-32.2 7 capr-20240930xex32d2.htm EX-32.2 Exhibit 32.2â€‹CERTIFICATION OF PRINCIPAL FINANCIAL OFFICERPURSUANT TO18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002â€‹Pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, Anthony J. Bergmann, the Principal Financial Officer of Capricor Therapeutics, Inc. (the â€œCompanyâ€), hereby certifies, to his knowledge, that:â€‹(1) the Quarterly Report on FormÂ 10-Q of the Company for the period ended SeptemberÂ 30, 2024 (the â€œReportâ€) fully complies with the requirements of SectionÂ 13(a)Â or SectionÂ 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; andâ€‹(2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company for the period covered by the Report.â€‹Date: NovemberÂ 14, 2024â€‹â€‹/s/ Anthony J. BergmannÂ Name: Anthony J. BergmannÂ Title: Chief Financial Officer, Principal Financial and Principal Accounting OfficerÂ â€‹ EX-101.SCH 8 capr-20240930.xsd EX-101.SCH 99900 - Disclosure - Standard And Custom Axis Domain Defaults link:presentationLink link:calculationLink link:definitionLink 995200100 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 995200200 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS link:presentationLink link:calculationLink link:definitionLink 995200400 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS link:presentationLink link:calculationLink link:definitionLink 99940102 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Property and Equipment (Details) link:presentationLink link:calculationLink link:definitionLink 40701 - Disclosure - COMMITMENTS AND CONTINGENCIES - Future Minimum Rental Payment (Details) link:presentationLink link:calculationLink link:definitionLink 40701 - Disclosure - COMMITMENTS AND CONTINGENCIES - Future Minimum Rental Payments (Calc2) (Details) link:presentationLink link:calculationLink link:definitionLink 40701 - Disclosure - COMMITMENTS AND CONTINGENCIES - Future Minimum Rental Payments (Calc3) (Details) link:presentationLink link:calculationLink link:definitionLink 995200300 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY link:presentationLink link:calculationLink link:definitionLink 99930303 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS (Tables) link:presentationLink link:calculationLink link:definitionLink 99940101 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 99940103 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Fair value measurements by Levels (Details) link:presentationLink link:calculationLink link:definitionLink 99940201 - Disclosure - STOCKHOLDER'S EQUITY (Details) link:presentationLink link:calculationLink link:definitionLink 99940302 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Outstanding Warrants (Details) link:presentationLink link:calculationLink link:definitionLink 99940303 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 99940304 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Assumptions (Details) link:presentationLink link:calculationLink link:definitionLink 99940305 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Stock-based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 99940306 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 99940401 - Disclosure - CONCENTRATIONS (Details) link:presentationLink link:calculationLink link:definitionLink 99940501 - Disclosure - GOVERNMENT GRANT AWARDS (Details) link:presentationLink link:calculationLink link:definitionLink 99940601 - Disclosure - COMMITMENTS AND CONTINGENCIES - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 99940701 - Disclosure - LICENSE AND DISTRIBUTION AGREEMENTS (Details) link:presentationLink link:calculationLink link:definitionLink 40701 - Disclosure - LICENSE AND DISTRIBUTION AGREEMENTS Default (Details) link:presentationLink link:calculationLink link:definitionLink 99940801 - Disclosure - RELATED PARTY TRANSACTIONS (Details) link:presentationLink link:calculationLink link:definitionLink 99940901 - Disclosure - SUBSEQUENT EVENTS (Details) link:presentationLink link:calculationLink link:definitionLink 995200090 - Document - Document and Entity Information link:presentationLink link:calculationLink link:definitionLink 995200105 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 995210101 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES link:presentationLink link:calculationLink link:definitionLink 995210201 - Disclosure - STOCKHOLDER'S EQUITY link:presentationLink link:calculationLink link:definitionLink 995210301 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS link:presentationLink link:calculationLink link:definitionLink 995210401 - Disclosure - CONCENTRATIONS link:presentationLink link:calculationLink link:definitionLink 995210501 - Disclosure - GOVERNMENT GRANT AWARDS link:presentationLink link:calculationLink link:definitionLink 995210601 - Disclosure - COMMITMENTS AND CONTINGENCIES link:presentationLink link:calculationLink link:definitionLink 995210701 - Disclosure - LICENSE AND DISTRIBUTION AGREEMENTS link:presentationLink link:calculationLink link:definitionLink 995210801 - Disclosure - RELATED PARTY TRANSACTIONS link:presentationLink link:calculationLink link:definitionLink 995210901 - Disclosure - SUBSEQUENT EVENTS link:presentationLink link:calculationLink link:definitionLink 99920102 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) link:presentationLink link:calculationLink link:definitionLink 99930103 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Tables) link:presentationLink link:calculationLink link:definitionLink 99930603 - Disclosure - COMMITMENTS AND CONTINGENCIES (Tables) link:presentationLink link:calculationLink link:definitionLink 99940301 - Disclosure - STOCK AWARDS, WARRANTS AND

OPTIONS - Warrants (Details) link:presentationLink link:calculationLink link:definitionLink 99940602 - Disclosure - COMMITMENTS AND CONTINGENCIES - Future Minimum Rental Payments (Details) link:presentationLink link:calculationLink link:definitionLink 99940603 - Disclosure - COMMITMENTS AND CONTINGENCIES - Lease Costs (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 9 capr-20240930_cal.xml EX-101.CAL EX-101.DEF 10 capr-20240930_def.xml EX-101.DEF EX-101.LAB 11 capr-20240930_lab.xml EX-101.LAB Document and Entity Information Document Type Document Quarterly Report Document Period End Date Document Transition Report Entity File Number Entity Registrant Name Entity Incorporation, State or Country Code Entity Tax Identification Number Entity Address, Address Line One Entity Address, City or Town Entity Address, State or Province Entity Address, Postal Zip Code City Area Code Local Phone Number Title of 12(b) Security Trading Symbol Security Exchange Name Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Entity Shell Company Entity Common Stock, Shares Outstanding Entity Central Index Key Current Fiscal Year End Date Document Fiscal Year Focus Document Fiscal Period Focus Amendment Flag CONDENSED CONSOLIDATED BALANCE SHEETS Assets [Abstract] ASSETS Assets, Current [Abstract] CURRENT ASSETS Cash and Cash Equivalents, at Carrying Value Cash and cash equivalents Marketable Securities, Current Marketable securities Grants Receivable, Current Receivables Prepaid Expense and Other Assets, Current Prepaid expenses and other current assets Assets, Current TOTAL CURRENT ASSETS Property, Plant and Equipment, Net Property and equipment, net PROPERTY AND EQUIPMENT, net Other Assets [Abstract] OTHER ASSETS Operating Lease, Right-of-Use Asset Operating lease, ROU asset Lease right-of-use assets, net Other Assets Other assets Assets TOTAL ASSETS Liabilities and Equity [Abstract] LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities, Current [Abstract] CURRENT LIABILITIES Accounts Payable and Accrued Liabilities, Current Accounts payable and accrued expenses Operating Lease, Liability, Current Lease liabilities, current Current portion of lease liabilities Contract with Customer, Liability, Current Deferred revenue, current Liabilities, Current TOTAL CURRENT LIABILITIES Liabilities, Noncurrent [Abstract] LONG-TERM LIABILITIES Other Long-term Debt, Noncurrent CIRM liability Operating Lease, Liability, Noncurrent Lease liabilities, net of current Lease liabilities, net of current Liabilities, Noncurrent TOTAL LONG-TERM LIABILITIES Liabilities TOTAL LIABILITIES Commitments and Contingencies. COMMITMENTS AND CONTINGENCIES (NOTE 6) Stockholders' Equity Attributable to Parent [Abstract] STOCKHOLDERS' EQUITY Preferred Stock, Value, Issued Preferred stock, $0.001 par value, 5,000,000 shares authorized, none issued and outstanding Common Stock, Value, Issued Common stock, $0.001 par value, 100,000,000 and 50,000,000 shares authorized, 40,332,392 and 31,148,320 shares issued and outstanding, respectively Additional Paid in Capital, Common Stock Additional paid-in capital Accumulated Other Comprehensive Income (Loss), Net of Tax Accumulated other comprehensive income Retained Earnings (Accumulated Deficit) Accumulated deficit Stockholders' Equity Attributable to Parent Balance Balance TOTAL STOCKHOLDERS' EQUITY Liabilities and Equity TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY Preferred Stock, Par or Stated Value Per Share Preferred stock, par value (in dollars per share) Preferred Stock, Shares Authorized Preferred stock, shares authorized Preferred Stock, Shares Issued Preferred stock, shares issued Preferred Stock, Shares Outstanding Preferred stock, shares outstanding Common Stock, Par or Stated Value Per Share Common Stock, par value (in dollars per share) Common Stock, Shares Authorized Common stock, shares authorized Common Stock, Shares, Issued Common stock, shares issued Common Stock, Shares, Outstanding Common stock, shares outstanding CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS Revenues [Abstract] REVENUE Revenue from Contract with Customer, Including Assessed Tax Revenue Revenues TOTAL REVENUE Operating Expenses [Abstract] OPERATING EXPENSES Research and Development Expense Research and development General and Administrative Expense General and administrative Operating Expenses TOTAL OPERATING EXPENSES Operating Income (Loss) LOSS FROM OPERATIONS Nonoperating Income (Expense) [Abstract] OTHER INCOME (EXPENSE) Investment Income, Interest and Dividend Investment income Gain (Loss) on Disposition of Property Plant Equipment, Excluding Oil and Gas Property and Timber Property Loss on disposal of fixed assets Loss on disposal of fixed assets Nonoperating Income (Expense) TOTAL OTHER INCOME (EXPENSE) NET LOSS Net loss Other Comprehensive Income (Loss), Net of Tax [Abstract] OTHER COMPREHENSIVE INCOME (LOSS) Other Comprehensive Income (Loss), Unrealized Holding Gain (Loss) on Securities Arising During Period, Net of Tax Net unrealized gain (loss) on marketable securities Unrealized gain (loss) on marketable securities Comprehensive Income (Loss), Net of Tax, Attributable to Parent Comprehensive loss COMPREHENSIVE LOSS Earnings Per Share, Basic Net loss per share, basic (in dollars per share) Earnings Per Share, Diluted Net loss per share, diluted (in dollars per share) Weighted Average Number of Shares Outstanding, Basic Weighted average number of shares, basic (in shares) Weighted Average Number of Shares Outstanding, Diluted Weighted average number of shares, diluted (in shares) CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY Statement [Table] Equity Components [Axis] Equity Component [Domain] COMMON STOCK [Member] COMMON STOCK ADDITIONAL PAID-IN CAPITAL [Member] ADDITIONAL PAID-IN CAPITAL OTHER COMPREHENSIVE INCOME [Member] OTHER COMPREHENSIVE INCOME ACCUMULATED DEFICIT [Member] ACCUMULATED DEFICIT Statement [Line Items] Statement Shares, Outstanding Balance (in shares) Balance (in shares) Stock Issued During Period, Value, New Issues Stock issued aggregate value Issuance of common stock, net of fees Stock Issued During Period, Shares, New Issues Number of common stock shares issued Issuance of common stock, net of fees (in shares) Value of stock issued as a result of the exercise of warrants. Stock Issued During Period, Value, Warrants Exercised Exercise of common warrants Number of warrants exercised during the current period. Stock Issued During Period, Shares, Warrants Exercised Exercise of common warrants (in shares) Stock Issued During Period, Value, Share-based Compensation, Net of Forfeitures Stock-based compensation Stock Issued During Period, Value, Stock Options Exercised Stock options exercised Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercises in Period Exercised Stock options exercised (in shares) CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS Net Cash Provided by (Used in) Operating Activities [Abstract] Cash flows from operating activities: Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Net loss Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Adjustments to reconcile net loss to net cash used in operating activities: Depreciation, Depletion and Amortization Depreciation and amortization Share-based Compensation Stock-based compensation The expense charged against earnings related to noncash lease , which is added back to net income when calculating cash provided by (used in) operations using the indirect method. Noncash Lease Expenses Changes in lease liabilities Increase (Decrease) in Operating Capital [Abstract] Changes in operating assets and liabilities: The increase (decrease) during the reporting period in grants receivable (or one business cycle). Increase Decrease from Grants Receivable Receivables Increase (Decrease) in Prepaid Expense and Other Assets Prepaid expenses and other current assets Increase (Decrease) in Other Operating Assets Other assets Increase (Decrease) in Other Accounts Payable and Accrued Liabilities Accounts payable and accrued expenses Increase (Decrease) in Contract with Customer, Liability Deferred revenue Milestone payment received Net Cash Provided by (Used in) Operating Activities Net cash used in operating activities Net Cash Provided by (Used in) Investing Activities [Abstract] Cash flows from investing activities: Payments to Acquire Marketable Securities Purchase of marketable securities Proceeds from Sale and Maturity of Marketable Securities Proceeds from sales and maturities of marketable securities Payments to Acquire Property, Plant, and Equipment Purchases of property and equipment The cash outflow for acquisition of leasehold improvements during the period. Payments to Acquire Leasehold Improvements Payments for leasehold improvements Net Cash Provided by (Used in) Investing Activities Net cash provided by investing activities Net Cash Provided by (Used in) Financing Activities [Abstract] Cash flows from financing activities: Proceeds from Issuance of Common Stock Net proceeds from sale of common stock Gross proceeds from sale of common stock Proceeds from Stock Options Exercised Proceeds from exercise of stock awards Net Cash Provided by (Used in) Financing Activities Net cash provided by financing activities Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect Net increase (decrease) in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents Cash and cash equivalents balance at end of period Cash and cash equivalents balance at beginning of period ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Significant Accounting Policies [Text Block] ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES STOCKHOLDER'S EQUITY Stockholders' Equity Note Disclosure [Text Block] STOCKHOLDER'S EQUITY STOCK AWARDS, WARRANTS AND OPTIONS Disclosure of Compensation Related Costs, Share-based Payments [Text Block] STOCK AWARDS, WARRANTS AND OPTIONS CONCENTRATIONS Concentration Risk Disclosure [Text Block] CONCENTRATIONS GOVERNMENT GRANT AWARDS The entire disclosure about government grant awards. Government Grant Awards Disclosure [Text Block] GOVERNMENT GRANT AWARDS COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block] COMMITMENTS AND CONTINGENCIES LICENSE AND DISTRIBUTION AGREEMENTS The entire disclosure relating to licensing agreements entered into for acquiring intellectual property rights, for the grant of an exclusive, world-wide, royalty-bearing license to develop and commercialize licensed products under the licensed patent rights in all fields and a nonexclusive right to the know-how, Collaboration Agreement and Exclusive License Option, and funding and equipment necessary for conducting clinical trial. License Agreements [Text Block] LICENSE AND DISTRIBUTION AGREEMENTS RELATED PARTY TRANSACTIONS Related Party Transactions Disclosure [Text Block] RELATED PARTY TRANSACTIONS SUBSEQUENT EVENTS Subsequent Events [Text Block] SUBSEQUENT EVENTS Business Description and Accounting Policies [Text Block] Description of Business Basis of Accounting, Policy [Policy Text Block] Basis of Presentation Consolidation, Policy [Policy Text Block] Basis of Consolidation Reclassification, Comparability Adjustment [Policy Text Block] Reclassification Disclosure of accounting policy for liquidity position during the period. Liquidity [Policy Text Block] Liquidity and Capital Resources Disclosure of accounting policy as it relates to unusual or infrequent items related to the Covid-19 pandemic. Unusual Or Infrequent Items Or Both Covid 19 Policy Policy Text Block Business Uncertainty Related to the Coronavirus Use of Estimates, Policy [Policy Text Block] Use of Estimates Cash and Cash Equivalents, Policy [Policy Text Block] Cash and Cash Equivalents Marketable Securities, Policy [Policy Text Block] Marketable Securities Property, Plant and Equipment, Policy [Policy Text Block] Property and Equipment Lessee, Leases [Policy Text Block] Leases Revenue Recognition, Policy [Policy Text Block] Revenue Recognition Research and Development Expense, Policy [Policy Text Block] Research and Development Comprehensive Income, Policy [Policy Text Block] Comprehensive Income (Loss) Disclosure of accounting policy for clinical trail expense. Clinical Trial Expense, Policy [Policy Text Block] Clinical Trial Expense Compensation Related Costs, Policy [Policy Text Block] Stock-Based Compensation Earnings Per Share, Policy [Policy Text Block] Basic and Diluted Loss per Share Fair Value Measurement, Policy [Policy Text Block] Fair Value Measurements New Accounting Pronouncements, Policy [Policy Text Block] Recent Accounting Pronouncements Property, Plant and Equipment [Table Text Block] Schedule of property, plant and equipment Fair Value Measurements, Recurring and Nonrecurring [Table Text Block] Schedule of fair value measurements Text Block [Abstract] Option Indexed to Issuer's Equity [Axis] Option Indexed to Issuer's Equity, Type [Domain] Class of Warrant or Right [Axis] Class of Warrant or Right [Domain] Warrant [Member] Warrant Tabular disclosure of all warrant activity during the period. Schedule Of Warrant Activity [Table Text Block] Schedule of warrant activity Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block] Schedule of outstanding warrants Schedule of Share-based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Schedule of fair value of option using Black-Scholes option Tabular disclosure of the allocation of equity-based compensation costs to a given line item on the balance sheet and income statement for the period. This may include the reporting line for the costs and the amount capitalized and expensed. Schedule Of Employee And Nonemployee Service Share-Based Compensation Allocation Of Recognized Period Costs Table Text Block Schedule of employee and non-employee stock based compensation expense Share-based Compensation, Stock Options, Activity [Table Text Block] Schedule of employee and non-employee stock option Schedule of Future Minimum Rental Payments for Operating Leases [Table Text Block] Schedule of Future Minimum Rental Payments Lease, Cost [Table Text Block] Schedule of operating lease cost Accounting Policies [Table] Range [Axis] Range [Domain] Maximum Maximum Type of Arrangement and Non-arrangement Transactions [Axis] Arrangements and Non-arrangement Transactions [Domain] Represents information pertaining to Commercialization and Distribution Agreement with Nippon Shinyaku, Co., Ltd., Japan. Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, Japan Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, Japan Counterparty Name [Axis] Counterparty Name [Domain] Represents the member information pertaining to Nippon Shinyaku Co., Ltd. ("Nippon Shinyaku"). Nippon Shinyaku Co., Ltd. [Member] Nippon Shinyaku Sale of Stock [Axis] Sale of Stock [Domain] Private Placement [Member] Private placement Represents the information pertaining to At the Market (ATM) program. June 2021 ATM Program Subsequent Event Type [Axis] Subsequent Event Type [Domain] Subsequent event SUBSEQUENT EVENTS Subsequent event Accounting Policies [Line Items] ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Cash, Cash Equivalents, and Short-term Investments Cash, cash equivalents, and marketable securities The maximum value of share authorized. Common Stock, Shares Authorized, Value Maximum aggregate offering price Shares Issued, Price Per Share Public offering price Share Price Average price (in dollars per share) The amount of revenue recognized under Employee Retention Credit, CARES Act. Employee Retention Credit, CARES Act, Revenue Revenue recognized under "ERC" The amount of receivables under Employee Retention Credit, CARES Act. Employee Retention Credit, CARES Act, Receivable Receivables under "ERC" Amount of revenue and income classified as grant income. Grant Income Grant income Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Antidilutive securities Property, Plant and Equipment, Type [Axis] Property, Plant and Equipment, Type [Domain] Furniture and fixtures [Member] Furniture and fixtures Laboratory equipment [Member] Laboratory equipment Leasehold improvements [Member] Leasehold improvements Minimum Minimum Property, Plant and Equipment, Useful Life Estimated useful lives (in years) Depreciation Property, Plant and Equipment, Gross Property and equipment, gross Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Less accumulated depreciation Fair Value Measurements, Recurring and Nonrecurring [Table] Fair Value, Hierarchy [Axis] Fair Value Hierarchy [Domain] Level 1 Measurement Frequency [Axis] Measurement Frequency [Domain] Recurring Measurement Basis [Axis] Portion at Fair Value Measurement [Member] Estimate of Fair Value Measurement [Member] Fair Value Measurement Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Assets, Fair Value Disclosure Marketable Securities Schedule of Stock by Class [Table] Represents the information pertaining to Registered direct offering. Registered Direct Offering Class of Stock [Line Items] STOCKHOLDER'S EQUITY Percentage of commission on sale price per common shares sold to be paid by the entity. Commission Rate On Sale Price Per Share Commission rate on sale price per share payable to Wainwright on sale of common stock Percentage premium on volume weighted average price taken for computation of issue price per share. Shares Issued, Price Per Share, Premium To Volume Weighted Average Price, Percentage Percentage of premium on weighted average price Threshold number of specified days of volume weighted average price used in the computation of issue price of stock sold. Stock Issued, Threshold Number Of Days, Volume Weighted Average Price Weighted average number of days Payments of Stock Issuance Costs Issuance costs Class of Warrant or Right, Number of Securities Called by Each Warrant or Right Warrant to purchase Class of Warrant or Right, Exercise Price of Warrants or Rights Exercise Price per Share Warrants and Rights Outstanding, Term Effective warrant terms Class of Warrant or Right, Outstanding Warrants Outstanding at Ending Warrants Outstanding at Beginning Warrants Outstanding Number of warrants or rights Exercised during the period. Class Of Warrant Or Right Exercised Warrants Exercised Weighted average exercise price per share or per unit of warrants or rights outstanding. Class Of Warrant Or Right Weighted Average Exercise Price Weighted Average Exercise Price Outstanding at Ending Weighted Average Exercise Price Outstanding at Beginning Exercise price per share or per unit of warrants or rights exercised. Class Of Warrant Or Right Exercised Weighted Average Exercise Price Weighted Average Exercise Price Exercised Class of Warrant or Right [Table] Represents the information pertaining to common stock warrants. Common Warrants Represents the information pertaining to common stock warrants with expiration on December 2024 one. Common Warrants with Expiration on December 19th, 2024 Represents the information pertaining to common stock warrants with expiration on December 2025 two. Common Stock Warrants With Expiration On December 2025 Two Common Stock Warrants With Expiration On March 27th, 2025 Represents the information pertaining to common stock warrants with expiration on December 2030 two. Common Stock Warrants With Expiration On December 2030 Two Common Stock Warrants With Expiration On October 3rd, 2030 Class of Warrant or Right [Line Items] STOCK AWARDS, WARRANTS AND OPTIONS Class of Warrant or Right, Date from which Warrants or Rights Exercisable Grant Date Share-based Compensation Arrangement by Share-based Payment Award, Expiration Date Expiration Date Disclosure Stockholders Equity, stock Options And Warrants Additional Information [Table] Option Indexed to Issuer's Equity, Type [Axis] Plan Name [Axis] Plan Name [Domain] n/a Stock Option Plan 2020 [Member] Stock Option Plan 2020 n/a Stock Option Plan 2021 Disclosure Stockholders Equity, stock Options And Warrants Additional Information [Line Items] STOCK AWARDS, WARRANTS AND OPTIONS Number of share based compensation plans . Share Based Compensation, Number of Plans Number of plans Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Authorized Number of shares authorized for issuance Share-based Compensation Arrangement by Share-based Payment Award, Number of Additional Shares Authorized Number of additional shares authorized The percentage of annual increase for each year to authorized shares under any stock compensation plan. Share-Based Compensation Arrangement By Share-Based Payment Award Percentage Of Annual Increase In Number Of Shares Authorized Percentage of outstanding shares Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant Number of shares available for issuance The minimum limit of aggregate fair market value

will be treated as non-statutory stock options. Minimum Limit Of Fair Market Value To Be Treated As Non Statutory Stock Minimum limit of fair market value to be treated as non-statutory stock Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period Vesting period Share-based Compensation Arrangement by Share-based Payment Award, Expiration Period Terms of stock option plans Share-based Compensation Arrangement by Share-based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Estimated weighted fair value of option granted (in per share) Employee Service Share-based Compensation, Nonvested Awards, Compensation Not yet Recognized, Stock Options Total unrecognized fair value compensation cost Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Weighted average period Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Intrinsic Value Exercisable at September 30, 2024 Aggregate intrinsic value of exercisable Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Intrinsic Value Aggregate intrinsic value of stock options outstanding Outstanding at September 30, 2024 Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] STOCK AWARDS, WARRANTS AND OPTIONS Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Expected volatility, Minimum Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum Expected volatility, Maximum Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Term Expected term Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Dividend Rate Dividend yield Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Minimum Risk-free interest rates, Minimum Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum Risk-free interest rates, Maximum Schedule of Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Table] Income Statement Location [Axis] Income Statement Location [Domain] General and administrative Research and development Share-based Compensation Arrangement by Share-based Payment Award, Compensation Cost [Line Items] STOCK AWARDS, WARRANTS AND OPTIONS Allocated Share-based Compensation Expense Stock-based compensation cost Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding [Roll Forward] Number of Options Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Number Outstanding at September 30, 2024 Outstanding at December 31, 2023 Share-based Compensation Arrangement by Share-based Payment Award, Options, Grants in Period, Gross Granted Granted option Share-based Compensation Arrangement by Share-based Payment Award, Options, Expirations in Period Expired/Cancelled Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Number Exercisable at September 30, 2024 Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Weighted Average Exercise Price Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Exercise Price Outstanding at September 30, 2024 Outstanding at December 31, 2023 Share-based Compensation Arrangements by Share-based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Granted Share-based Compensation Arrangements by Share-based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Exercised Share-based Compensation Arrangements by Share-based Payment Award, Options, Expirations in Period, Weighted Average Exercise Price Expired/Cancelled Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Exercise Price Exercisable at September 30, 2024 Share-based Compensation Arrangement by Share-based Payment Award, Options, Aggregate Intrinsic Value [Abstract] Share Based Compensation Arrangement By Share Based Payment Award Options Aggregate Intrinsic Value [Abstract] Aggregate Intrinsic Value Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercises in Period, Intrinsic Value Exercised Concentration Risk [Table] Concentration Risk [Line Items] CONCENTRATIONS Number of financial institutions Number of Financial Institutions Number of financial institutions Cash, FDIC Insured Amount Cash, FDIC insured amount Cash, Uninsured Amount Cash, uninsured deposits Related Party [Axis] Related Party [Domain] California Institute for Regenerative Medicine California Institute for Regenerative Medicine Amount of grant liability. Grant Award Liability Grant award liability The minimum amount of contribution to be made. Minimum Expected Contribution Minimum expected contribution Number of times on total award amount which is the maximum amount of royalty to be payable on commercial revenue. Number of Times on Total Award Amount, Maximum Royalty on Commercial revenue To be Payable Number of times, maximum royalty to be paid on total amount of award Term of award. Term of Award Term of award Debt Instrument, Term Debt term Derivative, Variable Interest Rate Interest rate Debt Instrument, Variable Interest Rate, Type [Extensible Enumeration] Commitments and Contingencies Disclosure [Table] Name of Property [Axis] Name of Property [Domain] Represents the information pertaining to corporate offices under operating lease. Corporate Offices Lease [Member] Short-term offices lease Represents the information pertaining to long term operating leases. Long Term Operating Leases [Member] Long Term Operating Leases Represents information pertaining to facilities lease. Facilities Lease Facilities Lease Represents the information pertaining to Property Located at 10865 Road to Cure in Diego. Property Located at 10865 Road to Cure in Diego Property Located at 10865 Road to Cure in Diego Represents the information pertaining to leases vivarium space. Vivarium Space Lease [Member] Vivarium Space Lease License and service agreement with Azzur. License and Services Agreement License and Services Agreement NA Commitments and Contingencies Disclosure [Line Items] COMMITMENTS AND CONTINGENCIES Lessor, Operating Lease, Term of Contract Lease term Net Rentable Area Area under lease Lessee, Operating Lease, Renewal Term Lease renewal term The amount of base lease rent per month under the operating lease. Lessee Operating Lease, Base Lease Rent Per Month Base rent per month License fee per month. License fee These lines are represents that notice period. Written Notice Period Notice period Operating Leases, Rent Expense, Net Operating lease costs Short-Term Lease Payments Short-term operating lease payments Percentage of increase in annual lease rent in an operating lease. Operating Lease Percentage of Increase in Annual Lease Rent Operating lease percentage Operating Lease, Liability Operating lease, ROU liability Total operating lease liabilities Total operating lease liabilities Operating Lease, Payments Operating lease payments Lease payments Maximum number of months of base salaries used for severance packages for specific full-time employees. Severance Package To Be Paid For Period Of Base Salary Number of months of base salary Restructuring Reserve Restructuring reserve The percent of escalation of monthly base rent of lessee's operating lease. Lessee, Operating Lease, Monthly Rent Escalation, Percent Monthly rent escalation, percentage The percent of escalation of annual base rent of lessee's operating lease. Lessee, Operating Lease, Annual Rent Escalation, Percent Annual rent escalation, percentage Operating Leases, Future Minimum Payments, Remainder of Fiscal Year 2024 (remainder) Lessee, Operating Lease, Liability, to be Paid, Year One 2025 Lessee, Operating Lease, Liability, to be Paid, Year Two 2026 Operating Leases, Future Minimum Payments Due Total minimum lease payments Lessee, Operating Lease, Liability, Undiscounted Excess Amount Less: imputed interest Operating Lease, Liability [Abstract] Included in the condensed consolidated balance sheet: Operating Lease, Weighted Average Remaining Lease Term Weighted average remaining lease term Operating Lease, Weighted Average Discount Rate, Percent Weighted average discount rate Operating Lease, Cost Lease costs LICENSE AGREEMENTS [Table] Scenario [Axis] Scenario, Unspecified [Domain] Until the date of expiration of the last to expire patent within the parent rights. Patent rights Patent rights Non-payment of royalties. Non Payment of Royalties Non Payment of Royalties Information pertaining to failure to undertake commercially reasonable efforts to exploit the patent rights or future patent rights CSMC Agreement Compliance CSMC Agreement Compliance Material breach has not been cured. Material Breach Has Not Been Cured Material Breach Has Not Been Cured Fails to cure that breach after notice from CSMC. Fails To Cure Breach after Notice From CSMC Fails To Cure Breach after Notice From CSMC Milestone Payments in Phases [Axis] Milestone Payments in Phases [Domain] Represents information pertaining to completion of phase two. Completion Of Phase Two Due Completion Of Phase Two Due Related Party Transaction [Axis] Related Party Transaction [Domain] Represents information pertaining to Rome license agreement. Rome License Agreement Rome License Agreement JHU License Agreement JHU License Agreement No definition available. CSMC License Agreement CSMC License Agreement Exosomes License Agreement Exosomes License Agreement CSMC [Member] CSMC Represents information pertaining to Commercialization and Distribution Agreement with Nippon Shinyaku, Co., Ltd., United States. Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Represents information pertaining to binding term sheet with Nippon Shinyaku, Co., Ltd., Europe. Binding Term Sheet With Nippon Shinyaku Co Limited Europe [Member] Binding Term Sheet With Nippon Shinyaku Co Limited Europe Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] NA LICENSE AGREEMENTS [Line Items] LICENSE AGREEMENTS The amount paid for royalties on an annual basis. Annual Payments For Royalties Minimum annual royalty payments Amount of milestone payments payable under the JHU License Agreement. Potential Milestone Payments Potential milestone payments Percentage of share of product revenue. Share Of Product Revenue, Percentage Share of product revenue (in percent) Amount of milestone payments during the period. Milestone Payments Milestones paid Milestone payments to be made upon successful completion of certain phases as per License agreement. Milestone Payments To Be Made Upon Successful Completion Of Certain Phases Milestone payments to be made upon completion of certain phases Period for which agreement will be effective. Period of Agreement Will be in Effective Agreement effective period Threshold period to cure breach. Threshold Period to Cure Breach Threshold period to cure breach Represents the agreement termination period. Agreement Termination Period Agreement termination period Upfront Payment made during the period Upfront Payment Upfront payment Contract with Customer, Liability Deferred revenue liability Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Revenue, remaining performance obligation, expected timing of satisfaction, period Revenue, Remaining Performance Obligation, Percentage Amount of potential additional development and sales based milestone payments payable. Potential Additional Development And Sales Based Milestone Payments Potential additional development and sales-based milestone payments Schedule of Related Party Transactions, by Related Party [Table] Board of Directors Chairman [Member] Board of Directors Chairman This member represent Michael Kelliher. Michael Kelliher [Member] Michael Kelliher Investor [Member] Information pertaining to agreements for consulting and advisory services. Consulting Agreement [Member] Consulting Agreement Consulting Agreement with Frank Litvack Consulting Agreement with Frank Litvack Related Party Transaction [Line Items] RELATED PARTY TRANSACTIONS Monthly consulting fees as per consulting agreement entered into with related party. Monthly Consulting Fees to Related Party Monthly consulting fees Terminable notice period. Terminable Notice Period Notice period for termination of agreement Due to Related Parties, Current Accounts payable and accrued expenses, related party The percentage of common stock of the reporting entity owned by a third-party. Entity Common Stock, Ownership Percentage Subsequent Event [Table] Subsequent Event [Line Items] SUBSEQUENT EVENTS Investment Banking, Advisory, Brokerage, and Underwriting Fees and Commissions Amount paid to underwriters EX-101.PRE 12 capr-20240930_pre.xml EX-101.PRE XML 14 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Document and Entity Information - shares 9 Months Ended Sep. 30, 2024 Nov. 13, 2024 Document and Entity Information Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Sep. 30, 2024 Â Document Transition Report false Â Entity File Number 001-34058 Â Entity Registrant Name CAPRICOR THERAPEUTICS,Â INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 88-0363465 Â Entity Address, Address Line One 10865 Road to the Cure, Suite 150 Â Entity Address, City or Town San Diego Â Entity Address, State or Province CA Â Entity Address, Postal Zip Code 92121 Â City Area Code 858 Â Local Phone Number 727-1755 Â Title of 12(b) Security Common Stock, par value $0.001 per share Â Trading Symbol CAPR Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 45,469,908 Entity Central Index Key 0001133869 Â Current Fiscal Year End Date --12-31 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Amendment Flag false Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the

following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 15 R2.htm IDEA: XBRL DOCUMENT v3.24.3 CONDENSED CONSOLIDATED BALANCE SHEETS - USD ($) Sep. 30, 2024 Dec. 31, 2023 CURRENT ASSETS Â Â Cash and cash equivalents $ 68,377,402 $ 14,694,857 Marketable securities 16,651,222 24,792,846 Receivables 409,682 10,371,993 Prepaid expenses and other current assets 385,065 995,776 TOTAL CURRENT ASSETS 85,823,371 50,855,472 PROPERTY AND EQUIPMENT, net 5,315,385 5,560,641 OTHER ASSETS Â Â Lease right-of-use assets, net 1,493,611 2,050,042 Other assets 319,246 268,172 TOTAL ASSETS 92,951,613 58,734,327 CURRENT LIABILITIES Â Â Accounts payable and accrued expenses 6,531,363 6,250,241 Lease liabilities, current 813,634 749,112 Deferred revenue, current 13,130,509 24,270,465 TOTAL CURRENT LIABILITIES 20,475,506 31,269,818 LONG-TERM LIABILITIES Â Â CIRM liability 3,376,259 3,376,259 Lease liabilities, net of current 834,889 1,486,783 TOTAL LONG-TERM LIABILITIES 4,211,148 4,863,042 TOTAL LIABILITIES 24,686,654 36,132,860 COMMITMENTS AND CONTINGENCIES (NOTE 6) STOCKHOLDERS' EQUITY Â Â Preferred stock, $0.001 par value, 5,000,000 shares authorized, none issued and outstanding Common stock, $0.001 par value, 100,000,000 and 50,000,000 shares authorized, 40,332,392 and 31,148,320 shares issued and outstanding, respectively 40,332 31,148 Additional paid-in capital 260,846,342 181,701,859 Accumulated other comprehensive income 96,221 235,813 Accumulated deficit (192,717,936) (159,367,353) TOTAL STOCKHOLDERS' EQUITY 68,264,959 22,601,467 TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY $ 92,951,613 $ 58,734,327 X - DefinitionSum of the carrying values as of the balance sheet date of obligations incurred through that date and due within one year (or the operating cycle, if longer), including liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received, taxes, interest, rent and utilities, accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting 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Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher

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Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount as of the balance sheet date of amounts due under the terms of governmental, corporate, or foundation grants. For classified balance sheets, represents the current amount receivable, that is amounts expected to be collected within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(3)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_GrantsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI 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Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name 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Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards

Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: 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 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)(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OtherAssetsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of long-term debt classified as other, payable after one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(13)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_OtherLongTermDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred 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(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 16 R3.htm IDEA: XBRL DOCUMENT v3.24.3 CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 CONDENSED CONSOLIDATED BALANCE SHEETS Â Â Preferred stock, par value (in dollars per share) $ 0.001 $ 0.001 Preferred stock, shares authorized 5,000,000 5,000,000 Preferred stock, shares issued 0 0 Preferred stock, shares outstanding 0 0 Common Stock, par value (in dollars per share) $ 0.001 $ 0.001 Common stock, shares authorized 100,000,000 50,000,000 Common stock, shares issued 40,332,392 31,148,320 Common stock, shares outstanding 40,332,392 31,148,320 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 17 R4.htm IDEA: XBRL DOCUMENT v3.24.3 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 REVENUE Â Â Â Â Revenue $ 2,261,642 $ 6,185,814 $ 11,139,956 $ 13,089,977 TOTAL REVENUE 2,261,642 6,185,814 11,139,956 13,089,977 OPERATING EXPENSES Â Â Â Â Research and development 11,807,867 10,028,964 35,413,649 26,507,872 General and administrative 3,463,655 3,021,450 10,593,308 9,378,672 TOTAL OPERATING EXPENSES 15,271,522 13,050,414 46,006,957 35,886,544 LOSS FROM OPERATIONS (13,009,880) (6,864,600) (34,867,001) (22,796,567) OTHER INCOME (EXPENSE) Â Â Â Â Investment income 453,152 479,380 1,516,418 1,276,502 Loss on disposal of fixed assets Â (5,388) Â (5,388) TOTAL OTHER INCOME (EXPENSE) 453,152 473,992 1,516,418 1,271,114 NET LOSS (12,556,728) (6,390,608) (33,350,583) (21,525,453) OTHER COMPREHENSIVE INCOME (LOSS) Â Â Â Â Net unrealized gain (loss) on marketable securities (58,766) (66,485) (139,592) 7,964 COMPREHENSIVE LOSS $ (12,615,494) $ (6,457,093) $ (33,490,175) $ (21,517,489) Net loss per share, basic (in dollars per share) $ (0.38) $ (0.25) $ (1.04) $ (0.85) Net loss per share, diluted (in dollars per share) $ (0.38) $ (0.25) $ (1.04) $ (0.85) Weighted average number of shares, basic (in shares) 33,090,063 25,817,676 32,099,181 25,468,880 Weighted average number of shares, diluted (in shares) 33,090,063 25,817,676 32,099,181 25,468,880 X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, excluding oil and gas property and timber property. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3 + Details Name: us-gaap_GainLossOnDispositionOfAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accretion (amortization) of purchase discount (premium) of interest income and dividend income on nonoperating securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InvestmentIncomeInterestAndDividend Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting 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https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -

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Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards 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Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 25: 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 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_Revenues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 18 R5.htm IDEA: XBRL DOCUMENT v3.24.3 CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY - USD ($) COMMON STOCK ADDITIONAL PAID-IN CAPITAL OTHER COMPREHENSIVE INCOME ACCUMULATED DEFICIT Total Balance at Dec. 31, 2022 $ 25,241 $ 148,735,420 $ 105,244 $ (137,079,811) $ 11,786,094 Balance (in shares) at Dec. 31, 2022 25,241,402 Â Â Â Â Stock-based compensation Â 2,194,784 Â Â 2,194,784 Stock options exercised $ 14 3,881 Â Â 3,895 Stock options exercised (in shares) 13,752 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â (10,258) Â (10,258) Net loss Â Â Â (7,768,266) (7,768,266) Balance at Mar. 31, 2023 $ 25,255 150,934,085 94,986 (144,848,077) 6,206,249 Balance (in shares) at Mar. 31, 2023 25,255,154 Â Â Â Â Balance at Dec. 31, 2022 $ 25,241 148,735,420 105,244 (137,079,811) 11,786,094 Balance (in shares) at Dec. 31, 2022 25,241,402 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â Â Â 7,964 Net loss Â Â Â Â (21,525,453) Balance at Sep. 30, 2023 $ 25,855 156,678,545 113,208 (158,605,264) (1,787,656) Balance (in shares) at Sep. 30, 2023 25,855,070 Â Â Â Â Balance at Mar. 31, 2023 $ 25,255 150,934,085 94,986 (144,848,077) 6,206,249 Balance (in shares) at Mar. 31, 2023 25,255,154 Â Â Â Â Issuance of common stock, net of fees $ 452 2,129,943 Â Â 2,130,395 Issuance of common stock, net of fees (in shares) 452,385 Â Â Â Â Stock-based compensation Â 1,618,712 Â Â 1,618,712 Stock options exercised $ 57 57,622 Â Â 57,679 Stock options exercised (in shares) 56,773 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â 84,707 Â 84,707 Net loss Â Â Â (7,366,579) (7,366,579) Balance at Jun. 30, 2023 $ 25,764 154,740,362 179,693 (152,214,656) 2,731,163 Balance (in shares) at Jun. 30, 2023 25,764,312 Â Â Â Â Issuance of common stock, net of fees $ 70 221,011 Â Â 221,081 Issuance of common stock, net of fees (in shares) 69,985 Â Â Â Â Stock-based compensation Â 1,717,193 Â Â 1,717,193 Stock options exercised $ 21 (21) Â Â Â Stock options exercised (in shares) 20,773 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â (66,485) Â (66,485) Net loss Â Â Â (6,390,608) (6,390,608) Balance at Sep. 30, 2023 $ 25,855 156,678,545 113,208 (158,605,264) (1,787,656) Balance (in shares) at Sep. 30, 2023 25,855,070 Â Â Â Â Balance at Dec. 31, 2023 $ 31,148 181,701,859 235,813 (159,367,353) 22,601,467 Balance (in shares) at Dec. 31, 2023 31,148,320 Â Â Â Â Issuance of common stock, net of fees $ 447 2,289,797 Â Â 2,290,244 Issuance of common stock, net of fees (in shares) 447,221 Â Â Â Â Stock-based compensation Â 3,265,412 Â Â 3,265,412 Stock options exercised $ 5 (5) Â Â Â Stock options exercised (in shares) 4,642 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â 71,888 Â 71,888 Net loss Â Â Â (9,794,073) (9,794,073) Balance at Mar. 31, 2024 $ 31,600 187,257,063 307,701 (169,161,426) 18,434,938 Balance (in shares) at Mar. 31, 2024 31,600,183 Â Â Â Â Balance at Dec. 31, 2023 $ 31,148 181,701,859 235,813 (159,367,353) 22,601,467 Balance (in shares) at Dec. 31, 2023 31,148,320 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â Â Â (139,592) Net loss Â Â Â Â (33,350,583) Balance at Sep. 30, 2024 $ 40,332 260,846,342 96,221 (192,717,936) 68,264,959 Balance (in shares) at Sep. 30, 2024 40,332,392 Â Â Â Â Balance at Mar. 31, 2024 $ 31,600 187,257,063 307,701 (169,161,426) 18,434,938 Balance (in shares) at Mar. 31, 2024 31,600,183 Â Â Â Â Issuance of common stock, net of fees $ 331 1,985,518 Â Â 1,985,849 Issuance of common stock, net of fees (in shares) 330,458 Â Â Â Â Stock-based compensation Â 2,152,793 Â Â 2,152,793 Stock options exercised $ 53 81,169 Â Â 81,222 Stock options exercised (in shares) 53,286 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â (152,714) Â (152,714) Net loss Â Â Â (10,999,782) (10,999,782) Balance at Jun. 30, 2024 $ 31,984 191,476,543 154,987 (180,161,208) 11,502,306 Balance (in shares) at Jun. 30, 2024 31,983,927 Â Â Â Â Issuance of common stock, net of fees $ 8,272 67,197,597 Â Â 67,205,869 Issuance of common stock, net of fees (in shares) 8,272,427 Â Â Â Â Exercise of common warrants $ 38 58,151 Â Â 58,189 Exercise of common warrants (in shares) 38,000 Â Â Â Â Stock-based compensation Â 2,051,283 Â Â 2,051,283 Stock options exercised $ 38 62,768 Â Â 62,806 Stock options exercised (in shares) 38,038 Â Â Â Â Unrealized gain (loss) on marketable securities Â Â (58,766) Â (58,766) Net loss Â Â Â (12,556,728) (12,556,728) Balance at Sep. 30, 2024 $ 40,332 $ 260,846,342 $ 96,221 $ (192,717,936) $ 68,264,959 Balance (in shares) at Sep. 30, 2024 40,332,392 Â Â Â Â X - DefinitionNumber of warrants exercised during the current period. + ReferencesNo definition available. + Details Name: capr_StockIssuedDuringPeriodSharesWarrantsExercised Namespace Prefix: capr_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of warrants. + ReferencesNo definition available. + Details Name: capr_StockIssuedDuringPeriodValueWarrantsExercised Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -

URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of 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/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(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 - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_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 19 R6.htm IDEA: XBRL DOCUMENT v3.24.3 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net loss $ (33,350,583) $ (21,525,453) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Loss on disposal of fixed assets Â 5,388 Depreciation and amortization 1,049,509 761,274 Stock-based compensation 7,469,488 5,530,689 Changes in lease liabilities (30,941) (13,921) Changes in operating assets and liabilities: Â Â Receivables 9,962,311 Â Prepaid expenses and other current assets 610,711 461,475 Other assets (51,074) Â Accounts payable and accrued expenses 281,122 1,868,032 Deferred revenue (11,139,956) (1,089,977) Net cash used in operating activities (25,199,413) (14,002,493) Cash flows from investing activities: Â Â Purchase of marketable securities (69,077,305) (72,665,821) Proceeds from sales and maturities of marketable securities 77,079,337 84,955,000 Purchases of property and equipment (678,073) (753,056) Payments for leasehold improvements (126,180) (565,255) Net cash provided by investing activities 7,197,779 10,970,868 Cash flows from financing activities: Â Â Net proceeds from sale of common stock 71,481,962 2,351,476 Proceeds from exercise of stock awards 202,217 61,574 Net cash provided by financing activities 71,684,179 2,413,050 Net increase (decrease) in cash and cash equivalents 53,682,545 (618,575) Cash and cash equivalents balance at beginning of period 14,694,857 9,603,242 Cash and cash equivalents balance at end of period $ 68,377,402 $ 8,984,667 X - DefinitionThe increase (decrease) during the reporting period in grants receivable (or one business cycle). + ReferencesNo definition available. + Details Name: capr_IncreaseDecreaseFromGrantsReceivable Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe expense charged against earnings related to noncash lease , which is added back to net income when calculating cash provided by (used in) operations using the indirect method. + ReferencesNo definition available. + Details Name: capr_NoncashLeaseExpenses Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for acquisition of leasehold improvements during the period. + ReferencesNo definition available. + Details Name: capr_PaymentsToAcquireLeaseholdImprovements Namespace Prefix: capr_ 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 cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; excluding effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, excluding oil and gas property and timber property. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3 + Details Name: us-gaap_GainLossOnDispositionOfAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in other obligations or expenses incurred but not yet paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherAccountsPayableAndAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in operating assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow for purchase of marketable security. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11 + Details Name: us-gaap_PaymentsToAcquireMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow 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 associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from exercise of option under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 20 R7.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 9 Months Ended Sep. 30, 2024 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 1.Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESDescription of BusinessCapricor Therapeutics, Inc., a Delaware corporation (together with its wholly-owned subsidiary, referred to herein as â€œCapricor Therapeutics,â€ the â€œCompany,â€ â€œwe,â€ â€œusâ€ or â€œourâ€), is a clinical-stage biotechnology company focused on the development of transformative cell and exosome-based therapeutics for treating Duchenne muscular dystrophy (â€œDMDâ€), a rare form of muscular dystrophy which results in muscle degeneration and premature death, and other diseases with high unmet medical needs. Capricor, Inc. (â€œCapricorâ€), a wholly-owned subsidiary of Capricor Therapeutics, was founded in 2005 as a Delaware corporation. Capricor became public after the completion of a merger between Capricor and a subsidiary of Nile Therapeutics, Inc., a Delaware corporation (â€œNileâ€), in 2013, where Capricor became a wholly-owned subsidiary of Nile and Nile formally changed its name to Capricor Therapeutics, Inc. Capricor Therapeutics was listed on the Nasdaq Capital Market shortly thereafter. Capricor Therapeutics, together with its subsidiary, Capricor, has multiple therapeutic drug candidates in various stages of development.â€‹Basis of PresentationThe accompanying unaudited interim condensed consolidated financial statements for Capricor Therapeutics and its wholly-owned subsidiary have been prepared in accordance with generally accepted accounting principles in the United States of America (â€œU.S. GAAPâ€) and with the instructions to FormÂ 10-Q and, therefore, do not include all disclosures necessary for a complete presentation of financial position, results of operations and cash flows in conformity with U.S. GAAP. In the Companyâ€™s opinion, all adjustments, consisting of normal and recurring adjustments, considered necessary for a fair presentation have been included. The accompanying financial information should be read in conjunction with the financial statements and the notes thereto in the Companyâ€™s most recent Annual Report on FormÂ 10-K, as filed with the Securities and Exchange Commission (the â€œSECâ€) on MarchÂ 11, 2024, from which the December 31, 2023 consolidated balance sheet was derived. Interim results are not necessarily indicative of the results that may be expected for theÂ year ending DecemberÂ 31, 2024.Basis of ConsolidationOur condensed consolidated financial statements include the accounts of the Company and our wholly-owned subsidiary. All intercompany transactions have been eliminated in consolidation.ReclassificationCertain reclassification of prior period amounts has been made to conform to the current year presentation.Liquidity and Capital ResourcesThe Company has an accumulated deficit of approximately $192.7 million and cash, cash equivalents and marketable securities of approximately $85.0 million as of September 30, 2024. The Company has historically financed its research and development activities as well as operational expenses primarily from equity financings, government grants, and payments from distribution agreements and collaboration partners. The Companyâ€™s principal uses of cash are for research and development expenses, expenses in development of manufacturing capabilities, general and administrative expenses, capital expenditures and other working capital requirements.On June 21, 2021, the Company established an â€œat-the-marketâ€ program (the â€œATM Programâ€) with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold under the ATM Program (see Note 2 - "Stockholderâ€™s Equity"). Effective October 1, 2024, the ATM Program has been closed and terminated.In the first quarter of 2024, the Company received our first milestone payment of $10.0 million from Nippon Shinyaku Co., Ltd. (â€œNippon Shinyakuâ€), which was triggered upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. In September 2024, the Company completed a private placement with Nippon Shinyaku whereby we issued and sold an aggregate of 2,798,507 shares of common stock at a price per share of $5.36 for an aggregate purchase price of $15.0 million (see Note 2 â€“ â€œStockholderâ€™s Equityâ€). Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which the Company issued and sold an aggregate of 5,073,800 shares of common stock at a public offering price of $17.00 per share for gross proceeds of approximately $86.3 million (see Note 9 - â€œSubsequent Eventsâ€).The Companyâ€™s future expenditures and capital requirements may be substantial and will depend on many factors, including, but not limited to, the following:â—the timing and costs associated with our research and development activities, clinical trials and preclinical studies, including the enrollment and progress of our ongoing HOPE-3 Phase 3 clinical trial of deramiocel (also referred to as CAP-1002) in DMD;â—the timing and costs associated with the manufacturing of our product candidates, including the expansion of our manufacturing capacity to support the potential commercialization of deramiocel for DMD;â—the timing and costs associated with potential commercialization of our product candidates;â—the number and scope of our research programs, including the expansion of our exosomes program; â—the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; andâ—the costs associated with pursuing marketing approval and potential commercialization of deramiocel in countries outside the United States. The Companyâ€™s options for raising additional capital include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and other assets, potential distribution and other partnering opportunities, and from government grants. The Company has incurred significant operating losses and negative cash flows from operations. The Companyâ€™s plan to address its financial position may include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and from government grants. The Company will require substantial additional capital to fund its operations. The Company cannot provide assurances that financing will be available when and as needed or that, if available, financing will be available on favorable or acceptable terms. If the Company is unable to obtain additional financing when and if required, it would have a material adverse effect on the Companyâ€™s business and results of operations. The Company would likely need to delay, curtail or terminate portions of its clinical trials and research and development programs. To the extent the Company issues additional equity securities, its existing stockholders would experience substantial dilution.â€‹Business Uncertainty Related to the CoronavirusIn light of past uncertainties due to COVID-19 and its economic and other impacts and to uncertainties around the timing and availability of grant disbursements, the loss of revenue from the REGRESS and ALPHA trials as well as any potential equity and debt financings, the Company submitted for the Employee Retention Credit (â€œERCâ€), a credit against certain payroll taxes allowed to an eligible employer for qualifying wages, which was established by the CARES Act. The Company has submitted $738,778 in ERC for applicable 2020 and 2021 periods, receiving $191,199 in 2021 and $191,463 in 2023. As of SeptemberÂ 30,Â 2024, the Company has recorded a receivable for $366,551 for the remainder of funds for which we are still awaiting receipt.â€‹Use of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Management uses its historical records and knowledge of its business in making these estimates. Accordingly, actual results may differ from these estimates.Cash and Cash EquivalentsThe Company considers all highly liquid investments with a maturity of less than 30 days at the date of purchase to be cash equivalents.Marketable SecuritiesThe Company determines the appropriate classification of its marketable securities at the time of purchase and reevaluates such designation at each balance sheet date. All of the Companyâ€™s marketable securities are considered as available-for-sale and carried at estimated fair values. Realized gains and losses on the sale of debt and equity securities are determined using the specific identification method. Unrealized gains and losses on available-for-sale securities are presented as accumulated other comprehensive income (loss) as a separate component of stockholdersâ€™ equity. As of SeptemberÂ 30,Â 2024, marketable securities consist primarily of short-term United States treasuries. Property and EquipmentProperty and equipment are stated at cost. Repairs and maintenance costs are expensed in the period incurred. Depreciation is computed using the straight-line method over the related estimated useful life of the asset, which such estimated useful lives range from five to seven years. Leasehold improvements are depreciated on a straight-line basis over the shorter of the useful life of the asset or the lease term. Depreciation was $361,167 and $276,471 for the three months ended September 30, 2024 and 2023, respectively, and $1,049,509 and $761,274 for the nine months ended SeptemberÂ 30,Â 2024 and 2023, respectively.Property and equipment, net consisted of the following:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â Â Â SeptemberÂ 30,Â Â Â Â Â DecemberÂ 31,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Furniture and fixturesâ€‹$ 197,141â€‹$ 187,997Laboratory equipmentâ€‹Â 6,102,784â€‹Â 5,449,597Leasehold improvementsâ€‹Â 2,255,283â€‹Â 2,129,102â€‹â€‹Â 8,555,208â€‹Â 7,766,696Less accumulated depreciationâ€‹Â (3,239,823)â€‹Â (2,206,055)Property and equipment, netâ€‹$ 5,315,385â€‹$ 5,560,641â€‹LeasesASC Topic 842, LeasesÂ (â€œASC 842â€), requires lessees to recognize most leases on the balance sheet with a corresponding right-to-use (â€œROUâ€) asset. ROU assets represent the Companyâ€™s right to use an underlying asset for the lease term and lease liabilities represent the Companyâ€™s obligation to make lease payments arising from the lease. The assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of fixed lease payments over the lease term. ROU assets are evaluated for impairment using the long-lived assets impairment guidance. Leases will be classified as financing or operating, which will drive the expense recognition pattern. The Company elects to exclude short-term leases if and when the Company has them. The Company leases office and laboratory space, all of which are operating leases (see Note 6 - â€œCommitments and Contingenciesâ€). Most leases include the option to renew and the exercise of the renewal options is at the Companyâ€™s sole discretion. Options to renew a lease are not included in the Companyâ€™s assessment unless there is reasonable certainty that the Company will renew. In addition, the Companyâ€™s lease agreements generally do not contain any residual value guarantees or restrictive covenants.The interest rate implicit in lease contracts is typically not readily determinable. As a result, the Company utilizes its incremental borrowing rate, which reflects the fixed rate at which the Company could borrow on a collateralized basis the amount of the lease payments in the same currency, for a similar term, in a similar economic environment.For real estate leases,Â the Company has elected the practical expedient under ASC 842 to account for the lease and non-lease components together for existing classes of underlying assets and allocates the contract consideration to the lease component only.Â This practical expedient is not elected for manufacturing facilities and equipment embedded in product supply arrangements.Revenue RecognitionThe Company adopted ASU 606, Revenue for Contracts from Customers, (â€œASU 606â€), which amended revenue recognition principles under U.S. GAAP and provides a single, comprehensive set of criteria for revenue recognition within and across all industries (see Note 7 â€” â€œLicense and Distribution Agreementsâ€).â€‹The revenue standard provides a five-step framework for recognizing revenue as control of promised goods or services is transferred to a customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To determine revenue recognition for arrangements that it determines are within the scope of the revenue standard, the Company performs the following five steps: (i) identify the contract; (ii) identify the performance obligations; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. At contract inception, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation, or whether they are not distinct and are combined with other goods and services until a distinct bundle is identified. The Company then determines the transaction price, which typically includes upfront payments and any variable consideration that the Company determines is probable to not cause a significant reversal in the amount of cumulative revenue recognized when the uncertainty associated with the variable consideration is resolved. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when, or as, each performance obligation is satisfied.â€‹The Companyâ€™s distribution agreements may entitle it to additional payments upon the achievement of milestones or shares of product revenue on sales. The milestones are generally categorized into three types: development milestones, regulatory milestones and sales-based milestones. The Company evaluates whether it is probable that the consideration associated with each milestone or shared revenue payments will not be subject to a significant reversal in the cumulative amount of revenue recognized. Amounts that meet this threshold are included in the transaction price using the most likely amount method, whereas amounts that do not meet this threshold are excluded from the transaction price until they meet this threshold. At the end of each subsequent reporting period, the Company re-evaluates the probability of a significant reversal of the cumulative revenue recognized for its milestones and royalties, and, if necessary, adjusts its estimate of the overall transaction price. Any such adjustments are recorded on a cumulative catch-up basis, which would affect revenues and net income (loss) in the Companyâ€™s condensed consolidated statements of operation and comprehensive loss. Typically, milestone payments and shared revenue payments are achieved after the Companyâ€™s performance obligations associated with the distribution agreements have been completed and after the customer has assumed responsibility for the commercialization program. Milestones or shared revenue payments achieved after the Companyâ€™s performance obligations have been completed are recognized as revenue in the period the milestone or shared revenue payments were achieved. If a milestone payment is achieved during the performance period, the milestone payment would be recognized as revenue to the extent performance had been completed at that point, and the remaining balance would be recorded as deferred revenue.â€‹The revenue standard requires the Company to assess whether a significant financing component exists in determining the transaction price. The Company performs this assessment at the onset of its distribution agreements. Typically, a significant financing component does not exist because the customer is paying for services in advance with an upfront payment. Additionally, future shared revenue payments are not substantially within the control of the Company or the customer.â€‹Whenever the Company determines that goods or services promised in a contract should be accounted for as a combined performance obligation over time, the Company determines the period over which the performance obligations will be performed and revenue will be recognized. Revenue is recognized using either the proportional performance method or on a straight-line basis if efforts will be expended evenly over time. Percentage of completion of patient visits in clinical trials are used as the measure of performance. The Company feels this method of measurement to be the best depiction of the transfer of services and recognition of revenue. Significant management judgment is required in determining the level of effort required under an arrangement and the period over which the Company is expected to complete its performance obligations. If the Company determines that the performance obligation is satisfied over time, any upfront payment received is initially recorded as deferred revenue on its condensed consolidated balance sheets.â€‹Certain judgments affect the application of the Companyâ€™s revenue recognition policy. For example, the Company records short-term (less than one year) and long-term (over one year) deferred revenue based on its best estimate of when such revenue will be recognized. This estimate is based on the Companyâ€™s current operating plan, and the Company may recognize a different amount of deferred revenue over the next 12-month period if its plan changes in the future. â€‹Under the U.S. Commercialization and Distribution Agreement (the â€œU.S. Distribution Agreementâ€) with Nippon Shinyaku, the transaction price consists of variable shared revenue payments and fixed components in the form of an upfront payment and milestones. The timing of the fixed component of the transaction price is upfront, however, the

performance obligation is satisfied over a period of time, which is the estimated duration of the HOPE-3 clinical trial, Cohort A arm. Therefore, upon receipt of the upfront payment and achievement of milestones, a contract liability is recorded which represents deferred revenue. The Company evaluates the measure of progress each reporting period and, if necessary, adjusts the related revenue recognition.Grant IncomeGenerally, government research grants that provide funding for research and development activities are recognized as income when the related expenses are incurred, as applicable. Because the terms of the grant award (the â€œCIRM Awardâ€) from the California Institute for Regenerative Medicine (â€œCIRMâ€) allow Capricor to elect to convert the grant into a loan after the end of the project period, the CIRM Award is being classified as a liability rather than income (see NoteÂ 5Â - â€œGovernment Grant Awardsâ€). Grant income is due upon submission of a reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards. No grant income was recognized for the three and nine months ended SeptemberÂ 30,Â 2024 and 2023. Research and DevelopmentCosts relating to the design and development of new products are expensed as research and development as incurred in accordance with Financial Accounting Standards Board (â€œFASBâ€) ASC 730-10, Research and Development. Research and development costs amounted to approximately $11.8 million and $10.0 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $35.4 million and $26.5 million for the nine months ended September 30, 2024 and 2023, respectively. Comprehensive Income (Loss)Comprehensive income (loss) generally represents all changes in stockholdersâ€™ equity during the period except those resulting from investments by, or distributions to, stockholders. The Companyâ€™s comprehensive loss was approximately $12.6 million and $6.5 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $33.5 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. The Companyâ€™s other comprehensive income (loss) is related to a net unrealized gain (loss) on marketable securities. The Companyâ€™s other comprehensive income (loss) was $(58,766) and $(66,485) for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and $(139,592) and $7,964 for the nine months ended September 30, 2024 and 2023, respectively. Clinical Trial ExpenseAs part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, contract research organizations (â€œCROsâ€), and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period.Stock-Based CompensationThe Company accounts for stock-based employee compensation arrangements in accordance with guidance issued by the FASB, which requires the measurement and recognition of compensation expense for all share-based payment awards made to employees, consultants, and directors based on estimated fair values.The Company estimates the fair value of stock-based compensation awards on the date of grant using an option-pricing model. The value of the portion of the award that is ultimately expected to vest is recognized as an expense over the requisite service periods in the Companyâ€™s statements of operations and comprehensive loss. The Company estimates the fair value of stock-based compensation awards using the Black-Scholes model. This model requires the Company to estimate the expected volatility and value of its common stock and the expected term of the stock options, all of which are highly complex and subjective variables. The variables take into consideration, among other things, actual and projected stock option exercise behavior. For employees and directors, the expected life was calculated based on the simplified method as described by the SEC Staff Accounting Bulletin No.Â 110,Â Share-Based Payment. For other service providers, the expected life was calculated using the contractual term of the award. The Company's estimate of expected volatility was based on the historical stock price of the Company. The Company has selected a risk-free rate based on the implied yield available on U.S. Treasury securities with a maturity equivalent to the expected term of the options.Basic and Diluted Loss per ShareThe Company reports earnings per share in accordance with FASB ASC 260-10, Earnings per Share. Basic earnings (loss) per share is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed similarly to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential shares of common stock had been issued and if the additional shares of common stock were dilutive. For the three and nine months ended September 30, 2024 and 2023, warrants and options to purchase 15,454,599 and 8,303,253 shares of common stock, respectively, have been excluded from the computation of potentially dilutive securities. Potentially dilutive shares of common stock, which primarily consist of stock options issued to employees, consultants, and directors as well as warrants issued, have been excluded from the diluted loss per share calculation because their effect is anti-dilutive. Because the impact of these items is anti-dilutive during periods of net loss, there was no difference between basic and diluted loss per share for the three and nine months ended September 30, 2024 and 2023. Fair Value MeasurementsAssets and liabilities recorded at fair value in the balance sheet are categorized based upon the level of judgment associated with the inputs used to measure their fair value. The categories are as follows:â€‹â€‹â€‹â€‹Level Input:Â Â Â Â Input Definition:â€‹â€‹â€‹Level Iâ€‹Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.Level IIâ€‹Inputs, other than quoted prices included in Level I, that are observable for the asset or liability through corroboration with market data at the measurement date.Level IIIâ€‹Unobservable inputs that reflect managementâ€™s best estimate of what market participants would use in pricing the asset or liability at the measurement date.â€‹The following table summarizes the fair value measurements by level at SeptemberÂ 30,Â 2024 and DecemberÂ 31,Â 2023 for assets and liabilities measured at fair value on a recurring basis:â€‹â€‹â€‹â€‹

3,500,000 shares of common stock reserved under the 2021 Plan for the issuance of stock awards. The number of shares available for issuance under the 2021 Plan shall be automatically increased on January 1 of each year, commencing with January 1, 2022, by an amount equal to the lesser of 5% of the outstanding shares of Common Stock as of the last day of the immediately preceding fiscal year or such number of shares determined by the compensation committee of the Board. On January 1, 2024 and 2023, 1,557,416 and 1,262,070 shares were added under the 2021 Plan, respectively.As of SeptemberÂ 30,Â 2024, 458,869 options remain available for issuance under the respective stock option plans.The Companyâ€™s stock option plans are administered by the Board, in conjunction with the compensation committee of the Board, which determines the recipients and types of awards to be granted, as well as the number of shares subject to the awards, the exercise price and the vesting schedule. Each stock option granted will be designated in the award agreement as either an incentive stock option or a nonstatutory stock option. Notwithstanding such designation, however, to the extent that the aggregate fair market value of the shares with respect to which incentive stock options are exercisable for the first time by the participant during any calendar year (under all plans of the Company and any parent or subsidiary) exceeds $100,000, such options will be treated as nonstatutory stock options. Stock options are granted with an exercise price not less than equal to the closing price of the Companyâ€™s common stock on the date of grant, and generally vest over a period of one to four years. The term of stock options granted under each of the plans cannot exceed ten years.The estimated weighted average fair value of the options granted during the three months ended September 30, 2024 and 2023 were approximately $4.16 and $4.93 per share, respectively. The estimated weighted average fair value of the options granted during the nine months ended September 30, 2024 and 2023 were approximately $4.56 and $3.88 per share, respectively.The Company estimates the fair value of each option award using the Black-Scholes option-pricing model. The company used the following assumptions to estimate the fair value of stock options issued during the nine months ended SeptemberÂ 30,Â 2024 and 2023:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â Â Nine months ended SeptemberÂ 30,Â Â â€‹â€‹2024â€‹2023â€‹Expected volatilityÂ 109 - 119%Â Â 111 - 121%Expected termÂ 5 - 7 yearsÂ 5 - 7 yearsâ€‹Dividend yieldÂ 0 %Â Â 0 %Risk-free interest ratesÂ 3.9 - 4.5%Â Â 3.5 - 4.5%â€‹Employee and non-employee stock-based compensation expense was as follows:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â Three months ended SeptemberÂ 30,Â â€‹Nine months ended SeptemberÂ 30,Â â€‹â€‹â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023â€‹General and administrativeâ€‹$ 1,274,238â€‹$ 1,235,219â€‹$ 4,852,244â€‹$ 4,157,704â€‹Research and developmentâ€‹Â 777,045â€‹Â 481,974â€‹Â 2,617,244â€‹Â 1,372,985â€‹Totalâ€‹$ 2,051,283â€‹$ 1,717,193â€‹$ 7,469,488â€‹$ 5,530,689â€‹â€‹The Company does not recognize an income tax benefit as the Company believes that an actual income tax benefit may not be realized. For non-qualified stock options, the loss creates a timing difference, resulting in a deferred tax asset, which is fully reserved by a valuation allowance.Common stock, stock options or other equity instruments issued to non-employees (including consultants) as consideration for goods or services received by the Company are accounted for based on the fair value of the equity instruments issued. The fair value of stock options is determined using the Black-Scholes option-pricing model. The Company calculates the fair value for non-qualified options as of the date of grant and expenses over the applicable vesting periods. The Company accounts for forfeitures upon occurrence.As of SeptemberÂ 30,Â 2024, the total unrecognized fair value compensation cost related to non-vested stock options was approximately $16.6 million, which is expected to be recognized over a weighted average period of approximately 1.4 years. â€‹The following is a schedule summarizing employee and non-employee stock option activity for the nine months ended SeptemberÂ 30,Â 2024:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹NumberÂ ofâ€‹WeightedÂ Averageâ€‹Aggregateâ€‹Â Â Â OptionsÂ Â Â ExerciseÂ PriceÂ Â Â IntrinsicÂ ValueOutstanding at DecemberÂ 31,Â 2023Â 8,232,404â€‹$ 3.46Â â€‹â€‹GrantedÂ 2,732,226â€‹Â 5.25Â â€‹Â Â ExercisedÂ (107,073)â€‹Â 1.98Â $ 305,501Expired/CancelledÂ (406,361)â€‹Â 5.33Â â€‹Â Â Outstanding at SeptemberÂ 30,Â 2024Â 10,451,196â€‹$ 3.87â€‹$ 118,501,497Exercisable at SeptemberÂ 30,Â 2024Â 6,118,062â€‹$ 3.36â€‹$ 72,516,118â€‹The aggregate intrinsic value represents the difference between the exercise price of the options and the estimated fair value of the Companyâ€™s common stock for each of the respective periods. X - ReferencesNo definition available. + Details Name: capr_StockAwardsWarrantsAndOptionsAbstract Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R10.htm IDEA: XBRL DOCUMENT v3.24.3 CONCENTRATIONS 9 Months Ended Sep. 30, 2024 CONCENTRATIONS Â CONCENTRATIONS 4.Â Â Â Â Â Â Â Â Â Â Â Â CONCENTRATIONSConcentration of RiskFinancial instruments, which potentially subject the Company to concentrations of credit risk, principally consist of cash, cash equivalents, and marketable securities. The Company maintains accounts at three financial institutions. These accounts are insured by the Federal Deposit Insurance Corporation (the â€œFDICâ€) for up to $250,000 and/or the Securities Investor Protection Corporation, as applicable. The Companyâ€™s cash, cash equivalents, and marketable securities in excess of the FDIC insured limits as of SeptemberÂ 30,Â 2024, were approximately $85.0 million. The Company monitors the financial stability of the financial institutions with which it maintains accounts and believes it is not exposed to any significant credit risk in cash and cash equivalents. Historically, the Company has not experienced any significant losses in such accounts and does not believe it is exposed to any significant credit risk due to the quality nature of the financial instruments in which the money is held. X - DefinitionThe entire disclosure for any concentrations existing at the date of the financial statements that make an entity vulnerable to a reasonably possible, near-term, severe impact. This disclosure informs financial statement users about the general nature of the risk associated with the concentration, and may indicate the percentage of concentration risk as of the balance sheet date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContent + Details Name: us-gaap_ConcentrationRiskDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RisksAndUncertaintiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 24 R11.htm IDEA: XBRL DOCUMENT v3.24.3 GOVERNMENT GRANT AWARDS 9 Months Ended Sep. 30, 2024 GOVERNMENT GRANT AWARDS Â GOVERNMENT GRANT AWARDS 5.Â Â Â Â Â Â Â Â Â Â Â Â GOVERNMENT GRANT AWARDSCIRM Grant Award (HOPE)On JuneÂ 16, 2016, Capricor entered into the CIRM Award with CIRM in the amount of approximately $3.4 million to fund, in part, Capricorâ€™s Phase I/II HOPE-Duchenne clinical trial investigating deramiocel for the treatment of DMD-associated cardiomyopathy. Pursuant to terms of the CIRM Award, the disbursements were tied to the achievement of specified operational milestones. In addition, the terms of the CIRM Award included a co-funding requirement pursuant to which Capricor was required to spend approximately $2.3 million of its own capital to fund the CIRM funded research project. The CIRM Award is further subject to the conditions and requirements set forth in the CIRM Grants Administration Policy for Clinical Stage Projects. Such requirements include, without limitation, the filing of quarterly and annual reports with CIRM, the sharing of intellectual property pursuant to Title 17, California Code of Regulations (CCR) Sections 100600-100612, and the sharing with the State of California of a fraction of licensing revenue received from a CIRM funded research project and net commercial revenue from a commercialized product which resulted from the CIRM funded research as set forth in Title 17, CCR SectionÂ 100608. The maximum royalty on net commercial revenue that Capricor may be required to pay to CIRM is equal to nine times the total amount awarded and paid to Capricor.After completing the CIRM funded research project and at any time after the award period end date (but no later than the ten-year anniversary of the date of the award), Capricor has the right to convert the CIRM Award into a loan, the terms of which will be determined based on various factors, including the stage of the research and development of the program at the time the election is made. On June 20, 2016, Capricor entered into a Loan Election Agreement with CIRM whereby, among other things, CIRM and Capricor agreed that if Capricor elects to convert the grant into a loan, the term of the loan could be up to five years from the date of execution of the applicable loan agreement; provided that the maturity date of the loan will not surpass the ten-year anniversary of the grant date of the CIRM Award. Beginning on the date of the loan, the loan shall bear interest on the unpaid principal balance, plus the interest that has accrued prior to the election point according to the terms set forth in the CIRM Loan Policy and CIRM Grants Administration Policy for Clinical Stage Projects (the â€œNew Loan Balanceâ€), at a per annum rate equal to the LIBOR rate for a three-month deposit in U.S. dollars, as published by the Wall Street Journal on the loan date, plus one percent. Interest shall be compounded annually on the outstanding New Loan Balance commencing with the loan date and the interest shall be payable, together with the New Loan Balance, upon the due date of the loan. If Capricor elects to convert the CIRM Award into a loan, certain requirements of the CIRM Award will no longer be applicable, including the revenue sharing requirements. Capricor has not yet made its decision as to whether it will elect to convert the CIRM Award into a loan. Depending on the timing of our election, additional funds may be owed. If we elect to do so, Capricor would be required to repay the amounts awarded by CIRM; therefore, the Company accounts for this award as a liability rather than income.In 2019, Capricor completed all milestones and close-out activities associated with the CIRM Award and expended all funds received. As of SeptemberÂ 30,Â 2024, Capricorâ€™s liability balance for the CIRM Award was approximately $3.4 million. X - ReferencesNo definition available. + Details Name: capr_AwardAbstract Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure about government grant awards. + ReferencesNo definition available. + Details Name: capr_GovernmentGrantAwardsDisclosureTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R12.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES 9 Months Ended Sep. 30, 2024 COMMITMENTS AND CONTINGENCIES Â COMMITMENTS AND CONTINGENCIES 6.Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIESShort-Term Operating LeasesCapricor leases office space in Beverly Hills, California from The Bubble Real Estate Company, LLC ("Bubble Real Estate") pursuant to a lease which began in 2013. Capricor subsequently entered into several amendments modifying certain terms of the lease. Effective January 1, 2021, we entered into a month-to-month lease amendment with Bubble Real Estate, which is terminable by either party upon 90 daysâ€™ written notice to the other party. Commencing in July 2022, the monthly lease payment was $7,869 per month. Effective July 1, 2023, the monthly lease payment was reduced to $7,619 per month.Commencing March 13, 2024, we entered into a License and Services Agreement with Azzur Cleanrooms-on-Demand â€“ San Diego, LLC (the â€œAzzur License Agreementâ€) pursuant to which we were granted an exclusive license to use certain space and the non-exclusive right to use certain equipment and property for our early phase clinical and/or pre-clinical manufacturing purposes. Our license fee was approximately $110,615 per month. The initial license agreement term expired on September 26, 2024, which the Company extended through November 8, 2024. At this time, we are evaluating the opportunity to potentially enter into a short-term lease for the premises. Expenses incurred under short-term operating leases for the three months ended September 30, 2024 and 2023 were $339,954 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively. Short-term operating lease payments for the three months ended September 30, 2024 and 2023 were $22,857 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively.Long-Term Operating LeasesCapricor leases facilities in Los Angeles, California from Cedars-Sinai Medical Center (â€œCSMCâ€), pursuant to a lease (the â€œFacilities Leaseâ€) entered into in 2014. Capricor has subsequently entered into several amendments modifying certain terms of the lease. In July 2022, we entered into an amendment for an additional 24-month period extending the term through July 31, 2024 with a monthly lease payment of $10,707. We entered into another amendment effective August 1, 2024 pursuant to which Capricor was granted an option to extend the lease for an additional 24-month period extending the term through July 31, 2026 with a monthly lease payment of $11,028. Capricor leases facilities in San Diego, California from Altman Investment Co., LLC (â€œAltmanâ€). The Company entered into a lease agreement commencing October 1, 2021 with Altman for 9,396 square feet of office and laboratory space (the â€œSan Diego Leaseâ€). The rent is subject to a 3.0% annual rent increase during the initial lease term of five years, plus certain operating expenses and taxes. The San Diego Lease contains an option for Capricor to renew it for an additional term of five years. The Company has subsequently entered into several amendments to the San Diego Lease increasing the square footage of the premises. Effective December 1, 2022, the monthly lease payment was $51,444 per month. Effective October 1, 2023, the monthly lease payment was increased to $58,409 per month.Effective November 1, 2021, the Company entered into a vivarium agreement with Explora BioLabs, Inc. (â€œExploraâ€), a Charles River Company, for vivarium space and services. Under the terms of the agreement, the Company is obligated to pay a base rent of $4,021 per month for an exclusive large vivarium room located in San Diego, California. In December 2022, we were notified by Explora of a monthly rent escalation of 4.5% bringing the base rent to approximately $4,202 per month effective January 1, 2023. Additionally, effective January 1, 2024, we entered into an amendment for an additional 24-month period extending the term through December 31, 2025 with a monthly lease payment of $4,370 commencing on January 1, 2024 with a 4.0% annual rent increase.The long-term real estate operating leases are included in â€œlease right-of-use assets, netâ€ on the Companyâ€™s condensed consolidated balance sheet and represent the Companyâ€™s right-to-use the underlying assets for the lease term. The Companyâ€™s obligation to make lease payments are included in â€œlease liabilities, currentâ€ and â€œlease liabilities, net of currentâ€ on the Companyâ€™s condensed consolidated balance sheet. The tables below exclude short-term operating leases. The following table summarizes maturities of lease liabilities and the reconciliation of lease liabilities as of SeptemberÂ 30,Â 2024:â€‹â€‹â€‹â€‹â€‹2024 (remainder)â€‹$ 226,6772025â€‹â€‹ 914,2202026â€‹â€‹ 634,8892027â€‹â€‹ â€"2028â€‹â€‹ â€"Total minimum lease paymentsâ€‹â€‹ 1,775,786Less: imputed interestâ€‹â€‹ (127,263)Total operating lease liabilitiesâ€‹$ 1,648,523Included in the condensed consolidated balance sheet:â€‹â€‹â€‹Current portion of lease liabilitiesâ€‹$ 813,634Lease liabilities, net of currentâ€‹â€‹ 834,889Total operating lease liabilitiesâ€‹$ 1,648,523â€‹â€‹â€‹Other Information:â€‹â€‹â€‹Weighted average remaining lease termâ€‹â€‹1.9 yearsWeighted average discount rateâ€‹â€‹7.4%â€‹As of SeptemberÂ 30,Â 2024, ROU assets for operating leases were approximately $1.5 million and operating lease liabilities were approximately $1.6 million. The following table contains a summary of the lease costs recognized and lease payments pertaining to the Companyâ€™s long-term operating leases under ASC 842 for the period indicated. â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Three months ended SeptemberÂ 30,Â â€‹Nine months ended SeptemberÂ 30,Â â€‹â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023Lease costsâ€‹$ 210,357â€‹$ 198,041â€‹$ 631,072â€‹$ 583,253Lease paymentsâ€‹Â 221,099â€‹Â 199,058â€‹â€‹ 676,921â€‹â€‹ 597,173â€‹Legal ContingenciesThe Company is not a party to any material legal proceedings at this time. From time to time, the Company may become involved in various legal proceedings that arise in the ordinary course of its business or otherwise. The Company records a loss contingency reserve for a legal proceeding when it considers the potential loss probable and it can reasonably estimate the amount of the loss or determine a probable range of loss. The Company has not recorded any material accruals for loss contingencies as of September 30, 2024.Accounts PayableDuring the normal course of business, disputes with vendors may arise. If a vendor disputed payment is probable and able to be estimated, we will record an estimated liability.Other Funding CommitmentsThe Company is a party to various agreements, principally relating to licensed technology, that require future payments relating to milestones that may be met in subsequent periods or royalties on future sales of specific products (see Note 7 â€“ â€œLicense and Distribution Agreementsâ€). Additionally, the Company is a party to various agreements with contract research, manufacturing and other organizations that generally provide for termination upon notice, with the exact amounts owed in the event of termination to be based on the timing of termination and the terms of the agreement. Employee SeverancesThe Board of Directors from time to time may approve severance packages for specific full-time employees based on their length of service and position ranging up to six months of their base salaries, in the event of termination of their employment, subject to certain conditions. No liability under these severance packages has been recorded as of SeptemberÂ 30,Â 2024. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R13.htm IDEA: XBRL DOCUMENT v3.24.3 LICENSE AND DISTRIBUTION AGREEMENTS 9 Months Ended Sep. 30, 2024 LICENSE AND DISTRIBUTION AGREEMENTS Â LICENSE AND DISTRIBUTION AGREEMENTS 7.Â Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AND DISTRIBUTION AGREEMENTSIntellectual Property Rights for Capricorâ€™s Technology - CAP 1002 and ExosomesCapricor has entered into exclusive license agreements for intellectual property rights related to certain cardiac-derived cells with UniversitÃ Degli Studi Di Roma La Sapienza (the â€œUniversity of Romeâ€), Johns Hopkins University (â€œJHUâ€) and CSMC. Capricor has also entered into an exclusive license agreement for intellectual property rights related to exosomes with CSMC. In addition, Capricor has filed patent applications related to the technology developed by its own scientists. University of Rome License AgreementCapricor and the University of Rome entered into a License Agreement, dated JuneÂ 21, 2006 (the â€œRome License Agreementâ€), which provides for the grant of an exclusive, world-wide, royalty-bearing license by the University of Rome to Capricor (with the right to sublicense) to develop and commercialize licensed products under the licensed patent rights in all fields. Pursuant to the Rome License Agreement, Capricor paid the University of Rome a license issue fee, is currently paying minimum annual royalties in the amount of 20,000 Euros perÂ year, and is obligated to pay a lower-end of a mid-range double-digit percentage on all royalties received as a result of sublicenses granted, which are net of any royalties paid to third parties under a license agreement from such third party to Capricor. The minimum annual royalties are creditable against future royalty payments.The Rome License Agreement will, unless extended or sooner terminated, remain in effect until the later of the last claim of any patent or until any patent application comprising licensed patent rights has expired or been abandoned. Under the terms of the Rome License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy. Either party may terminate the agreement upon the other partyâ€™s material breach, provided that the breaching party will have up to 90 days to cure its material breach. Capricor may also terminate for any reason upon 90 daysâ€™ written notice to the University of Rome.The Johns Hopkins University License AgreementsLicense Agreement for CDCsCapricor and JHU entered into an Exclusive License Agreement, effective JuneÂ 22, 2006 (the â€œJHU License Agreementâ€), which provides for the grant of an exclusive, world-wide, royalty-bearing license by JHU to Capricor (with the right to sublicense) to develop and commercialize licensed products and licensed services under the licensed patent rights in all fields and a nonexclusive right to the know-how. Various amendments were entered into to revise certain provisions of the JHU License Agreement. Under the JHU License Agreement, Capricor is required to exercise commercially reasonable and diligent efforts to develop and commercialize licensed products covered by the licenses from JHU.Pursuant to the JHU License Agreement, JHU was paid an initial license fee and, thereafter, Capricor is required to pay minimum annual royalties on the anniversary dates of the JHU License Agreement. The minimum annual royalties are creditable against a low single-digit running royalty on net sales of products and net service revenues, which Capricor is also required to pay under the JHU License Agreement, which running royalty may be subject to further reduction in the event that Capricor is required to pay royalties on any patent rights to third parties in order to make or sell a licensed product. In addition, Capricor is required to pay a low double-digitÂ percentage of the consideration received by it from sublicenses granted and is required to pay JHU certain defined development milestone payments upon the successful completion of certain phases of its clinical studies and upon receiving approval from the U.S. Food and Drug Administration (the â€œFDAâ€). The maximum aggregate amount of milestone payments payable under the JHU License Agreement, as amended, is $1,850,000. In 2022, Capricor paid the $250,000 development milestone related to the Phase 2 study pursuant to the terms of the JHU License Agreement. The next milestone is triggered upon successful completion of a full Phase 3 study for which a payment of $500,000 will be due.The JHU License Agreement will, unless sooner terminated, continue in effect in each applicable country until the date of expiration of the last to expire patent within the patent rights, or, if no patents are issued, then for twenty years from the effective date. Under the terms of the JHU License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy, or fail to cure a material breach within 30 days after notice. In addition, Capricor may terminate for any reason upon 60 daysâ€™ written notice.Cedars-Sinai Medical Center License AgreementsLicense Agreement for CDCsOn JanuaryÂ 4, 2010, Capricor entered into an Exclusive License Agreement with CSMC (the â€œOriginal CSMC License Agreementâ€), for certain intellectual property related to its cardiosphere-derived cell (â€œCDCâ€) technology. In 2013, the Original CSMC License Agreement was amended twice resulting in, among other things, a reduction in theÂ percentage of sublicense fees which would have been payable to CSMC. Effective DecemberÂ 30, 2013, Capricor entered into an Amended and Restated Exclusive License Agreement with CSMC (the â€œAmended CSMC License Agreementâ€), which amended, restated, and superseded the Original CSMC License Agreement, pursuant to which, among other things, certain definitions were added or amended, the timing of certain obligations was revised and other obligations of the parties were clarified.The Amended CSMC License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) to conduct research using the patent rights and know-how and develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr.Â Eduardo MarbÃ¡n on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license for any future rights, Capricor will have a non-exclusive license to such future rights, subject to royalty obligations.Pursuant to the Original CSMC License Agreement, CSMC was paid a license fee and Capricor was obligated to reimburse CSMC for certain fees and costs incurred in connection with the prosecution of certain patent rights. Additionally, Capricor is required to meet certain spending and development milestones. Pursuant to the Amended CSMC License Agreement, Capricor remains obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a low double-digitÂ percentage of the consideration received from any sublicenses or other grant of rights, subject to certain exclusions. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty-bearing product. The Amended CSMC License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Amended CSMC License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i)Â if Capricor ceases, dissolves or winds up its business operations; (ii)Â in the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii)Â if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv)Â within 30 days for non-payment of royalties; (v)Â after 90 daysâ€™ notice from CSMC if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi)Â if a material breach has not been cured within 90 days; or (vii)Â if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights, and fails to cure that breach after 90 daysâ€™ notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice.Capricor and CSMC have entered into several amendments to the Amended CSMC License Agreement, pursuant to which the parties agreed to add and delete certain patent applications from the list of scheduled patents and extend the timing of certain development milestones, among other things. Capricor reimbursed CSMC for certain attorneysâ€™ fees and filing fees incurred in connection with the additional patent applications.License Agreement for ExosomesOn MayÂ 5, 2014, Capricor entered into an Exclusive License Agreement with CSMC (the â€œExosomes License Agreementâ€), for certain intellectual property rights related to CDC-derived exosomes technology. The Exosomes License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) in order to conduct research using the patent rights and know-how and to develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr.Â Eduardo MarbÃ¡n on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license, Capricor shall have a non-exclusive license to such future rights, subject to royalty obligations.Pursuant to the Exosomes License Agreement, CSMC was paid a license fee and Capricor reimbursed CSMC for certain fees and costs incurred in connection with the preparation and prosecution of certain patent applications. Additionally, Capricor is required to meet certain non-monetary development milestones and is obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a single-digitÂ percentage of the consideration received from any sublicenses or other grant of rights. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty bearing product.The Exosomes License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Exosomes License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i)Â if Capricor ceases, dissolves or winds up its business operations; (ii)Â in the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii)Â if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv)Â within 30 days for non-payment of royalties; (v)Â after 90 days if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi)Â if a material breach has not been cured within 90 days; or (vii)Â if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights and fails to cure that breach after 90 daysâ€™ notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice.Capricor and CSMC have entered into several amendments to the Exosomes License Agreement. Collectively, these amendments added additional patent applications and patent families to the Exosomes License Agreement, added certain defined product development milestone payments, modified certain milestone deadlines, added certain performance milestones with respect to product candidates covered by certain future patent rights in order to maintain an exclusive license to those future patent rights, and converted certain exclusive rights to co-exclusive rights. These amendments also obligated Capricor to reimburse CSMC for certain attorneysâ€™ fees and filing fees in connection with the additional patent applications and patent families. Cell Line License Agreement with Life TechnologiesOn March 7, 2022, Capricor entered into a non-exclusive cell line license agreement with Life Technologies Corporation, a subsidiary of Thermo Fisher Scientific, Inc., for the supply of certain cells which we will use in connection with the development of our exosomes platform. An initial license fee payment was made in 2022 and additional milestone fees may become due based on the progress of our development program.â€‹Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: United States)On January 24, 2022, Capricor entered into the U.S. Distribution Agreement with Nippon Shinyaku, a Japanese corporation and related party (see Note 8 â€“ â€œRelated Party Transactionsâ€). Under the terms of the U.S. Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in the United States of deramiocel for the treatment of DMD.Under the terms of the U.S. Distribution Agreement, Capricor will be responsible for the clinical development and manufacturing of deramiocel. Nippon Shinyaku and NS Pharma, Inc. (its wholly-owned U.S. subsidiary) will be responsible for the distribution of deramiocel in the United States. Pursuant to the U.S. Distribution Agreement, Capricor received an upfront payment of $30.0 million in 2022. The first milestone payment of $10.0 million was paid upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. Additionally, there are potential milestones totaling up to $90.0 million leading up to and including the BLA approval. Further, there are various potential sales-based milestones, if commercialized, tied to the achievement of certain sales thresholds for annual net sales of deramiocel of up to $605.0 million. Subject to regulatory approval, Capricor will have the right to receive a meaningful mid-range double-digit share of product revenue which falls between 30 and 50 percent.The Company has evaluated the U.S. Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. At the inception, the Company identified one distinct performance obligation. The Company determined that the performance obligation is the conduct of the HOPE-3, Phase 3 clinical study. The Company determined the transaction price totaled $40.0 million, which was the upfront payment of $30.0 million and $10.0 million milestone payment. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. The Company has allocated the $40.0 million transaction price to its one distinct performance obligation. Revenue will be recognized using a proportional performance method in relation to the completion of the HOPE-3 clinical study, Cohort A arm, to determine the extent of progress towards completion. Under this method, the transaction price is recognized over the contractâ€™s entire performance period using a cost percentage per patient visit relative to the total estimated cost of patient visits.For the three months ended September 30, 2024, the Company recognized approximately $2.3 million as revenue compared to approximately $6.2 million for the three months ended September 30, 2023. For the nine months ended September 30, 2024, the Company recognized approximately $11.1 million as revenue compared to approximately $13.1 million for the nine months ended September 30, 2023. In relation to the U.S. Distribution Agreement, as of September 30, 2024, the Company recorded approximately $1.1 million as current deferred revenue on the Companyâ€™s condensed consolidated balance sheets. The Company had no opening or closing contract asset balances recognized. The difference between the opening and closing balances of the Companyâ€™s contract liability results from the Company performance of services in connection to its performance obligation. The transaction price allocated to remaining performance obligations represents contracted revenue that has not yet been recognized. As of September 30, 2024, remaining performance obligations related to the U.S. Distribution Agreement were approximately $1.1 million. At this time, we estimate 100% of the remaining performance obligations are expected to be recognized over the next 12 months. Remaining performance obligations estimates are subject to change.Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: Japan)On February 10, 2023, Capricor entered into a Commercialization and Distribution Agreement (the â€œJapan Distribution Agreementâ€) with Nippon Shinyaku. Under the terms of the Japan Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in Japan of deramiocel for the treatment of DMD.Under the terms of the Japan Distribution Agreement, Capricor received an upfront payment of $12.0 million in the first quarter of 2023, and in addition, Capricor may potentially receive additional development and sales-based milestone payments of up to approximately $89.0 million, subject to foreign currency exchange rates, and a meaningful double-digit share of product revenue. Nippon Shinyaku will be responsible for the distribution of deramiocel in Japan. Capricor will be responsible for the conduct of clinical development and regulatory approval in Japan, as may be required, as well as the manufacturing of deramiocel. In addition, Capricor or its designee will hold the Marketing Authorization in Japan if the product is approved in that territory.The Company has evaluated the Japan Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. The Company determined the initial transaction price totaled $12.0 million, which was the upfront payment fee. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. At this time, the Company is evaluating the regulatory pathway to achieve potential product approval in this territory. Until such time, the Company cannot identify any distinct performance obligation. As such, the Company has recorded the entire upfront payment fee of $12.0 million as current deferred revenue on the Companyâ€™s condensed consolidated balance sheets as of SeptemberÂ 30,Â 2024. Binding Term Sheet with Nippon Shinyaku (Territory: Europe)On September 16, 2024, Capricor entered into a Binding Term Sheet (the â€œTerm Sheetâ€) with Nippon Shinyaku for the commercialization and distribution of deramiocel for the treatment of DMD in the European region, as defined in the Term Sheet. Subject to finalization of a definitive agreement, under the terms of the Term Sheet, Capricor would be responsible for the development and manufacturing of deramiocel for potential approval in the European region. Nippon Shinyaku would be responsible for the sales and distribution of deramiocel in the European region. Subject to regulatory approval, Capricor would receive a double-digit share of product revenue and additional development and sales-based milestone payments. If the definitive agreement is entered into on the same economic terms as the term sheet, Capricor will receive an upfront payment of $20.0 million upon execution of the definitive agreement, with potential additional development and sales-based milestone payments of up to $715.0 million. Upon execution of the definitive agreement, the Company will evaluate the terms in accordance with ASU 606, Revenue for Contracts from Customers. As of September 30, 2024, nothing has been recorded or received. X - ReferencesNo definition available. + Details Name: capr_LicenseAgreementsAbstract Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure relating to licensing agreements entered into for acquiring intellectual property rights, for the grant of an exclusive, world-wide, royalty-bearing license to develop and commercialize licensed products under the licensed patent rights in all fields and a nonexclusive right to the know-how, Collaboration

Agreement and Exclusive License Option, and funding and equipment necessary for conducting clinical trial. + ReferencesNo definition available. + Details Name: capr_LicenseAgreementsTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R14.htm IDEA: XBRL DOCUMENT v3.24.3 RELATED PARTY TRANSACTIONS 9 Months Ended Sep. 30, 2024 RELATED PARTY TRANSACTIONS Â RELATED PARTY TRANSACTIONS 8.Â Â Â Â Â Â Â Â Â Â Â Â Â RELATED PARTY TRANSACTIONSConsulting AgreementsIn 2013, Capricor entered into a Consulting Agreement with Dr.Â Frank Litvack, the Companyâ€™s Executive Chairman and a member of its Board of Directors, whereby Capricor agreed to pay Dr.Â Litvack $10,000 perÂ month for consulting services. The agreement is terminable upon 30 daysâ€™ notice. As of September 30, 2024 and December 31, 2023, $10,000 was recorded in accounts payable and accrued expenses related to this Consulting Agreement. In January 2024, Capricor entered into a Consulting Agreement with Michael Kelliher, a member of its Board of Directors, related to business development services unrelated to his duties on behalf of the Board, whereby he was granted an option to purchase 30,000 shares of the Company's common stock. Â Commercialization and Distribution AgreementsAs noted above, Capricor is party to multiple commercialization and distribution agreements with Nippon Shinyaku, which holds more than 10% of the outstanding capital stock of Capricor Therapeutics (see Note 7 â€“ â€œLicense and Distribution Agreementsâ€). There are no outstanding payables or receivables as of September 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 7: 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)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 8: 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)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 9: 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)(e)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/850/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-6Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1 + Details Name: us-gaap_RelatedPartyTransactionsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R15.htm IDEA: XBRL DOCUMENT v3.24.3 SUBSEQUENT EVENTS 9 Months Ended Sep. 30, 2024 SUBSEQUENT EVENTS Â SUBSEQUENT EVENTS 9.Â Â Â Â Â Â Â Â Â Â Â Â Â SUBSEQUENT EVENTSOctober 2024 Underwritten Public OfferingOn October 16, 2024, the Company entered into an underwriting agreement (the â€œUnderwriting Agreementâ€) with Piper Sandler and Oppenheimer as representatives of the underwriters (the â€œUnderwritersâ€), pursuant to which the Company agreed to sell and issue, in a public offering an aggregate of 5,073,800 shares of common stock, including the exercise in full of the underwritersâ€™ option to purchase additional shares to cover over allotments, at a public offering price of $17.00 per share for total gross proceeds of approximately $86.3 million, before deducting underwriting commissions and other offering expenses payable by Capricor. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to the Underwriters, as well as legal and accounting fees in the aggregate amount of approximately $5.5 million. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Â Â Â Â

opinion, all adjustments, consisting of normal and recurring adjustments, considered necessary for a fair presentation have been included. The accompanying financial information should be read in conjunction with the financial statements and the notes thereto in the Companyâ€™s most recent Annual Report on FormÂ 10-K, as filed with the Securities and Exchange Commission (the â€œSECâ€) on MarchÂ 11, 2024, from which the December 31, 2023 consolidated balance sheet was derived. Interim results are not necessarily indicative of the results that may be expected for theÂ year ending DecemberÂ 31, 2024. Basis of Consolidation Basis of ConsolidationOur condensed consolidated financial statements include the accounts of the Company and our wholly-owned subsidiary. All intercompany transactions have been eliminated in consolidation. Reclassification ReclassificationCertain reclassification of prior period amounts has been made to conform to the current year presentation. Liquidity and Capital Resources Liquidity and Capital ResourcesThe Company has an accumulated deficit of approximately $192.7 million and cash, cash equivalents and marketable securities of approximately $85.0 million as of September 30, 2024. The Company has historically financed its research and development activities as well as operational expenses primarily from equity financings, government grants, and payments from distribution agreements and collaboration partners. The Companyâ€™s principal uses of cash are for research and development expenses, expenses in development of manufacturing capabilities, general and administrative expenses, capital expenditures and other working capital requirements.On June 21, 2021, the Company established an â€œat-the-marketâ€ program (the â€œATM Programâ€) with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold under the ATM Program (see Note 2 - "Stockholderâ€™s Equity"). Effective October 1, 2024, the ATM Program has been closed and terminated.In the first quarter of 2024, the Company received our first milestone payment of $10.0 million from Nippon Shinyaku Co., Ltd. (â€œNippon Shinyakuâ€), which was triggered upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. In September 2024, the Company completed a private placement with Nippon Shinyaku whereby we issued and sold an aggregate of 2,798,507 shares of common stock at a price per share of $5.36 for an aggregate purchase price of $15.0 million (see Note 2 â€“ â€œStockholderâ€™s Equityâ€). Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which the Company issued and sold an aggregate of 5,073,800 shares of common stock at a public offering price of $17.00 per share for gross proceeds of approximately $86.3 million (see Note 9 - â€œSubsequent Eventsâ€).The Companyâ€™s future expenditures and capital requirements may be substantial and will depend on many factors, including, but not limited to, the following:â—the timing and costs associated with our research and development activities, clinical trials and preclinical studies, including the enrollment and progress of our ongoing HOPE-3 Phase 3 clinical trial of deramiocel (also referred to as CAP-1002) in DMD;â—the timing and costs associated with the manufacturing of our product candidates, including the expansion of our manufacturing capacity to support the potential commercialization of deramiocel for DMD;â—the timing and costs associated with potential commercialization of our product candidates;â—the number and scope of our research programs, including the expansion of our exosomes program; â—the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; andâ—the costs associated with pursuing marketing approval and potential commercialization of deramiocel in countries outside the United States. The Companyâ€™s options for raising additional capital include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and other assets, potential distribution and other partnering opportunities, and from government grants. The Company has incurred significant operating losses and negative cash flows from operations. The Companyâ€™s plan to address its financial position may include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and from government grants. The Company will require substantial additional capital to fund its operations. The Company cannot provide assurances that financing will be available when and as needed or that, if available, financing will be available on favorable or acceptable terms. If the Company is unable to obtain additional financing when and if required, it would have a material adverse effect on the Companyâ€™s business and results of operations. The Company would likely need to delay, curtail or terminate portions of its clinical trials and research and development programs. To the extent the Company issues additional equity securities, its existing stockholders would experience substantial dilution. Business Uncertainty Related to the Coronavirus Business Uncertainty Related to the CoronavirusIn light of past uncertainties due to COVID-19 and its economic and other impacts and to uncertainties around the timing and availability of grant disbursements, the loss of revenue from the REGRESS and ALPHA trials as well as any potential equity and debt financings, the Company submitted for the Employee Retention Credit (â€œERCâ€), a credit against certain payroll taxes allowed to an eligible employer for qualifying wages, which was established by the CARES Act. The Company has submitted $738,778 in ERC for applicable 2020 and 2021 periods, receiving $191,199 in 2021 and $191,463 in 2023. As of SeptemberÂ 30,Â 2024, the Company has recorded a receivable for $366,551 for the remainder of funds for which we are still awaiting receipt. Use of Estimates Use of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Management uses its historical records and knowledge of its business in making these estimates. Accordingly, actual results may differ from these estimates. Cash and Cash Equivalents Cash and Cash EquivalentsThe Company considers all highly liquid investments with a maturity of less than 30 days at the date of purchase to be cash equivalents. Marketable Securities Marketable SecuritiesThe Company determines the appropriate classification of its marketable securities at the time of purchase and reevaluates such designation at each balance sheet date. All of the Companyâ€™s marketable securities are considered as available-for-sale and carried at estimated fair values. Realized gains and losses on the sale of debt and equity securities are determined using the specific identification method. Unrealized gains and losses on available-for-sale securities are presented as accumulated other comprehensive income (loss) as a separate component of stockholdersâ€™ equity. As of SeptemberÂ 30,Â 2024, marketable securities consist primarily of short-term United States treasuries. Property and Equipment Property and EquipmentProperty and equipment are stated at cost. Repairs and maintenance costs are expensed in the period incurred. Depreciation is computed using the straight-line method over the related estimated useful life of the asset, which such estimated useful lives range from five to seven years. Leasehold improvements are depreciated on a straight-line basis over the shorter of the useful life of the asset or the lease term. Depreciation was $361,167 and $276,471 for the three months ended September 30, 2024 and 2023, respectively, and $1,049,509 and $761,274 for the nine months ended SeptemberÂ 30,Â 2024 and 2023, respectively.Property and equipment, net consisted of the following:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Â Â Â Â SeptemberÂ 30,Â Â Â Â Â DecemberÂ 31,Â â€‹Â Â Â Â Â 2024Â Â Â Â Â 2023Furniture and fixturesâ€‹$ 197,141â€‹$ 187,997Laboratory equipmentâ€‹Â 6,102,784â€‹Â 5,449,597Leasehold improvementsâ€‹Â 2,255,283â€‹Â 2,129,102â€‹â€‹Â 8,555,208â€‹Â 7,766,696Less accumulated depreciationâ€‹Â (3,239,823)â€‹Â (2,206,055)Property and equipment, netâ€‹$ 5,315,385â€‹$ 5,560,641â€‹ Lease LeasesASC Topic 842, LeasesÂ (â€œASC 842â€), requires lessees to recognize most leases on the balance sheet with a corresponding right-to-use (â€œROUâ€) asset. ROU assets represent the Companyâ€™s right to use an underlying asset for the lease term and lease liabilities represent the Companyâ€™s obligation to make lease payments arising from the lease. The assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of fixed lease payments over the lease term. ROU assets are evaluated for impairment using the long-lived assets impairment guidance. Leases will be classified as financing or operating, which will drive the expense recognition pattern. The Company elects to exclude short-term leases if and when the Company has them. The Company leases office and laboratory space, all of which are operating leases (see Note 6 - â€œCommitments and Contingenciesâ€). Most leases include the option to renew and the exercise of the renewal options is at the Companyâ€™s sole discretion. Options to renew a lease are not included in the Companyâ€™s assessment unless there is reasonable certainty that the Company will renew. In addition, the Companyâ€™s lease agreements generally do not contain any residual value guarantees or restrictive covenants.The interest rate implicit in lease contracts is typically not readily determinable. As a result, the Company utilizes its incremental borrowing rate, which reflects the fixed rate at which the Company could borrow on a collateralized basis the amount of the lease payments in the same currency, for a similar term, in a similar economic environment.For real estate leases,Â the Company has elected the practical expedient under ASC 842 to account for the lease and non-lease components together for existing classes of underlying assets and allocates the contract consideration to the lease component only.Â This practical expedient is not elected for manufacturing facilities and equipment embedded in product supply arrangements. Revenue Recognition Revenue RecognitionThe Company adopted ASU 606, Revenue for Contracts from Customers, (â€œASU 606â€), which amended revenue recognition principles under U.S. GAAP and provides a single, comprehensive set of criteria for revenue recognition within and across all industries (see Note 7 â€“ â€œLicense and Distribution Agreementsâ€).â€‹The revenue standard provides a five-step framework for recognizing revenue as control of promised goods or services is transferred to a customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To determine revenue recognition for arrangements that it determines are within the scope of the revenue standard, the Company performs the following five steps: (i) identify the contract; (ii) identify the performance obligations; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. At contract inception, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation, or whether they are not distinct and are combined with other goods and services until a distinct bundle is identified. The Company then determines the transaction price, which typically includes upfront payments and any variable consideration that the Company determines is probable to not cause a significant reversal in the amount of cumulative revenue recognized when the uncertainty associated with the variable consideration is resolved. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when, or as, each performance obligation is satisfied.â€‹The Companyâ€™s distribution agreements may entitle it to additional payments upon the achievement of milestones or shares of product revenue on sales. The milestones are generally categorized into three types: development milestones, regulatory milestones and sales-based milestones. The Company evaluates whether it is probable that the consideration associated with each milestone or shared revenue payments will not be subject to a significant reversal in the cumulative amount of revenue recognized. Amounts that meet this threshold are included in the transaction price using the most likely amount method, whereas amounts that do not meet this threshold are excluded from the transaction price until they meet this threshold. At the end of each subsequent reporting period, the Company re-evaluates the probability of a significant reversal of the cumulative revenue recognized for its milestones and royalties, and, if necessary, adjusts its estimate of the overall transaction price. Any such adjustments are recorded on a cumulative catch-up basis, which would affect revenues and net income (loss) in the Companyâ€™s condensed consolidated statements of operation and comprehensive loss. Typically, milestone payments and shared revenue payments are achieved after the Companyâ€™s performance obligations associated with the distribution agreements have been completed and after the customer has assumed responsibility for the commercialization program. Milestones or shared revenue payments achieved after the Companyâ€™s performance obligations have been completed are recognized as revenue in the period the milestone or shared revenue payments were achieved. If a milestone payment is achieved during the performance period, the milestone payment would be recognized as revenue to the extent performance had been completed at that point, and the remaining balance would be recorded as deferred revenue.â€‹The revenue standard requires the Company to assess whether a significant financing component exists in determining the transaction price. The Company performs this assessment at the onset of its distribution agreements. Typically, a significant financing component does not exist because the customer is paying for services in advance with an upfront payment. Additionally, future shared revenue payments are not substantially within the control of the Company or the customer.â€‹Whenever the Company determines that goods or services promised in a contract should be accounted for as a combined performance obligation over time, the Company determines the period over which the performance obligations will be performed and revenue will be recognized. Revenue is recognized using either the proportional performance method or on a straight-line basis if efforts will be expended evenly over time. Percentage of completion of patient visits in clinical trials are used as the measure of performance. The Company feels this method of measurement to be the best depiction of the transfer of services and recognition of revenue. Significant management judgment is required in determining the level of effort required under an arrangement and the period over which the Company is expected to complete its performance obligations. If the Company determines that the performance obligation is satisfied over time, any upfront payment received is initially recorded as deferred revenue on its condensed consolidated balance sheets.â€‹Certain judgments affect the application of the Companyâ€™s revenue recognition policy. For example, the Company records short-term (less than one year) and long-term (over one year) deferred revenue based on its best estimate of when such revenue will be recognized. This estimate is based on the Companyâ€™s current operating plan, and the Company may recognize a different amount of deferred revenue over the next 12-month period if its plan changes in the future. â€‹Under the U.S. Commercialization and Distribution Agreement (the â€œU.S. Distribution Agreementâ€) with Nippon Shinyaku, the transaction price consists of variable shared revenue payments and fixed components in the form of an upfront payment and milestones. The timing of the fixed component of the transaction price is upfront, however, the performance obligation is satisfied over a period of time, which is the estimated duration of the HOPE-3 clinical trial, Cohort A arm. Therefore, upon receipt of the upfront payment and achievement of milestones, a contract liability is recorded which represents deferred revenue. The Company evaluates the measure of progress each reporting period and, if necessary, adjusts the related revenue recognition.Grant IncomeGenerally, government research grants that provide funding for research and development activities are recognized as income when the related expenses are incurred, as applicable. Because the terms of the grant award (the â€œCIRM Awardâ€) from the California Institute for Regenerative Medicine (â€œCIRMâ€) allow Capricor to elect to convert the grant into a loan after the end of the project period, the CIRM Award is being classified as a liability rather than income (see NoteÂ 5Â - â€œGovernment Grant Awardsâ€). Grant income is due upon submission of a reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards. No grant income was recognized for the three and nine months ended SeptemberÂ 30,Â 2024 and 2023. Research and Development Research and DevelopmentCosts relating to the design and development of new products are expensed as research and development as incurred in accordance with Financial Accounting Standards Board (â€œFASBâ€) ASC 730-10, Research and Development. Research and development costs amounted to approximately $11.8 million and $10.0 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $35.4 million and $26.5 million for the nine months ended September 30, 2024 and 2023, respectively. Comprehensive Income (Loss) Comprehensive Income (Loss)Comprehensive income (loss) generally represents all changes in stockholdersâ€™ equity during the period except those resulting from investments by, or distributions to, stockholders. The Companyâ€™s comprehensive loss was approximately $12.6 million and $6.5 million for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and approximately $33.5 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. The Companyâ€™s other comprehensive income (loss) is related to a net unrealized gain (loss) on marketable securities. The Companyâ€™s other comprehensive income (loss) was $(58,766) and $(66,485) for the three months ended SeptemberÂ 30,Â 2024 and 2023, respectively, and $(139,592) and $7,964 for the nine months ended September 30, 2024 and 2023, respectively. Clinical Trial Expense Clinical Trial ExpenseAs part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, contract research organizations (â€œCROsâ€), and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period. Stock-Based Compensation Stock-Based CompensationThe Company accounts for stock-based employee compensation arrangements in accordance with guidance issued by the FASB, which requires the measurement and recognition of compensation expense for all share-based payment

awards made to employees, consultants, and directors based on estimated fair values.The Company estimates the fair value of stock-based compensation awards on the date of grant using an option-pricing model. The value of the portion of the award that is ultimately expected to vest is recognized as an expense over the requisite service periods in the Companyâ€™s statements of operations and comprehensive loss. The Company estimates the fair value of stock-based compensation awards using the Black-Scholes model. This model requires the Company to estimate the expected volatility and value of its common stock and the expected term of the stock options, all of which are highly complex and subjective variables. The variables take into consideration, among other things, actual and projected stock option exercise behavior. For employees and directors, the expected life was calculated based on the simplified method as described by the SEC Staff Accounting Bulletin No.Â 110,Â Share-Based Payment. For other service providers, the expected life was calculated using the contractual term of the award. The Company's estimate of expected volatility was based on the historical stock price of the Company. The Company has selected a risk-free rate based on the implied yield available on U.S. Treasury securities with a maturity equivalent to the expected term of the options. Basic and Diluted Loss per Share Basic and Diluted Loss per ShareThe Company reports earnings per share in accordance with FASB ASC 260-10, Earnings per Share. Basic earnings (loss) per share is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed similarly to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential shares of common stock had been issued and if the additional shares of common stock were dilutive. For the three and nine months ended September 30, 2024 and 2023, warrants and options to purchase 15,454,599 and 8,303,253 shares of common stock, respectively, have been excluded from the computation of potentially dilutive securities. Potentially dilutive shares of common stock, which primarily consist of stock options issued to employees, consultants, and directors as well as warrants issued, have been excluded from the diluted loss per share calculation because their effect is anti-dilutive. Because the impact of these items is anti-dilutive during periods of net loss, there was no difference between basic and diluted loss per share for the three and nine months ended September 30, 2024 and 2023. Fair Value Measurements Fair Value MeasurementsAssets and liabilities recorded at fair value in the balance sheet are categorized based upon the level of judgment associated with the inputs used to measure their fair value. The categories are as follows:â€‹â€‹â€‹â€‹Level Input:Â Â Â Â Input Definition:â€‹â€‹â€‹Level Iâ€‹Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.Level IIâ€‹Inputs, other than quoted prices included in Level I, that are observable for the asset or liability through corroboration with market data at the measurement date.Level IIIâ€‹Unobservable inputs that reflect managementâ€™s best estimate of what market participants would use in pricing the asset or liability at the measurement date.â€‹The following table summarizes the fair value measurements by level at SeptemberÂ 30,Â 2024 and DecemberÂ 31,Â 2023 for assets and liabilities measured at fair value on a recurring basis:â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹SeptemberÂ 30,Â 2024â€‹Â Â Â Â LevelÂ IÂ Â Â Â LevelÂ IIÂ Â Â Â LevelÂ IIIÂ Â Â Â TotalMarketable Securitiesâ€‹$ 16,651,222â€‹$ â€”â€‹$ â€”â€‹$ 16,651,222â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â DecemberÂ 31,Â 2023â€‹Â Â Â Â LevelÂ IÂ Â Â Â LevelÂ IIÂ Â Â Â LevelÂ IIIÂ Â Â Â TotalMarketable Securitiesâ€‹$ 24,792,846â€‹$ â€”â€‹$ â€”â€‹$ 24,792,846â€‹Carrying amounts reported in the balance sheet of cash and cash equivalents, receivables, accounts payable and accrued expenses approximate fair value due to their relatively short maturity. The carrying amounts of the Companyâ€™s marketable securities are based on market quotations from national exchanges at the balance sheet date. Interest and dividend income are recognized separately on the income statement based on classifications provided by the brokerage firm holding the investments. The fair value of borrowings is not considered to be significantly different from its carrying amount because the stated rates for such debt reflect current market rates and conditions. Recent Accounting Pronouncements Recent Accounting PronouncementsIn October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SECâ€™s Disclosure Update and Simplification Initiative. This standard was issued in response to the SECâ€™s disclosure update and simplification initiative, which affects a variety of topics within the Accounting Standards Codification. The amendments apply to all reporting entities within the scope of the affected topics unless otherwise indicated. The effective date for each amendment will be the date on which the SECâ€™s removal of that related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the impact this guidance will have on its financial statement disclosures.â€‹Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC, did not or are not believed by management to have a material impact on the Companyâ€™s present or future consolidated financial statement presentation or disclosures. X - DefinitionDisclosure of accounting policy for clinical trail expense. + ReferencesNo definition available. + Details Name: capr_ClinicalTrialExpensePolicyPolicyTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for liquidity position during the period. + ReferencesNo definition available. + Details Name: capr_LiquidityPolicyTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy as it relates to unusual or infrequent items related to the Covid-19 pandemic. + ReferencesNo definition available. + Details Name: capr_UnusualOrInfrequentItemsOrBothCovid19PolicyPolicyTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration 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 - DefinitionThe entire disclosure for the business description and accounting policies concepts. Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. 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/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContent + Details Name: us-gaap_BusinessDescriptionAndAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity's use of its cash and cash equivalents, (2) whether the entity's cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-1 + Details Name: us-gaap_CashAndCashEquivalentsPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for salaries, bonuses, incentive awards, postretirement and postemployment benefits granted to employees, including equity-based arrangements; discloses methodologies for measurement, and the bases for recognizing related assets and liabilities and recognizing and reporting compensation expense. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_CompensationRelatedCostsPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for comprehensive income. + ReferencesNo definition available. + Details Name: us-gaap_ComprehensiveIncomePolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2 + Details Name: us-gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities. + ReferencesNo definition available. + Details Name: us-gaap_FairValueMeasurementPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for leasing arrangement entered into by lessee. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-1 + Details Name: us-gaap_LesseeLeasesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for investment classified as marketable security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 320 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477268/942-320-50-5 + Details Name: us-gaap_MarketableSecuritiesPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 205 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483504/205-10-50-1 + Details Name: us-gaap_PriorPeriodReclassificationAdjustmentDescription Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for long-lived, physical asset used in normal conduct of business and not intended for resale. Includes, but is not limited to, work of art, historical treasure, and similar asset classified as collections. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 6 -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for costs it has incurred (1) in a planned search or critical investigation aimed at discovery of new knowledge with the hope that such knowledge will be useful in developing a new product or service, a new process or technique, or in bringing about a significant improvement to an existing product or process; or (2) to translate research findings or other knowledge into a plan or design for a new product or process or for a significant improvement to an existing product or process. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483044/730-10-05-1 + Details Name: us-gaap_ResearchAndDevelopmentExpensePolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue from contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 9: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R19.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Tables) 9 Months Ended Sep. 30, 2024 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Schedule of property, plant and equipment â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹ Â Â Â SeptemberÂ 30,Â Â Â Â Â DecemberÂ 31,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Furniture and fixturesâ€‹$ 197,141â€‹$ 187,997Laboratory equipmentâ€‹Â 6,102,784â€‹Â 5,449,597Leasehold improvementsâ€‹Â 2,255,283â€‹Â 2,129,102â€‹â€‹Â 8,555,208â€‹Â 7,766,696Less accumulated depreciationâ€‹Â (3,239,823)â€‹Â (2,206,055)Property and equipment, netâ€‹$ 5,315,385â€‹$ 5,560,641 Schedule of fair value measurements â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹SeptemberÂ 30,Â 2024â€‹Â Â Â Â LevelÂ IÂ Â Â Â LevelÂ IIÂ Â Â Â LevelÂ IIIÂ Â Â Â TotalMarketable Securitiesâ€‹$ 16,651,222â€‹$ â€”â€‹$ â€”â€‹$ 16,651,222â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â DecemberÂ 31,Â 2023â€‹Â Â Â Â LevelÂ IÂ Â Â Â LevelÂ IIÂ Â Â Â LevelÂ IIIÂ Â Â Â TotalMarketable Securitiesâ€‹$ 24,792,846â€‹$ â€”â€‹$ â€”â€‹$ 24,792,846 X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of financial instrument measured at fair value on recurring or nonrecurring basis. Includes, but is not limited to, instrument classified in shareholders' equity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R20.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS (Tables) 9 Months Ended Sep. 30, 2024 Warrant Â Schedule of warrant activity â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹WeightedÂ Averageâ€‹Â Â Â Â WarrantsÂ Â Â Â ExerciseÂ PriceOutstanding at DecemberÂ 31,Â 2023Â 5,041,403â€‹$ 5.61Grantedâ€‹ â€”â€‹â€‹ â€”Exercisedâ€‹ (38,000)â€‹â€‹ 1.53Outstanding at SeptemberÂ 30,Â 2024Â 5,003,403â€‹$ 5.64 Schedule of outstanding warrants â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Warrants Outstandingâ€‹â€‹â€‹â€‹â€‹â€‹â€‹SeptemberÂ 30,Â â€‹DecemberÂ 31,Â â€‹ExerciseÂ Priceâ€‹ExpirationTypeÂ Â Â Â Grant DateÂ Â Â Â 2024Â Â Â Â 2023Â Â Â Â perÂ ShareÂ Â Â Â DateCommon Warrantsâ€‹12/19/2019â€‹ 40,782Â 40,782â€‹$ 1.10â€‹12/19/2024Common Warrantsâ€‹3/27/2020â€‹ 27,000Â 65,000â€‹$1.5313â€‹3/27/2025Common Warrantsâ€‹10/3/2023â€‹ 4,935,621â€‹ 4,935,621â€‹$ 5.70â€‹10/3/2030â€‹â€‹â€‹â€‹ 5,003,403â€‹ 5,041,403â€‹â€‹â€‹â€‹â€‹ Employee Stock Option Â Schedule of fair value of option using Black-Scholes option â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Â Nine months ended SeptemberÂ 30,Â Â â€‹â€‹2024â€‹2023â€‹Expected volatilityÂ 109 - 119%Â Â 111 - 121%Expected termÂ 5 - 7 yearsÂ 5 - 7 yearsâ€‹Dividend yieldÂ 0 %Â Â 0 %Risk-free interest ratesÂ 3.9 - 4.5%Â Â 3.5 - 4.5% Schedule of employee and non-employee stock based compensation expense â€‹Â Â Â Â Three months ended SeptemberÂ 30,Â â€‹Nine months ended SeptemberÂ 30,Â â€‹Â â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023â€‹General and administrativeâ€‹$ 1,274,238â€‹$ 1,235,219â€‹$ 4,852,244â€‹$ 4,157,704â€‹Research and developmentâ€‹Â 777,045â€‹Â 481,974â€‹Â 2,617,244â€‹Â 1,372,985â€‹Totalâ€‹$ 2,051,283â€‹$ 1,717,193â€‹$ 7,469,488â€‹$ 5,530,689â€‹ Schedule of employee and non-employee stock option â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹NumberÂ ofâ€‹WeightedÂ Averageâ€‹Aggregateâ€‹Â Â Â Â OptionsÂ Â Â Â ExerciseÂ PriceÂ Â Â Â IntrinsicÂ ValueOutstanding at DecemberÂ 31,Â 2023Â 8,232,404â€‹$ 3.46Â â€‹Grantedâ€‹ 2,732,226â€‹Â 5.25Â â€‹Â Â ExercisedÂ (107,073)â€‹Â 1.98Â $ 305,501Expired/CancelledÂ (406,361)â€‹Â 5.33Â â€‹Â Â Outstanding at SeptemberÂ 30,Â 2024Â 10,451,196â€‹$ 3.87â€‹$ 118,501,497Exercisable at SeptemberÂ 30,Â 2024Â 6,118,062â€‹$ 3.36â€‹$ 72,516,118 X - DefinitionTabular disclosure of the allocation of equity-based compensation costs to a given line item on the balance sheet and income statement for the period. This may include the reporting line for the costs and the amount capitalized and expensed. + ReferencesNo definition available. + Details Name: capr_ScheduleOfEmployeeAndNonemployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTableTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of all warrant activity during the period. + ReferencesNo definition available. + Details Name: capr_ScheduleOfWarrantActivityTableTextBlock Namespace Prefix: capr_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of 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 warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1 + Details Name: us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_OptionIndexedToIssuersEquityEquityAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 34 R21.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES (Tables) 9 Months Ended Sep. 30, 2024 COMMITMENTS AND CONTINGENCIES Â Schedule of Future Minimum Rental Payments â€‹â€‹â€‹â€‹â€‹2024 (remainder)â€‹$ 226,6772025â€‹â€‹ 914,2202026â€‹â€‹ 634,8892027â€‹â€‹ â€”2028â€‹â€‹ â€”Total minimum lease paymentsâ€‹â€‹ 1,775,786Less: imputed interestâ€‹â€‹ (127,263)Total operating lease liabilitiesâ€‹$ 1,648,523Included in the condensed consolidated balance sheet:â€‹â€‹â€‹Current portion of lease liabilitiesâ€‹$ 813,634Lease liabilities, net of currentâ€‹ 834,889Total operating lease liabilitiesâ€‹$ 1,648,523â€‹â€‹â€‹Other Information:â€‹â€‹Weighted average remaining lease termâ€‹1.9 yearsWeighted average discount rateâ€‹â€‹7.4% Schedule of operating lease cost â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹â€‹Three months ended SeptemberÂ 30,Â â€‹Nine months ended SeptemberÂ 30,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023Lease costsâ€‹$ 210,357â€‹$ 198,041â€‹$ 631,072â€‹$ 583,253Lease paymentsâ€‹Â 221,099â€‹Â 199,058â€‹â€‹ 676,921â€‹â€‹ 597,173 X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R22.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Additional Information (Details) - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended 12 Months Ended 39 Months Ended Oct. 16, 2024 Sep. 16, 2024 Jun. 21, 2021 Sep. 30, 2024 Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Dec. 31, 2021 Oct. 01, 2024 Dec. 31, 2020 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Accumulated deficit Â Â Â $ (192,717,936) $ (192,717,936) Â Â Â Â Â $ (192,717,936) Â $ (159,367,353) Â Â Cash, cash equivalents, and marketable securities Â Â Â 85,000,000.0 85,000,000.0 Â Â Â Â Â 85,000,000.0 Â Â Â Â Milestone payment received Â Â Â Â Â Â Â Â Â Â (11,139,956) $ (1,089,977) Â Â Â Gross proceeds from sale of common stock Â Â Â Â Â Â Â Â Â Â 71,481,962 2,351,476 Â Â Â Â Revenue recognized under "ERC" Â Â Â Â Â Â Â Â Â Â Â Â Â $ 191,463 $ 191,199 Â Â Receivables under "ERC" Â Â Â $ 366,551 366,551 Â Â Â Â Â 366,551 Â Â $ 738,778 Â $ 738,778 Grant income Â Â Â 0 Â Â $ 0 Â 0 0 Â Â Â Â Research and development Â Â Â 11,807,867 Â Â 10,028,964 Â Â 35,413,649 26,507,872 Â Â Â Comprehensive loss Â Â Â (12,615,494) Â Â (6,457,093) Â Â (33,490,175) (21,517,489) Â Â Â Â Net unrealized gain (loss) on marketable securities Â Â Â Â $ (58,766) $ (152,714) $ 71,888 $ (66,485) $ 84,707 $ (10,258) $ (139,592) $ 7,964 Â Â Â Â Antidilutive securities Â Â Â Â 15,454,599 Â Â 8,303,253 Â Â 15,454,599 8,303,253 Â Â Â Â Subsequent event Â Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of common stock shares issued 5,073,800 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Public offering price $ 17.00 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Gross proceeds from sale of common stock $ 86,300,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â June 2021 ATM Program Â Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Common Stock, Shares Authorized, Value Â Â $ 75,000,000.0 Â Â Â Â Â Â Â Â Â Â Â Â Â Number of common stock shares issued Â Â Â Â Â Â Â Â Â Â Â Â 9,228,383 Â Average price (in dollars per share) Â Â Â Â Â Â Â Â Â Â Â Â $ 8.13 Â Gross proceeds from sale of common stock Â Â Â Â Â Â Â Â Â Â Â Â $ 75,000,000.0 Â Nippon Shinyaku | Private placement Â Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of common stock shares issued Â 2,798,507 Â 2,798,507 Â Â Â Â Â Â Â Â Â Â Public offering price Â $ 5.36 Â $ 5.36 $ 5.36 Â Â Â Â $ 5.36 Â Â Â Â Gross proceeds from sale of common stock Â $ 15,000,000.0 Â $ 15,000,000.0 Â Â Â Â Â Â Â Â Â Â Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, Japan Â Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Milestone payment received Â Â Â Â Â $ 10,000,000.0 Â Â Â Â Â Â Â Â Â Maximum | June 2021 ATM Program Â Â Â Â Â Â Â Â Â Â Â Â Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Common Stock, Shares Authorized, Value Â Â $ 75,000,000.0 Â Â Â Â Â Â Â Â Â Â Â Â Â X - ReferencesNo definition available. + Details Name: capr_AccountingPoliciesLineItems Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe maximum value of share authorized. + ReferencesNo definition available. + Details Name: capr_CommonStockSharesAuthorizedValue Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of receivables under Employee Retention Credit, CARES Act. + ReferencesNo definition available. + Details Name: capr_EmployeeRetentionCreditCaresActReceivable Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of revenue recognized under Employee Retention Credit, CARES Act. + ReferencesNo definition available. + Details Name: capr_EmployeeRetentionCreditCaresActRevenue Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue and income classified as grant income. + ReferencesNo definition available. + Details Name: capr_GrantIncome Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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 - DefinitionCash includes currency on hand as well as demand deposits with banks or financial institutions. It also includes other kinds of accounts that have the general characteristics of demand deposits in that the customer may deposit additional funds at any time and effectively may withdraw funds at any time without prior notice or penalty. Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale

securities, or held-to-maturity securities (if maturing within one year), as applicable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CashCashEquivalentsAndShortTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare 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/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(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_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=capr_June2021AtMarketProgramMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=capr_NipponShinyakuCo.Ltd.Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=capr_CommercializationAndDistributionAgreementWithNipponShinyakuCoLimitedJapanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 36 R23.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Property and Equipment (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Depreciation $ 361,167 $ 276,471 $ 1,049,509 $ 761,274 Â Property and equipment, gross 8,555,208 Â 8,555,208 Â $ 7,766,696 Less accumulated depreciation (3,239,823) Â (3,239,823) Â (2,206,055) Property and equipment, net $ 5,315,385 Â $ 5,315,385 Â 5,560,641 Minimum Â Â Â Â Â Â Estimated useful lives (in years) 5 years Â 5 years Â Â Maximum Â Â Â Â Â Â Estimated useful lives (in years) 7 years Â 7 years Â Â Furniture and fixtures Â Â Â Â Â Â Property and equipment, gross $ 197,141 Â $ 197,141 Â 187,997 Laboratory equipment Â Â Â Â Â Â Property and equipment, gross 6,102,784 Â 6,102,784 Â 5,449,597 Leasehold improvements Â Â Â Â Â Â Property and equipment, gross $ 2,255,283 Â $ 2,255,283 Â $ 2,129,102 X - DefinitionAmount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionUseful life of long lived, physical assets used in the normal conduct of business and not intended for resale, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Examples include, but not limited to, land, buildings, machinery and equipment, office equipment, furniture and fixtures, and computer equipment. + ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_FurnitureAndFixturesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_EquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_LeaseholdImprovementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 37 R24.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Fair value measurements by Levels (Details) - Recurring - Fair Value Measurement - USD ($) Sep. 30, 2024 Dec. 31, 2023 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Marketable Securities $ 16,651,222 $ 24,792,846 Level 1 Â Â ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â Â Marketable Securities $ 16,651,222 $ 24,792,846 X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name

Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementBasisAxis=us-gaap_EstimateOfFairValueFairValueDisclosureMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 38 R25.htm IDEA: XBRL DOCUMENT v3.24.3 STOCKHOLDER'S EQUITY (Details) - USD ($) 1 Months Ended 9 Months Ended 39 Months Ended Sep. 16, 2024 Sep. 29, 2023 Jun. 21, 2021 Sep. 30, 2024 Sep. 30, 2024 Sep. 30, 2023 Oct. 01, 2024 Dec. 31, 2023 STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Â Common Stock, par value (in dollars per share) Â Â Â $ 0.001 $ 0.001 Â Â $ 0.001 Gross proceeds from sale of common stock Â Â Â Â $ 71,481,962 $ 2,351,476 Â Â Common stock, shares issued Â Â Â 40,332,392 40,332,392 Â Â 31,148,320 Common stock, shares outstanding Â Â Â 40,332,392 40,332,392 Â Â 31,148,320 June 2021 ATM Program Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Maximum aggregate offering price Â Â $ 75,000,000.0 Â Â Â Â Â Commission rate on sale price per share payable to Wainwright on sale of common stock Â Â Â Â 3.00% Â Â Â Number of common stock shares issued Â Â Â Â Â Â 9,228,383 Â Average price (in dollars per share) Â Â Â Â Â Â $ 8.13 Â Gross proceeds from sale of common stock Â Â Â Â Â Â $ 75,000,000.0 Â Issuance costs Â Â Â Â Â Â Â $ 2,400,000 Â Registered Direct Offering Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Number of common stock shares issued Â 4,935,621 Â Â Â Â Â Â Common Stock, par value (in dollars per share) Â $ 0.001 Â Â Â Â Â Â Â Average price (in dollars per share) Â $ 4.66 Â Â Â Â Â Â Gross proceeds from sale of common stock Â $ 23,000,000.0 Â Â Â Â Â Â Warrant to purchase Â 1 Â Â Â Â Â Â Â Exercise Price per Share Â $ 5.70 Â Â Â Â Â Â Minimum | Registered Direct Offering Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Â Effective warrant terms Â 6 months Â Â Â Â Â Â Â Maximum | June 2021 ATM Program Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Maximum aggregate offering price Â Â $ 75,000,000.0 Â Â Â Â Â Maximum | Registered Direct Offering Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Effective warrant terms Â 7 years Â Â Â Â Â Â Nippon Shinyaku | Private placement Â Â Â Â Â Â Â Â STOCKHOLDER'S EQUITY Â Â Â Â Â Â Â Â Number of common stock shares issued 2,798,507 Â Â 2,798,507 Â Â Â Â Â Public offering price $ 5.36 Â Â Â $ 5.36 $ 5.36 Â Â Â Percentage of premium on weighted average price 20.00% Â Â Â Â Â Â Â Â Weighted average number of days 60 days Â Â Â Â Â Â Â Gross proceeds from sale of common stock $ 15,000,000.0 Â Â $ 15,000,000.0 Â Â Â Â X - DefinitionPercentage of commission on sale price per common shares sold to be paid by the entity. + ReferencesNo definition available. + Details Name: capr_CommissionRateOnSalePricePerShare Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe maximum value of share authorized. + ReferencesNo definition available. + Details Name: capr_CommonStockSharesAuthorizedValue Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPercentage premium on volume weighted average price taken for computation of issue price per share. + ReferencesNo definition available. + Details Name: capr_SharesIssuedPricePerSharePremiumToVolumeWeightedAveragePricePercentage Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThreshold number of specified days of volume weighted average price used in the computation of issue price of stock sold. + ReferencesNo definition available. + Details Name: capr_StockIssuedThresholdNumberOfDaysVolumeWeightedAveragePrice Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: 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/1943274/2147482987/272-10-50-1Reference 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/1943274/2147481112/505-10-50-13Reference 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/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 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/1943274/2147481112/505-10-50-14Reference 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/1943274/2147481112/505-10-50-18Reference 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/1943274/2147481112/505-10-50-2Reference 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/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which each warrant or right may be converted. For example, but not limited to, each warrant may be converted into two shares. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType 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 - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - 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 - 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 - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare 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/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(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 - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=capr_June2021AtMarketProgramMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=capr_RegisteredDirectOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=capr_NipponShinyakuCo.Ltd.Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 39 R26.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Warrants (Details) 9 Months Ended Sep. 30, 2024 $ / shares shares STOCK AWARDS, WARRANTS AND OPTIONS Â Warrants Outstanding at Beginning | shares 5,041,403 Warrants Exercised | shares (38,000) Warrants Outstanding at Ending | shares 5,003,403 Weighted Average Exercise Price Outstanding at Beginning | $ / shares $ 5.61 Weighted Average Exercise Price Exercised | $ / shares 1.53 Weighted Average Exercise Price Outstanding at Ending | $ / shares $ 5.64 X - DefinitionNumber of warrants or rights Exercised during the period. + ReferencesNo definition available. + Details Name: capr_ClassOfWarrantOrRightExercised Namespace Prefix: capr_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights exercised. + ReferencesNo definition available. + Details Name: capr_ClassOfWarrantOrRightExercisedWeightedAverageExercisePrice Namespace Prefix: capr_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average exercise price per share or per unit of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: capr_ClassOfWarrantOrRightWeightedAverageExercisePrice Namespace Prefix: capr_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: capr_StockAwardsWarrantsAndOptionsAbstract Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 XML 40 R27.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Outstanding Warrants (Details) -

$ / shares 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 STOCK AWARDS, WARRANTS AND OPTIONS Â Â Warrants Outstanding 5,003,403 5,041,403 Common Warrants with Expiration on December 19th, 2024 Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Grant Date Dec. 19, 2019 Dec. 19, 2019 Warrants Outstanding 40,782 40,782 Exercise Price per Share $ 1.10 $ 1.10 Expiration Date Dec. 19, 2024 Dec. 19, 2024 Common Stock Warrants With Expiration On March 27th, 2025 Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Grant Date Mar. 27, 2020 Mar. 27, 2020 Warrants Outstanding 27,000 65,000 Exercise Price per Share $ 1.5313 $ 1.5313 Expiration Date Mar. 27, 2025 Mar. 27, 2025 Common Stock Warrants With Expiration On October 3rd, 2030 Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Grant Date Oct. 03, 2023 Oct. 03, 2023 Warrants Outstanding 4,935,621 4,935,621 Exercise Price per Share $ 5.70 $ 5.70 Expiration Date Oct. 03, 2030 Oct. 03, 2030 X - DefinitionDate the warrants or rights are exercisable, in YYYY-MM-DD format. + 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_ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType 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/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - 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 - 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 - DefinitionDate the equity-based award expires, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardExpirationDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=capr_CommonStockWarrantsWithExpirationOnDecember2024OneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=capr_CommonStockWarrantsWithExpirationOnDecember2025TwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=capr_CommonStockWarrantsWithExpirationOnDecember2030TwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R28.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Additional Information (Details) 1 Months Ended 3 Months Ended 9 Months Ended Jan. 01, 2024 shares Jan. 01, 2023 shares Jun. 30, 2021 shares Sep. 30, 2024 USD ($) $ / shares shares Sep. 30, 2023 $ / shares Sep. 30, 2024 USD ($) plan $ / shares shares Sep. 30, 2023 $ / shares STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Number of plans | plan Â Â Â Â Â Â 5 Â Percentage of outstanding shares Â Â 5.00% Â Â Â Â Minimum limit of fair market value to be treated as non-statutory stock | $ Â Â Â Â Â Â $ 100,000 Â Estimated weighted fair value of option granted (in per share) | $ / shares Â Â Â $ 4.16 $ 4.93 $ 4.56 $ 3.88 Total unrecognized fair value compensation cost | $ Â Â Â $ 16,600,000 Â $ 16,600,000 Â Weighted average period Â Â Â Â Â Â 1 year 4 months 24 days Â Employee Stock Option Â Â Â Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Â Terms of stock option plans Â Â Â Â Â Â 10 years Â Employee Stock Option | Stock Option Plan 2020 Â Â Â Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Number of shares available for issuance Â Â Â 458,869 Â 458,869 Â Employee Stock Option | Stock Option Plan 2021 Â Â Â Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Number of shares authorized for issuance Â Â 3,500,000 Â Â Â Â Number of additional shares authorized 1,557,416 1,262,070 Â Â Â Â Â Â Number of shares available for issuance Â Â Â 458,869 Â 458,869 Â Minimum | Employee Stock Option Â Â Â Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Vesting period Â Â Â Â Â Â 1 year Â Maximum | Employee Stock Option Â Â Â Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Â Â Â Vesting period Â Â Â Â Â 4 years Â X - ReferencesNo definition available. + Details Name: capr_DisclosureStockholdersEquityStockOptionsAndWarrantsAdditionalInformationLineItems Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe minimum limit of aggregate fair market value will be treated as non-statutory stock options. + ReferencesNo definition available. + Details Name: capr_MinimumLimitOfFairMarketValueToBeTreatedAsNonStatutoryStock Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe percentage of annual increase for each year to authorized shares under any stock compensation plan. + ReferencesNo definition available. + Details Name: capr_ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfAnnualIncreaseInNumberOfSharesAuthorized Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNumber of share based compensation plans . + ReferencesNo definition available. + Details Name: capr_ShareBasedCompensationNumberOfPlans Namespace Prefix: capr_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost to be recognized for option under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of additional shares authorized for issuance under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfAdditionalSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares authorized for issuance under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_OptionIndexedToIssuersEquityTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=capr_StockOptionPlan2020Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=capr_StockOptionPlan2021Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R29.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Assumptions (Details) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 STOCK AWARDS, WARRANTS AND OPTIONS Â Â Expected volatility, Minimum 109.00% 111.00% Expected volatility, Maximum 119.00% 121.00% Dividend yield 0.00% 0.00% Risk-free interest rates, Minimum 3.90% 3.50% Risk-free interest rates, Maximum 4.50% 4.50% Minimum Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Expected term 5 years 5 years Maximum Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Expected term 7 years 7 years 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 - DefinitionThe maximum risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe minimum risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum 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/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -

Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R30.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Stock-based Compensation Expense (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Stock-based compensation cost $ 2,051,283 $ 1,717,193 $ 7,469,488 $ 5,530,689 General and administrative Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Stock-based compensation cost 1,274,238 1,235,219 4,852,244 4,157,704 Research and development Â Â Â Â STOCK AWARDS, WARRANTS AND OPTIONS Â Â Â Â Stock-based compensation cost $ 777,045 $ 481,974 $ 2,617,244 $ 1,372,985 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R31.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK AWARDS, WARRANTS AND OPTIONS - Stock Option Activity (Details) - Employee Stock Option - USD ($) 9 Months Ended Sep. 30, 2024 Number of Options Â Outstanding at December 31, 2023 8,232,404 Granted 2,732,226 Exercised (107,073) Expired/Cancelled (406,361) Outstanding at September 30, 2024 10,451,196 Exercisable at September 30, 2024 6,118,062 Weighted Average Exercise Price Â Outstanding at December 31, 2023 $ 3.46 Granted 5.25 Exercised 1.98 Expired/Cancelled 5.33 Outstanding at September 30, 2024 3.87 Exercisable at September 30, 2024 $ 3.36 Aggregate Intrinsic Value Â Exercised $ 305,501 Outstanding at September 30, 2024 118,501,497 Exercisable at September 30, 2024 $ 72,516,118 X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Options, Aggregate Intrinsic Value [Abstract] + ReferencesNo definition available. + Details Name: capr_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsAggregateIntrinsicValueAbstract Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAmount of accumulated difference between fair value of underlying shares on dates of exercise and exercise price on options exercised (or share units converted) into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisesInPeriodTotalIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of options or other stock instruments for which the right to exercise has lapsed under the terms of the plan agreements. + 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)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExpirationsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options of the plan that expired. + 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)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExpirationsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_OptionIndexedToIssuersEquityEquityAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R32.htm IDEA: XBRL DOCUMENT v3.24.3 CONCENTRATIONS (Details) Sep. 30, 2024 USD ($) Institution CONCENTRATIONS Â Number of financial institutions | Institution 3 Cash, FDIC insured amount $ 250,000 Cash, uninsured deposits $ 85,000,000.0 X - DefinitionNumber of financial institutions + ReferencesNo definition available. + Details Name: capr_NumberOfFinancialInstitutions Namespace Prefix: capr_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe amount of cash deposited in financial institutions as of the balance sheet date that is insured by the Federal Deposit Insurance Corporation. + ReferencesNo definition available. + Details Name: us-gaap_CashFDICInsuredAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of cash as of the balance sheet date that is not insured by the Federal Deposit Insurance Corporation. + ReferencesNo definition available. + Details Name: us-gaap_CashUninsuredAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_RisksAndUncertaintiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 46 R33.htm IDEA: XBRL DOCUMENT v3.24.3 GOVERNMENT GRANT AWARDS (Details) - California Institute for Regenerative Medicine $ in Millions Jun. 20, 2016 Jun. 16, 2016 USD ($) item Sep. 30, 2024 USD ($) Grant award liability Â $ 3.4 $ 3.4 Minimum expected contribution Â $ 2.3 Â Number of times, maximum royalty to be paid on total amount of award | item Â 9 Â Term of award 10 years 10 years Â Debt term 5 years Â Â Interest rate 1.00% Â Â Debt Instrument, Variable Interest Rate, Type [Extensible Enumeration] capr:LiborMember Â Â X - DefinitionAmount of grant liability. + ReferencesNo definition available. + Details Name: capr_GrantAwardLiability Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe minimum amount of contribution to be made. + ReferencesNo definition available. + Details Name: capr_MinimumExpectedContribution Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of times on total award amount which is the maximum amount of royalty to be payable on commercial revenue. + ReferencesNo definition available. + Details Name: capr_NumberOfTimesOnTotalAwardAmountMaximumRoyaltyOnCommercialRevenueToBePayable Namespace Prefix: capr_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionTerm of award. + ReferencesNo definition available. + Details Name: capr_TermOfAward Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPeriod of time between issuance and maturity of debt instrument, in PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionIndicates type of variable interest rate on debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 470 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentVariableInterestRateTypeExtensibleEnumeration Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type:

duration X - DefinitionVariable interest rate in effect as of the balance sheet date related to the interest rate derivative. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeVariableInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=capr_CaliforniaInstituteForRegenerativeMedicineMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R34.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES - Additional Information (Details) 1 Months Ended 3 Months Ended 9 Months Ended Aug. 01, 2024 USD ($) Mar. 13, 2024 USD ($) Jan. 01, 2024 USD ($) Oct. 01, 2023 USD ($) Jul. 01, 2023 USD ($) Dec. 01, 2022 USD ($) Nov. 01, 2021 USD ($) Oct. 01, 2021 ftÂ² Jan. 01, 2021 Dec. 31, 2022 USD ($) Jul. 31, 2022 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Short-term operating lease payments Â Â Â Â Â Â Â Â Â Â Â $ 22,857 $ 22,857 $ 787,571 $ 70,071 Â Operating lease, ROU asset Â Â Â Â Â Â Â Â Â Â Â 1,493,611 Â 1,493,611 Â $ 2,050,042 Operating lease, ROU liability Â Â Â Â Â Â Â Â Â Â Â 1,648,523 Â 1,648,523 Â Â Operating lease payments Â Â Â Â Â Â Â Â Â Â Â 221,099 199,058 $ 676,921 597,173 Â Number of months of base salary Â Â Â Â Â Â Â Â Â Â Â Â Â 6 months Â Â Restructuring reserve Â Â Â Â Â Â Â Â Â Â Â 0 Â $ 0 Â Â License and Services Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â License fee Â $ 110,615 Â Â Â Â Â Â Â Â Â Â Â Â Â Short-term offices lease Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Base rent per month Â Â Â Â $ 7,619 Â Â Â Â Â $ 7,869 Â Â Â Â Â Notice period Â Â Â Â Â Â Â Â 90 days Â Â Â Â Â Â Operating lease costs Â Â Â Â Â Â Â Â Â Â Â $ 339,954 $ 22,857 $ 787,571 $ 70,071 Â Facilities Lease Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Lease renewal term 24 months Â Â Â Â Â Â Â Â 24 months Â Â Â Â Â Base rent per month $ 11,028 Â Â Â Â Â Â Â Â $ 10,707 Â Â Â Â Â Property Located at 10865 Road to Cure in Diego Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Lease term Â Â Â Â Â Â Â 5 years Â Â Â Â Â Â Â Â Area under lease | ftÂ² Â Â Â Â Â Â 9,396 Â Â Â Â Â Â Â Â Lease renewal term Â Â Â Â Â Â Â 5 years Â Â Â Â Â Â Â Base rent per month Â Â Â $ 58,409 Â $ 51,444 Â Â Â Â Â Â Â Â Â Operating lease percentage Â Â Â Â Â Â Â 3.00% Â Â Â Â Â Â Â Vivarium Space Lease Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â COMMITMENTS AND CONTINGENCIES Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Lease renewal term Â Â 24 months Â Â Â Â Â Â Â Â Â Â Â Â Â Base rent per month Â Â $ 4,370 Â Â Â $ 4,021 Â Â $ 4,202 Â Â Â Â Â Â Monthly rent escalation, percentage Â Â Â Â Â Â Â Â 4.50% Â Â Â Â Â Annual rent escalation, percentage Â Â 4.00% Â Â Â Â Â Â Â Â Â Â Â Â X - DefinitionNA + ReferencesNo definition available. + Details Name: capr_CommitmentsAndContingenciesDisclosureLineItems Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe percent of escalation of annual base rent of lessee's operating lease. + ReferencesNo definition available. + Details Name: capr_LesseeOperatingLeaseAnnualRentEscalationPercent Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe amount of base lease rent per month under the operating lease. + ReferencesNo definition available. + Details Name: capr_LesseeOperatingLeaseBaseLeaseRentPerMonth Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe percent of escalation of monthly base rent of lessee's operating lease. + ReferencesNo definition available. + Details Name: capr_LesseeOperatingLeaseMonthlyRentEscalationPercent Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLicense fee per month. + ReferencesNo definition available. + Details Name: capr_LicenseFee Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPercentage of increase in annual lease rent in an operating lease. + ReferencesNo definition available. + Details Name: capr_OperatingLeasePercentageOfIncreaseInAnnualLeaseRent Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionMaximum number of months of base salaries used for severance packages for specific full-time employees. + ReferencesNo definition available. + Details Name: capr_SeverancePackageToBePaidForPeriodOfBaseSalary Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThese lines are represents that notice period. + ReferencesNo definition available. + Details Name: capr_WrittenNoticePeriod Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionTerm of lessee's operating lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseRenewalTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionTerm of lessor's operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseTermOfContract Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionNet rentable area for properties owned. + ReferencesNo definition available. + Details Name: us-gaap_NetRentableArea Namespace Prefix: us-gaap_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - DefinitionAmount of operating lease expense. Excludes sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4 + Details Name: us-gaap_OperatingLeaseExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringReserve Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of cash outflow for short-term lease payment excluded from lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5 + Details Name: us-gaap_ShortTermLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=capr_LicenseAndServicesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=capr_CorporateOfficesLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=capr_FacilitiesLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=capr_PropertyLocatedAt10865RoadToCureInDiegoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=capr_VivariumSpaceLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R35.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES - Future Minimum Rental Payments (Details) - USD ($) Sep. 30, 2024 Dec. 31, 2023 COMMITMENTS AND CONTINGENCIES Â Â 2024 (remainder) $ 226,677 Â 2025 914,220 Â 2026 634,889 Â Total minimum lease payments 1,775,786 Â Less: imputed interest (127,263) Â Total operating lease liabilities 1,648,523 Â Included in the condensed consolidated balance sheet: Â Â Current portion of lease liabilities 813,634 $ 749,112 Lease liabilities, net of current 834,889 $ 1,486,783 Total operating lease liabilities $ 1,648,523 Â Weighted average remaining lease term 1 year 10 months 24 days Â Weighted average discount rate 7.40% Â X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 49 R36.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES - Lease Costs (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 COMMITMENTS AND CONTINGENCIES Â Â Â Â Lease costs $ 210,357 $ 198,041 $ 631,072 $ 583,253 Lease payments $ 221,099 $ 199,058 $ 676,921 $ 597,173 X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 50 R37.htm IDEA: XBRL DOCUMENT v3.24.3 LICENSE AND DISTRIBUTION AGREEMENTS (Details) 3 Months Ended 9 Months Ended 12 Months Ended Sep. 16, 2024 USD ($) Sep. 30, 2024 USD ($) Jun. 30, 2024 USD ($) Mar. 31, 2024 USD ($) Sep. 30, 2023 USD ($) Jun. 30, 2023 USD ($) Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2024 EUR (â‚¬) Sep. 30, 2023 USD ($) Dec. 31, 2022 USD ($) Dec. 31,

2023 USD ($) Jan. 24, 2022 USD ($) LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Revenue Â $ 2,261,642 Â Â $ 6,185,814 Â Â $ 11,139,956 Â $ 13,089,977 Â Â Â Deferred revenue, current Â 13,130,509 Â Â Â Â Â 13,130,509 Â Â Â $ 24,270,465 Â Stock issued aggregate value Â 67,205,869 $ 1,985,849 $ 2,290,244 221,081 $ 2,130,395 Â Â Â Â Â Â Â Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Potential milestone payments Â 90,000,000.0 Â Â Â Â Â Â 90,000,000.0 Â Â Â Â Â Milestone payments to be made upon completion of certain phases Â 10,000,000.0 Â Â Â Â Â 10,000,000.0 Â Â Â Â Â Upfront payment Â Â Â Â Â Â Â Â 30,000,000.0 Â Â $ 30,000,000.0 Â Â Deferred revenue liability Â 1,100,000 Â Â Â Â Â 1,100,000 Â Â Â Â Â $ 40,000,000.0 Revenue Â 2,300,000 Â Â $ 6,200,000 Â Â 11,100,000 Â $ 13,100,000 Â Â Â Deferred revenue, current Â $ 1,100,000 Â Â Â Â Â $ 1,100,000 Â Â Â Â Â Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-10-01 Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Revenue, remaining performance obligation, expected timing of satisfaction, period Â 12 months Â Â Â Â Â 12 months Â Â Â Â Â Revenue, Remaining Performance Obligation, Percentage Â 100.00% Â Â Â Â Â 100.00% Â Â Â Â Â Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, Japan Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Potential milestone payments Â Â Â Â Â Â $ 89,000,000.0 Â Â Â Â Â Â Upfront payment Â Â Â Â Â Â $ 12,000,000.0 Â Â Â Â Â Â Deferred revenue liability Â $ 12,000,000.0 Â Â Â Â Â $ 12,000,000.0 Â Â Â Â Â Deferred revenue, current Â 12,000,000.0 Â Â Â Â Â 12,000,000.0 Â Â Â Â Â Binding Term Sheet With Nippon Shinyaku Co Limited Europe Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Upfront payment $ 20,000,000.0 Â Â Â Â Â Â Â Â Â Â Â Â Â Potential additional development and sales-based milestone payments $ 715,000,000.0 Â Â Â Â Â Â Â Â Â Â Â Â Â CSMC | Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Deferred revenue liability Â 40,000,000.0 Â Â Â Â Â Â $ 40,000,000.0 Â Â Â Â Â Rome License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Notice period Â Â Â Â Â Â 90 days 90 days Â Â Â JHU License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Notice period Â Â Â Â Â Â 60 days 60 days Â Â Â Threshold period to cure breach Â Â Â Â Â Â 30 days 30 days Â Â Â CSMC License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Notice period Â Â Â Â Â Â 90 days 90 days Â Â Â Exosomes License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Notice period Â Â Â Â Â Â 90 days 90 days Â Â Â Minimum | Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Share of product revenue (in percent) Â Â Â Â Â Â Â Â Â Â Â Â Â 30.00% Minimum | Rome License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Minimum annual royalty payments | â¬ Â Â Â Â Â Â Â â¬ 20,000 Â Â Â Â Â Maximum | Commercialization and Distribution Agreement with Nippon Shinyaku Co, Limited, United States Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Potential milestone payments Â Â Â Â Â Â Â Â Â Â $ 605,000,000.0 Share of product revenue (in percent) Â Â Â Â Â Â Â Â Â Â Â Â Â 50.00% Maximum | JHU License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Potential milestone payments Â $ 1,850,000 Â Â Â Â Â $ 1,850,000 Â Â Â Â Â Completion Of Phase Two Due | JHU License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Milestones paid Â Â Â Â Â Â Â Â Â Â 250,000 Â Â Milestone payments to be made upon completion of certain phases Â Â Â Â Â Â Â Â Â Â $ 500,000 Â Â Patent rights | JHU License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Agreement effective period Â Â Â Â Â Â Â 20 years 20 years Â Â Â Â Non Payment of Royalties | CSMC License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Agreement termination period Â Â Â Â Â Â 30 days 30 days Â Â Â Non Payment of Royalties | Exosomes License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Threshold period to cure breach Â Â Â Â Â Â 30 days 30 days Â Â Â CSMC Agreement Compliance | CSMC License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Agreement termination period Â Â Â Â Â Â 90 days 90 days Â Â Â CSMC Agreement Compliance | Exosomes License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Threshold period to cure breach Â Â Â Â Â Â 90 days 90 days Â Â Â Material Breach Has Not Been Cured | CSMC License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Agreement termination period Â Â Â Â Â Â 90 days 90 days Â Â Â Material Breach Has Not Been Cured | Exosomes License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Threshold period to cure breach Â Â Â Â Â Â 90 days 90 days Â Â Â Fails To Cure Breach after Notice From CSMC | CSMC License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Agreement termination period Â Â Â Â Â Â 90 days 90 days Â Â Â Fails To Cure Breach after Notice From CSMC | Exosomes License Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â LICENSE AGREEMENTS Â Â Â Â Â Â Â Â Â Â Â Â Â Threshold period to cure breach Â Â Â Â Â Â 90 days 90 days Â Â Â X - DefinitionRepresents the agreement termination period. + ReferencesNo definition available. + Details Name: capr_AgreementTerminationPeriod Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe amount paid for royalties on an annual basis. + ReferencesNo definition available. + Details Name: capr_AnnualPaymentsForRoyalties Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNA + ReferencesNo definition available. + Details Name: capr_LicenseAgreementsLineItems Namespace Prefix: capr_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of milestone payments during the period. + ReferencesNo definition available. + Details Name: capr_MilestonePayments Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionMilestone payments to be made upon successful completion of certain phases as per License agreement. + ReferencesNo definition available. + Details Name: capr_MilestonePaymentsToBeMadeUponSuccessfulCompletionOfCertainPhases Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod for which agreement will be effective. + ReferencesNo definition available. + Details Name: capr_PeriodOfAgreementWillBeInEffective Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of potential additional development and sales based milestone payments payable. + ReferencesNo definition available. + Details Name: capr_PotentialAdditionalDevelopmentAndSalesBasedMilestonePayments Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of milestone payments payable under the JHU License Agreement. + ReferencesNo definition available. + Details Name: capr_PotentialMilestonePayments Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPercentage of share of product revenue. + ReferencesNo definition available. + Details Name: capr_ShareOfProductRevenuePercentage Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThreshold period to cure breach. + ReferencesNo definition available. + Details Name: capr_ThresholdPeriodToCureBreach Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionUpfront Payment made during the period + ReferencesNo definition available. + Details Name: capr_UpfrontPayment Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThese lines are represents that notice period. + ReferencesNo definition available. + Details Name: capr_WrittenNoticePeriod Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPeriod in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of remaining performance obligation to total remaining performance obligation not recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=capr_CommercializationAndDistributionAgreementWithNipponShinyakuCoLimitedUnitedStatesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2024-10-01 Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=capr_CommercializationAndDistributionAgreementWithNipponShinyakuCoLimitedJapanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=capr_BindingTermSheetWithNipponShinyakuCoLimitedEuropeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=capr_CsmcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_RomeLicenseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_JhuLicenseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_CsmcLicenseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_ExosomesLicenseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: capr_MilestonePaymentsInPhasesAxis=capr_CompletionOfPhaseTwoDueMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=capr_UntilDateOfExpirationOfLastToExpirePatentWithinPatentRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=capr_NonPaymentOfRoyaltiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=capr_FailsToUndertakeCommerciallyReasonableEffortsToExploitPatentRightsOrFuturePatentRightsMember Namespace Prefix: Data Type: na Balance Type: Period

Type: X - Details Name: srt_StatementScenarioAxis=capr_MaterialBreachHasNotBeenCuredMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=capr_FailsToCureBreachAfterNoticeFromCsmcMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R38.htm IDEA: XBRL DOCUMENT v3.24.3 RELATED PARTY TRANSACTIONS (Details) - USD ($) 1 Months Ended 12 Months Ended Jan. 31, 2024 Dec. 31, 2013 Sep. 30, 2024 Dec. 31, 2023 Consulting Agreement Â Â Â Â RELATED PARTY TRANSACTIONS Â Â Â Â Accounts payable and accrued expenses, related party Â Â $ 10,000 $ 10,000 Board of Directors Chairman | Consulting Agreement with Frank Litvack Â Â Â Â RELATED PARTY TRANSACTIONS Â Â Â Â Monthly consulting fees Â $ 10,000 Â Â Notice period for termination of agreement Â 30 days Â Â Michael Kelliher | Consulting Agreement Â Â Â Â RELATED PARTY TRANSACTIONS Â Â Â Â Granted option 30,000 Â Â Â Minimum | Investor [Member] | Nippon Shinyaku Co., Ltd. [Member] Â Â Â Â RELATED PARTY TRANSACTIONS Â Â Â Â Entity Common Stock, Ownership Percentage Â Â 10.00% Â X - DefinitionThe percentage of common stock of the reporting entity owned by a third-party. + ReferencesNo definition available. + Details Name: capr_EntityCommonStockOwnershipPercentage Namespace Prefix: capr_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionMonthly consulting fees as per consulting agreement entered into with related party. + ReferencesNo definition available. + Details Name: capr_MonthlyConsultingFeesToRelatedParty Namespace Prefix: capr_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTerminable notice period. + ReferencesNo definition available. + Details Name: capr_TerminableNoticePeriod Namespace Prefix: capr_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 - SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-13Reference 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)(c)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: 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)(c)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: 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)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_RelatedPartyTransactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_ConsultingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=srt_BoardOfDirectorsChairmanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=capr_ConsultingAgreementWithFrankLitvackMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=capr_MichaelKelliherMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_InvestorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=capr_NipponShinyakuCo.Ltd.Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R39.htm IDEA: XBRL DOCUMENT v3.24.3 SUBSEQUENT EVENTS (Details) - USD ($) 9 Months Ended Oct. 16, 2024 Sep. 30, 2024 Sep. 30, 2023 SUBSEQUENT EVENTS Â Â Â Gross proceeds from sale of common stock Â $ 71,481,962 $ 2,351,476 SUBSEQUENT EVENTS Â Â Â SUBSEQUENT EVENTS Â Â Â Number of common stock shares issued $ 5,003,800 Â Â Public offering price $ 17.00 Â Â Amount paid to underwriters $ 5,500,000 Â Â X - DefinitionAmount of fees and commissions from banking, advisory, underwriting and investing activities. Activities include, but are not limited to, underwriting securities, private placements of securities, investment advisory and management services, merger and acquisition services, sale and servicing of mutual funds, and other related consulting fees. + ReferencesReference 1: 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(13)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_InvestmentBankingAdvisoryBrokerageAndUnderwritingFeesAndCommissions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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 - DefinitionPer share or unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare 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/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(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 - 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://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 53 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (,N#;ED'04UB@0 +$ 0 9&]C4')O<', O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+ (/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " #+@VY9>1.#,^X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M3L,P#(9?!>7>.FDG#E'7"X@32$A, G&+'&^+:)HH,6KW]K1EZX3@ 3C& O/Y ML^0&H\:0Z#F%2(D=Y9O1=WW6&+?BR!PU0,8C>9/+*=%/S7U(WO#T3 >(!C_, M@:"2\A8\L;&&#:?F6G^11I*RZ37^N[^]V#:"M9;0JE"K7954K74BOY/KO^\+L*^V#=WOUC MXXM@\V"ONVB_%!+ P04 " #+@VY9F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L!4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(+9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z">P'_T=HWPJOX@L Y M?RY]SZ7ON? 0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>? 8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY= <7^/1DN/;IF6U;]\l=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!?8J*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M ,N#;EF9OZGVX 4 D? 8 >&PO=V]R:W-H965T&UL MM9E=.]O.]DX!V3 +B!7"3OY] MC\"&)!6",NL;FZ_SHD='2*^DRST7WU*?,8F>HC!.KWJ^E,F[P2!U?1;1])PG M+(8[&RXB*N%4; =I(ACU\] H'!#+&@\B&L2]V65^;2EFESR381"SI4!I%D54 M/%^SD.^O>KAWO+ *MKY4%P:SRX1NV9K)+\E2P-F@5/&"B,5IP&,DV.:J-\?O M')NH@/R)OP*V3U\<(X7RR/DW=;+PKGJ6*A$+F2N5!(6_'7-8&"HE*,?W@VBO M?*<*?'E\5+_+X0'FD:;,X>'? @2?]J]ZDASRVH5DH5WS_GAV 1DK/Y6&:_Z)] M\>QPV$-NEDH>'8*A!%$0%__TZ5 1+P-P30 Y!) W ;CN#?8AP,Y!BY+E6#=4 MTMFEX'LDU-.@I@[RNLFC@2:(51K74L#= .+D[(:[&61% (AI[Z#:6@7Q&B[AH M'JJ:^RCUJ6#IY4#"VU3,P#TH7Q?*I$9YBC[R6/HIJ'K,>QT_@%*6127'HEX3 MH^":)>?(MLX0L6J.)#LX8VA%N6L)-V\"MV#9()210 MHGL::=NH6<>9+U<+Y],*/;R_7%L[ZK"CFXMXYUW$;%3MR8ZL:AJTV MY(O8Y0)::SZ$G*&UA$\4<8$VP/QR,MKS&X*R^I>$D;WKGG@7IZ=CQ '^ Y M]"G6Y]4LB:W)> (16G'I(PB3ARB5AL\]YBUI^SDO!=T'LZE-NUG3F M6M!36"=<>2=L=CQO09<\E31$_P1)?8]E5IP23+"6]!0N"EI\X"[D:^GSV.0]&D0NR$4?7XST?>\I/!.N3!,V M.YZ'0()?XAN$R:^/OZ$U>:AE; [956JY3>"=2>2=B=C?' M;*+;)]>G\9;5NL8&H?OY^F:NG9F: [L25E:)M+)*,+@+-;]ZGK,I !$:\0U/*>P@B1R@B15D9H'=$P1-=9"K=3 M?:LUZ]2MK)C#NN)5]H>TLC^W$1-;]57^ 0K2!X<0)336Y]4L6+OR8([K"EJY M'V(V+\<\^@SR:,(SR]3CG<(%D'>BC41KF:VHG9S8:CX7@ZM< \[G2,E1,BK=:/'.A.!5B^1>RQ)_0GTZ>Q M:1G)PMBV)^.IEN4H=49H)7#6'D7I,K:? F7@U$R+G@UR_3XF?5L[(S% M=@2U*_=C-ZSM'%<\7Y+>P45M!]L@5K>D:P[KRECY']OL5MXR'A:QZRG-,IO(]=>1_;[%3F .@5D"'5]C$- K6]JCGN_X(-7FPVJ@$OWX--D:M6*(M] MQ_)JN<\ [SWRLL&X0& "#&@ M& 'AL+W=O'(9;44(OZRB>,-36,9/G60;"[[, ME39!AV)L=3;<#UO=J_R[^[A[%>W2P _%?8R2W6;#XQ\W(HB>KUND]?+%S']: MI]D7G>[5EC^)N4@?MQJZU2.?^BQ7R"7^\ <5SH^AKMA@MKULX0R0"X:69"0X?>]$?09!9 AS?CD9;Q3TSQ=/K%^M_YLZ# M,X\\$?TH^-=?INOKEM-"2[BNR"=1<^WXNB0F=GSHB#) Z/GHRQN(6^7I-'F MJ P(-GYX^.3? CX$X42!&@P()*M!S%=A1@>6.'I#E;@UXRKM76QR;?#&#[/'.$]C^-4'O;3;GTX&P\E\.$!P-9^.1X/> A8WO7%OTA^B^>UP MN)BC"_0P'Z"/'WZ_ZJ1PTTRUXQUO<'.X 6VXP5QL+Q'#;40Q- 13J?;WZ0'B@ M3G)U5E7O@*N%O[3PE^;V6)._#[/9<+) O?D<'%.Y<] WU/I95GU*MMP3URU(MFT3$>]'J_OH+L? ?*N?>R5C%55:XRG36NWV>K!$/E\C++L2WG;_G@0C31.7U MP925F\I2?]^U'&;;!J97G?VI1[(@,2S7<$R[$*R@-0JTAA;M'8^_BI0_!@(E MPMO%?NH+)=*#&?,4@&69A-(Z4EF0&K9+'<-2(S4+I*86Z4QX D()2)7X3.FV M!G8MIXY.%?\B.8V<1UF1J=5:"SM.CN8['E_A*)[U#I$Y'D.R!*UR*&3U!;NKMC.I1\&HP M94$3.Z9IV%0-U"F .OH0SZ;WP]GB"^I-!FCX]\/H_@X0MU$H4A5>1X;!B F! MK<%5R)D6M@RB1NL6:%UMQ9LN;H(B<$3+2@IWEN-N?D4;V2 ME,2E)U7LB%"6HY9#FC8[*1F3:%GJF)?-&^BH7BD'U#6)15@=HBQI.C8S&&T@ M#U)R'6%G\? IXU+L9C4>+T5"-54N9;]WM[V6MZG/)F$1/F3W/BW; YVC+?^3$ MF95Z[GGQ3I3U7QD%F1HMJ$G,DAZ80I"-T,@UU"12N2G8F6$[O]$3C\D@<_E.ZZC*=GL.UK^&4:13: 0>FH'H]5$A";\.H M8^$&I"7ATE>FR^G=W6B1-;[SO _N3R>+T>3S<-('U.CC9+H8(DMY7J WK$XS MI!RN?]Y0U?F2>:FA+57SQ;3_U^UT/!C.YK_E(\#BB])5+8&_^3#AG:Q5G2XI MF^HI&R;+(PDF:>1];:./^!)C MU'C/8\R$C1;&.,LS^4K'F<#9^[=!W%_G]B M"14C"@7RDR3K3O*A=)J%Q/%Z4"E.%:C5'8J5-^I])9+/SO2Y0'*3BXN_!!Y?.NG/%""5;0]%G8, M: 8EP+(H@8$($Z>1$K/ *#WWFUV 4]% <;H2;6#_K+,3[CWL\Q#60NF M/.>[%]7U@5,A1IGID"92+!L,JF\X3I$OQRLOJ-D M\9PASW:!2$>L#?.T0K)AGNZL" 1"@ & 'AL+W=OFVSRZTDW7[];* L).36+1\2 M&\[[^CF'0^S^BO$7$0) (]!'B1@8H93II6D*/X28B 9+(5%W9HS'1*HIGYLB MY4""3!1'IHUQVXP)30RWGUV;V.@?R%D"PNQ(H@IDG^2UZ+ M0JP)K.8.@5T([&,%3B%PLD1SLBRM,9'$[7.V0EQ'*S<]R&J3J54V--&/T9-< MW:5*)]W1P_UX[V_'P24VNAG?#^]$$>3>3R9.'SJ:$0R)#D-0G MT3GZC#XB$XE0715]4RH.[6;ZQ9I7^9KVCC4]2!O(P1?(QG:S1C[:+Q^#K^16 M)G>JL$$\"48[JH YQ @U6_^RP5*"4=+$BT G=$$!2R*"! W]*]W:W"FAA M7-N_VY&MS< *=*^$[IT.0V;M[>UL83>PXMM.S-WBW QW+:G8=>P>OA? N=?AT MX@.M7%@>P5T3N0/+7-NO]6'I*^%SF@@4P4Q)<:.C/'A^_L@GDJ79%O[,I#H0 M9,-0G=F ZP!U?\:8?)OH4T%Y"G3_%!+ P04 " #+@VY9V4BI(MT\8/;*";1FH;9J92FU1)9F:_TL1MT/#(DEG]M>O36@2S(5&NWQH ^3<:Y_C MZYL##%Z3$>VDC)'/Z,PSJYZJSQ?7_;[V6(E(S^[2- 8R5M\\)VGDY^HT?>EG MZU3ZRR(H"OL48]&/_"#N#0?%M<=T.$@V>1C$\C%%V2:*_/37C0R3UZL>Z;U= MF 8OJUQ?Z \':_]%SF3^=?V8JK/^/LLRB&2[3_UD*<12@\L !M R@9H#5$,#* ';J"%898)TZ B\#"NK] M'?="N)&?^\-!FKRB5*-5-GU0J%]$*[V"6!?*+$_5MX&*RX>WD_'(&\^\$5)' ML\G]W>AZKDYF<_7QX(WG,S3YA":/WO1Z?J< Z'JLD0^/4^^+"KO[Y]'[R6R& MSM'7V0B=_? YAT,_5K'3N_J*SB Z_V]T[S^/7A&#[>N#%?E80[ZI M]\T;?_6@9=T%6G"@;G"7V=I?R*N>ZF"93+>R-_SC-R+PGY"F728;=9G,ZRA9 M17UKK[[5EGTXE5L9;R2D_BY0%('ZUV [I%008=%!? WLL;!TGB,,=8E5QHSJ. M$,)4VZS+9J,MD7D?)*@MA[Q?"?F>;9=)/ M%RODQTOE,K;*/JV5&]&MSY536_V9/0@ ,LRQ56M" M=: EE,=WN5%.7AW(N.,(;EDP?8(/#A"W"E 8N$_3R<.1SP-M'*Y-X5RQPJ[C M&&MZ"T&%(S0U@S^$9)9:58R)H0 $I=1V!1<-C9@Q5N9Y;H-HR!>)'!8C,H09/0<_I>K-62;S#)2A4R>9JML-,X@0A&6,<9K $H56IS)7H#[X.])N_XZV+1JT\KWDI MZP&O?Z=^N]-LHTZS>5UEJZ[.P7.3=M,]ECG:Q*GTP^ ?U=Q>_"!&9Z%J?A]T M]XO\](?,_:=0HDPN-FF0!Q)N?7557,X=6PBS>@&<$);#S=H%<.JND)L;VP. M]K&YK\IR\.*DW8S7'ZZ!K)W:7;C:MH)PR[5,X@!46-S&+C.I TC&+!<3FYOD M :C:ML2V'+=!@8,?)^V&7!>&K@.TEBG*5GXJ/^IGP<$"G:D2629AZ*<'7*[M>#>$##IM-^B0(,L@W.1JVYPN M23G(>Y+ L)HD$ R0!,[6*,G!K]-6\SG\7KP T)YHJVY=7R2*-]&3HJ^\4J% M=EPRNRNP**1^6\6P]^[F*E+'4FY0VQA"U,:("?%KDL<\XX&S&D)Y_B&JBK0 MP3W3=O=\@D#')=0F4=WI-DE41S9)!.1LD C*"4K4/WH)$LGTI7C[E*%%LHGS MW?/N_=7]&Z[KXKV.']+O7:0]^^A+$&0KELQH*7]AJ MNNGN#=7N)$_6Q2N8IR3/DZ@X7$E_*5,-4-_)TG^=J('V+\G'/X+4$L#!!0 M (,N#;EDG),?15PT &QY 8 >&PO=V]R:W-H965T&ULO9U] <]NX$8>_"L?MM';H8;5Z M?'U\O+Q]:*:CY:OY8S,S?[F?+Z:CE?FX^'*\?%PTH[MUH^GDF.:Y/]Z.QK.C MTY/U[SXL3D_F3ZO)>-9\6&3+I^ETM/C/VV8R?WYS1(Y^_.+C^,O#JOW%\>G) MX^A+ <]VL/CU^6)A/QUN5N_&TF2W\UFV:.[?')V1UUJ)ML':XO=Q\[S<^3EK M#^7S?/ZU_7!^]^8H;T?43)K;52LQ,O]\:X;-9-(JF7'\>R-ZM.VS;;C[\P]U MO3YXGAS5!QE=\W]Z&FR^CA_?M=L#F@]P-OY9+G^?_;\ M8JO*H^SV:;F:3S>-S0BFX]G+OZ/O&T?L-'"LHP'=-*!> ZHZ&K!-]:W =\T MX'Z#O*.!V#00?8]!;AK(M>]?G+7V=#5:C4Y/%O/G;-%:&[7VAW6XUJV-@\>S M]LRZ7BW,7\>FW>IT>'59U9?7=969GZZOWI]79S?FP_6-^>>BOKRYSJYT-GQW M=OG7^CH[OS1_N!K^_=W5^ZK^>/WGK/['1_;?V6#[--UE?WRQU]/CE=F3*WR M\>VF_[M5A77NKIY5W\T7KCX\+%^9UQR_GMM#MA\K@&M>L^XAL-/%Y_>KUU9U?I\>'X# MB.BXR,U\-9JXS8Y-=+E&2:Z7VIO3ME K*RWGL157X'N,Y]9P6[;Z=0%XO M'T>WS9LC,T,LF\6WYNCT3W\@,O\+="ICBM688AI)S(DAW\:01V-XO9K??AVT M$\U==CN?FMEW.6KG+RAN4:7$@Q[R\"0@)5>%=YY7F)W6F&)Z_QX1';B(C] M$T@]4Z&*5:I MX"P;D)R*PIO],?O4>_MTPE1LPU1$PW1I&*^-#.3 :,M4_V.*59AB=1$Z5BE9 M4"F]%5H/0R<&Y38&9=]U[,5HL5V5,2@F);2.%<*[OY7A75#D)>-YX5E6H67) MR\ ([\CJT&A#."U[D2GE."DTES27E)>PCDEN>RP]9Q^[UV$96^"XCPI^%XP-(M/4=1U6I4-8VEYH9R!\T)&KAMI/:1V\;,.>4[T TRA=@<L.N$-T@S2F_$0B[I M1[FI_+:1[0%P\0$DG_>8:C6JFL925J$@?K\^7R:1W+^7V;-I^:A=:R32O^ELW,O&U^>=]TK+)"S.9! M$I&$J$L)+4O._-_.LKD"&&J:? @6,ZZTK?4\CJ-\WHOY^]+Y](0WDT@F'^' M&<;'DGI)H:K5J&H:2\V-JD5W&D?WE$I47"IU 4P!Q):D4,2[+BO4;FM4-=WC M(-S [-3"XVF"A((4#4O-0OD75)@]$$K2P->HL(^JIN%#4!T+!&HIGL8I_L#* M% T)5$BEF.]X5"1'5:M1U326FAM&B^XTCNX(R9AX#\DW.%3"IR%%%USEWG5> MHW:]JW;]QLIB.XUC>RS-$F^:' 1,M0I5K:8 ZBLFI=BYIVWBT,/2#85-"M!^ M20']FL43 1LIER25G\(84J!H+[CB.9/!? .8JE*6S#^MO[L!$902OIL7 MV3@+2%SL8G(];R&>(D#\ MWL474)8NRQ C,=FZ0E6K4=4TEIJ[)=4F!U@\.9""D7&IU F>A1D%HLQ__A12 MH79;HZKI'@?A!L;R/>O!]_TPD@&5>;\LSX :NF]4Q8>4[&E48,=2<\-AJ9X= M1/7[;G<,J/WG(6O&.T_>NHV:"T!5TUAJ;AAWMN#_]_) _O(?DNR#NIOTPM3&0 MDOO3:XW:J[?]QLMFQE@AQ?UXTV3PX"*_*AJ-0/*\)*5N?3+U;J/I1L*" X, MKU[/^M7K6?]Z/60*U>L!N\YZ/6@;]]JZ? 7P R>54UC MJ;FAM)D#UKM>O[O1#PY?6*]GA/#"CQU0KR^(RDDA2O^\!_(/3!3$S[(=N:\ M#YE43##_O <]*L:CJFDL M-3>4%O;93ZK8,Z!BS_VB%@.*W;0H5:G\"P"5W%'5-'@09;Z[?]E]QM!".?_

M5.PY4+'GB@9D&!]+ZB6%JE:CJFDL-3>JEN@Y7L4^+I7\\&@(_XQ*P8.*/6JW M-;J:[G$0;F LVW.TBCT'*O;^]10B_\!?S\8'E.QG5$+'4G.#80F=_Y2B/@\9 ME$ON5VGB?2??ZU!K^JAJ&DO-C>+.8_(_O:8?[R'Y%H@*^#P$;46*PL=1U$[U MWD[=6%FTYX?7].--DX. 6M-'5:LYD XP"U*>^\E:W-?W=;\7^*@3[* AW5\ M*,O"PYQ"5Y8%, 6S+(!=9Y8%THQF6;A%<]O*?74+ L/>;4CRQ(?0/)YC\KP MJ&H:2\U]=8T%?1$'?81E4KR'U!D:5:U"5:M1U;0(TR,#PDI1=N"DL)POXIP? M6T_%FR9'"U.M0E6K4=6T +8O,,9$+HJ.19>P^'']ZO[UNMT(#KAU$R/\\9\SG M3 &4_65><,E\)*T TU(&6;H:,!N0DBJBS/SCS3V ;?MR%%Z*CDVGPM*Y..@= M=OO]!N!YZS=6!JY#1714M1I536.IN:&TB"[BB]("&ANI?:PA0D+M8@W %&0- MP*Z3-<#N8ZPA=EXRUZ_\GH;(RJIK'4W%!:QA9QQCZX MLB4 X&9^-44 O%L60I#"OP!0:^ZH:KKC((JN9[)%97819W:4RI8)[EW'_K MVS ^EN1+"A7?4=4TEIH;58OO(H[O*96MN%3R"AC ;'*H"C81HW9;HZKI'@?A M!L:F"D0\59#R>>J=#%6M1E736&IN&"V[RSB[(R1DXCVDWN!0U2H)O4G/ MW&G\]R#7J-WJ'MVZ\;+L+N/L'LNUQ)LF!P)UBSZJ6BVAY$!>EJ4J/+S6O4S= M8-CD@.R7'/">K 3!:"/E$F7IO\Y*,.\ 2D)5U($+W>!3 4O"]!:\!N0(K< M$&6PGUA#FD3DE.4=>X2EQ6_9#[\CCZ3"C@/ V3B.E=3?9!E5C(O&TL>'aX%ZS'O>E];AOK?\96^^ES17(>*Z@WBRB=\+Z M/%HL1K,5?#$!N^_]C(,,P>B(,) #C(^L.2@H*(^? A%UT5D&5[&&3[B[;V7 M#K!]O\B#[!\ ,D7#BK0HZII+#4WE);Z90_J[YF.B4LE+Y*!+?&Y(-3/=E>H MW=:H:KK'0;A?Q&&3!.J@) $4EXU2]&ZFPN2!I$KZF>;XH%)]C:JFP4,HNE;7 MRG*\.NCI^7UW,@7L_2_RT/&H4(ZJ5J.J:2PU-XP6[U4<[S&^NP8U"X"J5BGH M48%"^=]W4J/VJO?WZD;+\K^*\W\L&1-OFAP&U$T"J&JU@O(+5 A#.WYZH9>1 M&PR;7U"]R_M[=V>HL+P/[6H!S^X1M0"FT*X6P*QS5PM@&]_5HBS JX.J^_O] M%C)MQZZ6^ "23UA4SD=5TUAJ+Z$\WOG>V?9[B"]&RNBJC,Z-/FGLCG[]J>UN\ M?+7ORX?5_''}5;2?YZO5?+K^\:$9W36+UL#_7X^7_WXT'Z[[?8+ED__!U!+ M P04 " #+@VY9Z'= 2V(& ">&0 &' 'AL+W=O\V(T/2VOWKJ.[]BL4%P4 M2++EV>B>ZM79*!RAE"WC3:;_B('HJQ0.21AJTF8/2-^5JL(87)HQS+>$NAW5Z.RKWW5ZKGZ]= M(CB:WWSZ>'G^%4[F7^\O\]7UUSFZ>8]FY_,/Z/VGF^JS-$;?YI?HS>]O3R<: M'F^43)+Z41?5HVC/HR+T611ZI=!5D;+T8#.TW\@H: & M:86T@"*4B"+A&4-%C=M<-<>)B>1&L13QXN5A(X9QB,I._"3O_3/QC&3\85 M4&)3KM9"Q1D22[3DC^".6"FFK>$=U/A:XRMEWMX.\)PPM < _V!D5#!IUR>#) M"8\K\BC EEQ(S7^6%VP6!1T0!+N1AZ/6=NW*!3ZA@6N'&^[@AH-PYUHD]V-# M4"E*1 ZLK7J1AET$KA^Y>QZKD';E/, !?AC9H48[J-$@U-DJ+NZ8,KF2,0", M,AXO>%8FB@UNU($Q=G#DDA9:BQAQ(DKL8 EN" \/E^D&[EYJEQN[W!=[Z*UI M7JL_TE8_EK9#9^RQ/QF,W1>6,+Z-%YD]5/7J_2!$D4\=T@[6\&/^JQFT,8,. MFG$KV3KF*6*/)E%8%4BA5TQ"#R4E5/R!TE7KWC?2)SCHVMB5;"AX@=-L _P_N)PWYDV'V/T\2L3'%63S(LM4R_IKL@@O;^Z[!Y)VZ$7&G(GP^Q^NY')RE E=%8P/=\S M72:,8E"M^B/8Y>^Q'^$@<+#7CJ!%-*"[X6] -FP/1FF^ULI$L;2.G[0'M;E M%D;J&OSKK.KR?!#@('*/$OI:FIS23Z55 M[,>&K\W(8,-:SV,2!#BH)U1-L$ >J^]RG&(O"%P.DS@M_%3-= LA:S:KY7(MH##D8,66E;>Lf+O$/B;4)N@([<(>CY,8SVL1QO.IL.7 (BAGGRUZ6,'G7@/Y:V0R\T MK$]_/?.O.R7!Y!&,+3G,6LI,,E8W=..D\(&Y(H,%L!']2(#@>M%Y]Z=,/0/QTF M_L-BQAZ93\5AEDO8*Z(96K? @5V.IYA2TJY:%CF?>'WC(6T: ?K"1F _?6Q; MT J^R_ !\4.7=/.G*TFA8\!>7\UM.@$Z/) ; WB1R\)D?).RZNBMZ6E*NTSU M+0],"=["GNHK9=T!W'\T+PO:MO2E1Q#R?/Z.GC:\#D=YO-9'V"TB#.("/3" M&BW8'2*$QQ#,DQRD5KMZ7(W*<=YK[.UNI*1#]VPV],/TX;CZ2]&^]?8P\R, M-6A)U'F3YX=.$+BXD^!=R3 *7=]O]\N3O3?=.9-WY0< ASZE-!HZ;Z;AB<&PO=V]R:W-H965T&ULU3UI<]LXEG^%E4G-)E6T M8DD^^ZIR"'?CG5QK0)].[^XTB(0D=BE03I&W-K]JWX2(I)YGNFJK]T!V9(H"' MAWSP\.3%)M/5DUJ^HF'") J5=[B#!G\E MH? \G]_SNR>&3).],6V]D,$"PT17_FST('H(!9_L&S&3 C.#FA0C*5UF;_?)3 M4]\G#;X-L^$'VBJ-!N!TA8=RVS;PK89Q[2\?;MY)Q?O7R6W MG]^]N[CYG^3#Z^3V^LW[Z]?7EQ?O/R47EY MM 3O,BE\5>\F*S/8N=)^_JJEV;Y*HJ5!&/?P& .^AG%OJ7LTSHD?GF#AMSFF_^[\$&+W8TOABRVP]FF^7JYR? 3T8U=^K)+W_]R_3D M\,='MG+DMG+TV.Q_]E8>7VPZ2?[>LDK9?)&;XE-ZV7RLC,POS'}9;9M=%XW MR:>U:K*MZEJ=FS2YKO))FF0PK,SNLT8E\,JV;C(:_ZRM5ZJ%]X&1VG6B6Y/< MK^NRW!W4JY4J0/HLC"XT"* 4A8IJ&GC8U@F,4!JDA$G^^I>SV>SPQ_'%ZO?* 9TF#YX!+XOHCP^[7.E\#P@U(2Y, HO&=$B%?J4K)V2&,P H M=M?@5UF[3NEA30=::*, P]IX";V$-]]ALCJ4(#A-D#Y'2/1C%.CAR59J#S;J&3;+4J=)]FRA0WAT>&) MELJ2? @9[:58*7V_OE:K\>$1#U@/QO08,?@]O""9P7$!UN(OI'+:&/#" ^%$D M$00(>@DH-7DWR=52M$$)QUA9, @SW"S./?$:I+;5I/Y^\S4V2_X^NZA?-^ MES5?X/C-NFY:6!6)1!%F]\R8)D/A$,H#3SAK6'H#I*KA;&)$28JF6R4Y[%@7 M6:N(DN^=S(3:A K 3M.B-$/YS\F+S.CZ=N/*.RKEH\$P /+1-@:>:^K MLJ[0+5$7[$1OX 2!V"KD6/ADZI)6+I*EKK{JUX &6+A5N!BS\3@R\9 >$8:P M8Y 4"R0YX,!MUC!Y(VA- >LHQA@S*QXQ?*.V" >^TE4D-V!=@ A01GC! _M< MT59N6T(6;/X"Z!MXU9'BY\GM)'ES%V! .G(@#-(1&B))=/# M@__"UU(^<=BS2I.B3JJZA0%YV16 4Q!Y("_RLC8@2X *50X:!3>**,HLVZED M&YX& .C1NJV-QJ>I$UOP-5C#$$R,T3PSZV0)EBWM&,X'64"W.]Z!V]P$R)SV M([H"-SL]_1%FW(*PQR40WJSX#0P^.LB4SAIH']$*RU;$6;1DH .N:?#Y\U" MX;GU][K,=!/OTQ^VX*N8#"G18T)7HDQ@*#!;5Q8P.$$?0';]6U>QD>T.;I0Z M$7S\$@X*CH0.#\Y4CZ-F4YL6-XLZ[:*J.ICJ1H$H:U$86#KX>XK"=PG")R": M6\00')WB%:\>6!SA"AMM#%L)7G_?7ETZXH.O0*B III.V:A,DV53;T1]X:!7 M -%F 1)DSF_,8ZY<9"5Q"WM4*,'@3$)%T@"S,^6FE Z(\G:X]+ 5;I"349: M&_7X6KFWVW4&BB[;(>;5PQ:<&I0!-2N1G0)EJV L*N\>@$<3+WHN':B(A]=`M\UW"Q?)6*Y325FQMH9Y]XB927)1EBS9K"E#QDHF+.X)4Y4:W)V,!6$ M'&G5&Y67&9SDDI %6[E430L>*-)+_ 6 !U()T 1\]VN05AL&&P4\K/)"E)/ MPKOXD=0R\!A2'F$VY)U)\E;_WL%N6MZLU44WRL"X22)D2PZ<)F,Q&@'ZH1V M RZCSC79:=EVV]0/&CA+P=D_G9[/]?@6Y)6E-890O*0L9!0L>I>5CH\VI/NR M!>@GX^E]..G9\>30STEOW*+@9A(YM"32!WH-LJ=&28VRGJE!]#GB@E@$H0@- M3W*PA>U SY#1:;S !!PAW59HP,&1;)C@B;MP;ZU=!F@8Q-FJOE--1?.N@$!0 MPI%UF.U$T>X/!MHQ<=&X^K1@5R!ASC,EM8RP<46@N:RT0;=:)&'I9 V!E& M(J%<3-$J.[;[2?W.@ 9[QO@FJ[HEX*8CFYQUGVVRA2T)3:M4I&W<%?T#MNB-G? MSYT+A=$3H#O29]XJQJB'$SRO-8C-AC$!;EF5_&<'EOR,A<$TC;A5&:0@#<*J M0#(5@9BU! #2 5.8=5F J. @-I'DO/CT#JP9>NXD*$EA)/D5G,<*B!!P %Z6 MF <"<@6W3:WUSX[3J9SE$4\-Y'7JJD-TF"=H_LR,B;$ MDW.D1"89MAQ$JI&2N$@Z'_O@$-A M-MC])\C0"D =2IJ%WP=T /'6<.(B$G#DT^EA@"D2$>_U=HMTM-;5+OO2P93@ M'KUMBTG@#*$5O>+^(,8TJ'(3,:D6F58>OQBX;FZFLVI<@BDK6#%FY$Z6++_SM MP\>K@SE.!!Q*?M:"_!7840O3*;$4&#*T4!P_118<&X! B-Z>2$1EEBEIZ>GZ7'AZ?[6 *)7VC>$S>>R/%D?L)F M:#@E\#K89"9@DZ?3D,A#DB0B]$&4_>I3VZ2W(*] 5)0L3 9JKN]]*N814"L MM"UZ0NRL6PRAOMJ)OH;%X_3P=)Z>'1X^CL5XT1!%IQ,8^YW"X^QD,A ! MZSFPNL6HQ];5'8H4C\@Q90D$B=&9@38:TS_68$4#L 6\:=%U]QK=,X4SH,F] MH9 6Z,BZ,:F8F81O4.W$!&@+ML06?'1+4.[U/;SR VSB .3TG -R+9J,*U' M!F6C,358L:WU#E!^? (/]DKH@"'.LL9$I]]BT *$*@24 5-4 9#P;C0!)B(%, M=!QAZ;I:U?BJ2(./Q +SWF(<0 !JN%,R^09+%]'D4J0%)<7'P^FAX>SYVAO MO'KWZL?O0P.^%)LE B 7("W'00X!CM\ &(P(OIPR-"\R5$ IRFVY* [AL.V M0'-\ $CP8/S#1_U/9Z('^T6B_OX=?67^\;W%:U0=R0CBWARL5CO.T8M80%]' MB819C1T1K\,;T-5=7=ZQ M,0P'F0 X)V,(=H7O#5<A[%?DIA, I@H MO,ESA[V)/P(@%6K1!OX5CP'QC%E)9)N&)X QZ!H%@7I_5H!WA>Z+QV?LMK@7 MQ4>A>8ESNDH6Q7?(FAEX14/'#3#5D:0P>E61'XRV$3MA,#.88D8$=H6*B?(# M/HA%J_@8UQYWJ03-AH*H*$BZX=:'83.2_?\OS^U;4$T:3%1=K-Z&Q NH6G82 M?MV#6Y1*N%WD/^0>()JNP6V)3>\11 LO0@,?[#@FH\Q0!@3MY(:&@:1:^A?3 M1V=!@SF[W^9_F@DOLL>!%BE .[ULF? M8*Q:/(QZ0>&7T2-U\ $P@K$"(.K ME"*%/+)$K17&D8@(![THB)/PT;^^S2XL#E"#HF.Q&=[YT5KE?H+&D6)82Z M4&6V2S'6]"7A#7KGR3(@"29A$;&+(*]IH15%0!#+3J"!/G 6CO0ARH1\0[+% ME=6#Q(&--WV-; BM,!"[%'$,B+#098(++ZRK8 M;FZ#OW5OGJS!5%I?QPM5LBL% ! #HMA<@,Y2$O FCJ[9N&H]Q6 1)R+7]Q< MO;FYNKVEV2[>?OS;A3LV'YG"0_!"69#/) [EHHV!4%#+H%AOT#GSP]0K3O4&GY73T_G9^GI MZ1EJ=8";?;?M%F0G\3JX3X>$) JR<%+5I.*A(R!/I^?3=*I^SFE%> =?IH=' MJW-Y.)\D%WLBD3&R$328NFX*L!*>/SWF2:>HBFW09KNLR&U< 7O;2AIA:CBE-CA(CBB*CN_/_UBY MAPY1!2>U$==TDWU1>%*R% MQTVW$*"+1G[$>-5*9(/'3@OT(/XB, M B*S2?+.(X\"M2AQ?*!:*(4G_%+5]Z4J5D['.X6!M0?9%UG$!.@'HJ1L)WQ5 M@E;(V+JVN6@6MF4*C4^ZD3#SXDD+&E!& #U=!N#[2\Y*FX[@=UC" /BHIHX ^ M@9)\GH11$RJ%$"E8(O1 $A4P"QS2;G!@+JK"T:-^VF B^7+BGR!%H+G0E"& MLSSH&(!)A@L,$RN:T#*&A# #4/+BV*(M^:.P? IP?.ALRS!I1H0:O+@1:<-45(\7!O M%#H_\)1D-G,.6])BGUASDG0'471?F1,X08BO,Y;0S5;EB-@$ 4>=2C>J':- M9/^Y:AY;?F13O54E5BPX"')1K*$Q -:H-=K&=QC+I(#D,US@.9>V&)9*7*Q2 M5Q)M#G4$6*@$8DWCR7RTWB^E>F%Y MML"BQ\H]9@U >X?#1L<8SW8+1VVS:NA:[;+NLV-R\44EMN43K:DV25QB. M1^<:CTT;PE/7QH?<@GL+!M4!UL()T2;H8XBLXP/QY <";MF5(!J63AB3V+8Z MGEAGY'40(>!(8[J;Q-02CW0<&2G8P:W%/!+#%7-[O@R.UK)^GT M<):>GAVY)\? IT=%Y>HP#L:X,21FM57#!1*4[X-+9\7$Z.YL'3Z:S3\!)8QII<+#NC&OO]LGL[FY^G9;/[IL?)<3J?PG]GQ)&SXY/#]"3 W5LNJ+NXO01/90LBZ.QHEMJG;VVU'?N* M5@&P&/'^'5A8+K[@+%*\&+A@PV1(0.1AEY56E*R8&\V56R+4K4V5?JH!XX< M!$*@9'C0I\48,KJ5?6,1_M[$,\J@>KG$,#I)3D\E5'[+Q3= _0PZ92Y\O(2' M^\#YB0^<4SU)ZU/.E];"RD$R^2#Z.RQDL;)10<^L*]-JI2]ZXZ1CU@L,T$ M%2#P+<:%Q2K43K_VU2 8:(JLOD:Q]_?!&I)N#0;$U9[8\I]]13@HA48L!1HH M*PB:'4TT4M+)JLO0351XV!2U!8^/,Y4Y,'3E0SB4K%-87(0J#1B^I'H,F)77 MQS4:$R!93#P-0*UF VI.G%_;J1,A-(&1# M29@5-15L7MQ^3DY F;@!5#3JB)[,ADOJ/$$WQ6]*3R2)> #&F8JL*6RX$ND? M#8T#L".V, '0$E:E2/$,0?-/=K9Y?&88N77)]5E 2&A=K>JZ(.;%7@B-L4\D M8*IE]\DO:8K!P#H77#!QD^")&&AP:IZ'T,H&8<5E=$;<)7I8,IZ5+1ED>JOA MI ? 46S/V?-N;Z&*(RX*SHBA!%D3N%DHB='9LWQH4T_M"+YC1@(=A=$&$UMM M;/'A09@?DF?ZN74J=A%-@T6A^]_)?!Q,7Y1ZQ7%4>A7>]5LEU\Y7[7&&&E^[M> Y8?/PERSQ[EK+"R$.)K/ ,IK54Y'%'ZO\9(AB\E"A !W.9)?'1GG5 8K>> MNT$NJ^U)XGF0 -GS:($OQQ2]"-> .4/R7MW"Q ,3MCJ,J\WQ<2); <@6C X;E4/@0P38P$]VQ$QR_9MB6!MDK+UPJ8? MR#3(.E0)4=X+B:4QE#_L:4*QP9%7>IR+NM/9EET0+1_+HN\!G$1S& M:F:428B,QFG!%H$SK,9ZAA:TD#^(;# (L3WQD.H#5LDPQB<1]WSS;5VZ)H3&1 MGBC<.#-HDQKNM*ETBH#-UUJQBT7UD;:2BQG+5<9876$/U2&3S&JD>BZN^8T"K?57J#^@><\(0^H' M\1B6$VXP M>NR9:$HR$O&5'>=QV&=.R#'U3++\DW6HGC(-)TA%&F<$VQ]O^"-G&Q8/VN6K]AR# MC:D .*GK09J# :DR&3;W+2E<-0(E=U^:12B<(^QDV)F27PQ@3.K@#% $.*)^% M/J_O)"$$NYP+.Q8>8."N?'W0;=F[<-X^-2(2[X_B^AB3B .*>QS-/8F&(+\2 M)G>E$B@,6^+LP)56[:3#"E'AYST(%JQ32;%0 M\N$[[*2RHPM#&QI62R.R(Y0_P6>B(YB1J+U@%14:S-&> [@BXMVOPUK42CQJ M!)IZ5=\BY@'-7#&K6R14XEAJ#O?TXA5O[%I"I+1&3 (CI2\/B8Z$)2@ J/< MA4Y=X.R&9U3'S.Z/^5<0:NHNYL78\@;$/N*+: X'B1/B. 8DBB):AE([SEW8 M8QURAD)O5+H?&,?2]+)WL_=)#1M0EN]%^CG#5;X-#1(;J= FY$ZV+Y1V[ADF M*[EL!PW/8'6;,FE8H<6Y& Z4@4)52QC0>OBXQ!FS,K ZIJ0L+B;)1Y"X&,I; M26H]; C8PC:11. ^TT5(7T*\=:M X8F8G843I+$Z5>JAC'ELJ50J#V=TL[4!; M3K!@!EA@<+-06YV'/0HVD$*9-4LR@2JAWW5'YS9@P!LX;>N6%F):\NYQF!& MB:8VV5:$5O\N!_A^I9T^:>!'>ZAM4+?6YZ/]E!JY M1B$G4&PW%AF^1P5I";%)0N QL8ZT2)5EXZ9/E (W7CC85D=[#B8LM)!*G?#< M^[I\+%"UA57S'<=OU4.&6!UTX%!I19"->>;K$5"-8J/D<\E,5RMYA7#FOQU@ M@-TJP0.1;6B]DA=.]NECLH%"KFX8?':3CMJ9TM?I,SQ8S>I5M-TP^K0^Z)1) MZ0=1JG.=A@=]978%9D(RG1UL\+H;ERYF_4?5LQQ>= $O5C!!$9)KU*(2HLN! MB8?@O@H5J6^."QOT:/3X>W'#7J\W*-WC5$FRF(QQ%_K8JQ8Y?:N*,#)O-RPW MA0QU+Z?A>XZVU ;:#'\):23@(G"U"SJER;J^1Y6:?A^_9TX@+87W62A)9L7G MW\'DC+A.6CQBR9_"22(#)1<@^SA/:8.!%!V18C0[QQAF]@9/TE#EVZJNG=68 M)(,&K8-#0W,\JM'74;:MA;SFOJO\F' :!J4.(W)HDKRA2L]K]AC?V*!.U [L MBFZY+%L,;:F;QJ(_:_!]4Z/RP%D1;]5% %UEAJU0D]@'57[0[0.^.G*2O SL M4"J;MF?)):QX)4L1<>CEJY3)LK%<@">@2@V5K+*&<+8<+GU8Y];?^,/G&F"5@BRZF\$ M8II"X#Z+3%?KO'-PDB(E5!;$UZ.QU3FLGK*%MW.TB /B?A40]R55 M+1'5DB7&;BO7V TX 6\64?Z_4/-C]R3K7%[PMQ9?B[^+8DX\2J_G W6\ MOZJM%U9 4:<>,';+G;FYQR5#_QLO-YL HM.YN.K/M=M!TO MNZ=KK/U:W(V3G*33,- 9!?74=I7J55II"CQ7UT:C^? IL^,S+/MBB_CILY.3 M].CL^/F?>!)/GTWG6+PVDR5.T_.3HS\'XY?6:/E$#3E74KQU8:A%+= %N?2V M/6ZD]-XA1L$3WI4 DUL!@*:A%&3<&HS-[\Q);74Y:ULTJJ\14-UXO MWWQP^HO/T+ <3ZS:J>^)>@DH%ERHA5O$B+-*N43B!Z=2C-[0[HG*FK(F2195: MU2W7'KI(_AW=&H4(<;MB2T'RV50BNQ/D=RT0B*9VP>CY VF"@)A>4*GWG9[MQ0$LKE4F2XY[A>PYD!/H-L(T44--&B/VDPxU9!FYP4+<>T4IX4\MW4BOVT="N MK!8(EW'SNO" JQ*V%;NCVZ1B'PD\.?5+%W+]JOIE3R98)K.]"JZF(F@V9W>(M6,-8RYW:@&QLRKYLY78;.5GV1KO, <(%,."/!Y6M!+.OY)A9[\8K'X*8N.':% MT1;L>&$[4_:&]8H=06*['GRW$:#0(!]P1{)M+19$6APVU-4UP$++#)S>,SS'7 MI#;\ZH[%A>_!9?::'H!LN!8S&WAS*+S(LV%*LM^.5;MBT6K<4!(VDU#7N&\E M^57U.X.DL[PO#>5"ISTM$_\2B8>&[M(U[N6ZR;L-1K<14]A<4PF#VE0'QT4? M$Z" !"M9=/5?*A[US.20CG6X>C@"8Y/I36G0EP%F7< M\2C:NN9;5E*Z.R]\11 M"H9&, (DIVS69AT.C:KFQ^R<[S7)72O2V8@NA*^B#=)A88!\)-8=K6W9EK8, M3@'%M01:%X(A]\Y=&FZY;!&UXT=/)P)""\#I\0E*5$DN_3*1=C)4ND]!)LF(M49(%KQ)?>-%P>W6)D8?E,@Q%O.Q*M >JY'T2;88:[@E9F=A]M%F@1%8WO/ MY/@&8#T%6H[_Y!^N6=-X-, M_>]3UGVH*D4OQ]X%H]@7VK+$<&:[2_V[6H&Q\CA= 9T:+H3 NQ DP<3'Y"%@ MR657$_>9+N"U(;Y>I?J6X+F&E?[@?])7JFE9BMP_W 9YOZ^9G"I=J-BMP^) M_>NQEV1S&4KE^OGT%.BRQ\\TT M$A.F7RQRU?8!=VQ"QEKLA/)AD3V<.;P[G"NQ1CG2!6YBCJ02)G\+/)4O_7F] MVG].CS=MN,])CIH]@7RJ_>\$].^E"/J[3]*3XVDZF\V"AT0HLQ\???(K\-] M[_#$_S2TS([2T_-9>G9T\IUH&IEX*4IW%T8%W)4MHPJ@ME=D5\7@GA%[&Q"Y M%*F/ (/37N1$$XOD.432R&M%Z[R5C&[+PMQA](M&12MXFZ2P5'YB\QMQE#OE4 + =>)VSYB5//H-56%S1;W"]O_A56&8G?$>\[_ M]<#%%[$8'TH6CV?1U%_X$NJE!N,:LXM6(8Y2%5P2V/DM.H''W(F$04XM_8(GV1GX= MPCMV'YNZJK%IBR7R=>6NJ6;#W :+K'V*O;#XS0'VP[[R]R5=!]= _45/A; M62[@8>$*5#=*DWAARB1WP[Q M>,FH.QEC_-3\;P..U"-F_<.Q?E<&B&B-@) K!\C8N=>DW^GG,6Q7G7*7D=.F M*;^'H7 'BBL8]'&Q*B@K#7$(2IRN/B50R#*1*SH\;HG&;[A3##%Z>_#?"5?C M^"=_1X*GRU\=<*EM[FI*:<*6)HVU7NBVWR&H78UBZ4JP'/NR6T)%P"X22ELD M%TGJ*$?B^N%/X7CV^4!&I/S$2O0S/A$3C85:_0VXN.(5_F@5_G'-=QI^RLP7 M=*)SJ2*5' VI@C(F0#,6LG+XYB-?>2V$YMU#.:,4P"](%$ _M9+&MY*;/2@I M%UZJUK]0TCISXP%&VX,+4TN9_]>2)+V?#&HBY([]>]\$#W-KJW7!HTAQ*;D)5@<2=N=(EM_BI%T-3:>"9 M$RJ+81Q%1\.2"SFX.'-K=_KB3-6V$!+N-#-U67+]? 6%6IT/1H-VX5XLG MZ>-3=CZ(R" H(+6$P/'?$JZA* @(S?C>8 XZE238_]VB?W"^HR\S;N!:%=]$ M9O/SP63 ,ICSNK#W:O41&G\."2]5A7%_V_O[^Y_W*;O[X^NGAK[.A163:'Z8-RI5'B7>@G+#/2MK"_@%*J0)5' XB@> [\%+.C<3AY?\3$>]RG@["A7(.U/Q%,X' M6 $&]!(&%V_?C(ZBTSTVCCL;Q_O0_[6-^U'BD/6 WKZ9Q*/CTQ:.(\6RAEH M1RR[TV+)+;"[IW"4K/L5O;.C(\\ )FF92 M+2I79) <+#1YH)6S.OHBJPM5I+N0S?ZQ956M3<]Q%R54NTGP#F)-P1GO"F!H8 MEQG#^BUHY262P()F56-^U9G_$^&1TW%7^LHYMSXZ_3E 9%2&VA:TK^8L#HY/ M)L%A=,Q,SC&RM$9(J2I+U(I5F#ZV:YVUUEN0HG[D:DJ"=.;@,$R0-^_>BAOO M3.;/Q]$/* .EJ$ORBO".HE\R_LP^2=0F9=.L''NT^\J)S5CPPJB7 ;F'A3!6 ME7CKS-18%.=4Q,;Z[1 M.=W',!:I<5ZA.K^#]N.DP@_#"W!R342-*HBA7:3Z<.U IRAFD!:<6(;Y'-PH M(=:^]*&G;>(Y"]GEPV?$5PO-2 ;0KQ]$FQ4".W5&Z=<_ACB_UA)8'(@^-1 MIJW(#>.=2U51&PRV*&? (EZ>#SH&V:"6#)[('3,@^:%5NQ;U:54O-IF3((XG03))>DUFP[0:AZ=V./WL((0:0D:+TGK\.JTNI)X+T$ MBF=V, E'2<]KHM&S@J=2[*IFBTP_=;H<-8@0X-EY>JII^VQRM6&&303LP MR)C(0)&;@?=TJ^$AN^DJ92M9?2>IPM)"&5<!._;>'[MMCNV>K^/@)#D,CK!\UJE/5=Y/?[2> M:[;D!5IV$(51-%KG<_!RVG:U?3 .CXYQ14S"L?UQ6Z1KF.$<(8+T&R9^ :ARIU-(IFUH2F ME0K9;6UQ1LF,P*<^3)>VEY_M=?SEI,[8. J2) Z2DWA7:VOO0)+&R5H-94R4 M;+T\#WMOFA+TPKW<*&.PWOSSIE0M'H>7_DVT/NY?EI^Y1M*HKN]C9SF+:HLE.?V8DVN94VE6)BI/]Z_= [I*C# M=I)VIHM=!(DDBGP'W_4],2]VJOQ2;830['::Y=7+T4;KXMED4B4;L>756!4B MQYN5*K=O1*9V+T?!R U\DNN-IH')^8N"K\6ET\J/I9XFK144KD5>255SDJQ>CFZ M"J]BFF^F?'"%+NJ=\] (DVNEOM##N_3ER">!1"82310X+C?BM<@R(@0QOC8T M1RU+6MB_=]1 _;I#EVM>B=@M6/CW+ B;!:&1VS(R4K[AFI^_*-6. ME30;U.C&J&I60SB9DU$N=8FW$NOT^>75AJ?_9!>?+SZ]N? 08+I\NWE]=LHOW M;]B'CU?O/KR ?#'1X$.S)TE#\Y6E&=Y#<\E^5[G>5.QMGHITN'X"^5HA0R?D MJ_!!@I>B&+/(]UCHA_$#]*)6Z#E"=%2BO!&C M\Y] "F;^\PH_T6)'Z89C=GC9- EG7I8\UQ6[V@BV4AFB6.9KIOEU M)II0EO\6%>,97-?.M:$F]1WFETQC70[6;&N=0I!3,)A4B^VU*%N[/F,__[0(M_>CY#[]^-J$)IABC*1E6 ?2YD(]'6E>9Y2HIRS=Z(I!$U M,*)&;.KY<>#*?M22>L*FXUG ?B5ZX-07(0B/BT;CCG&WXB1:>+[OGQXL"<;3 M:%^RPUTDT?SH4+2X??P&.ZH>EYW;(ZU849?)!BF051L'V=J9:S[6FT+GM\9 MG>;/*Y:H+6S-D+N2+ \]JWZW%SA%^GOXHX@/#>%&!X[C!O=\K1LN9,E-I;Z M*X3U)(:<+JQ=C=\5H'5)>V]?O+8;W6K6NDHX*9:HR\&R'8I];[X(W:5SC6 < M^ ?KP.X^TM$DG-.,;E$X)W]ELZFY]"E/HR Z6#B]7VI_$DV,FJW0WC*:>K,P M>&*$O'ON[Q.)_$=-=A@HAU']W6Y +L\^%&1&FS'W8^.5XF5*@?-&E@ FJJS8 M"<4030C]Y^:UN0^>GS+$&N-%4:H;)(@5T(N-*:8, U9D/*^>L1-Y:L*0<-A M O81$SR\;R<$(?LDX/R4HMY^K2E%O\L3D1,R,K/9R6XCDPT2 EP-:0GS[B=] M.A#=4*=A)[[AW&?]7N5G;[=%INZ$:/4_)'M(]?C"?5XWCA6<\Q[E!H0Q;4@" M.8&==%2";Z,2#*B,V84& 8E\">SJ]?,C4WEVQV15U90Z&Q^140W+3F[#@.1H M96A'L1_%:;Q25F1%WM3W3;;HZDB_9K &/Z7#W6GVPF$*V@4.R!!JNXRC5J75 MV,1=7IOS2^L1#W[#96:*1%H%Q_C@!4H@M>"9%8 _C+!,RR7)VA[J%9#T-]X M7J.)80&Q$!P*W@E>>D8/D2>F:9\AQZ[/J.D4&WJD9Z%U]KGE%E)0$R M4556Y.E35UK[E;C;K:#6DOSM@YGO-(LY7?N64*45"+8(3PP:(,F96LH(\1 MESRAJB'[P6ZE0HL2[0:4A.44A3 ^7W2'*C-;'^,=\C73A M+6;+-CR.9> -JXX0Z59075.[V-9AZ,#Z7S/^O<-I/&MM^X+2X"VCVMS#L8 M1!924 4T 8^B;W2R7DQ. 0<6SSID95W:%WIJH^Y=U5?_XG=<;YDB=B@%0YP M% 9PN.QR@T)@W I]?EIG8LS>DAL/MJ9A#W5M0*2BDNO MDWP">P/9X.6R39P#JO ZCG264R%"A,%9^J_'R$F:]K>4 S_-KLGF6-&1[;]T MEO>97SG-@4OD3=D02 NK4N#UU$"$'GH?Q!Y)OQ.K*-3MK%. M. 34QE1T!3%2ST3K=241T^7=*01)A("G/ EL-O7L1CE9G\CY)!XW.0YW2PO:C;?MY[?*?:W=-B/23UMI([& MB\7#4CL'==+;I#04V!3%)N)MEJ@K)^VKC"=? SBX30(<6R)R1M]"$K4I%9ODD M#9^Z:F!%U[AR5/!MLQ]P.R?)$&&(6S TU_?NK_?S[Y_A-W^?,_^]!U)V@9 M8180N%9F-&6#7PE^R,!>\GN)O0/>HH$^[N52#V!0 ;9,J;V0*0=B=%%G* M? $RFWT^R^G*VHEB0.15$Q%YI+!V-B0.\!9,B_'7WK50.35K0FI\)-V ,<79M M(-2@;HI;NA=L1_U.U1BY^M]_KAZ+!?\+9L:6W9WIN0V-N'9Y-\ $OHP<-] M*WA"Z&D>>V&T&(ZA-PY[3?\3],N+:>B% <3P8"X## YGXWAIX0Y8A .GBFJ*R9 M*DPU=Q/F6WJS8#Y@$WC1//26BV[-E=+0JA,#X&*D1?1 M0(4YZ 3+_A@@XVSIQ8N^JE-OBFV=+99'3-9EIU2)RI0I0*VUSM%[-*!$H4YK M?HOJF(N5U Y4N777(I/8A,KB"6Z.#JBZ'5FY!=HF#M>$YWA&[J-T9N];!*.3MI4:(K0QT$[ON+ & M9;TU$+5)F\BT_9"NT';G258;F V$\3 +3-YU3VE)Z1F9I/FH15%HKE1HV(]:@ M0466$?*F0]LM\]'ZE"34)-&G#*V6/7E*'$PY+X[TBVT+R<$7HMSO?7Z2O3HBU9RL97*T0# @\04X<*AQR"<6P -[;I^%=P22'H M&J'V:SB]$0]7LQ;@_'^=>+1UJ6T3VZ_@]YV%7+0MDQMQGS'W/EB_RS6@4R43 M]H=Q@T0U);\LHR6Q/ .B67#:HQUUY>;Q\Y7]V+4K6 Y M&ZBSF/?+6+ @]EZ\G#MI3= >ISCS:+X_"P<$HSY]E-)I8.8-'+AKE^$^%'0MRF':?;"IHUBP7<"]^>+A^H@V M;1T[&IWT3K.WHER:,WLBC91F#[;;T?;? B[L:7@WW?Y/P>^\7&-;T>NL-0? MSZON@56'.QJ^5UFIK;C>"HVC1!+Q?*:7= 5%H_UGB_#]02P,$% M @ RX-N63%)P.S P L@@ !D !X;"]W;W)K&ULI5=K4]LX%/TKFG2G0V<@+VA+RV,F!+9EIY1,Z+:? M%4N)M94E5Y()V5^_YTJV8RC0V>F7.+9TSWV?*QVOK?ON]/(3R M_6#@LUP6W/=M*0U6EM85/.#5K0:^=)*+*%3HP7@X? #,HN#*]T^/X;>9.CVT5 MM#)RYIBOBH*[S9G4=GW2&_6:#W.UR@-]&)P>EWPE;V3XNYPYO U:%*$*:;RR MACFY/.E-1N_/#FA_W/!5R;7O&?DR<+:[_1R*4YZ0S0):(ID%0N!XW,JIU]J

M8,:/&K/7JB3![O\&_<_H.WQ9<"^G5G]3(N0GO<,>$W+)*QWF=OU1UOZ\)KS, M:A]_V3KM'1_T6%;Y8(M:&!84RJ0GOZOCT!$X'#XA,*X%QM'NI"A:>6G8V?!;R199_M#W?9 M>#@^>
9OO_5T/^+M_[ZG">C@<2!]D_>^Y)D\Z:$/O'2WLG?ZL7HS?#H&3,/ M6C,/GD/_/V8^#_2ZSY[8M/+^'17[X+@);++F3K"=C]>SBU?LVK" *B/9Z U% MG7ZGO'0JLXY)$Z23@BD3+
NY3!A)>JU"GMZ5B6N\L!6P[9+QLG3V3J%[I-ZP M/_;[!RABK:D?@;.LC-@EH9*[L%7V\L7A>/3VR+-9CGYCEX/+2T8&[IU7X"0# M S,XJS*N67 *O\K<2A_4B@=E5NA)QPME,ZD92"L:%,!7
502;3J _M_CWMM, MP2K!,KB@;+&Q)0_YIL]FE?,5A88,&]%U MQC./V81,HLCJ^MK6KV<3 594/J20LI5*MOQ^;(KD)&"]LEFQ"H&]01O6^D K.& 49U,K)(G/Y:K2/,5G9SJ=OV(W M:::QY-
L+X'0[WZ#$;[T:KNKJC2?0!40@1JP-/':]?2GS" M(]&=9UA)#6% O^C_0OK4NY8:I29"3L5/_8KPE%Q%G$9'GTV6]"><RI=0R$MBO MVBI5'CTV42/C$2&23FPS%)>R@E%C"TKZS@(E;2O#!<5]W-
3\8O8V0*8J1HJ= MQZFLH1M1%TL+^JHS#$#+<<'1D8><0?="/QQ,5%CC3%O^D-%2OM>@&(JOD+2 M (IXPA*4GUN4KZW %RA.Z_QNW:--?'SLZ=K ;660Q\BDMF7#N[2.N*TP$RAF MT0J*&?
UISX9(9,&%[+<3<#Q\?@)R]@E.L8L&8+)R,E'O=ABN07-RL=FE*B 2 MB+07TU?(5%I0C*LRTC;R MS"CG?MMC3:KEGHVEU2#!6&/2HF#X?&]G* MQYD$VF2O3]@FMN,LR
4E?)QE8D.DE%$[/,59&V%)TL[/T]*]VB9L^0M52G MME/TCP^O6$7US(K5\#N3C>T0+IV>QL.CS[@01?2SY%?\/#I"&Q-S$$7$X05. MI/"U-$8(GR[/KN=T'$'O.MT0$U11&2Z>W2)EF?:>KE'LS-
>M##+:6%[S&KG M4(T0&DQB3"\^W(35&LL!-(,AB 8N;Z\ C9T6M^)#&@58)([] '5/ MJI3#)X^D_<>.[X/.W0K#8A5OD)[ZRH1TS6J_MI?42;J;;;>G&^X5=RA=F"]7
M$!WVW[[N)0IM7H(MXTUM80/N??%OCHN+0!ZTMK0_-""MJK^^E_4$L#!!0 M (_,N#;ED!TJ^420P .XB 9 >&PO=V]R:W-H965T;3>V'&4L$NM'GZVY0'YZ, >962N7B.8E3]
[&URO/LW>FI"UIS,Z3:1.6Y\^\+,O]M,'4^2O3M47 M*UR1)-*NSU5LGCZVNJWJP5>]7.7TX/33ATPNU;W*?\V^6'P[K;E$.E&ITR85 M5BT^MLZZ[\X'M)\W_$NK)]?X+$B3N3'?Z,M5]+'5(8%4K,*
<.$C\>50S%?]R^T/8BDO9"X_ M?;#F25C:#6[T@55E:@BG4W+*?6ZQJD&7?YK=W=QWLZO+^PVF.(VCC:5BR, ?L>D?83<6-2?.5$Y=II*)M^E.(5LO7]^0[M[[W(\%YE;=\O!*+7ZU0X>-
>O]>TSO_[2E /.;G"8':7,.Y?)4'UL(2>G'?W1'G?EW?:.LS'6Z%-<* M0>_$3&96A\:*V'\WBX4.E6#EA4[%N7I4-EZ+GW4ZW3[[8V(KI@[]7NATAP"X7]E581MH'>UQ>5BH1A Q"\R+0!?HLLQB?^?
U/89$BR1 R>Y M.>$/II2$U./H$.)+G94+7)T#@(]#6AX2\%# /I>P'O9#'QO N;R;47 M4SKQ9AQ.1E.!8/";M@Q!3+P5^J_Q@7&*$:":& YZFZQ;.AV(RTLT,WI?#]D MVVMHF)
(YTTC<(] PU8FSI55J8]NS/_XHK)A!C-0:D[@3DYYGD'!#8JF4!!(@H'7&.A)19E&7*1Z09.) 7B4I^[(5 M63Y$YNN0PCR-3K$.:#]IG\$,00+%L+!D<"B3&>1S6]R!227K0BEVF\OPSK-& M\5-@_J;;
[:Z2./,BX\:"\9QG@ MK(!P:[)E9L"5Y*PPH8HHQZC'HOK)9,2 Y@MT6R;R^>,-',@"0M+RA00T#9) M30V8)4!67*"$*E/#":_7Q@Q596.?4B+Y0'K3[T^#Z=_?H,TG0S' 9+(93[W M8B F+XTGXV
X[I9?.D$'GZN#4\#_=Y^[S;U=EH)#FE5Y_16!.C=3D;3NY![@K<6-BCCC9C[TT:9(S?1@RC2U(#C MM-Z@K(@O6[B!S;OV/8MSX!>D>%0NYU-FIEU">_7?O*4RDT>H&EFV:TE9F&NX M"C>%Z"L,#
<516>7+NN)/\)6F07\ZP@O1$?/ L;']"GB$(NEG.#J#)H%#S2 M-WU:*[CM4B^K)4DT.^_?"%<1EQO2T++TDT#-4]59(O:FQ 5PF$2 MTX>\OR_0MG/^=,26?KL_8M#2N:,S:XE>N
MDUPEFFA2B[,M/<+>S&.]E+DW!*RS\LVG]]E$/ZC>#@/*Q-DT5:(V&2UKXN9:* M.D 1FY!Y'D,7!K;._S6X<:FBKGJA08O6O+(;!)&U-UDTY0#UDG,"BX/\\ ") MUV&LC\V33^A(O=1C>ZJ%B;&?
0Y4G9G^_J(\ )R08RB/W%1!W3Y%Z_+(*HE$+ M4B?P@;W,8[_#?,=VZO3?O_J7P_PM"@]]*%S^4[WP1O0P#XW&8Y].NW33+@"B MUZ'%T=[BJ#\
()LI+8X/GMSM\B#'I]@.8N&PL7DB!O8,FI5O^.Z5?BZ0[OMJY2OVE M/!0YKO%O?"]-EQ+4(RTIUBG^-K)P9NVYN3WU+=H^?:1=; JH; EY=PG'[<$/ M]9>S(RD3B*]WOS:!;@^_N?
#NWCZTAXC2..;+?"3N2T8]3#^JZ \#QZ;]K=Y1 M; T_6'>Y8ZQ8IH"7R#?ZV_F2^>:;F9J#<+BI8'M:^TN%L_N9F QZFVL(7Y&! M&9J;F/9W \[?]??2AM8&_VGC[RH2^A8Q\.;#Y=-
VP>0,HNYV@/QPWLV8Z"3]# M;N//"(U)9]QK/!E.^D%O6/'< S=4KZ SG6ZB?SH-,L-]Q!R-1\&TU]U[/IR. M@^YXD[;7:DEC/_2&UPP;CWS[W? 7^6.79 MR5^=6:Q0_"/3K>.A2<-
>K19TJM!Z0Q=E]^1>1T M]S-&PC!5I;#QB/,J",OYCRXEH'>H,[Z8M2HN+W!-=9V,#DV%3 PT:Q:N@NGF;Y M>]?(YR8UD!Y2&UC-T_BL$(FBB\:9^&-6L9^VXQK9@[&?OND2X/,0>&
M9,&H"'<6Z=H'$>XC>OW"F7/W'O+<:%=:O6\X(:C?IW@-K<^VS-=_B>,YZ. M0L[*,.<,HQ:[P^#=0+#._M&G\Y4GCDK"ZUJ,&F8\'D-V:3<*6W05XN(,Z$]#- ME4H;2'<,O Z]VCYM_
8A47;)OI0@.$1X^)\CU$_K'W.<^=\P;+;[7X+<2+ND M-BQ6"Y!VVN-ART_-U9?<9/R+AKG)&UL[5QM;]O&LOXK"Y_<(@%D19*3-&U> ,=V3E,D:1 GYWY>D2N)
M)Q17Y9*6U5]_GYE]X9(B93M)>W#O+5 TLDC.SOL\,IS5\ZTNOYB54I6X7N>% M>7&TJJK-SP\?FF2EUM*,]485N++0Y5I6^+-3R9.':YD5 M1R^?\KC# ^]*F 9MDARUP:=:;S_\[2 M:O7BZ.F12-
5"UGGU46] 44Z>QT0OT;GA_XNMO??DR9%(:E/IM7L8'*RSPOXK MKYT>H@>>3@8>F+D'9LRW78BY/)>5?/F\U%M1TMV@1A]85'X;S&4%&>6R*G$U MPW/5R[=OSB[>7UZ(T_?GXOS-
Y:>/:UY]_O3FM_?B])\?+R[>7;S_=/G\886% MZ/:'B2/ZRA*=#1#]2;S31;4RXJ)(5=I^_B$8#%S./)>O9@<)7JK-6)Q.1F(V MF3TZ0.\D2'W"]$Z^K]26Z*-^HA0^/YN-3-2+(\2'4>65.GKYPS^F3R:/#K#\
M*+#\Z!#UKV7Y,-$?O^(6=,6;HD+8((YJF8L/3)"6>T$![12 SB3&[*+-'E M# _IX.IO^_,R(3RI9%3K7RYTX%F>G\1T,ID)6:3BXEH;O58F/"-6T@B%%4]5
MBJRHM%#725X;!*O(LP3OKX1>GM/R4*I<52(%0@N^1ET0B MRS23R7&J2E!-\7V>&P1:M1*?"WO3FJSZX1^SV:-GXEPM\TQ<5G6:B?-,?-1K M*=Y*<2DWF2K^D.)^M5*"Q)Q-
GH5G=T(OZ%;%%Z;/'HS$KWI5&/&+WGS)\&]T MYWWW*^_?/9WLU[.+M^=C=M*D;G1;W :K"KOT&63-.,TN6H MSYXKF29%AD0!K(M$(2^S]:A&]F"=,W4/- M-
6M2YQ^(%9GGL+;*4QCH0UV:FB1TQNW74N0J&YD-&DD&T3-C;B46"MK)#(1< M68)*OL/3,]0]ERVKM>0]" ?M@K,%'-'M.5:UU;KL\EH,IF(B[K41L#1Q0Y* M'K$]0%A#3TOOFZ!-'.BM*H\5KI/-
L%)Z# LNE4@UM*],TVR9540)C%;)$); MA30\E"1G$,H/O&70?4G8HU5C/4*E7JOD:42A7)NLHMH66V1:K.2+%'RM]9(MLB^\2[W&0LDJ>F(7N\M8?()^!O5'C"2(DZR2$!:$D1L-R-
95C2O.44E3G&DM ML8&HW&9Y/@*KN3)(WM?P(11Z 0\P6A?D8ZH$&Y*U4"H"AV0]M5@@,>&Q*LNM M&^*.DA1C_P 2SSZM5>5\IBMH^S27F>I.5ELFY4K#K M''X"9E-
*1#XNB&_C&1IR=X685*53_QJ.%:2U_AFT9%:ZSFU Z.B1N4J(,I2O M\RLG("58&'VC*DZ_I"WP]Z6L-U6R&XN+VRY9;W3173!4Y36I&]E!S(?'D]7(
M)S1B45;\F+U"]K1KD:&A/I2;>D,N]M,$N71GN+J2UU!>[Y"-JAAQRE6L87?! MJ1OAH*0!]\RO(^KX%-LRJV]4>@*RO?)9S^E6 \=K+1[EC.]CLSHY?S.M.L. MBO->X;T(A:?/)=BSZ:*M,:.>&D-
$_^H20VO>?6$[@G?$N#*Y[M6&28B>NB M03:!-R+R1=#:XY7>CL6_()ZN\004EUJ#(IUWRC_**]55!O$]^F.5&@8K+K![M+1&G@=X;HCJ742'XO>9\PEB*M$1+!H7EWL-MJH6..89R1%]
K^BR,G=5=]*O M6H''*UX:H AO?+]8 4]/56NO(C*=4@Y2!ZO=N@,!-#(Z(!&190[K#H5%<' M"XY+1?B>@Q)-P.QF^SP-46,:[N@&A#*>%EC782#+VS@ALJPD;GEH.7&?,5Z M,/F/*FIE?
$S&LG,VZR]@OLEQ+)TN0Y0=YXH"\-]4%D%L49>T^W%.U0)>;^MCB++]&=3454DQ -TVA M!*!"UC*+.F<@D2MF"%R&_ T8#V&BEV''AK (Q>&>D1EO8>)61G(P GR#FX
MA^7@XC6^'(O76EL)SLMZ*4Y3\G%3.0W$E>+U^:FO"RX;Y+6-AB5\BC!M!()[M9.,'#HX;_5*Z9$HP#6]I-QT2' TP6\&IEYP16?N#9I2(*QT3P

M'JF##X 1C!4 &5BE%.JE2%B6H+W2, (!\: 7%7D:-C>T28-3FT7FF/5 'WC MO&BM4G]!HPBQA% 7JLS6*8:? /J2L&;]DP09D"23T,B01;#5E+"J F"H14>0 M(.]9BR9$F9!O2+:XLGJ20+WQIJ^1#:$5!F*70L(!$1:Z[+X6/SMW\;/SW3%5 MB^G/L H%_@#&.\7!+ G@7=8-[.!!-]U@/.U/70]H1(U'84;,_ %.S<.%5#1 M<4+RXS]NKO;'YRXSI?*ZJI>8G?5J%$XBMXF#>F.>K,$*;Y(0S#7AX 0+(! M)?H4U*F29 D)FYKMO@;(H@*02*C@#W?7;^^N[^]IMHMWMW^[]9[_? Z[C+,F.?\ M:S;/,#66"#[0QT;#-FFS)T41A_I1;%&*7\\UB@'%BS6T.OCSI9Y1HN<1$Z>A M.QU&G<0-OKP G"07>=M7:'Y7ST\/S]+3TS,T. !N=BM7*Q#K)(; LSL@)%'\ MAT/0)I7@ 0+R?'P^3L?GYYP3AW?P97IX='(H#P]'R<66(&F,; 0-IJZ;@GQN M7H7@0+">'YZ@*?R"24 @+#9Y!"F*8HW Y7C\CYDF=JP!DK:03;]SBGHI#B;.Y#>C-(IVU.75B.@JU@!H2S% M:5]F7Q02BBS%ZLUT2S$722EFK"$8O2BOE4\YH"-,AA<-+;4+NC(;N=0M^^"4 M7R:O;J1R'+!'I8?1.824?DH>>^1 M1R%L%'@^A"^$RA-^J>K'4A5S9_TX58IU.]D76<0$Z >>H$0]_%2"OLS8[[!: M%^V\0F.XP@FY:/ N^@T*#L<[B>^2 O*4;X%_7/MDR" A_^!5^T'M3DAJ7@'="94VB%K)I!H!;(#B&;=(R 7_^(XWV:"9R?*)AYE MDYW;?.\S1#YE/8BNG?,,EQD.3A[AST4S#>=1T; <$ZQXQT$\;:J*CH8R68 Z(M*<8 *$HZED4-.V5BZEK/A'0] MB8!-NY# ":+%G;&2P:Q4CHA- % 0:@[%2]4N4$Y\KII=RP]L:F-523L(#H*T M)EM4&$MMU +=K <,BU-L>P\7>,%U=(;5!5?&U94$[D/+5DY"=KU+'0\?E52V M!)XD+H!%9/N(L(V:(:R*!#V@\61V<9TO ![O+,I]=6NC,50; GL@CV"0[7YD MHB1ZK-QCMA_H)(#T,.*#E+8"PK/I8HP941K7QH,:EV0L;)&,Y.UM#&&47&&> M":-&2$3:T*EU;4QR;9.A.;Z/&Q!"2]!Y%E7%Y.&9 ?33K"M!DLZ<+B6M:RU$ M8N2!UT'B)@T5VI"6F2&!#2,C!0>OM72 I#GK!XW/)@>'/__+_XVI,BJ-L:\@ MJ7(ASYNNJ2A>SD$&_<2Q<_OB\V1\?IJ.C\;AD[/3]/S\-'G'F>RZ60=';E\[M2<<'D_3T[,@].4Z/CL[38QR();7(6.CK-' JK+,<<.GD^#B=G!T&3\:383HY/$_/)H D M/3@^?K'S-#U.CM/#,?SO[#AZ=GQRD)YXW.UB95\ /]Y=N$[(&]:8WS(PN;B_ M!/]_!=+X[&B2)O+TG:URY@B,U84L47W4!)P#%[5SSA.E3;#>RP:>D7O)NIM7 M6@H=P%5JJMB-HFX6*G!43QR/"^1AR?!@I @S,QBLV?1SX.]E/*,,JF[M-1)SX=165TK2_DN+36.?:,^-34>ZS?L[' M]5H<4,:]-JI2CZXH4#UA"-L$A6_P*V9;Q*/0SM38M C N%?D,32*J[X_6B?$ MK<& N) ([6_6XK?80Y9TQ;*U78BQBTEZC2YF9FL-J/AA"WDYX*!)]A+4I,6QC M2.G@:@*;+X_Q5;92U8H.$(7O*-<.1@Z:]V2O)/,NPPB'PL.F7$@+'@'5'C4&: M5#XP2BEPA365J-U!VI14Y02S\OJX1D/1%MAENUY):1$NCY6>J*>M18.[)[V? MB8\1>]Z48_^G.#F :LXU L1 @ T)> ((A=:42,R%_*C9X@F,A$+%2HI?"S;GZ ME"8B@XCKB%K$%UE-4ZHP)*5%#ILE)]ZD*T_2UI1;VNJV'!PGKIJFQ?0(W M2_7Y_I&+4:GJ030116^XMM$%*812,#=05_OVW,1.,[Z\'M]W44D28)S,I@5*"OH$CC2& MB_),2G(='3AS.K/\ZB$(;,.J7"-]:3.X(WB,!&0WCG#%^4CX5^CW>^6)BKHH M7/Z-,H.8L,32\X;,C.57/3%?X3_>79M,)S' .R^H![7*SEF&_;"!J2-!G14U ME=%?W'].3D#1)G8 E? ([GB23ZI(:!]'CM9KU$PE*'H#!Y2)K"INC0/9$(VP? M;*P53 "DCJ5H4C%'T/R3PU@\/C-\]G7)=:) YVAYSNNZ(-F"&]*8\$#^HA8G MG_&6GD;,IG&5%?,>R<6(OWM$Y5D<_2&0I5S<;,3SIH9V -\QGX,*Q4":B2U:MH;Q M(,Q/R9Y^8=V_= <1R8&WIS=]D/LZ@34L]Y^0)O0KO^]V2$^XKF+DL!5]|>,$X M?/@ER]M;EK*RTD.)G+H'TUH]\C@AZV0/$0S^9!3ZAKG,C-A\RSJ@4%HO?$!M MJ%5/98IB1NMLP9(.?^Q3J"->,4.*,[BYR3DGX9BWO3X25[@7^L+#$*<)!8@= M(&MG7X2S2VAB.:5(%>YT @&F\H9+-S81U/"PF[\%"1V27:'C1? 85@V+D18Q MOA'*Z9VP5;5>K8L%!$NN0+1@1LQJ1@9)L:^*C9S8I;=-'6"M4D)U%.;M08T7);B26QE#1P(:B%O\$>66#MQ68XU17Y&> M*-RX',!F,MUI4[TD 9LOM&+WDXJB;?DF,Y8KA[.JV&X(2^.P^)<1&HQ"JO=V M+")V7C=TC'!L*&\ 4*1'!0(QS,SZ*9 7YT@.Z+*$,R/'X)K22.M_VG"J7.C1 M\JAN8Q*UI!R3R29%T3'YT;H4S^(MQI"&>(FQTG9!IBX<#440$.6;GDV?CGU@B#JL).,N2W-T2'I1,1X8KBG.R+:E MQ74M?"9U8'$2<"0K!Z8A%<"F 6%"//&5S]NIE4VBY#W_9&SB8T'[3+!6X[! MIHMVBAZT&2@$'I-A4Z^STI4 436':[Y+I3^/W2 ;+[/+8?P-_>\>B@ 'E"E& ME]SW]Q&"73:3_1X/,'!7OMCO5NS\N& $N4J2RHI25ABOB4._6_S@+3FT('48 M5G1(^5\88,;9@2NMVDG[9>'"SULX"K M.%S5V;C4-(3)3@+9K%!\")U93ZU?DBB(Y"6J+U@%14:W-[6[@BXMVOPUK42AQ^ M!)JN,$#S+V(>U, 9-QA'3B5&R1Y\ISF6^L>F*4A&9\ @.%+GODMT("A!V56Y M#IVZP-D-SZB.F=T?\V\@U-1#S(NQY0V(W>&+:(Y6B1/B^Z@ER"-:AI)PSEW8 M8AUR]D8O5;H=&,?2]+)WL[=)#1OOEM]%^CG#57X-#1(;J= FY$ZV+Y1V[AFF ME;E6#PW/8'6;BFI8H<5Y*H[C@4)5,QC0>OBXKP$S5K Z)@\M+D;)+4A8Y'A&].0EA";) 1VB76D12HG'39]HF(%XX6#;;FVYV#"&B*I@0O/ M?5.7#P6J5G@/UYK#R^HI0ZSVVNZH:BA(%NWYTA94H]BP_4)J"*JYO$(X\[_V M,,!NE>"!R#:T7LD+)_MTEVR@B+ ;!O]VDP[:F=)?[A-06,+N5;3=,/JT/NB4 M25434:ISG?H':F5V!69",I[L+_&*,I=*9_U')?,<7G0!+U8P_HP_N^Y,JHZ[M]EX",Y5J$A]1VS8E4NCA]^+NW0W&@+3+4Z5)-+)&'>ACZUJD5/;]@@3!W;# M+: M:DR20;U^X;ZA.1S5V-11MI>-O.9-5WF7?]H&92 ###&TI5D"RVFMP?=-MQ/TG!7Q5Et$T%6MV.)+B7U050S=">/KCD?) MZ\ .I5X)>Y9<'(XW=141AU[>W+U/+O"Q8T@7U+C$NNFZJ70&& %*:[N6,Q)W M[BXU<+_>XYUH:,?L!5/Z.XXP+> O:L+08BG!(J 60&H;@$?QL@P$."IGYPQ* MB$0,+ HU14$1MP,2OLHE ETE0Q;0(P#-UEI6N<" 2_T? ^]3_6W_@3!.T0I#T M?RL0TQ2::_V)B:A(W-@F/,P;ZZ6KR"]+#!1JRD@[;;! I%."&QZD MP\ M^XZU\260GIO+NY?._[!%/GIX<'^^ #SI=^"KO@L M_-T\X]U7ZUQ&T2R1@'OO,&8V>!P[9QM.$.I8(HE_BT-V/KB^<==$8,5L+]O< MB,:@AE!/F'*3Q"K7=9#01L$7UE-/UY3!"",&AMK^PM6&&O/[2\S6YB#K]:,O6BX?[Z M$J-'LUD83GK=E6B>5,F'>I2,,5YT3\S.PNS65A8@L+SGG@7T#).W*C/>;.WWO?(^]*< :(6V@,'2T/>3VPYS*_R# M'D*R);Y9GP_;'<>I M*[X-R8RZT,",XH4(BC0ZD&"I:F=WY\I]IV;J:'S+%OXW4R03 M?]G(9/<%(6]0P?^#%.I[;_<-=@+_V$S)O?],[YRI VM##%I8C^13]S7O;.P M=0Z8J\1QI3M#U:JZ K8Q7)>$M^Y(OI>IQD/ 0M^N)H$0^E029AK-UQOJWQ$T M-[C:3_R?Y$K--!O0VX?+,/?W#8-+I505._#(*W]T->Z*U!4["-S.DE,8A3 - MST)$:_ME/PEGN^;?T,[GNT($ADT@4F?$@'D: Q 6R&&*'+O@[U35!>$JPLYQXVT 7E7OZ6O7YU#GTF MA !@QU*O2&QQ32N*$LUI51=IZ^]M*!!AQ:OO;9-< WT TC6_!-RQ#!EKNA;* MAT6V"(K^)U:X,'*0(UT(+N9(JBCTG\JA:L(_[UJ)/^3R21X2(0R^7GGDX&!_]? _[9_XGX:6R5%Z>CY)SXY. MOA,M P,OP098A_$==SG8H *H[6-VX"!?>XTI53=8VMRIB8PO??Y_? I1H;Q< M$M10-(-B:7QQUM0K ELN*2? 0N!OX,!RMO^Y:^1O*)KMO*+N3SVIY?_JVJ:L: M^R^W&US_VI1X78;]<@6[+3;L9ZUWI)3'7_:Q6_[*7Q1X$UR@\Q.0=.%OU[] MAX4+-=YQRXX+ LL'P(CN@_D^KRB^AGB]EP"$3'=#E<1LH%-XR'5]H&4M8-+W ME[8O%-QPV/F%3+R0=@M9)X>KBK%ZBXJBN+.MQ3ML3-C:,%A0$Z)$OO?F\9+1 MU0J8/**;2VPDFSI(K:<_U W/ !'I$Q!R7PK97H^:S WZI)GMN57N^R2T:4H< M8X[%@>+*B7V$LP]*SD,<@DU!MZ$3*&0HR>5&'K? $7XN.*U_BE4_SCAJ\Y_I29+QAB MR*7&7#[46 5%CH!F+'/G0-PM?P5#",T[SW)&*8!?D'2DVQ:4M,66W I&V=[P M-M'-.Z:MJSL<*K8=^C"U- %]+? NV\9G')D+ND*A\&7Q[F[X)BU\8-WR-/G^& MVSU-[%?,+_C;W?YU_@0Z6"ASO,FO5#,8>C Z/7[&7P*P?P#GT)>\IW7;UDOZ MYT)EH%#P!?A]5H/S(G_@ N[;[J_^!U!+ P04 " #+@VY9G,CM[G@# "= M"0 &0 'AL+W=OUO&W\0:0*+W(B]%WUI+6=W8MDC64%!QS2HHU4K6U0<:&J4 MBMPFCA/:!B+@K*/^X@9]N^Y5I[QDNV6DO-L >] MBJY@!O*UFG(ULUN4-"N@%!DK$8=EWQJZ-W>!EC<"OV6P%4",5O0_$OH0]FJH_3.@? $EJCBJINY_"HRFDI$2U3!#_JK%)M)L\Y M?AGZZY>(.-XM^J^CVCT)Q0*XV<)[2'83%[E_UST,/-2\S67.PWB^S=TV+ M5O 7Y'8[V/7=8T[4P=UN!SW1!>-4,OYQB+H5"['K$-R)_)838-_OXD K@FK\ M-:!),@P"3RCC@NZ6K O\4:X4#+.E'+Z>!.&.*P&RHS0JAS M*JF+.J<24G6\J() (,FH.L+W\-P\3KXLCXET=>,H%)\1.$%RAZ6Z33W<7HQ+D M44X"[+GJBX(37A Z./3=*V47M&47_,.R6]*,HPW-:T"%RJ3:+Y._2(MJ2F7W% [DG%\O\>3EC5=^FEI(3[N= F._/!?IN6@>*Z:[:,KLP"^,@\#@1)6 ME[*Y/5MN^_88-E?N0;QYN*@(5EDI4 Y+I>I<=U0-\^8QT$PDJ\P%O&!27>>& M7*OW$W MH-:7C,G]1!MH7V2#OP!02P,$% @ RX-N67?^4 -6!0 DQ$ M !D !X;"]W;W)K&ULQ5AM;]LX#/XK0O:"#7!C M27[?V@!IN^V&P]JBR:V? 55M)C-I63E:2]M\?)<LRSHCP;+)1:?K#M,E[PG)5#L>0%/)D)F3,%MW)NETO)66*, M\LRF&/MVSM)B,#HULALY.A4KE:4%OY&H7.4YDT_G/!.;LP$9U(+;=+Y06F"/ M3I=LSB=<_;6\D7!G-RA)FO.B3$6!))^=# <;DPWFD]8W"]Y1ORLX8Z4CNA7C0 M-U^3LP'6#O&,QTHC,+BL^07/,@T$;OR]Q1PT4VK#[KA&_VQBAUCN6!HO%EEI? M&FT@U@QGA5*I%OC>$^3XOJRAZW M[Z%C$.(C!G1K0(W?U43&RTNFV.A4B@V26AO0],"$:JS!N;3029DH"4]3L%.C MR?3ZXD\TOAO? 7DXL!)?;\=5T@L97E^CZ9OKU^F]"WDW9?<;+]Z>V@@FUF1UO MP<\K<'H$/$+?1*$6)?I4)#S9M;?!T<9;6GM[3GL!)WPY1 ZV$,74[<%SFN@= M@^<>P;MC4K)"'8JLUU"7RH=RR6)^-H!:*+E<\\'H[2OBXX\];KF-6VZO6Q,H MO625<21F:%,Y6-$W54^'?.U'>_LJI-CYB'[U]T,,;O]TS(T'-^] QHIK:N;;FF7\FJ9;ND*H6_L##5KQ,)3.+ MP_1IR2N6(6BCO,JYX>02L"8+)GGUX$+D.>@WD34THC:)8"DD42-RL16$M+ZT MM"%#@O?L8+ICT(Y-ZW1&M% W8)LS&:2MR/,NG MI$>BF1_@'T$<_&S*]HMHO^*?N?:4F]_4F]];'9_R92:>.$<3)>('=+W4##A4 M9+TP/[D$! (V3P8N;PHRE$JU9MJI:A/$7K4I=3.<9BQ].0%G "KU]="B4_LG^ M:RE> 1[*JZ6>ZZ7^2'$V_-5T[]RTV8>2A.T: *Q%!I69P8('_(K0"2)066_@ ME^@QD/%-JZNXS)$'?TT3@)4R 4/204)JS!&%0UO^W:?EP,I.0^116$\B90E#^ M\-ZH8RK2C^MD77L!&)#/OER6P64Y+I?O[MNFSWT',M&K@6= <)=&;0XVNG=KZ'MA1ZUJ.ONR(@?6 %N9;=0^$&"S-GPM=P MR%G"D44U"D$ O=IMJ>F&Q(J"#OLMGP0[TQ#+":@5A:W-5"B(JG6#6M@#ET-G M)X0 <$C4E066ZT>6&W9#]2P/7JL?-J'VD#QJ2![],I(?;U']<_QNPEZM#.4@ M@F>WM^/Y7/*YW@S4DFH)V=OO?BV43.'X&J/OIGD_N_\- @8<45L,NYYRAZ^]Y M6^^"J16 :6MAC>D+7':;? [@H&'@=/N?\DP"C4\!D9@4NV%>&)?L"*&([(V M<;%O.3YYW\%V6GH]OV4FV'*!IR3R=\ ()@RYM2:BGM]PHJ+W5A\TCB+ZE];%/ M=P"=+CZ4CD>,WB%BVYV#,&!?9%XLL]S[WP[LCA3LCO:@N@R8\B+]7(VFI=73N. M2K=0,'4E*BAQ9RUDP31.Y<91E026-: B=ZCKAD[!>&F-A\W:@OP/1:US7L*# M)*HN"B:?;R$7NY'E6?N%1[I9:K/@C(<5V\ "]%_5@\29T[- DQ(!2<5$2">N1 M=>-=WP9&OA'XF\-.'8R)\60EQ'-G^V8\N#@> V'T#0#L ;>QN%356?F::C8=2[(@TTLAF M!HVK#1J- XZ4YE(66N,L1I\>3^]ELNIS=S9<+]MRTO?X$W(3)1ZJ\A=F4'V7[R#-O:&TKVAM_0LX0*J M*^*[- J$N'9SA\WO'_8;/_Q7'3_G;T@U.TYG:N5852V%D87HD]@C3[^\$+W MTQEC![VQ@W/LXP768E;G0,2:?*EU+8',>,F+NB"/4&J6DP?VC*6BU2G+SW-_ M_!!3U_]$?O8W<2<7$DRE9R O^XW?"*6A'4:1$0F.<(DWL"EUS69XM!GZ SN. M$[.9G=3LT49S_.;F4ACWBRX:.6"%DJH+QA'(LZ,HL*,X)%]!J6O"BZK6D!%> M:L!3TT> "X]&-@W]RTX/-D/)-"\WG:::@#N+AV>$@M@/JDVF9YG76 M:"!Z"R05&+M2X0*.E,AYQHS^%*>C(VQY_:[HJ1H@] MH0T;(&W^O=B"YU8<'_-50IZ!276,S[A*18TNHT=P!(RN!K^?*=>@+]?@W>7Z M.GBI4/I4D9YG?&^1_E__Y58"D*)MZ6!:.L&&K*%8X4F:KKP7G*/A[Y%KN@E^ M_(/1USY AWE%/=?V@^@PTY+8=@?>P4KH> [8;T8.5((/9M&NPYCQH"I0A(DI>, M21+;#8Z[3!B%=D*]H_4@B6PO\D_EBG-P&1<@-\V30Y$FZ]I[N5_M7S4W[67^ M(MX^B69,;GBI,'6"'6O(DP2V3XSVHD657.UKX3&AT(SW.++*01P/VU$'H_ M,0KZM][X7U!+ P04 " #+@VY9Q;:'6V8- !HM@ &0 'AL+W=O\ <=\M27&;A\S/)OQ8JQ MDORY3M+BXV!5EIN+X;!8K-@Z*CYD&Y96W[G+\G545E_F]\-BD[-HN6NT3H;" M:#09KJ,X'5Q=[IX+\JO+;%LF<CNDK/ \X/1KQR5M-GH><'HWYFU6>!YT>C?J;59Z'G?8>=_H\\'0W\L.G MGZO=#Z42E='599X]DKS>OO+J!![N?[%W[ZFTU?GOQ5'N'WWYVJKUWHO_"*2 XL0.\'@RK<7X9 M;.%YL#\)7-%?E!\(G;PGPD@8=W3HFM_\AFVXS15^YP6_N1GG5G+[9W.S?>;&CN=6_\UW-[?Z=[VKN_-R_O/MS M^^[QFRMLP>V\W[]YUXLVZ/$3-WI[W,/^U4>< !!?TE[<>2(^[3LZ_^FIV+B[M6'WX?%%LH@7[.*B.CPN6/[#!U3_^1B>C?W9E#Q)3D)B*Q#0DIB,Q XF92,Q" M8C82$^B=$G64?ZM.D6_31@IV&*;5R?QK.C*+FZ)<[,+B2E(3'W"I%8GM$]IX5!=GDV8*Q94'N\FQ-BNH0CF1W9)&MUUE*JA!)>=.C8TDZH^-)^])=YV9T-FMN%B"[M%H*P1LC-7D)N=B+DZE/5^L);<2K=N-'YZ8;$%"2FSHY> >)D(DFT=>%M=O0? M===F.K)K!A(SD9B%QQ&PDYO0;)Q=9TT-B_O'K41:GLCQM)1*R9GBR9B-KZ.@E M;.HIE]R3R"@M29Q6)XRL*V+XS<_-&*BF0#45JFE[[?6KO'W]'UK0@&KF7IN\ MW7T+6M"&:L[I?WWW]"8>M$\^5 N@6HC2FB'T:H(Q/7'(4[H7ZQV-QZ7U4E> MDFWJR_:=@<2ES@XDI*9 -16J:7OM]>N=TNE(GD[D=BXAZQI0S>S:B]%(F,XF MXW8\

(>O:4,WIV M1&E-Q,IZU4^IX2V$B5:,F"^VP0O;0AVH!5 M16C.LA$-8 M"?Q)$]FZZUY+TJ84&D\&[=S"EG8
M@&IFUVY,QI(\FHGMG$+6M:&:T[47HCB>C:@LM8.J8U.!2E0>3V?MI$+VT8=] M 50+45HSJ0XS^2EW:NN5QTJR37,6);M+Y?=1G))W=6#]1K*T_P0O?
I6SHPPZ MB1^JJ5!-VVN-F^725)ZTYZ]V;49/)>"JUD^=X MN^E8'K4.!^W.[HT$J576Z=Q.G$FS]@VUKMTX.G[SH&/A0[4 JH4HK9D2AQGJ
ME#O%]&J>EO$R3K;U2N]328"<^7H-U12HID(U:.\USEJDJN5#-@VH^5 N@ M6HC2FJ%YF I/G^:@_J+UW!0Z6QZJ*5!-
A6H:5-.AF@'53*AF034;JCE0S85J M'E3SH5H U4*4ULS7PR1\RI^%[VW7MRQOS[DGQ2JJJI&X*+:=JX[H\;QB:22+
MT_;BLVM^_:,S$CJ_'JII4$V':@94,Z&:!=5LJ.9 -1>]>5#-AVH!5 M16C,C M#]/V*7_>?K"]3>)%E9%W+(_3>[+)XT7W;+..R;YR.P^AT_"AF@K5-*BF0S4#
MJIE0S8)J-E1SH)H+U3RHYD.U *J%**V9AX<9_I0_Q?]G5F[2XYG TXG8\:X% MU_Q.G!V4T"G]4$V#:CI4,Z":"=4LJ&9#-0>JN5#-@VH^5
N@6HC2FN]%>UB= M(/!7)UC;E.W>5I/,O[@DR+/[/%IWI2+?.?>R)%13H)H*U32HID,U ZJ94,V" M:C94J>5#-AVH!5 M16C-?
A4.^GEP%4I^FW]2GZ>_)S=/=GOFV M7&5Y/=GZ/?E7E&P[KW'RX;.C%+HR9*\UIN9VOB6B"JVK034=JAE0S81J%E2S MH9H#U5RHYD$U'ZH%4"U$:1
M\P>61_?LZ:XX>1>G9)DE29079%-%YRXJNSX;[1.?/3LCD9H"U52HID$U':H9 M4,V$:A94LZ&:]55/.A6K#73E\B
M"U%UFT%Y6/@C\#\$PXLWF_H*Y2I.OT??MN0O$N3Q0U16!YD)5?6M|]?BJV=G M)'2!#U13H9K&U72H9D U$ZI94,V&:@Y4E@< M)/
7!_WP+2+H9WOLM<8;;L0&NJO6IJ MO;;2H3TSH)H)U2RH9D,UI]=8N=":'E3SH5H U4*4UD@F\;#X1CSUT2 _?J>%
M3Y\;5N+QIU'0SFNN"K2NVKNN!JVK0S4#JIE0S8)J-E1SH)H+U3RHYD.U *J% M**T9@H=U-"+_HTGJ>=XL7\3U>VA'95QE7OT9)4IYV"GF,
MRQ5IWW>YSMX3)U['93TKW(HV4=H9F- %-E!-@6HJ5-.@F@[5#*AF0C4+JME0 MS8%J+E3SH)H/U0*H%J*T9O *A^ 5?N5M%Q&ZZ@;J*5!-
A6H:5-.AF@'53*AF M034;JCE0S85J'E3SH5H U4*4ULS7P\H>PT%'7U0T36M>":C94@=36HID,U ZJ94,V":C94F'3CN<=>N%V/>_1
M"W_W_/!0]NIR$]TS-\KOXI0@";NKNC#Z(%?_+^3Q_>KEBS+;?!S0 ;G-RC); M[QZN6+1D>;U!]?V[+"N?OZ@+/&;YM]UN7OT?4$L#!!0 (,N#;EFP_N.J
MT00)(< 9 >&PO=V]R:W-H965TI(,TT<\B!=0*(DZ2*UM"KMKG:_N6 @FB1F;*>T_WZ=1P.!X(&.OT > M/N=<>V!#GHDXW&4X@<*6)8DB+Y?
XYAL^AK4/BX\ M1LL5SR_H@]X:+?$4\^?U Q5G>LTRCQ*$-VSG M&.1=>2'D>WXRGO:\U5?ZVI@CAQI,;\'!_.QZ-@RGX!AZH
M&.*4OP.4SD'P(XO68M!Q<.%CCJ*8?1%-GJ<^N/C]2T_G(MI<4Y]5D5V7D9E' M(NN .Y+R%0-!.L?
S%KPOQWL2O"Y2L%GAG^2"69KY(L4$D6*B)KI+);I[(K367 >)04#ZJ,X446@UA\ MNC-
P$:7@'2/*6C_%Y)1VB6Q+J!1X;D(_&T6@,HI0$5DC>5Z=/$]>A^CM6!U* M@>?6H4HR7R59H)(L5$362"4TME,K0WTE_H33/5Z*8VP:;: M"57%UYA-
>BZT]B:=([GNV1D\3350JAI6;+N?F[#K>I[;_K4)M]-_*)__WZ(7 M0A$G]'WK>:O9BN;:54I4LOE*V0*E;*$JMF9ZMXL44/$J!3Q<,7"@8;I=:[^J
ME*Y3G"H;*)4-6V1MR_+LHW6U7:N /UNL0 RO2#P'4;*FY!7GOK<[KG(=8*24 MS5?*%BAE"U6Q-1.\71>!GUL8.5Y9A\L4IFG;9G=_-4HN?'8*3Y0-E,J&;;+0
M]$1-[U66OK-EDF"Z+#:W&)B1+.7E,G9]M=Y &Q;;1GO7K^'5"+9<]^%54&Z/ M;>G+W;H[1)=1RD",%T+*N'3%B*+E!EAYPLFZV+!Y(9R3I#A<833'-
&\@[B\(MX1\GN4"]#3GX'U!+ P04 " #+@VY9@RY2^*$" M" &0 'AL+W=O MBS#+,7VZ LG7;]C@(=;P(>"*S%3AMD)5/&'G4GGK4M1R<$%%*I&;!ZK2
"2C61 M2N.IXK3J)35PM[UE[QGM2LL4"X@8_4EF.\%-"I PPC=9&9D=;'$ M88NS->(Z6K'IAO'&H)4:DNM=3"17LT3A9#@_.?
3P*]H22!X@(UG,_(TKY9S#^\F/[4KT6!4VA;ZEL6P%=@A9\^N('S[9 3)R+;\Z51^](XQA[V
M,7]4)3&E@!)=#T02$(<4;V@"0Z//HE7H!D'3]3RO9:]VU;P.]/S+K]Z5']2! M>YGZ=:;^T4Q-!2/W4&Y'@?^Z&R5-D_IRXG(]GP):E^"TU1I M\-XJ?
1WX1I7:.X>YODA5*@N2"T1AKJ#.Q:7RA6\NITU'LL*<[U,FU6UAFDMU MGP/7 6I^SIC<=O254?\AA\ 4$L#!!0 (,N#;EG.+;'/2 D *1J 9 M >&PO=V]R:W-
H965TQT@)E8 M%U\[B8$FNI"[FVFF:;>8CXS-V$(MR4O)<0/,CU]*5BS341BI/?6'Q);Y/B]E M'TLD#T6=[U+Y)5L)D9.O\3K)+GJK/-^\[?>S^4K$/#M+-
R)1[]RG,N:Y>BF7 M_6PC!5^40?&Z[UC6J'_S*.G-SLMM-W)VGF[S=92(&TFR;1QS^7@IUNGNHF?W MGC9\B):KO-C0GYUO^%+)878;W.IWHU47#Z[_?
C^ZM_T_7_\//M\3_\Q/[^!=Y MXXF<1^OL%_(;^73KD3?_^.6\GZML14Q_7I']/=EY@6R3ZS3)5QGODX58-,0' MYOCI:_'4'.^: 'WU,1T^*^?
IL[ITC,1;L3DC]NA7XEC.H*%"5RW"G6D9[C:$ M>^;P?VT3%6Z7X7;3U]$BNVN]6/G@^\+#]N%-^T[-X>_G^1FQ[!>S,W.X)^8J
MN]V471.">_C1N"7/[?"C::C5Y9XR:*84I[&WV8;/Q45/G:RX9(\ M\/56D#=10A;I>LUE1C9"M8A67(JF(_^ED=]5V$B8AX3Y>]BXA!6MQH>9=699 MZN#
[<*S85]5"9,4H$L9>]I^FL>%!8T.CQD*99DI%,IT+L_UEQ7Z:U*7D=Q574B8AX3Y2%BPAXV.OL2Q/9C8TY%SHL/G!1UW:_&(IT<
M1=:.@6":$D<')8[:'.VR_=&N/*9E),JR;6.C\M((ZRH^),Q#POP];'@D@X'E MNHX[/=%+T+9@B*P>1<+8\UUP;?7C75MF"
(K!Y%PMCS73#+:W*0U\0H+]7A$V5GC[S[>$UN9+J4 M/&[2E!'355-(F(>$^4A8@(2%2!A%PA@(INEW>M#O%-)+GB+EBX1Y2)B/A 5(
M6(B$422,@6":?&VK'AJUC ?@:_XUBK%YV7>R'5F5UU;**Y:!*S M&=E5S5":5]&T3L+0*A_ZR=:'Y@V@M!!*HU :0]%TP1Z-Y=NO-DA5SZ;TH4JY
M)OL^=ZG6>DB';/@COU/:\Y1\YE&RDX4C="C=HH=NKD=GE2-I'I3F0VE!19OJ M8RWN25,7FI-:0Q%TQ7NU IWC K_8QO?*1F?2/3U7KT9VUFP2)H'I?
E06@"E MA5 :K6C'':^IXTS_<@)%\^'87;#[*;L9TU"_6/ MH#0?2@N@M!!*HQ5M>9GG6*$^HT02E>5": M#Z4%4%H(I5&[P=\:-*KS1WA2=FU*V697ZH-
81EDNI%@0+Y)BGI/WU=A"HU*A MKA24YD%I/I060&DAE$:A-(:BZ7*NG3![#!GKM:'^%Y3F06D^E!9 :2&41J$T MAJ+I0JX]-]MLNGWS
/4A*MHFBTZ=81)7IB^FZV<>S6DS)K0A]("*"V$TBB4QE T79RU1^:8/3+_JY#S*!/DYC!5 MX;8X]S'9^%2C4+L+2@N@M!!*HU :0]%TC=9.F&-VPJZCI)P.
M]C?I-GAKQG;6*]0%@])*"V TD(HC4)I#$73A5T[9&KM"QHW>KYG46HU(7*Y$ MT"A&-"E!9>-XQ30>OA06@"EA5 :A=(8BJ;K]FC= M0[--
]T>TV10SS591\LB_;%4+XT9&#T63>+-666.1Y(T:QBZ$B%T)$;L4(G8M M1.QBB-C5$+'+(?X(:\^MK3UW@&E80*T*,V#TGPH+8#20BB-
0FD,1=.%7%MY MKOFBMV^=OEYAC^?I../I9&B=S(2X,N?OK%FH:]=V)P)HVA!*HU :0]%T.=:&
MG&LVOFZV=^MHWF*\K.+HLW#N06E^JST(6I4*H36C4!I#T71%U4Z9 M:W;*;H214BCC:QL72-;ORM@9B0?CQC/)&K>TSZ(NP.*=2@QIB
M4)H/I0506@BE42B-H6BZ=&M#S#5?6O;Y5*')X62]X(_-G7\S<62]%'EECNRL M7Z@/!J4%4%H(I5$HC:%HNGYK\PU^V#?
<^6#^]QSLAL]IRMS)3H+%WJ-6>N] M"*!Y0RB-0FD,1=N+LG]T)YM8R&5Y&Z1,R6N;Y/L;M1RV'FZU]*Z\P=#)]L!^
M&^YOF%1C]O=ONN9R&24968M[A;3.QJJ)+/>W1-J_R---;>'&5+/_ U!+ P04 " #+@VY9PB.K1K@" #F!P M0O 'AL+W=O7UBN01FCP);
[$YSV/7R<^HQT7 M7V4.H-!363 Y#G*EJHLPE&D.)9$M7@'3;U9\W IS2!Q_V#^@>[=[V71R+ADA2'M$^W)J>89T MLYC;W-[.[)3I'#T0(PI1$;Z] $5K(=Z-
0Z>1&(DSWB:8N470B MT1#=N(/ M:K914A&64;9&1*$IK"EC9O"CUAY'K2[5MO\S-NDBSOM#HY'X;8&JNNANG\' M=?T$(J42LD:*[A\4Y_$
8UP/T?,0O1?MP?-!4VAZ0B?/_8Z7I=V<,S;ZK7K80<>=O!/L,='VTSG\K3Q$5Z[MU3WAY=#C#?^GE_[0FU&'=49V?B,-C^[>$L3:5AB)4KYAREW#?
M87L8F[NY^7 MNPIX2X0^8XD*6.E0W.KK;TZXJN(&BE?V)G_D2M<%V\UU(09A%NCW*\[586 2 M^-*>_ 102P,$% @ RX-N66F5EKQ ! (14 !D
!X;"]W;W)K&ULM5C];ZLV%/U7+#9-F]0%;$(^NBJ2/KKMZ>DU4=.M M/[O@!%3 F>TTWV__:*" \ZB3M%2]&B#W'LZYOAQN(#I0]L1#0@1X2>*4CZU0
MB-VU;7,_) GF';HCJ?QF0UF"A3QE6YOO&,%!EI3$-G*AA;T'J].P9*RB.E3^KD2S"V',6(Q,07"@++CV!]+.[HX6]2
M"/(4GD]CGOT'AR+6L8"_YX(F1;)DD$1I_HE?BD+4$F#OC014)*!S$]PBP2WDIQ&TRMI>D::*LS3B#4E[;Y]?0! %U5;8B YYC?6E#_J;+
AR,+7*;@&V9^'"%"_\#^O M4;_Q7IF5051GT'1Y8@+95@I;0!]4XPLTC@2*YQ \+* @UM_-< M>#P]G1&HTZV&!6A\&9_EC&8$;:F;K&7^
0!=534#0/.+^&QG7/]"JMG098&R M1K>IUV?FFUWL"RVAZ:6I)@HX^ QK-,XI%Y>@)32]!-7$ LTCRPEK-"?+CND MX+AYN[J-\CZ H/]TK@8<9)XNSC7'
D:; 8>NUT/'8]@9@3K5:FI!YJGE$H,L MH.K3H-?I'U,U!^DTJQ$"&=_/YQCC"01MG1N=9?X1A%R77=N$2@C;9GMS'/AT MGXI\/ZJ\6N[_3;-=+[L*SSJ1"
MT"0[# D."%,!\OL-I>+U1-V@W!6=? =02P,$% @ RX-N64Y) E$%!P M:$$!D !X;"]W;W)K&ULM9QK;Z,X%(;_BI4= MK6:DF0;
(M=TV4EMNLZM>U'1V/KN)DZ "SAHGG:[FQZ^Y%$)*W&3V;3\T0'R> M8_"++^=
3I^X>$P6C$GR(PKCY*RUD')YTFXGDP6+:'+$ERQ6W\RXB*A4NV+> M3I:"T6EF%(5MRS#Z[8@&<6MTFAV[%:-3OI)A$+-;09)5%%'Q?,%"_G36,ELO
M!^Z"^4*F!]JCTR6=LS&3WY:W0NVU2\HTB%BTHVMDEZ*@^'%E;VE32T:G@3T2DI14MW<@$ MD5FK)@SB5+MC*=2W@;*3H_']S>5?
Y/S[^9T]_DS4Q]WY]?V8G%_;Y.:V_NO- M]9A\(>?3:9 JC8;D:YS?+ZGN/MI,TB!,/IVVI:I*"FQ/"K=V[M;:X=8D5SR6 MBX0X\91-
&^P=O7WG+7M/;W^LL6^K2UA>1^OE.EY86N"?-#XBAOF96(;5)F2;V.;?/SPB7P@[8*X&^SN M#^YL)M:\5>JN QIO%<]?40]:VKIE'==)T-W?
OFN:ZCN1<[L-C/30>XD6=() M.VNI42QA8LU:H]|_,_O&'TU"1,)L),Q!PEPDS$/"?!"LIK]NJ;^NCCZZ7D4/ M3! ^RVZ6A/S,/ILTI^4N-;&D;%U
MN1VD1Q<)\Y P'P2KJ:I?JJJO5=55$?1*B)A$ 4R%=:,!D+->L6C6LRM:;AB M1'+RH/ZKY9ID4T(3$O/XBQ*?7$DNGHF:-T\>5;?VH4F 6N>'"A)LY$P!PES
MD3 OA_4W6IC/32/^V.C:0SYH$!Z4$!UH).HD,HDQ;3]GR5VUD(LS5E_9URVP- M-!R&LJU-LB^:\+=8Z&P[)030C#4@A#K1#NN53+WE4LV(3/X^#?NA
F/%JR M.,G7PQ.>R%U]CM;)H0V.A-E(F#-\?6?W^PWWMHOTZNWKU0=YK0GIN!32L59(
MWU_Z$;IF(ITPJ>XBX$VQBPLMZ%"Q(&VN8@82X2YNE;TB3/C K2)5$>0[*Z M9$J?&R,,H%K5!&<:56S/T
]BT3+DSXR1<38=NLF&K";!Z3F'*@Y*LZ$T!TIS MH30/2O-1M+KV-N+*YCN$N HH2HA(F@VE.5":"Z5Y4)J/HM6%:%5"M/03.":B
M))VQYVO"8MZ>Q;T:%:BE':Q),V&TAPHS872O#?:U#2R(;AQR$55I"ZW*K)O M:@.WS6.N6A74=F_3%(5E6$:C J%Q?BC-AM(<*,V%TCPHS4?
1ZJ*LPOUF]ST& M8VCP'TJSH30'2G.A-_]*\U&TNA"K=(&ISQ=4B:&P?[P50X%Z]?;TZJ,\UA54I09,?6[@H/'5 M;!02-
/X/I=E0F@.EN5":!Z7Y*%I=E%6RP!R\Q_@*S0) :3:4YD!I+I3F06D^ MBE878I6L,/79BM?CZTHNN,C3%F\-L- \P M^[>@B08HS8;2'"C-A=
(*,U'T>I"K'(/EC[W\#=+9/KL[>XG2_2 @T4'S2U M:0Z4YD)IWAO-F#]?TJBO]T@C6%4:P=)&AT=7],?!PRTTAP"EV5": Z6Y4)H' MI?DH6EV%50[!ZKW'<
M-'T!I-I3F0&DNE.9!:3Z*5A=BE8JP]*F(/89;;*H! M2K.A- =*,*H_\ 4$L#!!0 (,N#;EE= M\HQG.@, +0- 9 >&PO=V]R:W-H965T$1P>1>&Q:-;5%T*V?
77(!JTF;U[V<[(1"6I"VB7Y+8 MN>?XG.MW=T/9"U\""+0-@XCWC*40$8U\MD20LQK-(9(_IE3%F(ABVQA\I@! M]C4H#$S'LIFB$ED>%U=-V9>EZY$0"
(8,\1788C9;@ !W?0,V]A73,AB*52% MZ75CO(IB-_QF,F2F;'X)(2($QHA!O.>T;=OAG9# 73$'P(;?O2-E)5G2E]4 MX=;O&992! ',A*+ \K6&(02!8I(Z_J:D1M:F
AY_[]E_;//2S#/F,*3!$_'% MLF>T#>3#'*\",:&;GY : 1@F@G@+]VFBB3-L:88&]+J,;Q%2T9%,?.C<:+=V02'7C5##Y METB<*:/#\-?
J/_4GXRF5TB^)OW[QRG]WX_0P_CQ]N%^BJY1G\M>CE7:.?HR M H%)P+]V32';5RSF+&UKD+3EE+3507 ML'4TFUIMUIY=LSI=
(11ORX2Z11I.A18%.25"FYG0 M9J70$5D3'R(?[0@$?I&TYG^M6B>ZJB)RHEJ9J%:EJ GA+]=S!H!()$.(X$8 M%L K^SJAM)UC&36K?
IK$DC"W6'$[4]P^5W%YI[<+I33<$\6OAN44=S*%G4K% M%9FL!+YWN;@06_NK0NQY7T>]G?[(S9X^Z(_*78\BDX[/'V M&S?YT@%;C6]5#-
@SD(D+\^C\&P);Z&L!1S.ZBD1RFLQJLZM'7Q^X3^H'ZDJB MS]4'FN0^&ULM5C;;MLX$/T50ELL6J"](K>L+<"QU-VB M:!)8:?
O,2+0M1!*U)&UG_WY)2E$L6372EH4!BZ3F")FR&..9P=,'ND6(0:> MJK*F@6+6HMF M,'X4G8_Y7#/$BE"),B8H
M('_LT1*5I6#BZ_BW(]7Z.07PN/W,_D$ZSYUY@!0M0*_@R7%+Y#0Z=K:&!;$<9KCHP7T%5U.T3/G6!.)PGFF U0&L,<#Y M#L#N /9K9W Z@//:&=P.
(%W76]]EX&+(8#0C^ "(L.9LHB&C+]$\7D4M-DK* M"']:P^+98Q>E[P!^KQY.""Y RG#U>B'SD M8(DKODDIE&E.GD0;@;D\22=^1_:19;BF
M%?!=LC\.IZF=Z?-/.+*+3^U\QPN=(!C:):=VKFL;7A#V=@/_W=Y_IZS_?Z,: M$5@"6.< YEPB"\H(%#_4\Z?Y?K1#:F2+%9)EB@B&R3$ZQ/B_0:E\%0F1B59
MK)(L440V2(S?)\97JQ0MG7NL):O6;H9"^G[&S7,L.14IS:.8%K68XS4HH) M.]/U?<.95HJ@]S\XZ_^*1Q22;"NE(D=[?
DMN^)UWTO6S3#^Z'562Q2K)$D5D M@W2$?3K"WZ 3H M[\GFEA?]B @#_GZ-,7ONB GZOQ&B_P%02P,$% @ RX-N6947_#7 P M50T !D
!X;"]W;W)K&ULM5==<^(V%/TK&K?3 MV9W98$G^@A28(2';9CH;F)#=/ O[I[8EBL+2/Y])=O8$&PWR[0OV+)USSGW M2O<@#_=XRC)1L9&RO3:-#-_
S'+>CR%1+U9<1$SJ89B;6:I !;D M07%D4HQ=,V9A8HR'^;.Y& _Y5D9A G.!LFT<,_%V Q'?CPQB'!X\ANN-U _, M\3!E:UB _)
[.A1J9%4H0QI!D(4^0@-7(F)#K&XIU0#[C1PC[[.@>Z526G+_H MP7TP,K!6!!'X4D,P==G!+4211E(Z_BY!C8I3!QP[?']"_YLFK9)8L@UL>/8>!
MW(R,OH$"6+%M)!_Y_D\H$W(TGL^C+/]%^W(N-I"_S22/RV"E(Z3XLI>RT(< M!2B;12ER8Z%592*'>ABI.CA=/ ML]N_T.1Y\CA=?
$']\CAY>%J@R<,4S>9/[L.!;I""\G]%S1+\SI.=!U#^88^ M34&R,.H^JQEW<1KQ-X#3J5?H^V**/OWZ>6A*I54SFGZIZZ;015MT#= WGLA- MANZ2
(+3>%/E6"5*#XG>T$[!:0]9.$OB&)J=^!95>&L',]JP7O8QDL0B*_* M9+.F' L(NQE"-]QUEC(?1H;JJ S$#HSQ;[\0%__>(="N!-I=Z./95F:2)4&8 MK!&3:
H^Y(HMDM? ;M);(#HYHN[GW;A/+6IC5;!=@Q2GDN)T2OE#L$2^7\6" MT3ECI)Y%*76;&=V*T>UDO'L%X8=9,Z=[QGE%L(<]JYG3]SB]?
^%,0P&!>_XN[_S&*KS2[+U6[<\866_ID6@FV'D$%+\0>5F,%' MBL^6$7QVKEEI*Y51>GTJ--"6?LJZ73%[M8M M8T](26_0;R&MO9)TF^6'>K?
$>)>QU6(;I'9'TFV/%S5OB7DBQNKUO18QM7&2 M#SGGSS5OB7FZ^ZRVW5<;*O$Z6W>R7@M8,PGH/I$B5$=!'_U@T;:Y;3O=^=*F MK0V8=#MP]
[8M8MWC^F#'P2VN3VJG)=U6>]G6.?=:9;5*C3UHV3ZT=EO:Z8V7 M;9\2\[@\'G6(_@-XI\<\.NG&(-;Y>3Y#/M\FLCCT5D^K;X9)<5*NIQ&PO=V]R:W-

H965T M>Q@"HQ9(X/QN_7$74HK/!X? MW!]<[::6#5$P%>P7S70QQG<899"3FNF5V'^'MAX'F JFW# ;-['A+49IK;0H M6[$A*"EOGN2U?
0]'@D%X1A"T@L!Q-XDH:N/E^C.5>:ZMI^@?\M/0/:T08=;>!R##Y$>XJQT8>G]?:$ MCU1%4AACH%NT-$-+KDGB[K<@$0B1SGEA*>4,$3_U;_0
MG_.OHZ%O_"/G;]MIEPQB;W<"*>R0PHM(4Z**&_0PFT\M22TA0Z04-=>GLC=6 MPZ/L0>2;WVFJ.
(/H!0\T/^#"JA]%:G"*)W!'>.X!V#=W3B[>7Q@\BM28 8 MY$;]IVZ-DVP:LIEH4;DFV AM6LH-"W.'@;0!9C\70A\FMJ^Z6S'Y"U!+ P04 M "
#+@VY9*HX8)G<# .# &0 'AL+W=O3DI1K;(18GPPR#H^PGCTAL-\G/W>C10F15RXD97ZVM.^&/!BE;X1SMY_1>T\BO7!8\06FXDJ!Q.?2N
MVI>3"S<_G_#(<6-VCL%E$BGUS0UN%T,O< &AP-@Z!T8_3SA&(9P1A?%/Z>E5 M2SKA[O&+^V]Y[I1+Q R.E?C"%W8]]"X\6."29<+.U.9W+//L.;]8"9-
_PZ:< M&W@09\;JI!13! F7Q2][+CGL"-KG!P1A*0A?"<)#@DXIZ+P6A <$W5+0S0<)LRRT4"K#6@WF]S<00XS5U/Z7+K;/K>:KG+2V=&GOQYO9G?
3F[L'^#2[MHN^K+U>SR1S>3= R+LQ[^!7&3' J,.D9W$ICN^S8^\:Z@AQ7T,/?M'H*NF;3 -DPO M0' 6<<'MMHY4HXW;$2Y-
RF(<>O3(&]1/Z(W>_M+N!Q_KN!5F[4[NYK:#IU&G MU1WX3[M OC-I+]U.E6ZG,=TIESS)$L#GE)YV7$"LI-4\RMR37Y=VH]VQ:7?^
MGU'8ZKQ*^T0K[N'I5GBZC7CNLB1"#6H)EC94<^8>[YR75ELF[!:L@@@A97P! MM%-:99D EJB,:HA$11G]>ZC$KQL7/Q9F8=;;8?GA%1[#62?$"=
M5$C]6#3+VP%LD>FZ/6O\T\I)D_(G@?0K((/W&N"886;!$I0Y&L[1WF$6C\,B* MFIS(; _/>87GO#'6TELT%B@5QC6(2KD'W;*/6@%[?
V*'S>N<2R.$YGMX;BH M<%Q\OUK<&UYGU-C9,WADFMY. J$"-2-09_"P31&^WCQ;U_ZYZS>2%*X/4/+O M.H[-Z\8LU9=_\DCI*;JML*
[F&AV.A7PBLP*RO]-\N4YYRO2*2P,"EV0?M,YI M]!%]UD,K$KS?BQ2EKJ[_'!-#3MJ-X&N+Y6R+P/7XE5_ 4;_ 5!+ P04 M" #+@VY9>Z@VU[,+ 5K0 &0
'AL+W=OQ_&W0KE;6[-5,RW@/9M.53K<[W2F9Q_32A*K53*(G4G5OO@% M8S0H.<'=[Y-I-9S/ 8[^!N3\Y?(IRW^L']*TD/Y:+E;KSYV'HGB\Z';7TX=T
MF:P_98_IJOS+798ODZ)\FM]WUX]YFLRVC9:+KBK+P^XRF:\Z5Y?;UZ+\ZC+; M%(OY*HUR:;U9+I/\^4NZR)X^=Y3.ZPM?Y_V4V7Z;K]3Q;27EZ]
[ESK5S$O7[58+0$'_/T:?WFL51MRO?.W*U M1NDBG185D93__$OTL6RDLKU^','=O9]5@W?/G[5C>W&EQOS/5FG-]GBW_-9
M\?"Y,^Y(L_0NV2R*K]F3E>XV:%!YTVRQWOY7>GI9=CCH2-/-NLB6N\;E&BSG MJY=_D[]V.^)- U5]IX&Z:Z"V;=#;->BU;=#?->BW;3#8-1BT;3#
<-1BV;3#; M-1BU;3#>-1@?-5#&[S28[!I,CAOTWQLX^77DY+8KI>P'N_5H*Z_#K;0>;^5U MP)76(ZZ\#KG2>LR5UT%76H^Z\CKL2NMQ5UX'7MF.?/?
E<[7]4&I)D5Q=YMF3 ME%?+EU[U8/O)WK8O/XOS515"MT5>_G5>MBNN;D+?MW_W]>#W6^DZT*2;,/C=
M#@DP]N+'U6^DWZ7HVFU=ID2PD>_62>55V_**E13)?K/]YV2W*M:BL[G37H_O2 MH_I.CXKD9ZOB82WIJUDZ:VCOB]OW/FH?BMM/!.V[Y=[:
[T+U=1=^487@]>;^ MDR0KOTJJK/:E;[>:],O?F_;+C9CQD_R3I/0^9#0QXR2K5FNCBYEP6NR9GH Q M/EB;S:(58XH9+9WN&57 6&(FR'[N&47
V.WWC2+=%?_XFS(:_ZO!<=H/E=+T M06JQ4WH?[Q2OQ1"U8'PQO5@_)M/T]D7ZU>U#EA>_ M%6F^E,JS^+P\E%W=2XNT/(>5'I/G\M2Z6#>EIA]-
S5)3",QG<0,$C-)S"(Q MF\0<$G-)S",Q_P4;;K'J.I*?5ZHZ'HPNNS_?QF&KI<+3I4;CT6"DU!>+&A:3 MY>.E8F@K:]TV?30!A-83V/?
I6^AM^D9+U.BZ9$$EKG)A*):22FDYA!8B:) M621FDYA#8BZ)>23FOV"#-_&@]">]H7(4$ '9:=BRTXCL-!ZF!!-ZYR88B6DDIL806(FB5DD9I.80V(NB7DD
MY@]/PV38'P_4WE&"D9V&+3N-R$YC"*O%W&@?FTPDII&83F(&B9DD9I&836(.B;DDYI&83V(!B87BY!CN$J/I&W]R M-6((J\7C9!^/$^%&?
DW71;Z9%IN\.FK;^4VA*&3.#442TTA,)S&#Q$P2LTC, M)C&'Q%P2\TC,GYP<.X26KF71;ZN73M71]GZ=I=3+:%&YB\-QT0S4-
U714,U#-1#4+U6Q4%:C;J.:CFHIK7-%;CX=%8^6B? :J%J!:A6DQI]9P[5)@HXA*3 M("O*<^LJY.99TZ^^?!&W/SOAT)H25--1S4 U$]4L5+-1S?
G@_3J1I5GRW#2[MSD77PT,U']4"5 M1+4*UF-+JZ7@H3%',JTR99NOFLA2Q>]>'$$+4U!-0S4=U0Q4,U'-0C4;U1Q4:A=42;PQ1&TB@75-%334[UXIQQ-
N5:/?DCC1MS9V?&'5K*@FH%J)JI9J&:CFH-J+JIY36]R>20? M?17GHYT&J!:B6H1J,:75DTX]))VX1"7*JQ]Y+IXE+YLF13J3DD)2Y/%P('W- MDIE49-+-
)D^E^4K2YNE]UIB":!D+]FFHIJ.:@6HFJEFH9]..@VHNJGFHYJ-: M@&HAJD6H%E-:/5,/Q2XJ?,<1%:UX034-U714,U#-1#4+U6Q4*E?/CQ5Y+O?
A4I;'QV7)*:AFHZJAFH9J*:A6KV!V^O M@?2<)GG3%W8.NAXNJGFHYJ-:@&HAJD6H%E-:/1H/I2RJN)3E.D\3:;.:I?EN M%N-
_1#=7_"+6SLY*M*0%U714,U#-1#4+U6SU]!X;D]YD6/]ZST'[=%'-0S4? MU0)4"U$M0K68TNJY>"A]4<6E!"VO8J/U+ZBFH9J.:@:JF:AFH9K]P=M,=.B(
MWD8%U3Q4\U$M0+40U2)4BRFM'I&'^A=57/_2]JHV6OV":AJJZ>II6/ MBF$-M%.SJ5.EWS^J@+#03FU4XE]XTU-6+L[,!#:VI0349+7^2>\?GR&BM
M#*IYJ.:C6H!J(:I%J!936CT6#[4RJOA&+W_,?R;Y?+.4;JM.WB\R%#-G!R): M(H-J.JH9J&:BEH5J-JHYJ.:BFH=J/JH%J!:B6H1J,:75@K-W*)'IR>R,GAYZ
M,QE4TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4 U4)4BU MIK1Z@AXJ:GKBBIIV MEV?$R-FQB=;=?+"!HC(P'5T3]5,5+-0S48U!]5<5/-0S4>U -5"5(M0+::T
M>DBJAY 4%^.TO$ C5LY.2;3@IG=Z%YI^;W1THTD=[=- -1/5K*;](1_?0]U& M^W10S6W:
E56ZUO@H7WZJ!:@6HAJ$:K%E%;/KT/A2T]\EQ>_2JS%\TN$I>MI MLDB*>:;Z]8/K+V+U[#Q#RU]034&Y!"],R)#5MIQU=&NT? M'_"1?
1JH9J*:A6HVJCFHYJ*:AVH^J@6H%J):A&HQI;W$8W?]D*:%EA3)U>4R MS>_3FW2Q6$O3;+,JJD[>O%I&XEWU8X\7UVJG>_*ZJUQX2L/KOG(1-+T>*A?1
M]O7NM=NKR\E3 MT0, &T. 9 >&PO=V]R:W-H965TZ9UTCO/G--,G+:?%5C;F@+B)&$W_Y60 BQ">DP^6(D MT#Z]M^M=K:8'(7^J'8 FQ](D4S-
KIW5^8=LJVD'*U+G((<,O&R%3IG$]M[;* M);"X-$H3VW4B$9W CB2K2E,F'SY"(P\RBUN.+6[[= M:?/"GD]SMH4UZ&_YC<29W:#$/(5,
<9$1"9N9]8E>+.C(&)0KOG,XJ-:8&"GW M0OPTDV4\LQS#"!*(M(%@^-C# I+$("&/_VI0J]G3&+;'C^A?2O$HYIXI6(CD M!X_U;F:%%HEAPXI$WXK#/U
+&AN\2"2J_"6'>]UCD:A06J2U,3)(>58]V:_: M$2T#=_R"@5L;N$<&Z)EN Z\V\$JA%;-2UB73;#Z5XD"D68UH9E#ZIK1&-3PS
M85QKB5\YVNGYXNMJM;Q;75W?KH]+OZTOR=F[]U-;(R^#;DJ)Q%,+,PT13(/5CS/_^@OO-7E]8W GNFW&N4>WWH<^-_MV7T;C10QJB1,7I-
QKB+>F4U;E&?T)'K.D?4>\$' M4A\WU,>O4?>[J(\/J/O>* PG1]1[P0=2]QOJ?B_U.V$]0UH7B@2PMI*\KA-=
MDOP3230(QD'H'VGJW76@IJ#1%/1J^A>4NB \S0L-,>&9!MQ#=ZD)3M1\I&[@ M^MZ1FM[]!JH)&S7A;T0(.P#)-
,^V=8P2SNYYPC6'SC"%IV'R1^'8/1;6N_5 M89-&V*2W8B^S*"GB,D)$[X!$ LM7IO %C1(>,Q,_.Y9PK((2'E:7G2)G;QE M)7\CL&<>H<[3N>
[T!GM12(FI1W(ARWY);'XOWC5L.^ A];#:',6[7M<^"(+1 MA%*W6?><>*LAH:_DW!'+#R3#=A;Y1Y6D3M;TE'57@:S7M5G34>@'H?<"[:>F
M@?:>S,.2J\;T7\VN_LV'_IF>^@+:WQC*+MA3"&V1WU;(%6*03"V/:*; ? MEY('8))0AZ0BTSM%L/^(V4.7KQ;]4$-=\-13T/ZFXL0%,5>1*###,.#0J;T"
MI&XKNLZY$YQDTILV";K+F N8BLFMSQ3&*<-PCOG >:(K.XVU42+O+P>W N- MEXURN,/[($BS +|OA-"/$W/C:&Z8_\!4$L#!!0 (,N#;EE],Y3DOP(M
+,(9 >&PO=V]R:W-H965T*E&>Z M91@=/<=IH06^BMW2P""7F2F]%LH!FR M(,@@X5(!B[\UA)!E4DB4\:?6U]4DKB[WJI_4]Z%ET?,
("39[W3&EP.MIZ$9 MS/$JXW=D\P-J/ZK A&1,_:)-A>TX&DI6C).\)HL*\K2H_O%SW8<=@M!I)U@U MP3HDO);!K@GVN1F1^-/D>3\)1/$5?T$\0IX!"PCA#
M%Q%PG&;L4L0?IA&Z^'CIZUP4(:7TI$XXK!):KR2TT9@4?,E07,Q@UL*/3O.] M$WQ=F&\Z8&T[,+1."DZAO$*V\1E9AN6TU!.>3[?;I/Q?]OC-V?
>;83>W@ZWT M[+?<#FV'78M%[BL7O)+9W M)DYS)LXI]:!Z!!/Y"+:=0$7N*+*<"NO ,@W;[?KZ>K>WQS#3ZQF.N0^+CF$=
MVS2ZUCXL/H:Y/=MR[0:VY]1MG+IG."WQBQA$[6;=8[/"K><=F#V&F9YGN+T# ML\>P3K?C60<]B8]AKMW*GCU!#;19L)>J\%R$!^;
M_=!LB4=B(E<#])]\-<['F"[2@J$,YB*5<=45)=-J1%8;3DHU QX)%Q-%+9?B MJP*H!(CK&ULQ=WOSHM) M[+@_+8QXK!:/X?772V6.2;W\I5L:S_
MY;I<+_*J_G!]<[I9K8M\NANTF)\&O=[H=)'/EB<7KW>?>[^^>%W>5?/9LGB_ M]C9WBT6^_OZNF)=?WYSX)P^?^#"
[N:VVGSB]>+W*;XJKHOJT>K^N/SI]5*;S M1;'_-W;;LKGLOQC^X&:OCGI;1]1 M,2\FU9;(ZS^^%)?%?+Z5ZL?
QCSUZ\CCG=N#3OS_HT6[CZXWYG&^*RW+^]FT MNGUS,C[QIL5U?C>O/I1?9;'?H.'6FY3SS>[_WM?!U_9.O,G=IBH7^\'U(UC, MEO=_YM_VWX@G
X+@3P8$^P'!L0/Z^P]8P<,]@,&QPX8[@<,CQTPV@\8'3O@ M;#_@[-@!X_V \;$#SO<#SH\=X/<>]ESOZ"&/._OHO>T_[&[_Z/WM/^QP_^@] M[C_LOK
MTZJ>#]P *?U]^KQ M&Q8\?,/>!4[QJEC]YOFC7[R@%PR\3U>A]_-_M'YCCF#ZO8-,Z&:2N^51C' S M.E_7C'^0B8[?J+Z#B8_?*!C3FPV_-
ZMP<#UZ.QCMC^8\3U=V[_4,0])EK+8WMW M;PS:C>TKKE>;53XIWIS4+ZDVQ?I+<7+QTU_\4>]O;<<^B84D)D@L(K&8Q"2) M*1)+2"PEL8S$-
(D9"+/28_"8'@.7?O&A^%(L[XJVR' .[!H9]]AHAVT7:%\N M@F#DCP;!Z],O3]. G%206/1\"T;^>#CV!_86Q.2DDL34\RWP?;]_?CX^/S\[,S>]:,G%63F($PZP
=/AZ@0^5FV'K)/]>LC>8T-KQ]6[;M@[_^&8)6<5)!:16$QBDL34L7LJ(6=-22PC M,3U_L-F$)SU!J.A_?TPT*S6@3UZ/+!'S@/[JBHG?
WBSS>:N/KCSFYMU<9-7 MA?Q_\OOWZ9=3+YQMJO7L\]WN$V_K8[18U#]ZO:^SZM8S ML]6J_NS5[6SY/?_CSKLL?_&RV6)6%=-?O$_+[9_>554?
TYNVP]GY:+H>SB06 MDI@@L8C$8A*3)*9(+"&QE,0R$M,D9B#,RJ'Q8PZ-@;?SQF1ZD%A(8H+$(A*+ M24R2F"*QA,12$LM(3).8@3 K/8C8O-E6Y++Q5
M_GW[HJ7U58A3ZYHCY\]>VY_W[O_[85%!SBI(+"*QF,0DB:EC]U1"SIJ26$9B MFL0,A%G'O]]K"@\]9P+H9\>]5Y7>Y\);Y-/"N]NN6";E8C4O=DN:\MJ;%.LJ
MGRV]U6V^:5^JN&?LFA)[S7JWJCTFT'D%JD6H%J.:1#5U]/Y*T'E35,M03:.: MH30[,9Y4I'QG8GQ:7:_+9?60%ZT)X!0Z)P"IA:@F4"U"M1C5)*JIO?8T)?I_
MDA+DO"FJ97MM=' K-#]OH30[8(F 8).YQB]^2S_/)O/JN^M8>#$.H=!\/S' MB]_Z:H"<5]!:A&HQJDE44\?NK@2=-D6U#-4TJIF]|C2"!C]&D'V8-T5!W]DD
M[:7_QQ+=5,=D._EAC]=>5U]Y5_4^;ZWQR_P4UNJZ\<%ME M^J^WWV:;_WZU^Y607_W>KSV_-;C0TB*JA:@F4"U"M1C5)*HI5$M0+46U#-4T
MJAE*LR.P:4OZ(Z 7X:,M250+44V@6H1J,:I)5%.HEJ!:BFH9JFE4,Y1FATG3 M]?3=9<_'%SSKQQ<\JR,HG+WB*AQ<\U>,+GHWU@J<>."O;?G?[G?M!= XC
M]R;Y@;?8_2IX:_2@G4Y4BU M1C6):NK_L <3])&DJ):AFD8U0VEVT#1E3M_9 M]KKHL+*J/S^IEV_Y3?L;M&CCB$ M*:IEJ*91S5":G0Q-4=-W-
S7AMW22?)4O6X,#K7BB6HAJ M4B5(M13:*:0K4$ MU5)4RU!-HYJA-/NJ3TUM-.@!;Z\$:!,4U4)4$Z@6H5J,:A+5%*HEJ):B6H9J M&M4,I=EATC1*
W>CM.MOH;BYSK&"UDM13:!:A&HQJLG@>95R?-Y6I53HO FJ MI:B6H9I&-4-I=F0$362X*ZA'E-#=0N>4(+40U02J1:@6HYH,GK<=_:])D07DO
+5(E2+44VB MFCIZ?R7HO"FJ9:BF4N%=[>XB\O?V]TI?>/[W_[\N@ MNQ]5Y^416D]%-8%J$:K%J"913:%@FHIJF6HIE'-4)I]B\.FGMHGZJE]M)Z*
M:B&J"52+4"U&-8EJ"M425$M1+4.UC6J&TNPP:>JI?7<]M5N+Q(UU#I7GU\E\ M=GFW?6"@Q5-4BU M1C6):JK_O,::OK\2=-X4U3)4TZAF*,T.@Z) W?
Q]$.Y M*.KURJ18;HIF:=,.!&C_%-5"5!.H%J%:C&H2U12J):B6HEJ&:AK5#*79@?+D M=NS(_=C9&[*S=V1G;\G.WI.=O2D[>U=V]K;L['W9V1NSLW=F9V_-
SMZ;_5_1 M<>TW'=>^LS=W8WSG'"&U-4JD6H%J.:1#5UX!EVWO.F^??6 M:PZ]>&2*;D&&:AK5#*79^=#T7OONWFLB/QVY>$$[K:@6HII
M0C58E23J*90 M+4&U%-4R5-.H9BC-SI.FT]HG.JU]M-.*:B&J"52+4"U&-8EJ"M425$M1+4,U MC6J&TNPP:3JM?7>G]?#B!;U
*JJ%J"90+4*U&-4DJJD#S["18_'RTI$IN@49 MJFE4,Y1FYT/39NV[VZP?;VOUMIQ/lQ&QO5'MY&Y=>)_713ZY;4T,]#*HJ!:B
MFD"U"-5B5).HI@X\Y_J.Q'CIR!3=@@S5-*H92K,3HRF]H\HJ1[W?@?:*T6U M-4JD6H%J.:1#6%:@FJI:B6H9I&-4-I5J ,FE[I@.B5#M!>*;J%J"90+4*U
M&-4DJBE42U M1;4,U32J&4JSPZ3IE0[XQW?.$?0ZIZ@F4"U"M1C5 M)*JI \\PQ\G:%X],T2W(4$VCFJ$T.Q^")A_<55/QK=R4BV)SW K&C74."[1N
MBFH"U2)4BU%-HII"M0354E3+4$VCFJ$T.U2:NNF])L.T+HIJH6H)E M0K48 MU22J*51+4"U%M0S5-*H92K/#I*F;#IQUM2-
6,%#=;9\CI!:BFD"U"-5B5).H MI@X\YPUPKF)>.3-$MR%!-HYJA-#L?FKKIP%TWU;/E;'&W^#=<)\3]P#H'#]I? M136!:A&JQ:@F44VA6H)J*:IEJ*91S5":'5!-?
W5]%<':'\5U4)4$Z@6H5J, M:A+5%*HEJ):B6H9J&M4,I=EATO17!^Z.X-5MOBZ\\MI;KVUHEJ(:@+5(E2+44VBFD*U!-525,M03:.:V6M/[Z[>^ZW_
M>%T7.S::6NO 711L%DG'7UO$379.#+37BFH"U2)4BU%-HII"M0354E3+4$VC MFJ$T.UJ:_NO@G%C>H-U75
M13:!:A&HQJDE44ZB6H%J*:AFJ:50SE&:%R;#I MO@Z==;C'URGVN&8-J(:H) M5(M0+48UB6H*U9*]Y@^>O%8/GE^%,45GS5!-HYJA-
#L]FK+KT%THU/FW?].I M(/<#ZQP]:(L6U02J1:@6HYJ$%85J":JE]):AFD8U0VEV0 5-0 7 6FF(MFQ1 M+40U@6H1JL6H)E%-
H5J":BFJ9:BF4/;GQUG%WU')SG6,% M[=NBFD"U"-5B5).HIE M0;44U3)4TZAF]MK3R_N/>C_>^<[.C*9,.W26\5Y^
M^MCM=@X/4@M13:!:A&HQJDE44ZB6H%J*:AFJ:50S>\T^?3S\D]AH.K;# QW;
MQS=6CKZXJUOL'!AH.1;5!*I%J!:CFD0UA6H)JJ6HEJ&:1C5#:7:R-.78(5&. M':+E6%0+44V@6H1J,:I)5%.HEJ!:BFH9JFE4,Y1FATE3CAVZR[&=WQ%!.[%[
M]>FZS1\/6^ZBATXK4"U"M1C5)*JI8W=7@DZ;HEJ&:AK5#*798=!47H?NRNME MN5C-B]VIWM^OO?>W>;UB^?BU],*
[HM,Z!FW!HEJ(:@+5(E2+44VBFD*U!-52 M5,M03:.:H30[;9H6[)!HP0[1%BRJA:@F4"U"M1C5)*HI5$M0+46U#-4TJAE*
ML\)DU+1@1X=:L/O5RZ9>OLQ:+WKB%KHF":J%J"90+4*U&-4DJBE42U M1;5L MKSV]?WW0LI#3Z*R&TNR,:+JNHP-=UV?O<&QO5?
&X\!;YM/#NMEW62;,"*J^] M2;&N\NU9WNU*J/7M$/>,G3,%+;&BFD"U"-5B5).HIE M0;44U;*]]O3=H6&O M+5/0>BJEV9D2-
)GBOACL^WS[_JFWGMW<[G[7YN@W2=QNY^1 &ZNH)E M0K48 MU22J*51+4"U%M0S5-*H92K/SI6FLCHCKPH[0GBJJA:@F4"U"M1C5)*HI5$M0
M+46U#-4TJAE*L\.DJ;*.G,6XB^;W]XKKZV)2S;ZX+A+KQC]"JF%J"90+4*U M&-4DJJD#3[>@YWTO\G7K56)?/C1%MR%#-8UJAM+LN&@JK"-
WA=642^_]_3LE MVW=#/NRN+# KMLNEO/I?GVSK;1-[M:%]WE=Y)/;MF1QBUV3!=5"5!.H%J%:
MC&H2U=2!YYQCN?/BD2FZ!1FJ:50SE&8G1E.#/7/78'?G;IJW2';_]#?+EY.B MTWD=]R2=0P1MOJ*:0+4(U6)4DZBF4"U!M135,E33J&8HS0Z;H
D;XO*M9V@9 M%M5"5!.H%J%:C&H2U12J):B6HEJ&:AK5#*798=*48<_E['S76.%;06 MBVH"U2)4BU%-HIHZ\(1SW.;\Q2-3= LR5-.H9BC-

CHNF[GKF[,=V$'KL:@6HII M0C5 M8E23J*8./.=U<42^^RCHYIMS,\:"L6U4)4$Z@6H5J,:A+5%*HEJ):B6H9J&M4,I=FI MT[1GS\;$H@>MQJ):B&H"U2)4BU%-HII"M0354E3+4$VCFJ$T.TR::NR9LRW7 M_0P/6I)%M1#5!*I%J!:CFD0U=>)YUKQO'1DBFY!AFH:U0RE67$Q;LJOXP-7 M?3UFQ=/M5(]QJZ)@FHAJ@E4BU M1C6):@K5$E1+42U#-8UJAM+LY&E*M&,? M6/6,T9(LJH6H)E M0K48U22J*51+4"U%M0S5-*H92K/#)&C"Q'T1V1>/3-$MR%!-HYJA-#LQFB;LV%TOC/+9 M?.-]+'>+G(?53WY=KX:VZY]ZG>-%ZW)Q?[*GRSD?] [2=8P5MS**:0+4(U6)4 MDZBF4"U!M135,E33J&8HS8Z?IED['A"K'[+;=XEJ(:H)5(M0+48UB6H*U1)4 M2U$M0S6-:H;2[#!I6K-C]V5ENY[S<7.=8P7MSZ*:0+4(U6)4DZBF#CSA7$N? MEXY,T2W(4$VCFJ$T.RZ:7NS8W33LMO3I>/('+="B6HAJ M4B5(M13:*:0K4$ MU5)4RU!-HYJA-#N"FJ+M^(Q8_J#]650+44V@6H1J,:I)5%.HEJ!:BFH9JFE4 M,Y1FATG3GQV[KS[[DI,_:)D6U4)4$Z@6H5J,:A+5U('GG&L%]-*1*;H%&:II M5#.4=I\8IYO;HJC"O,HO7B^*]4UQ6O5_E-H?/US6RY\>;%=3U5[[?MKSSN;F7Z M\$%5KMZ<^"?>Y[*JRL7NK[=%/BW6VR^H__VZ+*N'#[83?"W7?^PVY^)_ 5!+ M P04 " #+@VY9S85P2V0$ S&0 &0 'AL+W=O9[AC?"UB (E>TH2*D15+F=W8 MM@AC2+'HL RH^F;)> (JENN4K6V0<<%2(TL3V'&=@IYA0:SPLGLWX>,@V,B$4 M9AR)39IBOK^%A.U&EFN]/IB352SS!_9XF.$5+$!^S69=59YZQ@"E+_B21C$?6E84B6.)-(N=L]QM4'2H:&+)$ M%/_1KBQ[Z5@HW C)TDJL6I 26G[BERH01P+%:1=XEMH'=" MT*L$O?<*^I6@Z+I=]KT(G(\E'@\YVR&>EU:T_**(?J%6\2(T_Z$L)%??$J63 MXWEP/WD*?#2;S)_^0D_SR>-B,GVZ^_*X0!]\D)@DXB/Z&7U=^.C#CQ^'ME1U MYDH[K/BW)=\[P7?1Z,R%BB@$40M^NEW])X&8*O.UCWV7GM\ZVF)OV/:05WW M GF.UVMKD%[N0_@J=[LM9)C+?9M5VEK.M^S![]THU@CNH@SO0!O>681XAMD0^X6K/P+A TQ@3M?13] VU34MJ890Q M^L0Q7:-[(K9K;9@? MF20AH PX81%221J2P-6>'!A#&&!'U662:)@9]8-UIS%BWY7#.,TGRCM, 4K>G147;I&EPJ M*I@I6TS2?*.TP!2M:8MWL,73#IU?U2XJW[.R+)^Z6JTH ?VCN;W[_[E]JJ_G M[!B;I6F:.T8'S)K5Y]:/Q!*TDVJ9J4[N@6AMKCH[P=(GX'_HYX]DBQ3B\8B M)G2/UQLU,YN%&:;Y16F"*UC3OD(N[)I-QUV@V;I3F&Z4% MIFA-6PX9N:M/R0,JB=RKP9*F^>"1+%Q?H"\["ES$)$,SX*%:\?$*6ETRFH@; MI?D5[?IHNG4Z[IM$W%259?#MHT/C%/BJ.*T7J#CS*,^/ZZ?U&X%)<0YN'XJ7MKQ,>,%\1*E "2R5U.I>]H;P\H2]O),N*(^AG)B5+B\L8< 0\+Z"^7S(F7V_R M"NKW)./_ %!+ P04 " #+@VY9NS/;FCP# "R#0 &0 'AL+W=O/W/<;"&&/,.32&1;Y:4Q5C()EOI/&6 PUP41[IE&)X>8Y)H_B#OFS)_0#,1 MD02F#/$LCC'[,X*(;H>:J>TZ'LAJ+52'[@]2O((9B'DZ9;*E5RXAB2'AA":(MP7*HW9C7$]-0@GS$(X$MWWM&:BH+2I]4XULXU R5$400"&6!Y6T#8X@BY23SM^%V::E5,)=Q_WKE_SB8H#&&IRP7-@&]#\=V],S_AT#$^;9I.6S&KHG J= MT^3N?V&4VS>)VWZA5IS>S2E5SC+EHABXD4M*X@)(*??:K5;HI80)=]@7B_0F584SS19"#=Q>'7+,Y7,\L8 MN5$6TX%[?_'VQR)3UV\<(7K5:N#" F'AX MF/@^;4RZNRU=#C_70H9XCM%Z!TYW_WQ15Y'%E28TQJ"#D+NM@[SM,88)^W;A M/[]^(Z73(!O%XU55.NPGF6B*-7!-0&"!^X(\+91#)@)21E?&7";0A,M,YY)1^F[1%OQ(5(\&M@W/;B!*IV4B4R6N4T&\WM2#=\!UCTPR#BO#;9=$QCV M)&=\K!9?)Y%3M\2K7#F>2K/QVQVT(Y44GF60RIK).X[OKT+#/:0)VM))O-X;JRW -0J2S5C9B1629(Z6'-J'I:=DHYOX.GR_=D2WN9;.QI62JB:FI# M5=/(F [H;ZH9[4W9SHMTG9P]9.K30D]'E'VH%'HK:<*697^9U 8P=1]7)WG.M5Q\YFXF4FLD?G'#8)VN>,\\D>]39H%2F.D"EZSQ0J=AT,_)3DGQ,EVI=3LL$ M]]P^0<__=IUG5%!)^*9I7?O'O,HO=AQT7\MR^539-6SU6!T9CMUDYQ1,AJ=@ M\@1J,HB.WV-U3#QVDZ>PDMU7>[(_QZ1_E":]ZKBV<2;<.A'640=.W@/W&YSQ M>9/4F2P85TQ4O3F+8RJ>' RUQ"(3_'].$++@:U^# ;=I?:P(M8%@>S '&,2PLS_\TGQXZ'X-AWGI6I(=R>BC'L&S(J/QB>>R<2' L,XVB(A# M;$5'(ZN#$;9N80@_=C7,&S"P/)#I>6N-[S9>(?OK -O3?16"S12O1&RF^%H# M8E\W8$21?;>Q/,# =@&K'<$ >PJY@V[@W$DBC $:M%>HV&(K$X(M7_O^8'=)$$21'0',[B (, 3N1AS!'('#F"\CVX\S[RUN\IK_D/[_ O4$L# M!!0 (,N#;EF7BKL

-8?20$3;8T.P6BP^0"X99K>]9!:G MRZ^WW#^'?UH:B:GSD:I[?EH),L-:;!\ MP[>$Z3-K+AJL=%7>#P9-9@RY_V[?5\K,3(K7)%24:\8[H MB_O:3O$/M%9$A%B1N>"[+66W;3?Z+D;&;71QV)=]$,_%OX21K]>T)"$O=PUA MJH^C('4+R.2&;J6#&&[(U-E?@C"K4,24#A**6=^5OK:]4_W7<=7?M=*X1@S% M.=4G1%QUX/8@9VD21DD>A4@?Y>DB#H-"5RZ"19#,(F1 >@"D=T#(;YX!Z0.0 M_D$@\T(7RR@Q((\!R.,#0@XB>0)GAP2TC<@)P#DQ"YDFLV#)/X:%'&:H"#1 M>)?+99!=H_0#RN.Y 7D*0)[:AR4[)HT:6^59 5UTB_B$D>S!Z]C)!/7,M" MR2\OR M1&(F:44$*@2N]#05!4)@=DO:7TF3$5*(:]DAH.@&4P87\HEK62@PICEI<"&C MN):5 GIO$$T/(56:]N OQ./:/] MUY&*K"DC5:*[E[]Q'6Y$J@M^BVU?5,MZ5LP7&U_]BR_U#T_A=0 M2P,$% @ RX-N64"[PRV' 0 O!< !H !X;"]?0"%: :MNV%:\0 3F(G)3[*KP]HU@ M 0=UT0WR646VE7+(IZ:.AQ/;1A?56$8=/ZMNC_9-UU5Q'[9'5Q;;,_%P3O-\XGKGF=DJ\7SS,'FVOK_3&SV^]/6?S;;[\K7 M\8_![J?ISN'H?\BPGYP-UKMEUJUWDKG400I!FC[(M(,C2!XT@:)0^:Q!X_1!$PB:I ^:0M T?= ,@F;I@^80-$\?)#G*F!,DO6!- MH+4@UT+@M2#80B"V(-E"8+8@VD*@MB#;0N"V(-Q"(+<@W4)@MR#>0]"WHMY*MH+>BWDJ@M[[\;!/HK:BW$NBMJ+<2Z*VHMQ+HK:BW$NBMJ+<2Z*VHMQ+HK:BW M$NAMJ+<1Z&VHMQ'H;:BW$>AM+YAOJ;01Z&^IM!'H;ZFT$>AOJ M;01Z&^IM[]0[Q&OIPZ/GOL;;R'=2'?MW_>/SM^5]W>W7!V<%F_^@502P,$ M% @ RX-N6?]Y:I*? 0 '1@ !, !;0V]N=&5N=%]4>7!E&UL MS9G-;H,P$(1?!7&-@F.[37^4Y-+VVN;0%W!A"2B +=M)D[>O(3]2JQ0E2J7. M!0N\.S-XI>\D_>M(1=MZJIQT[CPWCPRYM*":N42;:@).[FVM?+AUBZ84>E2 M+8B)T6C,4MUX:OS0MQKQ:/),N5I5/GK9A,>NU,TTME2Y.'K:%;9>TU@94Y6I M\F&?K9OLA\MP[Y"$SJ[&%:5Q@U 0LY,.[<[O!ON^MS596V84S97UKZH.56Q3 M,>>W%;FD7^)$1IWG94J93E=U:$F),<#2 X^0@F"0E2.@E2. MPE2.E6.0E6.@E6.PE6. E:.0E:!0E:!0E:!0E:!0E:!0E:!0E:!0E:! M0E:!0E:)0E:)0E:)0E:)0E:)0E:)0E:)0E:)0E:)0E;YGV3]T'KYUQ^LVS6IM5=D<_%GW5V#V!5!+ 0(4 Q0 (,N#;ED'04UB@0 +$ 0 M " 0 !D;V-0&UL4$L! A0#% @ RX-N67D3 M@S/N *P(!$ (!KP &1O8U!R;W!S+V-O&UL M4$L! A0#% @ RX-N69E&PO=V]R:W-H965T&UL M4$L! A0#% @ RX-N67LK+!N$!@ @QH !@ ("!(PX M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N M62&PO=V]R:W-H M965T&UL4$L! A0#% @ RX-N62$&O^7Z!0 /@\ !@ M ("! 5< 'AL+W=O !X;"]W M;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N60'2 MKY1)# [B(!D ("!*W0 'AL+W=O,4 "74@ &0 M @(&K@ >&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N66)0/ENE P (@@ !D M ("!"YH 'AL+W=OZA\>T" !8"P &0 @('GG0 >&PO M=V]R:W-H965TH^K0P(M (H& 9 " @0NA !X;"]W;W)K&UL4$L! A0#% @ RX-N6=.\C(F)@ YWT !D ("! MA:,'AL+W=OO- !X;"]W;W)K&UL4$L! A0#% M @ RX-N62 1CT"M P]PD !D ("!>-, 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N68,N4OBA M @ +0@ !D ("! >H 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N66F5EKQ ! (14 !D M ("!1_D 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ RX-N6;?V7C2& P 4A !D ("!:P@! M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ MRX-N62J.&"9W P #@P !D ("!C1(! 'AL+W=O $ &0 @($C M*0$>&PO=V]R:W-H965T&UL4$L! A0#% @ RX-N6;LSVYH\ P L@T !D M ("!=T,! 'AL+W=O&POJP, *P: / M " 5Y+ 0!X;"]W;W)K8F]O:RYX;6Q02P$"% ,4 " #+M@VY90+O#+8&PO7W)E;',O=V]R M:V)O;VLN>&UL+G)E;'-02P$"% ,4 " #+@VY9_WEJDI\! =& $P M @ 'U4 $ 6T-O;G1E;G1?5'EP97-=+GAM;%!+!08 +P O + , , #%4@$! end XML 54 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p_;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 55 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 57 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html2052541false530false9 falsefalseR1.htm995200090 - Document - Document and Entity InformationSheethttp://capricor.com/role/DocumentDocumentAndEntityInformationDocument and Entity InformationCover1 falsefalseR2.htm995200100 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETSSheethttp://capricor.com/role/StatementCondensedConsolidatedBalanceSheetsCONDENSED CONSOLIDATED BALANCE SHEETSStatements2 falsefalseR3.htm995200105 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical)Sheethttp://capricor.com/role/StatementCondensedConsolidatedBalanceSheetsParentheticalCONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical)Statements3 falsefalseR4.htm995200200 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSSSheethttp://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLossCONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSSStatements4 falsefalseR5.htm995200300 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITYSheethttp://capricor.com/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersEquityCONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITYStatements5 falsefalseR6.htm995200400 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWSSheethttp://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlowsCONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWSStatements6 falsefalseR7.htm995210101 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESSheethttp://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESNotes7 falsefalseR8.htm995210201 - Disclosure - STOCKHOLDER'S

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Property and Equipment (Details)Details23 falsefalseR24.htm99940103 - Disclosure - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Fair value measurements by Levels (Details)Sheethttp://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesFairValueMeasurementsByLevelsDetailsORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Fair value measurements by Levels (Details)Details24 falsefalseR25.htm99940201 - Disclosure - STOCKHOLDER'S EQUITY (Details)Sheethttp://capricor.com/role/DisclosureStockholderSEquityDetailsSTOCKHOLDER'S EQUITY (Details)Detailshttp://capricor.com/role/DisclosureStockholderSEquity25 falsefalseR26.htm99940301 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Warrants (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsWarrantsDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - Warrants (Details)Details26 falsefalseR27.htm99940302 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Outstanding Warrants (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - Outstanding Warrants (Details)Details27 falsefalseR28.htm99940303 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Additional Information (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - Additional Information (Details)Details28 falsefalseR29.htm99940304 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Assumptions (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - Assumptions (Details)Details29 falsefalseR30.htm99940305 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Stock-based Compensation Expense (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - Stock-based Compensation Expense (Details)Details30 falsefalseR31.htm99940306 - Disclosure - STOCK AWARDS, WARRANTS AND OPTIONS - Stock Option Activity (Details)Sheethttp://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetailsSTOCK AWARDS, WARRANTS AND OPTIONS - 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May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r49"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersEquity"], "lang": { "en-us": { "role": { "label": "ADDITIONAL PAID-IN CAPITAL [Member]", "terseLabel": "ADDITIONAL PAID-IN CAPITAL", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r405", "r624", "r625", "r626", "r628", "r672", "r700"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": 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Excludes amount capitalized." } } }, "auth_ref": ["r268", "r273"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "capr_AnnualPaymentsForRoyalties": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "AnnualPaymentsForRoyalties", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "documentation": "The amount paid for royalties on an annual basis.", "label": "Annual Payments For Royalties", "terseLabel": "Minimum annual royalty payments" } } }, "auth_ref": [] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "verboseLabel": "Antidilutive securities", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r153"] }, "us-gaap_ArrangementsAndNonarrangementTransactionsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ArrangementsAndNonarrangementTransactionsMember", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Arrangements and Non-arrangement Transactions [Domain]", "documentation": "Collaborative arrangement and arrangement other than collaborative applicable to revenue-generating activity or operations." } } }, "auth_ref": ["r286"] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Assets", "totalLabel": "TOTAL ASSETS", "documentation": "Amount of asset recognized for present right to economic benefit." } } }, "auth_ref": ["r80", "r88", "r105", "r128", "r156", "r159", "r164", "r165", "r171", "r186", "r187", "r188", "r189", "r190", "r191", "r192", "r193", "r194", "r288", "r292", "r318", "r366", "r430", "r490", "r491", "r512", "r524", "r642", "r643", "r689"] }, "us-gaap_AssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsAbstract", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Assets [Abstract]", "terseLabel": "ASSETS" } } }, "auth_ref": [] }, "us-gaap_AssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrent", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Assets, Current", "totalLabel": "TOTAL CURRENT ASSETS", "documentation": "Amount of asset recognized for present right to economic benefit, classified as current." } } }, "auth_ref": ["r99", "r110", "r128", "r171", "r186", "r187", "r188", "r189", "r190", "r191", "r192", "r193", "r194", "r288", "r292", "r318", "r512", "r642", "r643", "r689"] }, "us-gaap_AssetsCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrentAbstract", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Assets, Current [Abstract]", "terseLabel": "CURRENT ASSETS" } } }, "auth_ref": [] }, "us-gaap_AssetsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsFairValueDisclosure", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesFairValueMeasurementsByLevelsDetails"], "lang": {

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Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Accounting policies describe all significant accounting policies of the reporting entity." } } }, "auth_ref": ["r64", "r65"] }, "capr_CaliforniaInstituteForRegenerativeMedicineMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CaliforniaInstituteForRegenerativeMedicineMember", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails"], "lang": { "en-us": { "role": { "label": "California Institute for Regenerative Medicine", "terseLabel": "California Institute for Regenerative Medicine" } } }, "auth_ref": [] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Cash and Cash Equivalents, at Carrying Value", "verboseLabel": "Cash and cash equivalents", "documentation": "Amount 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." } } }, "auth_ref": ["r14", "r101", "r482"] }, "us-gaap_CashAndCashEquivalentsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Cash and Cash Equivalents, Policy [Policy Text Block]", "terseLabel": "Cash and Cash Equivalents", "documentation": "Disclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity's use of its cash and cash equivalents, (2) whether the entity's cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value." } } }, "auth_ref": ["r15"] }, "us-gaap_CashCashEquivalentsAndShortTermInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsAndShortTermInvestments", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Cash, Cash Equivalents, and Short-term Investments", "terseLabel": "Cash, cash equivalents, and marketable securities", "documentation": "Cash includes currency on hand as well as demand deposits with banks or financial institutions. It also includes other kinds of accounts that have the general characteristics of demand deposits in that the customer may deposit additional funds at any time and effectively may withdraw funds at any time without prior notice or penalty. Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale securities, or held-to-maturity securities (if maturing within one year), as applicable." } } }, "auth_ref": ["r618"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents", "periodEndLabel": "Cash and cash equivalents balance at end of period",

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Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r14", "r61", "r125"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect", "totalLabel": "Net increase (decrease) in cash and cash equivalents", "documentation": "Amount of increase (decrease) in cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; excluding effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r0", "r61"] }, "us-gaap_CashFDICInsuredAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFDICInsuredAmount", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureConcentrationsDetails"], "lang": { "en-us": { "role": { "label": "Cash, FDIC Insured Amount", "terseLabel": "Cash, FDIC insured amount", "documentation": "The amount of cash deposited in financial institutions as of the balance sheet date that is insured by the Federal Deposit Insurance Corporation." } } }, "auth_ref": [] }, "us-gaap_CashUninsuredAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashUninsuredAmount", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureConcentrationsDetails"], "lang": { "en-us": { "role": { "label": "Cash, Uninsured Amount", "terseLabel": "Cash, uninsured deposits", "documentation": "The amount of cash as of the balance sheet date that is not insured by the Federal Deposit Insurance Corporation." } } }, "auth_ref": [] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Changed Peer Group, Footnote [Text Block]", "terseLabel": "Changed Peer Group, Footnote" } } }, "auth_ref": ["r572"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]", "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year" } } }, "auth_ref": ["r569"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]", "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested" } } }, "auth_ref": ["r567"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Class of Stock [Line Items]", "terseLabel": "STOCKHOLDER'S EQUITY", "documentation": "Line items represent financial concepts included in a table. 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Warrants and rights represent derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right, Exercise Price of Warrants or Rights", "terseLabel": "Exercise Price per Share", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r213"] }, "capr_ClassOfWarrantOrRightExercised": { "xbrltype": "sharesItemType", "nsuri": "http://capricor.com/20240930", "localname": "ClassOfWarrantOrRightExercised", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Number of warrants or rights Exercised during the period.", "label": "Class Of Warrant Or Right Exercised", "negatedLabel": "Warrants Exercised" } } }, "auth_ref": [] }, "capr_ClassOfWarrantOrRightExercisedWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://capricor.com/20240930", "localname": "ClassOfWarrantOrRightExercisedWeightedAverageExercisePrice", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Exercise price per share or per unit of warrants or rights exercised.", "label": "Class Of Warrant Or Right Exercised Weighted Average Exercise Price", "terseLabel": "Weighted Average Exercise Price Exercised" } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Line Items]", "terseLabel": "STOCK AWARDS, WARRANTS AND OPTIONS", "documentation": "Line items represent financial concepts included in a table. 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For example, but not limited to, each warrant may be converted into two shares." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightOutstanding", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsWarrantsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right, Outstanding", "periodEndLabel": "Warrants Outstanding at Ending", "periodStartLabel": "Warrants Outstanding at Beginning", "verboseLabel": "Warrants Outstanding", "documentation": "Number of warrants or rights outstanding." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Table]", "documentation": "Disclosure of information about warrant or right issued that give holder right to purchase security from issuer at specific price within certain time frame." } } }, "auth_ref": ["r30"] }, "capr_ClassOfWarrantOrRightWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://capricor.com/20240930", "localname": "ClassOfWarrantOrRightWeightedAverageExercisePrice", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Weighted average exercise price per share or per unit of warrants or rights outstanding.", "label": "Class Of Warrant Or Right Weighted Average Exercise Price", "periodEndLabel": "Weighted Average Exercise Price Outstanding at Ending", "periodStartLabel": "Weighted

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caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r45", "r81", "r368", "r417"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "label": "COMMITMENTS AND CONTINGENCIES" } } }, "auth_ref": [] }, "capr_CommitmentsAndContingenciesDisclosureLineItems": { "xbrltype": "stringItemType", 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r48"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://capricor.com/role/DisclosureStockholderSEquityDetails", "http://capricor.com/role/StatementCondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Common Stock, Shares, Outstanding", "terseLabel": "Common stock, shares outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r5", "r48", "r418", "r436", "r700", "r701"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Common Stock, Value, Issued", "verboseLabel": "Common stock, $0.001 par value, 100,000,000 and 50,000,000 shares authorized, 40,332,392 and 31,148,320 shares issued and outstanding, respectively", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r48", "r370", "r512"] }, "capr_CommonStockWarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CommonStockWarrantsMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to common stock warrants.", "label": "Common Warrants" } } }, "auth_ref": [] }, "capr_CommonStockWarrantsWithExpirationOnDecember2024OneMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CommonStockWarrantsWithExpirationOnDecember2024OneMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to common stock warrants with expiration on December 2024 one.", "label": "Common Warrants with Expiration on December 19th, 2024" } } }, "auth_ref": [] }, "capr_CommonStockWarrantsWithExpirationOnDecember2025TwoMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CommonStockWarrantsWithExpirationOnDecember2025TwoMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to common stock warrants with expiration on December 2025 two.", "label": "Common Stock Warrants With Expiration On December 2025 Two", "terseLabel": "Common Stock Warrants With Expiration On March 27th, 2025" } } }, "auth_ref": [] }, "capr_CommonStockWarrantsWithExpirationOnDecember2030TwoMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CommonStockWarrantsWithExpirationOnDecember2030TwoMember", "presentation": [

"http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to common stock warrants with expiration on December 2030 two.", "label": "Common Stock Warrants With Expiration On December 2030 Two", "terseLabel": "Common Stock Warrants With Expiration On October 3rd, 2030" } } }, "auth_ref": [] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": ["r578"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": ["r577"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": ["r579"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": ["r576"] }, "us-gaap_CompensationRelatedCostsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CompensationRelatedCostsPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Compensation Related Costs, Policy [Policy Text Block]", "terseLabel": "Stock-Based Compensation", "documentation": "Disclosure of accounting policy for salaries, bonuses, incentive awards, postretirement and postemployment benefits granted to employees, including equity-based arrangements; discloses methodologies for measurement, and the bases for recognizing related assets and liabilities and recognizing and reporting compensation expense." } } }, "auth_ref": ["r74", "r76"] }, "capr_CompletionOfPhaseTwoDueMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CompletionOfPhaseTwoDueMember", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents information pertaining to completion of phase two.", "label": "Completion Of Phase Two Due", "terseLabel": "Completion Of Phase Two Due" } } }, "auth_ref": [] }, "us-gaap_ComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeMember", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersEquity"], "lang": { "en-us": { "role": { "label": "OTHER COMPREHENSIVE INCOME [Member]", "terseLabel": "OTHER COMPREHENSIVE INCOME", "documentation": "The change in equity (net assets) of a business enterprise during a period from transactions and other events and circumstances from non-owner sources. It includes all changes in equity during a period except those resulting from investments by owners and distributions to owners." } } }, "auth_ref": [] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "terseLabel": "Comprehensive loss", "totalLabel": "COMPREHENSIVE LOSS", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r12", "r114", "r116", "r121", "r359", "r381", "r382"] }, "us-gaap_ComprehensiveIncomePolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomePolicyPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Comprehensive Income, Policy [Policy Text Block]", "terseLabel": "Comprehensive Income (Loss)", "documentation": "Disclosure of accounting policy for comprehensive income." } } }, "auth_ref": [] }, "us-gaap_ConcentrationRiskDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskDisclosureTextBlock", "presentation": ["http://capricor.com/role/DisclosureConcentrations"], "lang": { "en-us": { "role": { "label": "Concentration Risk Disclosure [Text Block]", "terseLabel": "CONCENTRATIONS", "documentation": "The entire disclosure for any concentrations existing at the date of the financial statements that make an entity vulnerable to a reasonably possible, near-term, severe impact. This disclosure informs financial statement users about the general nature of the risk associated with the concentration, and may indicate the percentage of concentration risk as of the balance sheet date." } } }, "auth_ref": ["r65"] }, "us-gaap_ConsolidationPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsolidationPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Consolidation, Policy [Policy Text Block]", "terseLabel": "Basis of Consolidation", "documentation": "Disclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": ["r34", "r486"] }, "capr_ConsultingAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "ConsultingAgreementMember", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "documentation": "Information pertaining to agreements for consulting and advisory services.", "label": "Consulting Agreement [Member]", "terseLabel": "Consulting Agreement" } } }, "auth_ref": [] }, "capr_ConsultingAgreementWithFrankLitvackMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "ConsultingAgreementWithFrankLitvackMember", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Consulting Agreement with Frank Litvack", "terseLabel": "Consulting Agreement with Frank Litvack" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability", "terseLabel": "Deferred revenue liability", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r215", "r216", "r227"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "presentation": 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["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "documentation": "No definition available.", "label": "CSMC License Agreement", "terseLabel": "CSMC License Agreement" } } }, "auth_ref": [] }, "capr_CsmcMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "CsmcMember", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "CSMC [Member]", "terseLabel": "CSMC" } } }, "auth_ref": [] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, 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gaap/2024", "localname": "DebtInstrumentVariableInterestRateTypeExtensibleEnumeration", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails"], "lang": { "en-us": { "role": { "label": "Debt Instrument, Variable Interest Rate, Type [Extensible Enumeration]", "documentation": "Indicates type of variable interest rate on debt instrument." } } }, "auth_ref": ["r363"] }, "us-gaap_Depreciation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Depreciation", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails"], "lang": { "en-us": { "role": { "label": "Depreciation", "documentation": "The amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation." } } }, "auth_ref": ["r3", "r21"] }, "us-gaap_DepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationDepletionAndAmortization", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Depreciation, Depletion and Amortization", "verboseLabel": "Depreciation and amortization", "documentation": "The aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets." } } }, "auth_ref": ["r3", "r156", "r162", "r165", "r490", "r491"] }, "us-gaap_DerivativeVariableInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeVariableInterestRate", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails"], "lang": { "en-us": { "role": { "label": "Derivative, Variable Interest Rate", "verboseLabel": "Interest rate", "documentation": "Variable interest rate in effect as of the balance sheet date related to the interest rate derivative." } } }, "auth_ref": [] }, "us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptions"], "lang": { "en-us": { "role": { "label": "Disclosure of Compensation Related Costs, Share-based Payments [Text Block]", "terseLabel": "STOCK AWARDS, WARRANTS AND OPTIONS", "documentation": "The entire disclosure for share-based payment arrangement." } } }, "auth_ref": ["r238", "r241", "r269", "r270", "r272", "r500"] }, "capr_DisclosureStockholdersEquityStockOptionsAndWarrantsAdditionalInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://capricor.com/20240930", "localname": "DisclosureStockholdersEquityStockOptionsAndWarrantsAdditionalInformationLineItems", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Disclosure Stockholders Equity, stock Options And Warrants Additional Information [Line Items]", "terseLabel": "STOCK AWARDS, WARRANTS AND OPTIONS" } } }, "auth_ref": [] }, "capr_DisclosureStockholdersEquityStockOptionsAndWarrantsAdditionalInformationTable": { "xbrltype": "stringItemType", "nsuri": "http://capricor.com/20240930", "localname": "DisclosureStockholdersEquityStockOptionsAndWarrantsAdditionalInformationTable", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Disclosure Stockholders Equity, stock Options And Warrants Additional Information [Table]" } } }, "auth_ref": [] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Fiscal Year Focus", "documentation": "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." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Period End Date", "documentation": "For the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r528"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r560"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]", "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year" } } }, "auth_ref": ["r571"] }, "us-gaap_EarningsPerShareBasic": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasic", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Earnings Per Share, Basic", "verboseLabel": "Net loss per share, basic (in dollars per share)", "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": ["r122", "r136", "r137", "r138", "r139", "r140", "r141", "r146", "r148", "r150", "r151", "r152", "r155", "r282", "r285", "r302", "r303", "r360", "r383", "r487"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Earnings Per Share, Diluted", "verboseLabel": "Net loss per share, diluted (in dollars per share)", "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": ["r122", "r136", "r137", "r138", "r139", "r140", "r141", "r148", "r150", "r151", "r152", "r155", "r282", "r285", "r302", "r303", "r360", "r383", "r487"] }, "us-gaap_EarningsPerSharePolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerSharePolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Earnings Per Share, Policy [Policy Text Block]", "verboseLabel": "Basic and Diluted Loss per Share", "documentation": "Disclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements." } } }, "auth_ref": ["r16", "r17", "r154"] }, "capr_EmployeeRetentionCreditCaresActReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "EmployeeRetentionCreditCaresActReceivable", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The amount of receivables under Employee Retention Credit, CARES Act.", "label": "Employee Retention Credit, CARES Act, Receivable", "terseLabel": "Receivables under \"ERC\"" } } }, "auth_ref": [] }, "capr_EmployeeRetentionCreditCaresActRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "EmployeeRetentionCreditCaresActRevenue", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The amount of revenue recognized under Employee Retention Credit, CARES Act.", "label": "Employee Retention Credit, CARES Act, Revenue", "terseLabel": "Revenue recognized under \"ERC\"" } } }, "auth_ref": [] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Compensation Cost [Line Items]", "terseLabel": "STOCK AWARDS, WARRANTS AND OPTIONS", "documentation": "Line items represent financial concepts included in a table. 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arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r271"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Employee Service Share-based Compensation, Nonvested Awards, Compensation Not yet Recognized, Stock Options", "terseLabel": "Total unrecognized fair value compensation cost", "documentation": "Amount of cost to be recognized for option under share-based payment arrangement." } } }, "auth_ref": ["r671"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": "Employee Stock Option [Member]", "terseLabel": "Employee Stock Option", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "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. 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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r526"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r526"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": ["r610"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r526"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r305", "r306", "r313", "r505"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesFairValueMeasurementsByLevelsDetails"], "lang": { "en-us": { "role": { "label": "Fair Value Measurements, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r305", "r306", "r313", "r505"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesTables"], "lang": { "en-us": { "role": { "label": "Fair Value Measurements, Recurring and Nonrecurring [Table Text Block]", "terseLabel": "Schedule of fair value measurements", "documentation": "Tabular disclosure of financial instrument measured at fair value on recurring or nonrecurring basis. 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Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities." } } }, "auth_ref": [] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesFairValueMeasurementsByLevelsDetails"], "lang": { "en-us": { "role": { "label": "Fair Value Hierarchy [Domain]", "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": ["r196", "r229", "r230", "r231", "r232", "r233", "r234", "r304", "r306", "r307", "r308", "r309", "r312", "r313", "r315", "r350", "r351", "r352", "r493", "r494", "r496", "r497", "r498", "r505", "r507"] }, "us-gaap_FairValueMeasurementsRecurringMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsRecurringMember", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesFairValueMeasurementsByLevelsDetails"], "lang": { "en-us": { "role": { "label": "Recurring", "documentation": "Frequent fair value measurement. Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r505", "r673", "r674", "r675", "r676", "r677", "r679"] }, "ecd_ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Forgone Recovery due to Disqualification of Tax Benefits, Amount", "terseLabel": "Forgone Recovery due to Disqualification of Tax Benefits, Amount" } } }, "auth_ref": ["r537", "r547", "r557", "r589"] },

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Examples include, but are not limited to, desks, chairs, tables, and bookcases." } } }, "auth_ref": [] }, "us-gaap_GainLossOnDispositionOfAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainLossOnDispositionOfAssets", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Gain (Loss) on Disposition of Property Plant Equipment, Excluding Oil and Gas Property and Timber Property", "negatedLabel": "Loss on disposal of fixed assets", "terseLabel": "Loss on disposal of fixed assets", "documentation": "Amount of gain (loss) on sale or disposal of property, plant and equipment assets, excluding oil and gas property and timber property." } } }, "auth_ref": ["r621", "r637", "r638"] }, "us-gaap_GeneralAndAdministrativeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GeneralAndAdministrativeExpense", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "General and Administrative Expense", "terseLabel": "General and administrative", "documentation": "The 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." } } }, "auth_ref": ["r56", "r440"] }, "us-gaap_GeneralAndAdministrativeExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GeneralAndAdministrativeExpenseMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "label": "General and administrative", "documentation": "Primary financial statement caption encompassing general and administrative expense." } } }, "auth_ref": ["r56"] }, "capr_GovernmentGrantAwardsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://capricor.com/20240930", "localname": "GovernmentGrantAwardsDisclosureTextBlock", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwards"], "lang": { "en-us": { "role": { "documentation": "The entire disclosure about government grant awards.", "label": "Government Grant Awards Disclosure [Text Block]", "terseLabel": "GOVERNMENT GRANT AWARDS" } } }, "auth_ref": [] }, "capr_GrantAwardLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "GrantAwardLiability", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails"], "lang": { "en-us": { "role": { "documentation": "Amount of grant liability.", "label": "Grant Award Liability", "terseLabel": "Grant award liability" } } }, "auth_ref": [] }, "capr_GrantIncome": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "GrantIncome", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Amount of revenue and income classified as grant income.", "label": "Grant Income", "terseLabel": "Grant income" } } }, "auth_ref": [] }, "us-gaap_GrantsReceivableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GrantsReceivableCurrent", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Grants Receivable, Current", "verboseLabel": "Receivables", "documentation": "Carrying amount as of the balance sheet date of amounts due under the terms of governmental, corporate, or foundation grants. For classified balance sheets, represents the current amount receivable, that is amounts expected to be collected within one year or the normal operating cycle, if longer." } } }, "auth_ref": ["r617"] }, "us-gaap_IncomeStatementAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementAbstract", "lang": { "en-us": { "role": { "label": "CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS" } } }, "auth_ref": [] }, "us-gaap_IncomeStatementLocationAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementLocationAxis", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Income Statement Location [Axis]", "documentation": "Information by location in statement of income where disaggregated amount has been reported." } } }, "auth_ref": ["r175", "r176", "r178", 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"http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Individual [Axis]", "terseLabel": "Individual:" } } }, "auth_ref": ["r537", "r547", "r557", "r581", "r589", "r593", "r601"] }, "ecd_InsiderTradingArrLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingArrLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Arrangements [Line Items]", "terseLabel": "Insider Trading Arrangements:" } } }, "auth_ref": ["r599"] }, "ecd_InsiderTradingPoliciesProcLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingPoliciesProcLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures [Line Items]", "terseLabel": "Insider Trading Policies and Procedures:" } } }, "auth_ref": ["r529", "r605"] }, "ecd_InsiderTrdPoliciesProcAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures Adopted [Flag]", "terseLabel": "Insider Trading Policies and Procedures Adopted" } } }, "auth_ref": ["r529", "r605"] }, "ecd_InsiderTrdPoliciesProcNotAdoptedTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcNotAdoptedTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures Not Adopted [Text Block]", "terseLabel": "Insider Trading Policies and Procedures Not Adopted" } } }, "auth_ref": ["r529", "r605"] }, "us-gaap_InvestmentBankingAdvisoryBrokerageAndUnderwritingFeesAndCommissions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentBankingAdvisoryBrokerageAndUnderwritingFeesAndCommissions", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureSubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Investment Banking, Advisory, Brokerage, and Underwriting Fees and Commissions", "terseLabel": "Amount paid to underwriters", "documentation": "Amount of fees and commissions from banking, advisory, brokerage, and securities underwriting activities. Activities include, but are not limited to, underwriting securities, private placements of securities, investment advisory and management services, merger and acquisition services, sale and servicing of mutual funds, and other related consulting fees." } } }, "auth_ref": ["r83"] }, "us-gaap_InvestmentIncomeInterestAndDividend": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterestAndDividend", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Investment Income, Interest and Dividend", "terseLabel": "Investment income", "documentation": "Amount before accretion (amortization) of purchase discount (premium) of interest income and dividend income on nonoperating securities." } } }, "auth_ref": ["r57", "r58"] }, "us-gaap_InvestorMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestorMember", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Investor [Member]", "documentation": "Business entity or individual that puts money, by purchase or expenditure, in something offering potential profitable returns, such as interest income or appreciation in value." } } }, "auth_ref": ["r686", "r687"] }, "capr_JhuLicenseAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "JhuLicenseAgreementMember", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "JHU License Agreement", "terseLabel": "JHU License Agreement" } } }, "auth_ref": [] }, "capr_June2021AtMarketProgramMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "June2021AtMarketProgramMember", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to At the Market (ATM) program.", "label": "June 2021 ATM Program" } } }, "auth_ref": [] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesTables"], "lang": { "en-us": { "role": { "label": "Lease, Cost [Table Text Block]", "terseLabel": "Schedule of operating lease cost", "documentation": "Tabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": ["r683"] }, "us-gaap_LeaseholdImprovementsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseholdImprovementsMember", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails"], "lang": { "en-us": { "role": { "label": "Leasehold improvements [Member]", "terseLabel": "Leasehold improvements", "documentation": "Additions or improvements to assets held under a lease arrangement." } } }, "auth_ref": ["r67", "r338"] }, "us-gaap_LesseeLeasesPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeasesPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Lessee, Leases [Policy Text Block]", "verboseLabel": "Leases", "documentation": "Disclosure of accounting policy for leasing arrangement entered into by lessee." } } }, "auth_ref": ["r332"] }, "capr_LesseeOperatingLeaseAnnualRentEscalationPercent": { "xbrltype": "percentItemType", "nsuri": "http://capricor.com/20240930", "localname": "LesseeOperatingLeaseAnnualRentEscalationPercent", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The percent of escalation of annual base rent of lessee's operating lease.", "label": "Lessee, Operating Lease, Annual Rent Escalation, Percent", "terseLabel": "Annual rent escalation, percentage" } } }, "auth_ref": [] }, "capr_LesseeOperatingLeaseBaseLeaseRentPerMonth": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "LesseeOperatingLeaseBaseLeaseRentPerMonth", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The amount of base lease rent per month under the operating lease.", "label": "Lessee Operating Lease, Base Lease Rent Per Month", "terseLabel": "Base rent per month" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesTables"], "lang": { "en-us": { "role": { "label": "Schedule of Future Minimum Rental Payments for Operating Leases [Table Text Block]", "terseLabel": "Schedule of Future Minimum Rental Payments", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r684"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesFutureMinimumRentalPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Operating Leases, Future Minimum Payments Due", "totalLabel": "Total minimum lease payments", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r337"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesFutureMinimumRentalPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "terseLabel": "2025", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r337"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesFutureMinimumRentalPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "terseLabel": "2026", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r337"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesFutureMinimumRentalPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Operating Leases, Future Minimum Payments, Remainder of Fiscal Year", "verboseLabel": "2024 (remainder)", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r684"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesFutureMinimumRentalPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "negatedLabel": "Less: imputed interest", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r337"] }, "capr_LesseeOperatingLeaseMonthlyRentEscalationPercent": { "xbrltype": "percentItemType", "nsuri": "http://capricor.com/20240930", "localname": "LesseeOperatingLeaseMonthlyRentEscalationPercent", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The percent of escalation of monthly base rent of lessee's operating lease.", "label": "Lessee, Operating Lease, Monthly Rent Escalation, Percent", "terseLabel": "Monthly rent escalation, percentage" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseRenewalTerm": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseRenewalTerm", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Renewal Term", "terseLabel": "Lease renewal term", "documentation": "Term of lessee's operating lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r682"] }, "us-gaap_LessorOperatingLeaseTermOfContract": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LessorOperatingLeaseTermOfContract", "presentation": [

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know-how, Collaboration Agreement and Exclusive License Option, and funding and equipment necessary for conducting clinical trial.", "label": "License Agreements [Text Block]", "verboseLabel": "LICENSE AND DISTRIBUTION AGREEMENTS" } } }, "auth_ref": [] }, "capr_LicenseAndServicesAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "LicenseAndServicesAgreementMember", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "License and service agreement with Azzur.", "label": "License and Services Agreement", "terseLabel": "License and Services Agreement" } } }, "auth_ref": [] }, "capr_LicenseFee": { "xbrltype": "monetaryItemType", "nsuri": "http://capricor.com/20240930", "localname": "LicenseFee", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { 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Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability." } } }, "auth_ref": [ "r333", "r511" ] }, "us-gaap_OperatingLeaseExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseExpense", "crdr": "debit", "presentation": [ "http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "label": "Operating Leases, Rent Expense, Net", "verboseLabel": "Operating lease costs", "documentation": "Amount of operating lease expense. 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Specifically, the pertinent rights and privileges of the securities outstanding." } } }, "auth_ref": [] }, "us-gaap_OtherAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherAssets", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Other Assets", "verboseLabel": "Other assets", "documentation": "Amount of assets classified as other." } } }, "auth_ref": ["r79", "r104", "r365", "r491", "r524"] }, "us-gaap_OtherAssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherAssetsAbstract", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Other Assets [Abstract]", "verboseLabel": "OTHER ASSETS" } } }, "auth_ref": [] }, "us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Other Comprehensive Income (Loss), Net of Tax [Abstract]", "verboseLabel": "OTHER COMPREHENSIVE INCOME (LOSS)" } } }, "auth_ref": [] }, "us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersEquity", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Other Comprehensive Income (Loss), Unrealized Holding Gain (Loss) on Securities Arising During Period, Net of Tax", "terseLabel": "Net unrealized gain (loss) on marketable securities", "verboseLabel": "Unrealized gain (loss) on marketable securities", "documentation": "Amount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale." } } }, "auth_ref": ["r111", "r112", "r170"] }, "us-gaap_OtherLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Due to Related Parties, Current", "terseLabel": "Accounts payable and accrued expenses, related party", "documentation": "Amount of liabilities classified as other, due within one year or the normal operating cycle, if longer." } } }, "auth_ref": ["r41", "r512"] }, "us-gaap_OtherLongTermDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherLongTermDebtNoncurrent", "crdr": "credit", "presentation": 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Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt." } } }, "auth_ref": ["r47", "r198"] }, "us-gaap_PreferredStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesOutstanding", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Preferred Stock, Shares Outstanding", "terseLabel": "Preferred stock, shares outstanding", "documentation": "Aggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased." } } }, "auth_ref": ["r47", "r418", "r436", "r700", "r701"] }, "us-gaap_PreferredStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockValue", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Preferred Stock, Value, Issued", "verboseLabel": "Preferred stock, $0.001 par value, 5,000,000 shares authorized, none issued and outstanding", "documentation": "Aggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r47", "r369", "r512"] }, "us-gaap_PrepaidExpenseAndOtherAssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssetsCurrent", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Prepaid Expense and Other Assets, Current", "terseLabel": "Prepaid expenses and other current assets", "documentation": "Amount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer." } } }, "auth_ref": ["r618"] }, "us-gaap_PriorPeriodReclassificationAdjustmentDescription": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PriorPeriodReclassificationAdjustmentDescription", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Reclassification, Comparability Adjustment [Policy Text Block]", "terseLabel": "Reclassification", "documentation": "Disclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error." } } }, "auth_ref": ["r615"] }, "us-gaap_PrivatePlacementMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrivatePlacementMember", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Private Placement [Member]", "verboseLabel": "Private placement", "documentation": "A private placement is a direct offering of securities to a limited number of sophisticated investors such as insurance companies, pension funds, mezzanine funds, stock funds and trusts." } } }, "auth_ref": [] }, "us-gaap_ProceedsFromIssuanceOfCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromIssuanceOfCommonStock", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails", "http://capricor.com/role/DisclosureSubsequentEventsDetails", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Proceeds from Issuance of Common Stock", "terseLabel": "Net proceeds from sale of common stock", "verboseLabel": "Gross proceeds from sale of common stock", "documentation": "The cash inflow from the additional capital contribution to the entity." } } }, "auth_ref": ["r1"] }, "us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromSaleAndMaturityOfMarketableSecurities", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Proceeds from Sale and Maturity of Marketable Securities", "terseLabel": "Proceeds from sales and maturities of marketable securities", "documentation": "The cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period." } } }, "auth_ref": [] }, "us-gaap_ProceedsFromStockOptionsExercised": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromStockOptionsExercised", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Proceeds from Stock Options Exercised", "terseLabel": "Proceeds from exercise of stock awards", "documentation": "Amount of cash inflow from exercise of option under share-based payment arrangement." } } }, "auth_ref": ["r1", "r8"] }, "us-gaap_ProfitLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProfitLoss", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Net Income (Loss), Including Portion Attributable to Noncontrolling Interest", "terseLabel": "Net loss", "documentation": "The consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r98", "r113", "r115", "r123", "r128", "r134", "r140", "r143", "r144", "r171", "r186", "r187", "r188", "r189", "r190", "r191", "r192", "r193", "r194", "r282", "r285", "r287", "r290", "r291", "r303", "r318", "r361", "r378", "r404", "r438", "r458", "r459", "r503", "r504", "r523", "r619", "r642"] }, "capr_PropertyLocatedAt10865RoadToCureInDiegoMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "PropertyLocatedAt10865RoadToCureInDiegoMember", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the information pertaining to Property Located at 10865 Road to Cure in Diego.", "label": "Property Located at 10865 Road to Cure in Diego", "terseLabel": "Property Located at 10865 Road to Cure in Diego" } } }, "auth_ref": [] }, "us-gaap_PropertyPlantAndEquipmentByTypeAxis":

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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r67", "r102", "r377"] }, "us-gaap_PropertyPlantAndEquipmentNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentNet", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails", "http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment, Net", "totalLabel": "Property and equipment, net", "verboseLabel": "PROPERTY AND EQUIPMENT, net", "documentation": "Amount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r4", "r338", "r362", "r377", "r512"] }, "us-gaap_PropertyPlantAndEquipmentPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment, Policy [Policy Text Block]", "terseLabel": "Property and Equipment", "documentation": "Disclosure of accounting policy for long-lived, physical asset used in normal conduct of business and not intended for resale. Includes, but is not limited to, work of art, historical treasure, and similar asset classified as collections." } } }, "auth_ref": ["r4", "r91", "r95", "r375"] }, "us-gaap_PropertyPlantAndEquipmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesTables"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment [Table Text Block]", "terseLabel": "Schedule of property, plant and equipment", "documentation": "Tabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r4"] }, "us-gaap_PropertyPlantAndEquipmentTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTypeDomain", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment, Type [Domain]", "documentation": "Listing of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. Examples include land, buildings, machinery and equipment, and other types of furniture and equipment including, but not limited to, office equipment, furniture and fixtures, and computer equipment and software." } } }, "auth_ref": ["r67", "r338"] }, "us-gaap_PropertyPlantAndEquipmentUsefulLife": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentUsefulLife", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment, Useful Life", "terseLabel": "Estimated useful lives (in years)", "documentation": "Useful life of long lived, physical assets used in the normal conduct of business and not intended for resale, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Examples include, but not limited to, land, buildings, machinery and equipment, office equipment, furniture and fixtures, and computer equipment." } } }, "auth_ref": [] }, "ecd_PvpTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTable", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Pay vs Performance Disclosure [Table]", "terseLabel": "Pay vs Performance Disclosure" } } }, "auth_ref": ["r562"] }, "ecd_PvpTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTableTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Pay vs Performance [Table Text Block]", "terseLabel": "Pay vs Performance Disclosure, Table" } } }, "auth_ref": ["r562"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": 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"r644", "r676", "r692", "r693", "r694", "r695", "r696"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPropertyAndEquipmentDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Range [Domain]" } } }, "auth_ref": ["r182", "r183", "r184", "r185", "r228", "r236", "r264", "r265", "r266", "r274", "r309", "r353", 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pertaining to Registered direct offering.", "label": "Registered Direct Offering" } } }, "auth_ref": [] }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails", "http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Related Party [Domain]", "documentation": "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": ["r169", "r235", "r343", "r344", "r367", "r374", "r410", "r411", "r412", "r413", "r414", "r435", "r437", "r467"] }, "us-gaap_RelatedPartyTransactionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionAxis", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Related Party Transaction [Axis]", "documentation": "Information by type of related party transaction." } } }, "auth_ref": ["r343", "r344", "r688"] }, "us-gaap_RelatedPartyTransactionDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionDomain", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Related Party Transaction [Domain]", "documentation": "Transaction between related party." } } }, "auth_ref": [] }, "us-gaap_RelatedPartyTransactionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionLineItems", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Related Party Transaction [Line Items]", "terseLabel": "RELATED PARTY TRANSACTIONS", "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": ["r169", "r441", "r442", "r445"] }, "us-gaap_RelatedPartyTransactionsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsAbstract", "lang": { "en-us": { "role": { "label": "RELATED PARTY TRANSACTIONS" } } }, "auth_ref": [] }, "us-gaap_RelatedPartyTransactionsByRelatedPartyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsByRelatedPartyAxis", "presentation": ["http://capricor.com/role/DisclosureGovernmentGrantAwardsDetails", "http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Related Party [Axis]", "documentation": "Information by 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": ["r169", "r235", "r343", "r344", "r367", "r374", "r410", "r411", "r412", "r413", "r414", "r435", "r437", "r467", "r688"] }, "us-gaap_RelatedPartyTransactionsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsDisclosureTextBlock", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactions"], "lang": { "en-us": { "role": { "label": "Related Party Transactions Disclosure [Text Block]", "terseLabel": "RELATED PARTY TRANSACTIONS", "documentation": "The entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates." } } }, "auth_ref": ["r340", "r341", "r342", "r344", "r346", "r401", "r402", "r403", "r443", "r444", "r445", "r464", "r466"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Counterparty Name [Domain]" } } }, "auth_ref": ["r129", "r130", "r195", "r200", "r345", "r355", "r364", "r484", "r485"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Research and Development Expense", "terseLabel": "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": ["r276", "r480", "r490", "r697"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Research and development", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "us-gaap_ResearchAndDevelopmentExpensePolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpensePolicy", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Research and Development Expense, Policy [Policy Text Block]", "terseLabel": "Research and Development", "documentation": "Disclosure of accounting policy for costs it has incurred (1) in a planned search or critical investigation aimed at discovery of new knowledge with the hope that such knowledge will be useful in developing a new product or service, a new process or technique, or in bringing about a significant improvement to an existing product or process; or (2) to translate research findings or other knowledge into a plan or design for a new product or process or for a significant improvement to an existing product or process." } } }, "auth_ref": ["r275"] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Determination Date [Axis]", "terseLabel": "Restatement Determination Date:" } } }, "auth_ref": ["r531", "r541", "r551", "r583"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Determination Date", "terseLabel": "Restatement Determination Date" } } }, "auth_ref": ["r532", "r542", "r552", "r584"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Does Not Require Recovery [Text Block]", "terseLabel": "Restatement does not require Recovery" } } }, "auth_ref": ["r539", "r549", "r559", "r591"] }, "us-gaap_RestructuringReserve": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserve", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Reserve", "terseLabel": "Restructuring reserve", "documentation": "Carrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan." } } }, "auth_ref": ["r177", "r179"] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Retained Earnings (Accumulated Deficit)", "verboseLabel": "Accumulated deficit", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r50", "r73", "r372", "r391", "r393", "r400", "r419", "r512"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersEquity"], "lang": { "en-us": { "role": { "label": "ACCUMULATED DEFICIT [Member]", "terseLabel": "ACCUMULATED DEFICIT", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r97", "r131", "r132", "r133", "r135", "r140", "r142", "r144", "r172", "r173", "r174", "r277", "r278", "r279", "r280", "r281", "r283", "r284", "r285", "r294", "r296", "r297", "r299", "r301", "r326", "r327", "r388", "r390", "r405", "r700"] }, "us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerIncludingAssessedTax", "crdr": "credit", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails", "http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Revenue from Contract with Customer, Including Assessed Tax", "verboseLabel": "Revenue", "documentation": "Amount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise." } } }, "auth_ref": ["r85", "r86", "r156", "r160", "r161", "r163", "r165", "r166", "r167", "r168", "r225", "r226", "r358"] }, "us-gaap_RevenueFromContractWithCustomerPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerPolicyTextBlock", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Revenue Recognition, Policy [Policy Text Block]", "terseLabel": "Revenue Recognition", "documentation": "Disclosure of accounting policy for revenue from contract with customer." } } }, "auth_ref": ["r96", "r217", "r218", "r219", "r220", "r221", "r222", "r223", "r224", "r481"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period", "terseLabel": "Revenue, remaining performance obligation, expected timing of satisfaction, period", "documentation": "Period in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r94"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]", "documentation": "Start date of time band for expected timing of satisfaction of remaining performance obligation, in YYYY-MM-DD format." } } }, "auth_ref": ["r94"] }, "us-gaap_RevenueRemainingPerformanceObligationPercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationPercentage", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Revenue, Remaining Performance Obligation, Percentage", "documentation": "Percentage of remaining performance obligation to total remaining performance obligation not recognized as revenue." } } }, "auth_ref": ["r614"] }, "us-gaap_Revenues": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Revenues", "crdr": "credit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label":

"Revenues", "totalLabel": "TOTAL REVENUE", "documentation": "Amount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss)." } } }, "auth_ref": ["r85", "r86", "r120", "r128", "r156", "r160", "r161", "r163", "r165", "r166", "r167", "r168", "r171", "r186", "r187", "r188", "r189", "r190", "r191", "r192", "r193", "r194", "r318", "r361", "r490", "r642"] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesAbstract", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Revenues [Abstract]", "verboseLabel": "REVENUE" } } }, "auth_ref": [] }, "us-gaap_RisksAndUncertaintiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RisksAndUncertaintiesAbstract", "lang": { "en-us": { "role": { "label": "CONCENTRATIONS" } } }, "auth_ref": [] }, "capr_RomeLicenseAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://capricor.com/20240930", "localname": "RomeLicenseAgreementMember", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents information pertaining to Rome license agreement.", "label": "Rome License Agreement", "terseLabel": "Rome License Agreement" } } }, "auth_ref": [] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Rule 10b5-1 Arrangement Adopted [Flag]", "terseLabel": "Rule 10b5-1 Arrangement Adopted" } } }, "auth_ref": ["r600"] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Rule 10b5-1 Arrangement Terminated [Flag]", "terseLabel": "Rule 10b5-1 Arrangement Terminated" } } }, "auth_ref": ["r600"] }, "us-gaap_SaleOfStockNameOfTransactionDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockNameOfTransactionDomain", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Sale of Stock [Domain]", "documentation": "Sale of the entity's stock, including, but not limited to, initial public offering (IPO) and private placement." } } }, "auth_ref": [] }, "srt_ScenarioUnspecifiedDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScenarioUnspecifiedDomain", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Scenario, Unspecified [Domain]" } } }, "auth_ref": ["r145", "r237", "r612", "r627"] }, "capr_ScheduleOfEmployeeAndNonemployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://capricor.com/20240930", "localname": "ScheduleOfEmployeeAndNonemployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables"], "lang": { "en-us": { "role": { "documentation": "Tabular disclosure of the allocation of equity-based compensation costs to a given line item on the balance sheet and income statement for the period. This may include the reporting line for the costs and the amount capitalized and expensed.", "label": "Schedule Of Employee And Nonemployee Service Share-Based Compensation Allocation Of Recognized Period Costs Table Text Block", "terseLabel": "Schedule of employee and non-employee stock based compensation expense" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Schedule of Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Table]", "documentation": "Disclosure of information about amount recognized for award under share-based payment arrangement. Includes, but is not limited to, amount expensed in statement of income or comprehensive income, amount capitalized in statement of financial position, and corresponding reporting line item in financial statements." } } }, "auth_ref": ["r33"] }, "us-gaap_ScheduleOfRelatedPartyTransactionsByRelatedPartyTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRelatedPartyTransactionsByRelatedPartyTable", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "label": "Schedule of Related Party Transactions, by Related Party [Table]", "documentation": "Disclosure of information about related party transaction." } } }, "auth_ref": ["r37", "r38", "r441", "r442", "r445"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r239", "r240", "r242", "r243", "r244", "r245", "r246", "r247", "r248", "r249", "r250", "r251", "r252", "r253", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267"] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables"], "lang": { "en-us": { "role": { "label": "Share-based Compensation, Stock Options, Activity [Table Text Block]", "terseLabel": "Schedule of employee and non-employee stock option", "documentation": "Tabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value." } } }, "auth_ref": ["r6", "r7", "r75"] }, "us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables"], "lang": { "en-us": { "role": { "label": "Schedule of Share-based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]", "terseLabel": "Schedule of fair value of option using Black-Scholes option", "documentation": "Tabular 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." } } }, "auth_ref": ["r77"] }, "us-gaap_ScheduleOfStockByClassTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockByClassTable", "presentation": ["http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { "role": { "label": "Schedule of Stock by Class [Table]", "documentation": "Disclosure of information about stock by class. Includes, but is not limited to, common, convertible, and preferred stocks." } } }, "auth_ref": ["r24", "r25", "r26", "r27", "r28", "r29", "r69", "r71", "r72", "r73", "r106", "r107", "r108", "r158", "r198", "r199", "r200", "r202", "r205", "r210", "r212", "r396", "r397", "r398", "r399", "r495", "r611", "r622"] }, "us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables"], "lang": { "en-us": { "role": { "label": "Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block]", "terseLabel": "Schedule of outstanding warrants", "documentation": "Tabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable." } } }, "auth_ref": ["r30"] }, "capr_ScheduleOfWarrantActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://capricor.com/20240930", "localname": "ScheduleOfWarrantActivityTableTextBlock", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsTables"], "lang": { "en-us": { "role": { "documentation": "Tabular disclosure of all warrant activity during the period.", "label": "Schedule Of Warrant Activity [Table Text Block]", "terseLabel": "Schedule of warrant activity" } } }, "auth_ref": [] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r525"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://capricor.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r527"] }, "capr_SeverancePackageToBePaidForPeriodOfBaseSalary": { "xbrltype": "durationItemType", "nsuri": "http://capricor.com/20240930", "localname": "SeverancePackageToBePaidForPeriodOfBaseSalary", "presentation": ["http://capricor.com/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Maximum number of months of base salaries used for severance packages for specific full-time employees.", "label": "Severance Package To Be Paid For Period Of Base Salary", "terseLabel": "Number of months of base salary" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "presentation": ["http://capricor.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Share-based Compensation", "verboseLabel": "Stock-based compensation", "documentation": "Amount of noncash expense for share-based payment

arrangement." } } }, "auth_ref": ["r2"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period", "terseLabel": "Vesting period", "documentation": "Period over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r500"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardExpirationDate": { "xbrltype": "dateItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardExpirationDate", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsOutstandingWarrantsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Expiration Date", "verboseLabel": "Expiration Date", "documentation": "Date the equity-based award expires, in YYYY-MM-DD format." } } }, "auth_ref": ["r646"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "verboseLabel": "Dividend yield", "documentation": "The 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." } } }, "auth_ref": ["r265"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum", "verboseLabel": "Expected volatility, Maximum", "documentation": "The 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." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum", "verboseLabel": "Expected volatility, Minimum", "documentation": "The 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." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum", "verboseLabel": "Risk-free interest rates, Maximum", "documentation": "The maximum risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Minimum", "verboseLabel": "Risk-free interest rates, Minimum", "documentation": "The minimum risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award [Line Items]", "terseLabel": "STOCK AWARDS, WARRANTS AND OPTIONS", "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": ["r239", "r240", "r242", "r243", "r244", "r245", "r246", "r247", "r248", "r249", "r250", "r251", "r252", "r253", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfAdditionalSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfAdditionalSharesAuthorized", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Number of Additional Shares Authorized", "terseLabel": "Number of additional shares authorized", "documentation": "Number of additional shares authorized for issuance under share-based payment arrangement." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Authorized", "terseLabel": "Number of shares authorized for issuance", "documentation": "Number of shares authorized for issuance under share-based payment arrangement." } } }, "auth_ref": ["r502"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant", "terseLabel": "Number of shares available for issuance", "documentation": "The difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": ["r31"] }, "capr_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsAggregateIntrinsicValueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://capricor.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsAggregateIntrinsicValueAbstract", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "documentation": "Share-based Compensation Arrangement by Share-based Payment Award, Options, Aggregate Intrinsic Value [Abstract]", "label": "Share Based Compensation Arrangement By Share Based Payment Award Options Aggregate Intrinsic Value [Abstract]", "terseLabel": "Aggregate Intrinsic Value" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Number", "verboseLabel": "Exercisable at September 30, 2024", "documentation": "The 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." } } }, "auth_ref": ["r247"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice", "presentation": [

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Expirations in Period", "negatedLabel": "Expired/Cancelled", "documentation": "Number of options or other stock instruments for which the right to exercise has lapsed under the terms of the plan agreements." } } }, "auth_ref": ["r252"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "presentation": ["http://capricor.com/role/DisclosureRelatedPartyTransactionsDetails", "http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Options, Grants in Period, Gross", "terseLabel": "Granted", "verboseLabel": "Granted option", "documentation": "Gross number of share options (or share units) granted during the period." } } }, 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"Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Exercise Price", "periodEndLabel": "Outstanding at September 30, 2024", "periodStartLabel": "Outstanding at December 31, 2023", "documentation": "Weighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan." } } }, "auth_ref": ["r245", "r246"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract]", "terseLabel": "Weighted Average Exercise Price" } } }, "auth_ref": [] }, "capr_ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfAnnualIncreaseInNumberOfSharesAuthorized": { "xbrltype": "percentItemType", "nsuri": "http://capricor.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfAnnualIncreaseInNumberOfSharesAuthorized", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "The percentage of annual increase for each year to authorized shares under any stock compensation plan.", "label": "Share-Based Compensation Arrangement By Share-Based Payment Award Percentage Of Annual Increase In Number Of Shares Authorized", "terseLabel": "Percentage of outstanding shares" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain": { 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Award, Options, Expirations in Period, Weighted Average Exercise Price", "terseLabel": "Expired/Cancelled", "documentation": "Weighted average price at which grantees could have acquired the underlying shares with respect to stock options of the plan that expired." } } }, "auth_ref": ["r252"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsStockOptionActivityDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangements by Share-based Payment Award, Options, Grants in Period, Weighted Average Exercise Price", "terseLabel": "Granted", "documentation": "Weighted average per share amount at which grantees can 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"documentation": "Number of share based compensation plans .", "label": "Share Based Compensation, Number of Plans", "terseLabel": "Number of plans" } } }, "auth_ref": [] }, "capr_ShareOfProductRevenuePercentage": { "xbrltype": "percentItemType", "nsuri": "http://capricor.com/20240930", "localname": "ShareOfProductRevenuePercentage", "presentation": ["http://capricor.com/role/DisclosureLicenseAndDistributionAgreementsDetails"], "lang": { "en-us": { "role": { "documentation": "Percentage of share of product revenue.", "label": "Share Of Product Revenue, Percentage", "terseLabel": "Share of product revenue (in percent)" } } }, "auth_ref": [] }, "us-gaap_SharePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SharePrice", "presentation": ["http://capricor.com/role/DisclosureOrganizationAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://capricor.com/role/DisclosureStockholderSEquityDetails"], "lang": { "en-us": { 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"us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1", "presentation": ["http://capricor.com/role/DisclosureStockAwardsWarrantsAndOptionsAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Term", "verboseLabel": "Expected term", "documentation": "Expected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r263"] }, "us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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AFP##!AT,,"& (H/02X/8"O3J]D;JIP6E!CX2:C_)7 LL>8_'& I MM0C(9V82UP3UG?8?H^%,J4:PO" D."FS>L1CQ[Y.8O'UE2"?0\S0PH(M"08I MX,*HL- ;U9=#=Y'1OK2.\$PF4J^S^V M16M8SU,&#IJB&LEIZLBW;=$:,!^NI$7+):#MSTPOQ?@G**%PV&$O0Y.8### M9W!K7Y%,N*'0* (+7#G)'$,\GAN]F0LF2+QHB"VIF+JBY6U!E0E"B??GHVA>T M9S9;<)%N.F5C5+$-,T6O#7,?L,6<12JP;'0[?/Z+IBE7!# F7.F#_,K_$G<;\1WTIC>R76<"QW0Y(?GZ2!9+]5J/R!F6(0Y%,X$DTU S2XV>P[CQ.Z^ M(?9 ; ("P)T/L0D."O')=?.Q\W$RX1!@I*H3UO[K26MIN0/&'/Z8F!M7<434Y MK.:,J_D#_];>'VYO(D=$"3K^K#X+,63"W*G%DV;;Z^R!9'0T@&4X5OE^.[12 MNWE?^KRJS$&Q8%P9\Q[!IC">T!0?&+&0*17O'EA2=V=K"'W^E>F0R;T/TE H M#@9#BL\]??S0\'_Z#_+33!\.'KIS\<=]=]@=]_K: [$N_/Y\UW"O$O:"5Z4M] MXWM#J6[$%JNREK[R!0X)*\3:$J/E\OVZ*-]G<_'?J#^>SS3]4=,G_6EW/A M6G3:?^+Z#;XVM>&^JP1C/*"T0-L_6B1U] (RL.N8R^[WU=C=Z\Z^:(]# M_5O#U[C#U>D*8/0?A:U0PIECVX!N]>4,K; (TPR >==0&SJQD9X(!AH(L@DE M0G/Y5G3H_W#01G+C 7* K)AW/OKXV: [\O? %U_O>7)\^=<>#_U$JKS1^]CP: M=:=_2N&8#9[&@\=!KSN>:]U>3W\>SP?C)VTB9*DWZ,]$;Q\9380$6H".]LY# MZ&^-4,6$2IAR&W&EX,JP*^:*C:U@[:/#!)N.]^YHS>*?:0-2=8$^5N2F(0W*CA9D;+:1(3#I@'L>OXX8E%"W\=>9%"PV; MJL8-NL/EL:.\1. 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MV3KAC>;^XDK<89CJ^]-0X,]9T1KVY"\<$8H1&&"WO_P1I"E<0:Q^[^(%CL3& MSQ!R/X+V M(S$5<>K0/V1L$.9XC EGJT42(K[&FT^J/F_SC)7;@^Y9%5L"](S^>,RR!S@;,O-%W),)98LW"N#]?O+ MF,/X,JM<>#]_+NZF37QPV#1"%F1<*)%_XC_ D[4(?=F9'%[._ >[P-3QS^H4 M<[&HZ"9_7SO[DG%6?Y@Q?T6*^F^$$5ONOG\B67E(5 UJF&V<- UP)37C$G%_ MJF="U,N"/V^65'@=3P_/<_"Q/^=QCSABMD5NM$; A,\;L"VP MH)Q27_8@Y4+:7!-TA#4(8L/B!K TDL==M GAX@\$K!AB9UF.K.F/2^@WBKB8 M:TRXFTL42$8I].7WV$*?.'%5PTDPQ#?H^1/P%&-_/:U>+ MXU.1XI&P%VMKNYOH$4*A,^&G5>>Q7840*2>RJ0F7G<'$-#2^&PEZYCNIY7 / M$X\G#_,U*93XT5X2+4%;3I9_7Z!/ZC,CD41:- +0+;E(A:DF3_%ELT[&@OO22 MJW[95K6WBIT)%@>ORREGSP*,!>CJ=(I6:_X-RG^AV7V!%*Q@_TWL$A%SSYH" M7E;HF'\XI8Y5CI&!BEFVS#5 6);DF5/A;;WZS.ZA;LK1;YD.M6$TL6WB_K:6 M?TZPIYP9 +74S02$I8<5_$!N;QT_0$.1(*] Z;N$:RK!1?O75 M8 2Z<#O*1N/0N5;-3I M/>'K'GE!9N6=0\'N+]<0KFE M#0QZ(<@:4/2,.;(>Y+7)92@$6@X!XW.BOH$3P+TD'<+N9Q4W]FV3CC%0+2WF M6)AVUPKHR\ &1&G/!JDE52.Q_G*7? D\A,-9? !/*=@\A[CG"QD2I*P9:2RH? MY=/L.9&8NMAWEX(6UZ[()S3A0SX_8B[1H\XT/V-3'@)]5Z_EY4X.6-9V*G8! 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P0;@DRQB9.0:KMX0+0B-!Z3A;VN(]12N M!!^@\"X/8H-G<+$?@/))1(R0/, :TC9"QAI ZY_0LM :QGF3TEY#2DI=Z+RY M"EWHK':G-#)$#==C]ZM? 7H#!TJ/R K#UI? 1PC@IZLO:1*85DF]NS%%EEY'9 MLY8!BHJC].6$$M,)\N.[&P_G,N"/#U]99[0>(GC/6=].>3F94P',Z%JJ'UN M\#M@S!&! <[C*WH1"&SGVG'PEEF/#O><$/F@*;X\P8!U%0/D4E[3@^O0'=:O]HXO[RTS#W")G)3TK,UA%G[F[XC#]%CIK/R"#4TJT%9@UV5P@?A MYBRR4:D)$:$!"S*5KLA*(Q\V3%U.9',/I@6)?!L*V_57#"E;HTVBARD&_I/] MA_M;(&XI^\__"U!+ P04 " #+@VY94EX1D%T+ !FD@ %0 &-A<'(M M,C R-# Y,S!?8V%L+GAM;.5=6W/BN!)^WZK]#S[LR^X#P4 ND)K,%@&2H0HP M!61O+U.*+4 U1F8EDX3]]:=E3(+!%]F0H$#5U 2,6NZOO[:ZU9;E+[^_3&WM

M"3-."J3*Y[I.0U3T[$('=_DYNXH7\G]_O7GG[[\+Y__Z[;?UBS'G$\Q=363 M8>1B2WLF[D0;.K,9HEH',T9L6[MEQ!IC32OJ9Y4S_:QZH>7S7[T^;A$'&8=]M7F>EL^+]A[K?G4.OM6*Q4#POE/32N79U72Q>EZZT7F?5L .ZC4AB2YO0']?B MOT!UL_E5=MB MX:].>V!.\!3E">4NHN:;E.@F3*Y8K58+WJ_0E)-K[LFW'1.YGMD3]=(B6XAO M^56SO#B4+Y;RY>+9"[=6>FVIE0 >?B4Q[5]A?_U)TY:&9HZ-^WBD>1BOW<4, MW^0XF4:]WN!5"#<--V^)QA@XT1M)?]Y)@0+#N;3*6(+8S0@8PK#CXFH6S--9TY=&"A[H)M),.\Q!\SN+D"@^>^< MS(26#>PB8DOA?L^S[]D\X%%3XGHL>/[E*0)Q]2XF[O0H$,HF0)#3R[1?JO>-D(G]&B"7G-[V5?QS O2OVSVOJ;M6O,V?/=/(G3: M5PA%&\\SW CQ1\]Z-!3& [Z[.X;MQ-B\?,6>Z;3[_3$X:S1UF8093C)PV MYZ",,Q/G0G9.>\9D/'&]7PY B\@AQ,@"2T38?$*V-]:X=<38 L::/Y]QQ%T M2;3S YIP1%T)*_-49W$D)*=% MZ%-;4HS:>P89,N]C$X.? IAX6B-:'PFE:=#Y=)85H[/'\ P1J_DR$^D,#$*& M.\%,)IY*2!X)S5F1^I2?*T?Y+*$MR.)4I@2@Z"OLU M*#IN8\1Q7ZABC![.07R"!)C93X5B^F1*#KZK@TD4:2]M?A<%"7HK>C8V";H MD=A>;B:*@ZYC_I@X-JC*Q4CA+C98 B6^RXL>%D^$@ZVU"!)U 425#^5@Z0R[M[7Y)]!2=-ZVI'9]\;3=4B#Q9$F)IBX.E*'O^?0/>0PLQ&P!GA2-LCBUI6E/T MH#;?<4J&%+AVA*VH/P33E!661;P+Q L=$^L9D"J:C8M;)PR9[I_$G=3GW'6F MF$G2+2-Z3*1GQJMH!K]FB*Y#3=F@_=96;7+3Q^T$9(I>P=YTI>W0\1"S:0,_ MNHEDQD@$@5\"\'.%*$T@*&(JEP+IYXK&R40GR1T;W9GP*GI=QRQQB S(D1(*M$;WK_#@M2D7I32S01#<\(C(EP2F:0?6@&PP#RQ)LW)* D)8*L9B2C=#;3%+P M%(VO8DAQ:"*)F\V.B4$I;(H.I37+(DM->HA8+5I',^(B>PU25,TJ43!HABN] M6OJ\%&=$J^C86S/-^508'B_O:0=6L[>H";-SL::]BUUC-$0OT57+-+TT[/3ZS6\@ MUOJCJ;6-P2%608=X%,"=[\&W!=$&?5NT M6&.$PT\-^$K'/00Z320DA,A4^12_ %GW"W"L& M+B&TJ(L9'(&(WR!/!!($*X)>"4D5B4Y%VC;I65$K2O];:&D0/G.X-[\U1K'+ M$F-ECI#R]'@5'<"-H!5B0FY(2Q6)S3!HRR)3G4+?A1,)7+4+@JRJL(!8EHH8 M$F/1)0ZY^4,55S@&.XFG_AKX"=N.]Q!"?"X5*Z,RM[$,A554TN)4-;!B"A:PMQ7)&:THHX:ZPQU-"RIP@=41$9T&JZ)CE\\BA>/6SRN2E'H%C0:G-TQV8 M(&PE(MC GHMRBTCLX)\57=/*T)."[,=R&$GYSJ"E!^P#5[_7-D&2+G2?9RMT MUVN#;]I=V_C5(!5MP+FQ^P!$81?L!@;Q=R<('EAKN:P\ O=,+!AKX.7?YHOO M"_!A@N@8]\$@S=$(FYOWC=:7OWRT(H\P1I0+K=O$#MBBK^-PS808 M&/?$EGP'"@TXAR0YM/ZZBPD5S3Z(C/Y73C9)CD!K:(D M-O",89-XUH+/-O8WJJM-'>;Z^]9%T"LC>@K$9[:#HDGK^Q9HC]0)TAL@<8V6 MJ!5!+NDPXBZ\=H=8\3Q!#'L[_8I;CI"\Q@T(X8U/@?T4R-]G^=7V/H_BR/?-MO$7,I#9W$=H@4UKNF'G=S0B)BZT.5 7>!-2B_E9##7\E>.B60Y'W8K-T=LQ.M\PZ6\3WI4GU/\I"\V2R=YX0)GZ:G2%O"]XRK3^(9,ELNI',7F1Z#EBOJE:O+ M4_&AS.;Q':NBV*1D&V;LH_W2OA3;RVGZ3WJ3^#Y3_9"<5CP9#!9H+^MPH4L2 M(ML=,Z'I0*_*4;IBUWF$.99KX'8H5X=TH) S?(IRM:P)%2UKK5XH,'1])AB, MX; =DJ,JV3*R"OG3GI@,*7)G-H2J2Z/ -B;&%A>S^P'R,J4.<@62A3%*XR)I M^SD)=]F+43[+@!*YVZ_LJ!+9P4GXRF[6D"JG[RT)W5+6R[C$ YVMZ0Q,LES1 M$9:6RDD&(<+?JX._,&1OA.]JAL0*^H$B282![@A%U-PA=0WI0"'W^!2[JZP) M%=TW83V,MCB?B]<^&:/DO3(2Y13RHSTQ&)^#R!M!T>4:@81**&]XBO'F"V8FMX3CJR;E$N5/S!'DC2&>?[]X]#W?)+E.8>0:T^JY7M1+6EY[TP2^&/W[6K?UMC[=5@K=3PN"ATZGU_Q9+2P>M^V]KKE6O=8=:K5XW'KK#5O=>ZQGM5KW5'(#T M2BL-44M[U4O[U=?LMP,L24WQEI+UB!F^NC\2OWE7OFLM"Z$$F&S]A^PAT(1Y/(-TIE[.Y$'4;* M#-)U,!6S$N^5\:7#YB9<^]73XK=32%*^*_6&A0@P$:V#[G^NPIVU-&;?'@?2 MX/R,^<,#M>]%64NL9#:A*8P^YI'OP0G2U]'YQ3[LX(JU=#LD:&L1&0H'S8R M[&?L5&K P 5 8V%P&UL[7UM<]LXEN[WK;K_03?[86>KUK&=='K:J20EV;Y? MNF@2LKBA" U VM;\^@N0$D6* CP#9";M;-IV\3+><,!<'#PX"___;KV>L\ M81?Z7]Y=OK]XUP.^#1W7?_KR+@R69[^\^^^__I]_^\O_/3O[G^O9N.= .UP# M/^C9"%@!<'HO;K#J+>!F8_F]>X"0ZWF]:^0Z3Z#7N[QX_\O[B_=7GWIG9W^- MVKBV,*D#_5[4V(?WE_L/@UUST/_?GPYP][# ?[M@O>$MJ5;6)-S_1^?Z3^/L,<>+8=+'7]ZM@F#S^?S\Y>7E_>LC\MY#]$0J7WP\ MWQ=\%Y?\_(K=3.F7C_NRE^?_VRNPMLY<'P>6;Q]JT698]2ZOKJ[.HZ]) M4=*]$R1ET]1\.H\_DJ+8_8RCKL;0MH)(0X4L]+@EZ&]G^V)G]$]GEQ_./EZ^ M?\7.GJXF&VH7>&$]>@#+,*?88,U,3-&3Y;O_ MBHR9=#8/UVL+;:?+N?ODDV%M$R+ZM@U#/R .Z(&(W'8![CN.2RM8WLA?0K2. M:M^ P'(]198;Z-X$ 3T@N $HV)(*U/@VU#K;DX^P=Q/$ >6+21 M:/!>;\?@&7BX/3G)D=&$UX@=TSQV3*48%C33IIN;A@&=4.CJ9/^Q/#ME.FF3 MV?K<7H5N6F48XW =_]@FXS&VV0N^A@M?P=PO2&KBDC.PU?Z(ZB?7;GN6A= M_'/?#MSG2JZH3"R?4LQ)]UHZ\PLK= KM_!3 M;;MFUF; HUNK!XLL(Q=D#&#++C\-%#96M]<+'S'X9TC$-'PN;53<1AC$'K>[MM/!CM.<,\=F396WBM@%PUN?#UX#HU25[N:$?K@&*1MN8]!AG^:,MX7T@(M<> M9?P<> &F?Z&-XT@6D1QH-^^8\DM1;B%[3_SNQS3]-&X \-IZ#T*RE:#_B>@X M!Q@LSW?ESU]L5T[NJ:@6C3M]BEB*6JM.%/F96CCTSYR8_1I)9+1=*\&1UIJA=]=T M#>1&+9VMP?JQ[+!CTYIMMSJA*T(3LL-'<):(H49RF:VGB"8&XOIN[%W]'IL^ M*%UU>XB8%T#]N@.G0HQ%HB$K/&O0OATEC]X??DUAJ'%.@6Q7H1ZM&0M^^+\]Z!-Z7 M=U)U?K\\DHATK?/VN3\BY2;C#HZX9I;E'R8+-]E.67C*E]RTL$U^K" MAQ*TA)CT!#?Q9F!?;J_C]6!0'YCY+$M];P%XAT1"1I<&7=WH,)M[8CLC M?P7. HXP#I/SAOA?P;B1[\PU*?GJA@EF0?H5#BVYRJ4$DZU>=? I:Q"6H;+U M82G+5GI\RK.C=<_./ OCZ7(7IYJBF?NT"@1CE%N>:WW"&J9P+!Q^@AIJ7-PAAL MF6\Y\\E];9/:^TR@XIC>^"N?XL/WLD;-$PUD]M*::1Z118V/08Y6GW]+:05C M]QDX(S\@A-&P=1]C0+,D[JW_A2B:L02^7Z$%KL]3;,,L.1WHFUAK\;R@V$H9 M>?':J3I?E%,SK$1SZW.($I/IN:0$W,%5H:'T(L(A.#P$1L5J' =W<3)=]&GYX @4C@5F6M:R/41YN(42\$1+*\\__A55$,'QP<\F;P*AY,O/(J M_-8[=,3"AY*4:!DO3-(SHT5$LM9!,O)MN 9)?L;^NJM@H AJ<(VGH(XY? L' MC;".*N_U#1XYA4 %BEH?1$(6T@.ID'1CLX0*IA^9JJ438=YX?M"':OE!'YK- M#Q)/9O(T&I4=Q)[FY)G1F^+@63Y=M(IR&5)%^(?T1X4TLB).1,@4*F2GQO0" MMA2AJ,_V4P8R1&9RW+$U6:V&-COG^#SN0/<6,WDAX-VR2^_C\&3Y0W]@'TR MPRB1TRNG3,.4Q]TQ+?+X,Y/FXP)EK5 L(\CNK#7S8U)'K8]%516[RU]IHG_YM/;KP"A'#MHX_YY3$*E W74SSR1<0TE;=A 2B@+R^6K.@/"4?-A$:9UO>==" MK[?I+X+96+X![N2FUH1F(0EG\WQ!*:;KF]5+:0,64=7ZO*_"1GI5P"9?ZP#[M9B&7HD;-"&&"871GU.*/>6SRS5$+']QPBHG0W!-2Q6AM&!!S^TN7%BD)NL7'HE:O>P8 M6!A01!5$9HK0\A8K07>EE>OZX@"B)ZP&/AX2NK+/\HDE?:!"[%QZ[LTO*M M;+(SAZU\1P 'TP8.UC3+K1O[#BLP[MK M!Q178R^'"*LUSPU_5%U11Y*BFM;ZLD*$\/>WNH82#8#$H2;&-Y4CV>6 M"6 :$K&43>(4UE'EO?&0IEP,TXR\32$+O/BE>4F;UY9'GRV8KP"024;C%>>: MDJB"(>P*!Q"_@A++]0T="0U65I:'S1\XM,C1DQTZWN*Z8L/$%ZY&\Y>(O.= MN=+.E6B;#JF@!\NXY5E[N0+ZZ3L&D'V[*DRF&VU%IHUA,LJU4AMI152NLM0&S[&#N2W&7@=52Y,N!BW<)Z[8?!"B(QP Z[<,&5,E9Q(QB5N$27+Z[;-U7 MYP1RS|V:8].AZ<)<9F,AD'MN+OHKW@W\?P'G MJT_?CSP\T4:O-N'K[?5(-O%X &Y-N!!CC;8DR#QI9&^3DL_>3X*DHMJ[ZD) M_8CZJI[4U*2)PL;YUY!.U8# LLE8C0BJ]2C5@HIPNASYCOOL.B$W0L4LQXS?M<$OJXNB[&ZRBPV%Z"V;E;A90<).S1 MR4BANHTILJT@]L#15K4:[.&SL(UTE MR#R5T*0>[CFHJA;@8=6L,;$FHK""J MQ:!/9RR+SU!1((O!2.MSW "&?@#0AF8&,68QIU7L+5#U4V(;)HIF+RF M>TR1X!15LB[GV%2A=I7IK$ 5L 0YK\L/A44PATJY""US9*+;1S&3&4B$L3:,A$UJ*J0Q(CAHSM1\/T+^=?DA^37U7>=JWT G>L7,Z+KH?JO53[_=.M,4AY3&+EK; ME8NQ^P@1<^@??V9?I3@J4.=M_9Q@(+O/BH,PZN7X*6>I&_I[I/K$$>$'0;4M!KG1*<^7=Q=UC:[\R\E)GL4 DC'C1W$='T//=6B"4?(53Y>#%0W9X)$?Q756 MT',2+#BI\7=U]>G#Q<7'Z%7EI%WR\V ZN1E.YL,;^M-\.A[=]!?DE_F"_.=^ M.%G,>]/;WN#7_N1N..^-)N3#=/#W7Z?CF^%L_A^]X3^^CA:_Z7QP>4$URPOA M'A72$:^N^V'H,N-5>F Q'P<_#EFC)BIB$QP5\S.D2LXQ>>K&]5):L6QZTQ2 M(2*+*WS7V@2]$)+6,/9WPH4NHUR3^LA./F)E"$TK\PY1G@?]"N@[CAMW_V"Y MSL@?6!LWL#SQ^QIB.JTKYD-%Q13PHU]E <$5M1'(,X2:5HM/#*MZZ9[TG)XCG;G0VBW%CC=9A G^&Q#/R![A*$7%?WR#L=YW(?O'B3;D"_O M A3J6C+S-C@Y/>4+FC*_R&HLS\%AWYG?)^M*N,'3,,"!Y3MD1(O29;+E3)E. M)'619\ T55!KB5#@G9L0$0H? "'0B8*#$_ 2?>'[-*FZIDPW"L.GF*G34&-L M?R7UF*OAZM@OU:!K84/M!XF.(\=2? YLP&[@]Y&+R;_WM_=C/_KQ[YSZQ/,Q'ZDYO>]&$Q MFD[FO3_%W?QGEWO][J"]P/C?TN^H)FN?&K9"+)\Z?=I+;SU:53B@IJYJK_Z M:8).A^N-![<@O4H7'@L*RIN2XJ!FIIG$$SYS^C4U\"RR'%KNIKEUX9QA].W"?Z51(B5T0BJY)Z\RD:$Q@DAUT[]X!YBJVAO1/+HBC/J+DFD!R?[)[,B"(?Z<@K MC;S':.=D];M.A4$4[**63DXL?Z-F[MLY;TZ(WN]?^KXS@3[8[V8>G9MSIE; MW_-VB/?3Y0S8\,FG0=@XN#J .!!;C8;^3R./1(-@3L!;92""4D-):DE29\.G MD>%2)\=ZP_-3]&01^XT-VW?FX7IMH2WAQR5FO73M:!UFT[O_]&0'>JY-CWN2 MBPXC?PG1>H>.'EBN)QW,_^GB\N+R.)@_G=WU)Z/_UZ=Q^RB$/_]Z?]^?_48OM%LY'=Y/1[6C0GRQZ_<%@^G6R&$WN>@_3\6@P&LY)[0-9O11=O3_M*"L1_^?X M];Q$6.%[<=&VH#@XT()'W\P(SJNPS57GD??=4> . :P%^@1M?KG?!I=GR[[=$/U%$UK(M!?=EDS M0M.R+J* &?T:29&$X\6G=?A+ZG4X\5TPY58,<$52-IFY5ZG*9%/[.7KSEN9- MT7R8_8J)K%\"Y#Z&T:][L"2*^C=Q-QN*M^GZ6^M'.(!C=^T&P/F;M;'8!WG- M=*';4U:T]V3+5KM@],QS%9#>M+G@C^57:6P^-"W8VD"E,\+#%AF:,CQ=*2^'P?.>[Y[%!;7[>I*&5GBX(2LZ5^OS,-'[#]NA;9S*XG9BY!I^.4UN;&? MJJTD!0P9H)T#2?'S=,1' ,W!\)GN%$A7!;,.L[2F.>=3]3F'R8Z1>A%/-/SRALTO FLKT(TYMD\H1<<(YA5/6F"FER- $2FEZ(LD/Y3$GDZZXN)Y\.EDVD@F#Z[U.%$+H&(0J M\VCSDC 8<(:-3$7="P,5[:KP95A&P\#"*_K_-'?LF:R!XA#C? 51L !H/?*?M 0ZBR"-'ERH-Z$ZR*Z-3%?X,T^W(MQ&P,+@!\7|'_H"X%$06M330.PAQ -< MC5WKT?7X^%_*K>C.CBNC964F6TF"2\&5'C\^%J$0\$Y!Q'5T)YLISYO%+!DV M\-XF]M3/U8>9'@2JFM#Y8KJCA_T(V='?>"KDE]>-:E1*:WQV3%141*)(,[L"MNI&'2JMB1[]ALG] T ; P;>$.6HKEF^#Z3+EN[EQV<)ZNG&#RFA*@JU6UA#[M+&VR-R&+5-)Z\C TH'FU,T V^^R5A&Q-[4 _R@L*6<[,4) -R,:#DR.K4%D[MJ$[]:CHPUXJF[NB=JA@>AJ6+S&?MN#?*TLZ0;]C<,@,8$/97-'&)#$X/;J*G M-U[I;0'>5%]0IWT%U1",*,#),*TQ(+$*(,6$-=K76V!!2%'ANFKPX\K;2D5 M0AS-B\,P,^L3F3BN%P:$Q0,'PU?;"QW@T/4RE4(8[.X)[H/I^TUG?TVERK&I MFMINWX!J"*[4Q/L)7JHC>ZT-0,&65*!A^FA2+'&G[D.]=^KV5/4LW^DE=%6Y M4_>'P=3;B^[!H_I.:?5Z6Y#%(E73C"M[8J4,/C M4KIS*RKJ),>/?D6,Z:$QA>$9D?4[?([O:@F5(JRA.U&BHH*$O&F\+;K&GZ6V0T:0F!9/#1FAP\ \C3Q=[BS^%8-E MZ(W=)2\4(%53][!1TZD42X9%3&_ !@';%3V]E2UBROI13B59V@V3/==>[A#_ M$92B2KI39&\#;.CMN#--8)NO^8%GD9P_LPXL]-43!+LK,Y8YWQ%!;\[H3<=6L MH#Z^#;.7+J43P+,!<17=F;DUC>Z(EQ,\#;JU7!3EA=\#BS8211^NMV.:,(%+ M' OEWDVJ=BQ$R>L]4_IZZQ2!O<=M+R91ZPE1(KP^QB"ZZK*_].#2P&=$KS/UM9_1\D9XUQWA$:/_KM85=)]C ^WKB(SOJ;_>)C_^Z@)$#9(T2-_$P8X8NY2?/HE MJJ$[3%?)?IF*9'%ID-JNMRD.;U%TH]T6/<$G5=.LLQ8:>1JE)UOJI89MN)T:'6]*%OJ5_$#C.T3Z04)K\L-AARQ&85-IP7@GG#/O3&!%A57]NAWBP%U; M 9@N2RM7K0E3",)H\YD(RDQK5_/=?BP7$"Q@2C/V)2SXD8$QG3\U6>5$SVA MCAEG#!O>&0R_O"FGT8U;C4 &>H/VJ2<)Y_&3A,I!]P_Y]XWFB^G@[[].QS?# MV7_,>\-_?!TM?M-[ER+[!N/U-GK25GBQ0E2C]%7OC=1K(.2U]WQF6'I=]A MZ5<>,2>9NRWOG;I$[BZ1NTOD[A*YNP=*ZH[72CIA*;X,4%+W3@E#8]T[)=T[M)=T[)57>*6D%.FT&GEQ,=A_ N7$1L(/I<@FXY[M2-8RYXJ"ND"+6]#NL:)K< M<94+0AYC=K'+ZHW9"QG@/$.?7R'HB:._;3!PCE\K5)@6)'"!*EQ,US0S>O#G M4Q\@PH66K62*3Y-71@%#AMWT>)NX[)R[7?(NL -E-^0BEKS*VD)DYSA ;O\/ M"*S=<+V WZ7KL%WX#ZM N#TGP&RGA+O8)/IDOS*\I)UM6S*'2PY5UH7U^TH M_^ O%J0@ID>]DY *8[J\L;:83RI3X15:T_V8@J*2*W!JF.]-K<,>+#1%T4W# M>E6X(6E:NI^F4'9'TMQ99@.S7XKXZJ.&=+,P?.6'LHX?HI!64^M/Y-177W6 M-LK!WW&W)WH ,?>-/'$5[0\SJ"M-R(]A^MIQ]=U"](&#*9K1^74_[QYPD@>6MYP'G>CNT[%6VK#CN5:5=[8]$]$]TU9D^!?,8OI)%M8OC"23YB'=?\:6*212W MI?TIBGK,H)A1PU2_I[#O.S&)TS@>53D'WZMB='R\75M+]4H:S08IX,TUTN M$AQOK(IW'=G2VE^*J++5R+)BNH)2%B6KI4P5[6\R5%=5AA\#DO3[+Q9R<&KLM3R,*TG3N/RJG\'_/Z<0I?#W^M_[LYOY?_7(?V;]R6(>(>A,'RB8#H7'2?7= MVW>N-<^?.=>)TOQ%%4Q9X B2NP3ESUO9)8A8\.RM8*ER!G/;=>A9+.+BQ D#/7+ZO MW"1$FX3J=I$\Q3V.2J.Z?76]%J+"N6EA&I8)$(UA=5T>^Z:?8!:Z,8 ';[Q M(PQQP+NJMD_N*".*+UY;9*:A;[R2'7H,F4W)?HJ1JK:'(KOCVRCZ=UB:4]R_5?70 M+V=GPT2JP3%23?27O3A\)Y$12S*L&' 3'70H"YSX22.*[$ 9.E & _?'!#I2A M]BW?J8$RQ,YK1*;95^L8'3,O_=NBZWP$72YJF;@Y33KR=4D8K[2A6>"LI4- MF"[*&+F*/LW!?ABN-Q[< I R8S&&+K^\[DFIG)%FL'+YS.G7%'T BP.)R"YBM!M9-.PXTR[DYRA(ZQ.-"!CD^EK&QY-UT]D/*.&B7I, %_QQ/4-@4W\2VB^P= M/#8'[=V=S/3/?ENHJ+#NQ71I<5^V*NZZW&(N--A$N&>L^]BT69$E1E'S7&44 M2 L[3+R_($/ -.$I*KI'O,MF8>4+-[*\4MR=>H(S:;N@QA^/IK/:9NWJ@:% M]];.\"#4M@Q2U*/N0^43,DV1&-M#A"G#P0&^A'#A^R$5FHT *3;R);VC#@)T MGV1KG8P;D^I;\Z<[#I\MUZ.+U5N([J@6&I[=\]WI1D,Z(4_*E6$K;G1WL#=V MUVX0/R@68[9&4#(+>T69 Q1=" \H7G&5A"2EKE&5VK)Q562T5MQ M6-$_WP .$O@_7H)@O5WH1GHZ A>)^ MR\K6, M/ M#LH!>G9MP(F)0O^9S L@GB+P @:6E_Y.\;@F,/@-!#-@PR>?[K'2&BK*0&BV M;^VP9^U9374H78(NA-8%DN(T403K;"*2EUZS++:T(I8T)]V2+W3 M6?L*I&CRY3.,PW7\8XDK9S^5NW)VZ-.4I\2+=(]YRI=\>+QJ^]UE-*D'R>M1 M8W<7K;N+IC^UMKN+5EVD)WX7K?22)+?0J6O%.-:=+%N_:#C/$E:=2DX4MJBT M7).@;FIU-WS=)N^R(]THQ'5L#TR;J=YZK;-$L0H-L?-6S,+4KRK>S %5B/ M)PN-5KPG0'E;\5Z2)EIQF9"9B'7ZK$#MH4Z)#G5G%;=@I0U)SD2KK'M MWKC/K@-\9]8

&I9\O[JSBT_0DV8%^)9-=>;B'[<(T-,'@ .6E[*"KO7G6A\ M0H8KE.,?SG[;6\0*N]>=\WSJ]BN](@-5WT!1]S F!3B,^!B6.GCZ5.G]*J#B+ M5F&]-!V]'2&&G$=)Y7CTO8@,\M-T>9S%$;T)*7F"**G?^G M&>_H%,#)"&N8>K;5@$FD?910)OIG0@YY0AB:@CH&G)@IF+"$KLP!W[H#/D"6 M1YQ_WUD3N>* YK4_@YV3%0)Q2=;5?3JG9)AIY4GRIU^),X !$>]?>^&[G_M,#F*"M(10:+&_Y:$:TY7-G5'6&.VHZI(]"]O.L1FD:5WF,V&; _?*&9SEYC8 M)2:>BLGEK^?,H.?=0D0_-G^C*M.9*3L1P\ZY"]3V5DYE\VS&Z%?-&^&^'U.F MQ68'33FUMW8TPQ MOCFC3$ K&EW],?HY>2?8Z%:#(: W9GJI@7R$PY9Y99L.\F5;>V%I0D[>F[:U M3Y:6Z!_3NO6:])O<;RLZ$PUV?WK&S@W9RL!JUF+P=5+P!G?T31I]G:) ;X:_ M9T^K[2L2L: (ADGOX(W;10HRO_4QH'\?EW#>E^Z M]^X">2UB-/OIM#URYM,3 D]6< 1'VW^D-SKLX\>FVNGR;=X#;T=V;]-C'M9- M$09X*WC"D[B!9&ON4WB@ &-^64KX(]>GB\O@BU-WTVW VN1].%KT[>@=]=R=* M[RVG_?5;X56EHT):[D1[]'+=@X6"[8*H!1-?2IO^(KASI-* 8?>.F"K* M7HR6YTV_DT_3)+PLQ"IHT,4@=9/DZ:RVBT"<#?? \MPE1+YKC7Q,G%08@.BQ MH:<($8%B(-P#Q[6)NV?>^BG9ANYM1K&])5M<=>;T#Z,# <$+1S1Y&0O5_2,,VV"5?ACXI&)_N2PTTQ19- MV0')&3)_="]RK3=\1V=.-XA2. I^M(!R?;*/LUW ?II2.;+WWX\6 M-+(7XQH-II/%:'(WG Q&P^C=Q:3C7JKG*H$_WDZ?S_R!8%:H3[EV6P_Q L5\?114T!W]JE4C!;PV MI9-;RZ:Q.+=P;' *ZAX5\H:52)K#25,2WNM]'(-Z]H/+BU]^_C2#EK. S*Q MCOP;%SQ!ON05&]]*DIH1)'#IC3UC6QMD!NNYQO+!@7#@5]6=XBXA/SYS.C? MB-/=X729R@81G,QSRFI::K/&1;FE=@% _^I64O@5!^)H00@Y_29]H" [$@E5LQ M8!$M9:89=&=5)AM;C9%UGX_ILF6'98W[3PA$9 A69,65=*\(*MKD84%6S&IS MVQ8)+Y&+MBK'7\:Z3_$K,)O:R'Z6_ZLY&J$7Z*7Y:$>]WTD, _D,2,l,*$5^,=V)!74(G,F885-, M=C"*WTGBE&U=5;\T,IUPN#-,7_,51%%^443E[B82'VB97;AUC5TUHC$>>ZTX MMZRYD-%MTY7D$Y@N1[Z-Z-I&? M_W0\M+9C>6\RO53/OAC8OZO6,IS@T;C4>+ M3XI%,5U^Q?2=;<#;$!?4:5^W]09$)-DT6I&\2Q"%I=M77C.1#"Z#1JNM8#;D M%6Y?:^TR7=ZN;M'-A%V]=AO3$-,7?:HD]1!,7; MT@73$-O$=FBON_65;!!*W$;[BFLB'*+,MC:-QLO@2@H5-M&^/AN(MBASK3>Q M_W"T2_Z6W(I,CG? 5(3K^G$_D'X\&P\E\&"7QWXSFB]GH^BM]HKC7OYL-AW&" M?_U9^WO.$E:X&?]\DBTE82>7AN:$#(M8 R?+GE/.H.QYLGT*X29?#9:&IJ^4H\JG<3)5P? <&"GR[&% M@P6,_D)6G\3!!-_=8.7Z\<_1SEV0'UU#H[JS=:0L,)EG:F"XLK"P:@P$A?2%"XS4"EKWZU<(3 M&%P#X-,$O>*EJNK,ZU/0GQ5+# Y?V%???7O)JXG/:6\+, *_MPF$H55MW MUD:I027%67-(.1[?23 .;(?UC1>P.,Q;E,!8,2[XM7Z3(,M2YXYDI%R_P)A1>%A56T+VP5K&K=#*UB*WXH)WX!0XUMC/#:EI>XJ+3N*&$ZM""WQD;?[K_BY,DXN(4U$F;B;#?3G*]??6C_" 1R[:Y>X MC*\^_3=*6!(D'C35DRG^LRI,3U/R,=ER_F9M++]9D\ET8*V01;R0BF*2.Y M=J,W-NG]VOD* !$]PY"") *-H713INS6JRJM #TKPQV#[;, !47X>$!H CR MW;?!]-%SGR(;WC_PLR |^$_3Y9S|%2]CF1"7A@*:+RG<<];;B:;%(>M6@|J^ MM%XA- W:EW T%]' B4IK1'PK9B('PG>L0:-><(MONNQ3+.AS?_LL6)921*5U M3[2JZA'QTL'<2 'UR@N[!4@;CI0?($W3)D92PO9-,'FI,!E?VKHL/=AZI5-0-> MK,:1FW!FF"8K![WC6?I2/*IK:-X,L+)20[T&[D_1:K@1JM*MF(%[UH --!?(MJ@YX'4#[QPCC$#@W$:)/?+"\$$_ 2?>'B7\O5-0/^3$VMDJRU&YH_/ Q^ M0ZS.@YLHC\IWYI8',$6R=-2"]Z7::U^;5:,OE=@U'<5N:85>H)F5QK);M=7 MAV@',D2[#M&N0[3K$.TZ1+L.T:Y#M.L0[1JTF [1KD.T:S5QIT.TZQ#M.D2[M#M%.S\):Q:XZ1+L.T:Y#M.L0[3I$NP[1+LF3*9# MM.L0[M0R3I4L@Z5K$,EZU#).E2R M#I6L0R7K4,DZ5# (IV7>H9+J/,3I4L@Z5K$,EZU#)-#G7#I6L0R7K4,DZ5+(. ME:O#)>M0R2JTUZ&2M8A*QLO,5($AN[JZ^NGBESP2V6PX[B^&-[V'_FSQ6V\Q MZT_F_0&% (IM7 1ZK[I#L%7!"#TR7%MH*/5HO N>5QW.E[@]?0PLYT^6-B\AR'2(\6%DN7<=Q+Q0753 E@U*<@2[#27/'@?;* M[? M@>>Y*X $(§OL@KI3:11R_#D+N,;^PB7.UQ-5C/D,M"IS&PV\)K3_& M;O!LV3^4%,"K;.+47DHA/ ;U+'(',/0#@#:4G8FUYB%EL8N9 9I5VS3#9U03 MPA;8A,BF&5J)\1R3QP7>5JAKP!Q39(D)4)<\5XW!-A_=!'D_#ISW MAF47'= MDTPI(SO .(M8Z\#^"K&F:O5;'1Q@!P? X!X<#K+Y3&W/NU]CU%V\>]+MRML>%MNW . %3)/-#"+*5#-\W\'4K3QW[229QRF^Q&Z*KNSQ M2IH87I12 H\ATW(^Z&6KZ,";WA$A,VA\V?UP;? IZ>RBR.PKOO] S@HAJ?$<* M1EC1$7MW"&)NAD@3/>F^8%C)_S8A$,/.QJL#IF1+L#BA%%N:=U7&*NHF[LN.I;VS''MZ$W[FX2,&_PP) M,<-G$#T[J)CH.\(, TY9 MW9$.:4,3*,6<.,@1847Q#WYQO7&/(C9$ T1G.*.I7/UHPX!+)NOG*IL2 5'2 MLB1OAFV48OIBNA]0'"^(_B;:3;/+FQ(R4=(:GQW#%/6 H V @^FE3DIO=+MG_MF=I) M+'TA5.^BI^1/E"<7T[4;SZW6TK(IH0X5(ZB%\;*;[=V?Z3^/%@9__?]02P,$ M% @ RX-N62+,9UW)80 27D% !4 !C87!R+3(P,C0P.3,P7VQA8BYX_M;6SEO7]SXSB.,/S_53W?@>\\;7.5+EGNF=N[VZF;O MY.ZW-$R)&U,GI1YY\=.GLHYV.RO?OE MQW\GM]_W0@9^^/D7^,>!C4B8D&'RIV^>TG3WRP\_O+R\?/_E(0Z^ MC^)'AOSVIQ]RP&\$Y"]?$K\&_?)3#OONA_^^OKIWG^C6>>.'2>J$;HD%9&1X M[W[^^>0Z*9_V5KZ($@)^>Y.#O8$_O7GWXYN?WGW_)?%R MOAILM0C//O72 J$*_8KJ1#Q_$\0^ _T-('^';!_Y_!O[?_1OP_[^S/U\Y#S3XA@#DA[NE4I*? M:[0RI!]*3@/XRQ7[J<8K_9+2T*->SBW0T$P6'X)_DT"X(!VY-:(!?+51W)R! M))_0A+K?/T;//WC4Y_H+/[R!'[C@[)>_G4?,+.5QGRHG=G S[L47.#.('-V(*ODO?!&(Z!?HFCK92)K+A(LF'?PL> AF7 M-19CFD3[V*6=OHPJ9ZKY$:,S_68OX-EH^.;# 3=_OLB[F1-Z9!&F?OI*EN$F MBK? <,O_SAY+HV%]WSLJ:491(4_\8Y\N6L9A_U]7/)O^JFX.KOVF P?A>_[IW MXI3&P>L=W46QS*"5D+C?MH+QPR_^ Q-!Z1\J-6A "<"'D,U;FGL1]XB]"[8 MPJ41[0 .5RVD3!\J10T(324D7*@50@"SQ< C (ZR!,1.F/BP +7ZBB8H\M*@ M8+VQ3!S X2T94D8TRT$9>A&,7,Z?'-RG[+EZ3S:AVG\>AYY:KUHP<)4$R.!ZEJC14%2(@.> M5#I50YT1CDRBF&0$"%"87M'6SI>EQY8[?^.+,Z]6]48)CZE<+4+4U4H!C*10 M6FY4JL202!T+;<6:>QZ;E"3[SY4?TG=*6:6PF'JC8;ZN,Q))'U1L0@1?DW%PSGY"OH)6R3L@II@9XT&9=J20F&JR.'?+1J""# B@0H M:-K!U\55?!M'SW[HJR,=%;@%>J(00:HL!["X&B-EIE5MBD@FQT/3G=LH29W@ M?_R=-DJ6 UN@-U+VI5I3@\35&0DKK1HC< A#FCSJ!1\WCZFCT)#ZQT@W;1(6 MBXNVRF?3W[,U!F]\TWP) 9C)OUBX8P]NGZ)0?6+6!,'Y@E6LYE_RX>>3?]%R M!AI?-@").)A@+DH"2'13H%/]_' M,0U3[T(]>!>#HL4WNN8407X&0XID(C PK@_22ED M@_G/],))G8PQS;&^'!SWQD0GPN%5B0P6[8Y$S8SZ4R M&BPH/09 XGWY;. M9(1$[N?I)X=-Q&J?PILAV$BK8VPM$NJVQ4"<@\V+!@-K M"]/*DG(CPS$)1YT1@4PJV CZQ8+AV F6H4>__(6J_4L##E6+Y$P?*$X="$M7 M9%PHU4, $PY-&/BD-UAB9W3I)ZX3_$Z=6/V<0 V*=+/5PGIQRZ6 F_[&2\M(M_8K._\0\ 004)\7E'Q?LK_(MC)*2-S'!0K&#]\6'("A/2V0\]%^65!5#XZ MIQOB##8R9=M1@;= /"?-R#:D (NM(@Y-6+*4VN)W/&A,<9#QQ9!'OP.8X^ M2)G,=:#VX>3?NV3TQG==P! &N[;W3C) V=SG[QY=)R=^(]ID";Y7\KO.OO0E MWW@6%_"RVESZH1.Z/M/62#R 4KQ-[X8ZO8;T$0V4IPO>I'K5G;%FB+*ZN5C< MW"\N"/OI?G6UO)BOV2]G\ZOYS?F"W/^Z6*SO<35QGB0T35IT[A (3[OD[%;U MJ Z!HC$R%IKNB .13SG8_Z?4@'T'X36F_&?O]IW_[2, M_V2>GCMQ_.J'C[\YP?[P,*(C+IXQ=!*N:AQ&B"C&TH&SIMXQ)%XQA_]009\1 M)R4Y!<))C&M.SS1^B/0&-8B@+OQ 2W1<6[MVXL\T=1X"FJ5D^321Y[(88>#9 ME8$@56O2@*/84"L_#84J,4B),FM-:YG*5HX2*"E0<*WC/3S03^ZH2YFU,L;T MEJ&$QK.*%@&J%$_1;$&+2\-Q1'0I 2WQPJZ"5+"(>O];4QWCN\MONQHF%"V MY*W2)QK7XDF%P$:8>/;00;"J;1B@H=B),5\-5I$QAOTU4/9E;K M^16Q:9-^&T<[&]>OMXS/E-DE;(AV<&)\0]5K@PX%WB;OT[F=]1)LW#%'8"?*^YCBI@DRJU0>QA\$W]![B<% 2Y]_'G:A M66!NTQ+7[MHL6=):EC+L)]7;9!N2+0=K*G'4)VN'&!8/,7B=M"B$FIK!H8C(:=Y1R$.,CW[Z=+Y/MTFA+8T._8(:*F.3=0;1:CKZR%7UU=1>'CFL;; M"_J0EL+HKL-4&,AWGGI!&G>@'.>QY8>&KEIIM1B8Q\>M@M1/C97@2(?% M+?Q(SH@+#%$,I(KS/7HLTT.@U?7U<@WO=406T?GJ9KV\>;^X.8>\HF]O5NL% M^;?OL.OQ=)W3TZH(?\AS[^9I&OL/>U$[(XW(K6-7>E%W M*:U+NKN-LRL>+HNN I44$K7B@8KQ@PH'AV!8%0WD?,C>]V>7;ED1?0X(\LD MV5,/?6X;FS\]E6KC*=B@DW041,;#46JY;/ MVHJ%D\9JR%8SD[-)(!)]!DN+-:SQCLTJ(#R ?5>=XP^5R!BYX_OM_N R>E MHL(0M'F*Z1,-$V;QR]"-MO0J2I(;FJXV:^>+:EJZ4D'-(^\C\$$N>1<26/GD MW7F4Y5?G5+(J634Z1!BWP*I[WCU%+BP8/30%]GAY<]*:-7D]SDA7 N^HZGC MA]1;.''(5NRDPO,%W?BNKSK6,$'$LU-SL:JFV8Z%8HVF;$DJ(PI$DF.2;ZLZ MF2&K#]2F,K?>E:E\02D;;>#QH<[=IT&FIT"6G+Z=_RIW[@FL..]@A:AU^VX M3R'6F<-^=4>NZRU8OD^=.#T=IELOYXS9%7=T]AVHMCW3;K^45*!9L%:E+MI0#L6VH-4X:5 >RYQ>XB2^-JV])B /5C9K8$K&+>N\GC1VJW-.:M98W.J-7(MMMQ>M(FGOM!085IPQZ%GK?W:@^&3*":"@CCBA99^HJ

*D \D*S9Z6]Q[$N^_M]4/B14'@Q-EA*[PXO46^4*_+*GHZSXNS9Z,):B+98GLJ<=0V=XAA@:W)66JW ML;P_=XEHF5UUEBNS[\8%B7T&)"ZK.LQ"CF"7X=3%:#,: 6V-P539,3862VX9 MCY"G;B2^7AXT UF5MY0=IJ"&99>I2 1JLY<*BC5&T^#)V')6!@D/.H9[W8O<6:2@I[=X<5:0TW!EI,:RP M,9,]D08W]XM?F5HR]\6Y&IUC_S*]DZ4N&MK_=4$P\RA MD[-S!I4,S M#O8_3YWPW8L2NB'T$5QB*UW(8)I3=SY5%D=@.HFJHFE!C^0$K4@!'WP6K#!>_M54F\F-T,Y,6:\@_0UU?6M85Y)2M%BY%:I85"TE1Y"KK3[[:#U4-;T&M.)40 MTAIQA\"XM>'DW&AJPN4([A1)Z"R+V";+_[Z%307ZOB"A3.N>YJ%WP0PX MB'A[XTP8I:5K<3]N($P=;>N04#R]:T<218 @7%JQ\ S&4*"JR;2@H'B-$4\-'A&IXE MAG.\6$X-S[*HRW1%M2K*,HJN[(BJC*,IY(V#*>-B!V%;_%5P7S[+;I.S"FF! M;C<9ERIW"8;KWH=\;!2}]L#? %BUOY1\N"\CEW>]Z J^,W41C5V<],M67C M;("'I_&0E6MH14)Q38,N6IH6A6O,)8,]3M[]MA]Q5NM?UW7-^>IZP>02 MRP5R0MTR? *8)+THJ)%F&3'SV%]@<^<^^1T-5UI 1)N9-L+%@]5OA5C2D&V)# MOAI:5V)F)@57#)9;-S=&2C&D1 &RK(O'?\$%;357CA)[LHX86J5ANX%TE5 MH5@+#N'&W$28VG9.C1L,\HA0)-^#M&J%8&>!V"FSM"FC[!++(&[^NLF3' M"!;&KCB[4^A7"J!0C9FE* O:Q M\6T36\HFWO(:4^SO.72ONJ#BOVW) ,01F[",,BT-'HU'D45KZ7C &PK.C\- M%ANU*1UTO!GARUD]*3I?W,"S(;]L*KD_A$RX -Z7_1H%L,\H0]U[ZNYC4:] MJA/VT07[-7P4L]-2<'B\X>SS+$-- H8F_.78LJ[S0,.+T\4WER"0;FAQLT$L& M2,8!$2P0P<-TQ93-VMQ.-[T@]ZM%X."TMSEV+@2]>L4V0@^>,*G"LUXQZ?F0Q_TS"KQE*15Z3IXY'R:O= M@4VSL^TA@F6/YO)ZX'E!CS,G\5V%M I8/(/7,E\U=2D@BI%K.&GH2E%2OB@) M,R,<'GTY{2)%?EA2%GR9D0> M[(:S*%D%WZP3Y5E+I30]MC$@0 Z]\A K;"+ M&B]&EI%A6&<;>DEDUN$)#"OMXR/U'Y\8-]TZA5H%M'.M+ MLZ5>PE8MK!.!%+OKP6%#AW,:)"-"!!6/(IN% VU9P@85W,D$#PO!DZRR2+G2 MB;_8.;ZC$(M:-.9BG4FW":P@1&K2-ADQGH>C55D6U;<@857&W-U8;"G(OR M+LQQ=6^:;H2+V3&I@W#U)DH&B$AJE8PYZU>BY_S7^,5&ED"+@ZI.:HN0,7K=Y*6/()H)$UZT"BVCK^*%JGRZ'13RY MT3%?.[>1 >*#B-86 3WW4? PAG1>7.,M.*(7;M@ZHX*W*?-"N M"W)@6I(>M']D2:.TQ#J&DPB|;E:I9;C6+%3]O2G5QN$'-**/O1ZEWI^_N'Z MPQ4_.!KI87"]/EVM;;..!8.2PYH+AB,BS9CZVG$A5 "XXB&FQ+SQ**-Q#AP,V M=(=7 $HX++9^=^<>6:,-;_:LNKLSNIVSX_[-])\I\H83.YZNO BU#[9-N3]S MV*\N-;K_&I! [9D-Q.C7_$RTTD?M9],&I9I?S%FLW](5_HEY[C' QEZ,.PM57 M* -I7+F#/)2L!PLU9,AT]). %(V7X1 -CE#HZ74[1(C8\P++1H@&@.BI M L<(!A]R[QMB%OKN1.*5/L-Q7[*H1!/^,>>#]6!;)U'48AGX%(.,&WR*5+6 M.CF5/-:PW:N825JF(E5MS[S'+)[,9/0R+\,%KNXSB[F#N3MSS^]Y4X$_]U MD!^=.;'"-%E\H;'K)XVL^#X$IGS2GXD7N'G:6#AS%'_U5*)12 M]"2&'+C:LIX0AS">]P%7S/2)$IH1@M]?,N+?CVN0,J\ZF. &X5I.BA2TD!SL M8$(O*E]BYH+R[W)"9R/1DG!+G?3(FB:OU&@6^=PM'QJ%OI<]0K?XA%/ M&"(X'').PMET$UOC:4[CB"9_^T@]N/.C82*SC&.(M6:? 5,A#;]"1'3L6F+5@KFWV"!D[OS0,0)%6*Q8/]RRC>4#_=QQ:4S1AV8C*I MW0JXQ;8-GZUVP*0R!#F"CJ66K1/:V+!E1.RS:S67OBUEMP*YORBU?)LDOF$' ^B@2#A]?:\OSAG0(_MSUE4RBP]&VE66'="6)]&$*ON3W81$WDNHXJ3!W >]FTQRB>!9X]R=-E$+VT M-6S5HUB0@Z011? %6LP&/_413P5#/EYGS^U_)Y=7J(W:C(YJ"7+=Q!!TPO+/7 M#\]P4EF1NVGNIOZS*O7TOFH!R'46MDJQ3XHJ-V1"DYM^9YL2JO3 "62DX(E M\EN@QI:^[TC9AJRD:%%/I:%F@<_ !AP! :4B91U^IR#Q"ZY5,R$W?JHI6E\% MP+/")IM5ZRH_1;&:P^&EUG!09)'JFG5GN8UB$4\>E%J]8;,2A2D;/?!YYP;1 M@PC9-HQDQ2]Q/_?^[U[T84K6T1T%#?,#6BO1OXZ&6<[&&0KS|=QX4U=__STPGV;,-?2U-MBCHC!;)HU5Y!1[?A@6045=I-!)ON08SQU:U]U[/F5[67;-VNC%4'-BBVP/^ MO:-7F?>5GNAAP.*3-*QW21_R0#PLMR4G/3;'3'$R,Y"'&9 MWCSR)Q&.'R8IH7D-XY@&<+K/XQ-!F@1 F\S(RY/O/A$_(8[']8S_'_9R',:(O M+8.@(MI G(^CQ:S8 <,P?=)GD;EAY]/G'1*MC1]PLNCZC"I M&2CAL"0'QLR&ZL#\^1/<-Q&;(,$E!![SX <6M $Y;*<*S^AXM.^@N!#',M>'<5L] [+VQ0;J:5W-_8DC:\%(ODV)_$=J&JYS\S(V'/*>[3(%8NL[9YAUX> MLU8,]+B=H6+9/A3@DJGK>YX$R3;,U'^6U,KL@(>TK'<1]ECF39#PEGUS[J1A M@%]8EE=85B6:..8[V'JQWT0^,ZCCHTB%C0ORY-LH)E%(R0.LWS1)B/QJ!O0[MK$7[B"DI'$V.*ZY6!##IT=$2*XX5L 2P;EV_9^2 M)GJ;&WM;,V(VK? ==Q->Q_2:4+(D#S%DUC0DRBGD SM=*T7EQKF]O/U5*U*"3 MD$N;[>9$:.!!Q;*P@'G@LC].[&;<,^FI-Q"=)L8,XK6V6.7 MB3 P4A-R-EFN.;_=S#FG2S+"XJY(D"97!N=(.#OR(V>E$'Q7$=S)!*=M!X!(M+N$G/7DK#$Q UX-#7KG!1Y M8;1(3FQ6V/*K=9;<1_@\W"8Q?:.:A!46@AA'KVF=;^Q1.8W;9.Q%Q4(/]+,H\ M[54Q/5T(G$)"M\SUF&,GL]7.(VVRTC27X3/S) .\O= 2LLY4 M#<0V,%D-%9M,MY7-KB9<$#REMQ?=9^'P[85?B&U-PF;V3#191W/W[WL_IM=. M_)GR!P#WU-W'NK76$!?QQ487X6J/.4P0<=YYF'/6/ ;.<"$+)\,F)3H[\=&/ MVHZ2DO'SY(C"/-M2NJ1=NJD>.[F4>@G#^G2J MG] '+ZRZ$<%ZB-6'2\F=C: C5@Z@Q ^.W62.(GS!*XM9]*XA! MO&"I?1^Z+B8)B^73UULF7\JF UH) [@#$U/=I"%BTM+:*J5U?E=AV++(M[!FM MM#F-&>%49ER="T+V+;F=9<[676Z8NPR9"TE;A3PB ZW!-T]DA=[4RRUD$O-R M"-

*}/-C, "%PX;_ P;,@ =CE\]=N!_M.6@8;@I.%AP27U*EI4I$?0JQQ"8@>><8 M$Y!YIX*635&]JNYV*[0MD;]T"G<+]_71:EM5Z,91'795ZV/%"+);BM4'@RK7 MPX@"[1R'$T64W#R,.7)9?,W3+YS]PWCR(+BIEMV$"M@6)Z7;3<@A+7!1+8%X MPT-9LIOH*83A%@+'EENDN!I]^W-/&<\,T_I;Q_W,0AA1?-?W+]-8G,ZM-G#M M8Q6:G$S;>-J<'F\V:]UDEY;HLF@JD^3#,D7EXR;BSSOJ^AO?)9M]$+R!0LV$;G=!]$KQ7KD/,4,%#9(1 M@M.W)AQ2VS<5(Y)'<150DL$B!Q&]V8]:V!\X&PT3!@-Y)R@(T45235YO_8!TY+'_MM;\/H<>B=W@82[W%%Y>!BB:\?29)3%L2I4K))L_)+HZ3ZU8MB3/ M*04RR/3-42Q(IU/PU""SEWS*4;'*J!XGV3)T@[W"S8875V":X,$3-P]^2]+ M]WCUY)6;F*0!M,<_JVVH3 R@+C*ADH]U,_-8J&] P+U;>XZLDM-3PS^N&)\I& MW"I(Y&K]+F_1%F;^_6RQ$D6:T%MGWT%06.+YG M CBQ'RE:7RO@-"#}3Z(]#8]=W GB! MY"11"#NQ683Q6S7!4XGB/RTZFE6L4CK, M.QAT/K>7U^)-8Z9P]WF"8#;C' MEDIR+ZENWNT'D*C$?MSG#!&WPA&)"Y8(%3QEX1)PE45(E3661#'9B.2GW73! MA=*Q(DSV^?WU>=E?C[1=X$/] IVX3<9/8!Z.<.[7C*N827/&U-5]^M5);J+T MC-(0^A)[:A]MA(;D:CN(5'A, QP\QV?,G*08B\ D#QR5/#D)%" G#PR;N(". M%;@-()-)0P7JI,3P,;MM%'+DZ/(=7QP!_3%N/,-8T.43K]D-G6>;-W64,T(M&S?PZB#@81AE@(H>%!GSV% [3@ B$Y>',]"B(.6#E#*^Q7 C!)8F; 0EF F^1VFBO MQ/2*,^+-&-\847'>S8=;OT07>ZJ.5EH0\'JAMXM1;7VNAD;M=-[&EJ0\6M$9 MR5>>L[@%83CGW#WQU-&7""L*Z2-GB0,E'3D6O!Z=X$F;- M"82I2)"C@&\$+@ MUHG3UW7LA(GC I>2F,,(I.<8ZL@\;J,2G"DXHXM_$B\ ,<@'(54<,;+P3E> MKZ3!B2&.=;K5#$>,$&S2+VV HM&P$:.3NVA+#W,2U:&)#AHI+FD7H A*U*!X M$4D;3_W"$:!*@JR?IY/3Q8I&NLL([.?M2 L4S"AD;!&.L.#_>MJ;&[&&,E^ M6]DOS%<).? T6M(65AC;\UZ\?[-+G<04X9K><;%US==9!8^V36P4H-\E*4,0= M<@M/DA0?XM$-6WGX,N0\.WX 5\UH.]^N_/-K;*MLO#IUQ\3?AI]DB/9I>U3B7+DF]1? @RQ8_(V_VT7A_9,?OC]? M]^?1E;_U4^]]".%?_GY,DZXZUDAXUQ$C3ESU'F.$85 O0$:3I]118,CXH0> MJ?)423*$=5ML5RON 9]_ M3"#RO<]7/HE'+!MG?N@Q^X'*-O=09$HS!XM]'.TTM\V]22$Y_B-%+SQ[3SIX MKOLHAOOYY@/]XV]^ROR4;7(_Q^I(UI5361TDP"$<"761'4"6,8Q1- "W+,UTOH[AX>BT30@>_9(SM A3& MJ ;%,\8VGJ1M!AU>MYOLH,$V=!8ORA80OB&M=!OTT\B^!O'MO [3'4%AQK<1/,;UG;"1\RZ32 >-9,;M A1FK ;%,^,V MGIK;+DP8&A87[PUR!8$?^#M[_A*?/ZV7IE5@F79G80L$TGQ<@6G91PC2_-;& M,.O[)R>FJ\UM"E[-\TB_=NBGZA,IE84) ,W%*6P\A9X/%,W8JRI.04 V'P" M-/@#$$&%Q((,ED7WDXEC\8<3F13%5K1$Q33O8Z1J?C?D6S_,>_D>U]'3].F@ M3"9[5NSVA=JB]7F09=G;Q_R06S3Z]B.\8A.&TMBUVG;F.N$[G$E,;1V=T6O' MHQ_@T'OO0G.DS3ZH/BD0[%Q<>XAVHD7B=:=IBR#TG0VWW'0E:Y"9Z<;ZQP*7 MB/Z;6T::[.%;)"F(<SP1=05]\50T(4X"OJ?8"Z _V1A]QHKS@'5$SB@!TN0# MQT@J9ZS^C#.CGSW9MLKC3:9..AT:Y?R!KX>K3279(@C.Z#)<;#;43?UGZ5[% M! OK/,)8H/) [;PI$O+@_.(;[X:1X18? 4)Z2(#:]J,+O[L6?B?)%SUGG$ ';,AM/=^S[?B6QD5[MZ ,1#7'PLCF-A*DF9VH14'(M#3B2O.80.")9/<>J]"%'[OG81Z8+NJ%Q3+WB MVBIH%>8T\JO%BJOJ.SX<^1/.]3Z8HD&$J3/:IVE'76-^U QJU&AUZODJ>Z#O M*O,55>:+YO.5%O.5U.9K@*!X&M>DS+KI3<5R1R//S>E)PEZWT9H/TL$[&*2] M#)'C.?<\7D3''2X8;T&T@VAX'GKW3D"3,R>A7K:GS/LL:9(*4<*H M$DZ6<;/%6E:IJO.F,/+P>?/R)4T7HPWX6.;&WVESX.0O' MHS@Y?W)\"&"DY1Y,$' ZLIN)D;=EUT-/WIO=A)WF:WI CTKT$B.AUT[8 R9 MQDGV=)\ <&OR%!H'_1&--$T Y(%I:IH;M2JZE! HS@5+)CN2:VT_(ED.0.+_. M)!D%DI/ 2VPTE^209VS+/%H W-!L&3Y#J"BW5!407C E9[<:)=4A4,(?&0N2 M]L "J%U_CZID&";[(/7#1Y.ZS6I@M'J"+>Q72@(J(#&K^FE9ZM ONDQX27AN MJ%L0YAL QWQVDRA^)0F-GWT7L\)>_X%+^$I*J W>? A!)K)FN*V\9/N@SU=^_M^NRXGSM9MPK9'FO7BZ>S?CDF0KG=;JR9&0F_0NEJ]$1+ ^KLG$Z:Z[\:Z0]JC=*QLBZOY>G%!;N=WZ]_)^FY^_M"T- ^9+29!U5>9?NFDS0LXS$4JSP?:<1!/"TR9 M:VY8!68LU!MS0\GED-1PX$%JQ!&$3+.9;?DABU^Y+X\S:]0!2&@'!#4=/0F6O ES> MUZOJ1U!/(8;^BD=YO"2RM!\"*CJ*JU\^J""QGBQI&2]?*TG!$!\J:?AI'A,6 MP"04_=YQGS7T93YK5H__G*&3 #?5*>=:_>J3AFA3^E?<6'B5/I6YL3Y-SO=Q MW'P+T0J-%_FV"% ->]6@*'&NEI=F'JY.#&=&,BSDN+:;+'/7A:29LEH; M/_ARW7C/)(.\QS !T6HQQBBMML+43U^A,0'4"X[M^;FK%1!S.1F2 !WX'1X6MD, [-;@U2J,]I%/!VJ \;0=7 M306RYRRNJR@?SNX7?_VPN%F3Q6]'UQ0?Z*8?ELTS)_P,I_79Q>%9''VE,?/H M\]#[%5P7V(_/SU@?X*5P$\2R++3WG'1?'4$J3C/- G#[G ;CZ%#FZN_.M'7W^\[_D?V'_0"[XG_]_4$L#!!0 (_N#;ED<[7@)JD$ *^6! 5 M8V%P&UL[?U;<]LZEN{[5)W_H)/S,#-5DT2^)MHU MNZ=D2? 96MRRY)3F9/2\%

M)%;0&GQ41W[^A-C@MA]"B^/_E&U/#8[)48-0.VXSAU8)\65#\8>6WF1.6&0H MCU"'&Z]MPNS+0$8.#U&6H:)T(U]LB<()--Z<1^]UZ? GO<28_,W>=>3;4)#^;C/^L]%=S-D.H%PN M]CJ\E!E[0;S>:SZZ^4TWMI1H2:K!I")VIX,++X4HN.$-=8$F>$IFY996G3WT M0M<27%!.Q]F^89B1M&-[Y;C;L/80^)II4<]/EYRS>P>?G=9$,=9C94+.+)Z;+DN7Z"D/!?1S+" M?_R8:W TS#EW3OTF%9K,N!PA+19*^+DC#1RY)XV97Z6"I%BO.1@0Y&@:A7OM MQ=P&6RP.J=_E1(+P.FDLBF61Z2P>^1;-5GUT5+ .C0P$EYG2 MT[JT.8_;A)!>9-;4CM\DD\00/3486Y&*+^R@GQ*&A_Q-KW1P43+@5@^XNJE9 MQXU+;E8Z%)UH:NYVCKW8F/:K]C,8.!,3;A.!\5=MI^4[:HIXA)3LXL&0S#*Z M#K4U3I*10(;G_"S#*%X6NJ+;N\R>RI: M]VZC$EZ9>8)65<$4<3H.GSS1,S7U=. <'*<+&!EM>*G)PV-RP"1# M.3Q/B<$@LY O[403X!=9NUJ^8;*X@IJ@EY2[!>:P3-I5 M9!,J6#/DE):*$IQ6#+1B Q&J-I!7P80\ 1AQV%FHAV 9A ME.(A6$$UX,(A%5=L SO($)^. 26E%C(@-'V5 648RV090[Y]&\?UE\/#=CNUG M$*4RQ4:AH&X@K50XGEW)=SK!2J6*TBN8=7ILZRYRC1V"Z, ^QG9< YN!GC6$5 M8RLJ4HN'"CB=C7$=L@@G]?L+/>%=']Z\?^+ ;H?MF80Q(W-$[J8Y*M"@O,%\C M>-/C2RA\&%S*& 8HS&=T&S%2QQ3\"G_"A^>@J:P2;3A(+O2V7$,D'L6.U/'@-MFCJ($S7@>(,KKR15F(3EM(.2:U4<)>U LI, ($190E@%XZ82FIFX&\ ?7T0$P M/)2P$#%?LW4P6R6F6^Q16D&]M *OH)[K:='.:$Y)::N8RT:1Tj8 O]J$K[F M +Z=Z0_"%9?N[Y-;YJU(Z6JJ1(JH8LN7F+HL*71@/N/NQ%%7:ZGO4(&HN8=9I M##WN4*B]*-UD'@$2/Z<%O>[WX4C.<9%LO()#R[1@(*:HQ5K;"7548D5Y@<4F M? 6XFA$=.0MHI\&>KI?:"LZGC:ZA($U9QQ:9Y;B;4W\S? #=='$8^V"] 5&6#\ MX5@&5/*=9MH3Q_-F]@(EN@ESX? 1=TX,_)0T[!0P3]3@5Z5FKKB1,0%W\EB94 MOV%:@0]5=]3,Z$6W @,8:!>)M!OX^T!SV>2[_2T"$$-D+FVKR%IQBN&5#ANW MDX\'8#D#VL0Y\I+I\4K$LSGG&\\F?JN.9AN=PWNI%<\&)=![N8V:N+U$6>=E# MW2#UYIT;%0K6>D])-K+F]<"%VJ*FE)Q@0'57+-O*6%E"A:"SW!:Y"E-45-* MJ,NBQH!_@09DPO\V@,L<'X7WLXU:\P5](L<&P5=H%]H%&)VBS2BX&M=N#^HB MYV5+EU*<"#32"O!C;"KJ*<,A2H(V MTRJO6!PYKT>*B9[8,(+%8.0 5V9VKBMZHFF3HRP;_=WN55RV8@4=3MGDC/O%PQ:QZ(%58$W,%<[:2%%3;CJ0 MD64P/10(+#0U0S.':4, WUTW0]@P]$@648L'A9+Q7:,VC366]G>NXS';I,-* M:O&AA*Q"KL0U<:B>O+1\[!7PLP7V!YK]K>/Z^_--K*9PY^J++;T*U4O6> M7B]BI@W6Z/V:8R96ZBG L8U412T&,4O*Z_:=XVM6DA-R>E?<;J8;WF2]!OIJ M)#0KWKQ.D/>H5\+-XB2M734W"_1ZG6?T?IUMX@4[3Z^=Z!7;X7%!4Z&)P[D8 M_+]G@3"00GR[W41G3Z&^C9D]1]Y,R)TNBD3NQO^\T3PS-RL1]_:E')**T4\= M[PG51>M=0@[JN7D]?/S#!"[R9H]& (X)7"%WEM.)Z4*"2&@"26%@0:LJM* M'8XEY]3+1"]4IC;D)MQ[P@T*FT.M1AU=C>\;X7:O"_[.*"KR$W8TJ#3" . MI0[4H;ZYU7PP M6Y5F$DL34E*I*@E.:559)6I<4^ Q%4P*/,RX/D-*>C8VH0K3**=(KPVS.U)/ M3K_&G6+ARB=T=-V%_^E=2^"4+YX%.6X+3!JJQ6E.^/%S&(@075 ![@(=LONO MS,?'Y]VS[/'Q8CD;_.V/V60XFO_KHC/Z^^-X^6>C9[X),:U(S*GC XJ;]N2* M/\Z[#=VVUS? "[YOVY>!Y;E$4]U"36D&@!8E7_:C5DEE7,174OZ:ZB$,S@: M=IL?[UE!.\+.)&8KL:X["W;SK&#"_$V%:@(WS8\ZLV#+_7,UO(I8EQ)_42H0$X=W26!3+TO3\ M5NM%W%9"6"B+5!=Q<7GH<69M0BKSUS:-6?:8J)R_V6+)9 N3B^,@9LE*+A'6 M3$CE(%U.;)F"?CVXYK/F@P=+TT%A<*?\PFD9SZ&,V3#134!;#IJ7. MBOS7P ;PVI._^2Z^Y/X'_X#IK5\N?8(LKJ EZ2;DI=B \4_#,P=KTX/83&$/3 M!;H_6T%VX3S!*&HHC&4)P5OOIQ.N6/:JFQ2<69.>6E9./E==E]+)*<5;<3"Y8 M>0"GARO3YTM)*_1@MJ1Q(0%_T_/@V\V1LX^-QDE2FDZZ2NHQ@%U?Y*6-3!*M$_F2D^,8=QQR ME["@A[Q_I@':H MF-!G@U>#&^4DYI3H'#=$-+-U>M!>P[O&>TW&VA@XGH^-3TJHHAY56(7EE?!< M+IKL5?A=)UVS$XYT"P+&#>O(TW?LN23?OEVU6.<&(THF(& M[UQ-C5[@=M/THIG_*.W_]4[8^%A45MQ@WNEM" V#7PS?(LE[]M&)/HL\#U? MLU'FZ"5PMQAJ%55+ZP\9'1K,7D :UXMYXLK1P]6.04 MFTR]H:545OY$]Z"E1J**^OPH$I97.G/R7KZ>^\[}7YIK>(D1=!8*<_B&^0KT M!>8*=*?_O3\?+OZC_^:]Z?+11A+>_: PFJC0-GQ ZO$ M%/G2/?]Z2=776N[JXN.Y^.9-HQT31U0NJ2=7=*Z)"N0"E[?J\5N_\N.D'W-=?G M[@Y%6E=GUP,4-=)JN&K63YT;"6EXH+)=&DI -67)FN8^>^.?']/:%&>\#%8D.) M+4%>CN@6W\B+1R[\35QLX?: 15!V=DW&)&PC2'TW_ZH5IG]A#HX1NB MRC,[/Y)3I;:DPKD$2L40EU>#; RX6OYR>#'@V%9:],MN[V1)J3 #"M0@X YF M,]RYZ/+C3[*MM\R=(C4(N'TIRPIP0A?& 5-)*M*(7>23999B=!'"$,\?:CY M3O?? ^;!;?7@2;@W? #&;"^@;;0_#R 2A8UE%O0@)$]6T!V,.!B20C/T M<1&*1GL,^3BUKBX=12I(2$P-"4[J^H9A1J*,[97C;B,ML)_5790ZJSL^O9-X MQ"2G=2P5N6W\FN\J7;ZV7O3$MYQG]B M&Q"O%+['@$)6X/P30LA_"/'0'KE4K(JFDQ7.RZ6,:!C(8KWF8$"0HVD4*J2, MD 4)PKNEL2B6I7$TRF=_:!\;A;+(E/TA&IK'<-7Y HRE$]XPC,?N)7PNP0% M!JI46-8^65765)N80G1KH:LL%5LJ@\?. X(69/J&FUWEO,*0**ID+.[X]W MS#F\"2*> (LXDN<2H[ED!)EF9CTIGF%9&*!(U-$84:D2FQ4/RRQ"$_74@JE*F5 MCL>IGJ&:9&J+2(C>!Q;HXGU3L(6EAH1JE"TA7RT9W\5@?,:"\5F>#K[*$:;; M!\8D^6K.W\-KNIA@O(+$/$0J9M0^[=:H4YFSS^0?Y\4QJ%!7RR4C135UZ45& M.5MPE=24?--4P_O,_P<<[YIW*IJA6:N*>EW#_"5UV>J$ UR"L0CURV9TGTY_,,;\/Q#/DK< M=0B>CWBG=FU:Y90D*W_@O6R.[$_%.GO"N_Y'&B,QG4?I.4!Z$!!5#I1+T5R8 M2H4F!FLP/6Z9<6$/8+@2\!9[K67"U84_AE=-X6R:E]R\R*9Y3[C29 MTI8?G*"_^VS]`\FXMC/<%X%T13K+1U?LY*_HSQB4\? _$_ASH#MK&QD!DEPH M\CT3^>SW'M2\NGEED\OO.-=J=9QH@+IUW/U7J!QN!U+O2[QW)8GT+C877H-+ MO#)KXCW,B7 @8]MW3=LS]7 V)^[@A3SPO:\TI&->.?I4L6:=1J1.*U'0-@?[MO/=^T8R*Q68FC#M%P\$K@>0@K%S:S_5CV12L2::OL9>+K1# MTS@6ZS4' X(<3:-0/K2#-$@0WBV-1;$LC:-1.K1#"]HE6F"_NE%_^3@O#$ MU1N6B@=USW."U:A&5.32RCFW*"KCF"=1E-A@YTG>H'WSM.@GH7$KY:B\Y0Y2R#I M=_G<+? <#HL('ID$[Z_:NWUSG]$^OG"YG-1[,7:1K3LN![99=2.!V$/YYH&$W"M@=*N"%SX"#;-[9P3X-&6-]\!ON% #$8.%7=-J%.P.P4]_+2RX3_'.H>ZFT# MQ1B"9V Y.Z00+O.I;E/Y1X/L,O*+I-/"9_9L.C!A/-3I&14DRN,.O2K MAAO*7@G R-?1OO-B:$Q764IVUL&04UY64)BHU!D2&'ZBSWT=KA/@GJ^$N>>ZM O+FG$SV\$S_]W<:C\/V3AL<>*>^?\!U>)+'?D%(<17^63/MVK"P5L^KAR"DG M*ZA*INU>W9G?9*%+!?C8N%"@!YFZ(";W6QL0+P")L,NB$EV-W&^MN7,B">'J MGI$$J5&-S3[':-ESQ]N'1?]R)O0Q(>ET;GH]JYD(+D8TG%D-[M.W_AP?;JP M*#RY>+)'SU&+Y^ST$\I]@HHYT7X7V@@7ON;Z[25_.MKGG>MXW'!=P#> M'8!6R8JL=="F)-S?&,/-/40S#S64- #O'H='PB::8&WJG[@EU^>BPZ@VD7L1_M&ZS1&;1-$:?62WF/R)L*Y"R7_R'+7&_;K-,'3J%!)\H(4D3XP*F8P3 M\6KQP35U@(;K55T62>\F$NA;0%)9=7M1LUU'K?["E\;-]:JW.RGV9)(F M+1*7]L7O#=Z[&- I8#5K1FYI]MK6<3<&*VJFOUZ[X;EN.J<9\;ZAV$>^3:8WIEE.\T#+-M%UVPMJ1MI'BU5GVB,JL+F!7;="W!Y;VU\TJ+\F.)W). ^=I8[.PJ9P MI5P2GHJU]E2\])0J1W;3':.9/41]>N44C+?^("P#QJ9A_;W1CCG$RF7W+!MB M93",#D;3Y;P?A5.1$#:E>K0VT_N)@F@\0AE=^!;V;P)<8!7X!C^HZOVX^-KE MN*6+_+QFJUO3UFS=1.L1#VHX"/'(VY 1*Z3)>=5LIV=4;69[Q"ZG&C<3!YJW MN1V.!U!P!WE0 M'VAU'#KN'.P#J. "HSC@]\ P=;C)SXVI5;J-M*C74-1KN2 F M()+9"W$178WMT3$2>5'NH3B"J.*J6 ;BL& M[=A$MS2WP)O9X7%JM#D)-^OI['5SYU6S_-9/7"V6V15UZPY>_9V);.#7C0 M7G.V8[R;5XA-HK4BP)I2,>HSAGTH(25LU<>YUYOJ62'TBZ02X#W==,SN(7CR MT;+7#<)E$E0 9L5W6E-XIGE4S*?[A'XYG.XT_FFN>;^6/:0)Q5+"%(EUD^C;XQC?M-;!U=,YE&&8DSMA>.>XV? ;S,<]UGJO%_?UXB8YY MHA0V@]ET.9[>C::#\0@ELCD^N)-X4+]W>EPLY3G-+*#]KT^RF!#E/KCS73W0!^*\C_>$_?LR!9HT\-+^C M))BZ'FR#T!8\!/"MX08M&A4\W35#<6:K!]?9@?P#K,KM2<4M'I0X$DR.!J2E MW%3;@J/AN<=H59J2BFABJ,%./6I%-!.@8=+?%A5O M)3VHX3N9]=CT(,6)'88"$\=>A\:H7;BLM]>A,!Z>!,0*;XH&[)J0^2#O5M/1 MP959. KD%I0*^)+H9."EEU/F_AW3>A+EI>W[9]VOUU=S1S.6S@"NQ,;VT 1K M!P\W4P,*TJ"Z_#+W^F_FL^::P7:QTW10I/%Q914$G4E4-2)+(3O?:)6X647P MM\PM*Q\-N&U%V?>TU2;:\!E-1HN"RIO"MS[^DW1J)";/9&PEKC$7.=*$/GBG)TST%5O*(C+N MI_-0245P&F]PG@7-Y,.. G^. (7]L.\"#4.=3*DWPA,:J86ZM3;CFH:Z!P#I M[@'U 'YI%L%/K:#6&Z%,&2T(]4W-:KG2(C='.!33));2?P#N/=3C)G>Q2UM9 M<:9P4(9\[K#D7=$MR/49.?[Z)B G2\)OQ7K*L8#SN^P21_84\>'LN3FWL05 M>PL TXHM(*K2$>ZLD;&>%4-Z(§-7@B#3,>N$W+)I1?6@HIJ.=R=D=4 O^YXD M7Y3:.RPVCAMZ^(?B[^.3X9.LYQ5^(T1A$'[/E*_2+P;2Y(<#) K1[JW!;#6V M=1=]-[:[MAUHUF$5E#>[E&A&<=)P53CUYZ,1Y=IJCV.FSU:,'^G -CK.5 M$>LHSJ?R.H@M9%UEV8.[UE]0^DTRABQ]S!4QU_]EX$K! B>_\)MD"LT"YTPB M$RLND05 "3ELN/O3[)P[HTNI9O&K>-&^\'9"AEY%IJEN;EQ09@:4)PIG!02 MLT>BF_\<(H2A*XJZ'[A0Q_?P'WK &;SBBI.'&;18XJ(L:>6NC#,8(/S<36 M*UK0CSP==@3T\OOU/ZT=GM1&2F50V-YU5J)6LX62?3F(:\4Q#(\@LGR-NM#>L MQ")"$V^51*PJB3DDQC@LP[7QVP ,R& ?/"H\7;?BU5^)R^/GK)?'H[=W]L_O M1"_0B=_@+5XB/VQFR""OMQPVC#$>+R? E#77/YR*G)OW\H[Y8J4(5_DP-J85I%B[!S";H&7!Q<*D]D&4CW:!E0L MBN0)C-&+#HL2D\"4:NL-TXU))54]S7H1]^PPFZ,A"?OXG](IQR 6H04'492* M(Y@M-66M-\D9HO"<7-=D6C!AU# (7/?4/DI722K>5(&;FC0DP96T*F#T,'5L MO0QQCO7>'G<*9!>2]%E2^E1>TF2E48TK^2+SVL9+M.-*R_\=(<]8/21Q\0: M1!;=Y.U67+)NUF:D>$KWA*;D, ^GVRQ9!QN=Y\H0G;^7'99M+]/7]+9*/5 M1BT>VT'>&8? *&3A>J1/B"]83XO!IG?!QK3T.+ME&X\,*TCK5P($*2C4T5$(- M/R1@Y12:.TV&&::Z\[2BE"#*6M-&2/AL< P(!;\[Y)4[!(5BGPB^G.:9F(P' MH^EB%$X"P_%B.1_?/"['LVFG?S4]N_1:B_KPD=&;6%F]TFFN68_D-;8?-BBM1,Z6LKB"5+"7 MWUN6%!2[-A&/5N[^D::*?(BQZYT6N$;WE7#)L;/-/FD? >IWE+V<8$//2$2]T M"#;Z899=XK8[L3BD?D]+ $?>]P93V=-H-XU%L2Q2F+;*X:B]D'%,_MYV' ME MD<)\Q2%P49AN]$%S_==$IB!";C5"#:DP+S^OE944:RV0!?//+F&FNB7D%F*QI1BS7O MYC7Y"_N:/*04G(2SZS4#],UGDV^:-M+NR@GQ*&A_Q-=_$3LH=';E:F/R,X,!=AD)OKU-SM"NQ,>U7[6)"77>/#E].'Y+NU),>D)I.M?M9UFB^5IXA'O!.6G-ID-M8#>F;9CV&D5J6&P ((DY"EQG1W"K*=G46V$:3_5(X03-88O]#.S@&#/D ;@K-MQ]VB;#:S)\MSU8+^*VWBK0/YP371Y==B+88G@!)HW'= M[7UII:M0C,>KD/E88TOW0*LR8AE\&;4M#5'MYRRL"N ,*V(0L%.S*#PZZ) 97ZR=. MT7D(XTNK!C2CI$)/:GGBO=A K1BG2ZB&*X5TL=VF M*P3,9I*CHB"A*$@A.D09!'"ELP5N40(8AV%>%%>WI@I$IGX>!TRA<%$55;RT$'--K90DQ#Y'SH9$ M4U5!/I46.R:01-=-FC\1CY9TN$0FO)I7D(9"51-352*#;SU4Q5KJ2[:R5HE7 MH(&87U5MOY8O0]A[+V86.\;:QT"S@W6APU3AHJ_ZX.BN5D:/ZE*)O@!%88+:BNR>9E]JC4EM2C1?LD.5, M.-RTT/05HYH""S8-.G_@CJ0HEKJ\(#/'*[PX@RQWZ#Y0#$8.< 0Y6@E=^2"' MTL!'>+HO7$T MUYBMAJ8+=-BB-]AH)K*)88=S<@7IL25 D1[J2\@I\ [WH>U/?:,#Z&[L7!0SB2[R *]B5#9S AH_=(<5-M2W. M_)U73$HBB+'*$4RN TSW,FHWB8!>X.KHE=F!_5F!LSFWJNE+QA0G3C&V]DL!- MFVTQ7#N9J>&7F"5;!FX9;U+)_@@FM0UM-*I8TN/4C M*T3]7*B,[6^LU^/"Z18 ;^DDYB^R=#ON_T$%(*+QW M!PN&65%#K=VYCH? U#N;_)!4Y6;>Z.%FZ<5?!KAIA]?LEPT?NC%WY*A5-/72FKE0@@S5A,>TYL7> M>Q'N7KX(GCSPCP V,7I&KO3,;N6]4[? RQ>/-8O3WQ%TV1E]@W\VZTV>E1#C M15Y*3F?UJA"\N.2G%]N",('T4X?L:4;@..>&R* M826)V29DB,I<3W> KM:PB]T2II193,Q?#8OA4#^B?UL[S9Z ; MT8/'MF=""9:N%H;A2R0RH[0J7EU>7F5MBOM&_M6.^EFH4A[@= ?3YH'_O+_ M 5!+ P04 " #+@VY9"-M*9S(O @#,)QH %0 &-A<'(M,C R-# Y,S!X M,3!Q+FAT;>RI:7?B2K(N_/W^"KW5[SW=O6[ATH2 VMW[+@8QSR &?]%*!!0(M-*&!P;_^9DJ 0/&-MC"Q5FG:QN4I#(CGQ@R,C+B/_]WH6O$#-J,:AK__2?U M0/Z3@(9DRJHQ_:_DZUTH?#/__OW__K/_Q>)$&HOU2P3LBEY.C1<0K(A<*%_ MS%5W])MHFY8%#*(";5O5-")EJ_(0KGY"D0_Q![_(A$24BD55?*>"@GYK&[W63 M!^KY87K5,WY,4;\H]A=-TBP1^TU1O\D$4:\\-PU^758'-K"7ZWF@7^'7D73L M@::CB?W6+6C/5 D217- %#*"9XDHPI'*Y%H7*(B;)RD(HG8@(503"(Z@ -(MQF0IZ&/D(F(A@AG.;\^)# &P_OMCY+K6[U^_ %. ,'DQ[^&OUP!_RCU5C334F MFY;S^?QA,; UOS5-DLPQ_'B_"+)N+@'+WC3''U3)M!\D4_<[)1,,N6ZY<-2= M?N?,NE?J5Z]2;DDCJ(.(:C@N,*1__CMLKOYX?9@HK^"A^NFZI*-.%#:>0GZ M_# T9[]4 PT<8I+^Z#EJL?G!H4:E$(O%K@2&X[A5*\N'7HP<[KU^\.:,G_CI,Z+> 2B$ MDL-3>PTB=(3F=E"I'D0E%Z\2_?'W?T80R'__1X]$7%-ZS=#6NY?Z*6_T,.=- K+J6!I8_C9, ^(&ZN(W[@W:P9^J+$/# M_Q,UR-I PE,F/$-UFQBS OI#;"$*RL"61:&5$3ENG(&52!D*=%(=N/EA:FB&MH>([4]H$?21=,2: (B9$AA3Q2HO#F5'EDF4I)2P3,2J:*'=$T2)#X4DQ8J'1+?OC252>+-UQ62B.4TXWT7CO MI,"XE5A&.NVFH*,,5C3=-0]9*QOD]2K2;TC4[@PIX]D^7D5*I)"M\TMJD>$ MBN-XS0DOM'A!I"OM6KX^W P028'?/!J-NTRCP=E *Q@R7)3@,AA66Q*K_4Y# MS3I\65"?2+!D*V:%764"DH52 8YB/99+BBP>+G[%UXVUCEY@RKNCU=Q>7:;B M78JOJ1*()>=EJS*=BU$\V@:SF6--HH'*_F U,-R,+V,*LV.%NU-2L:X&C,Y ML]R@&R*QZ< S8%'AOB:O'\&P(,.N>5VGI3)98OC:DJI-CEN+QOL$GPPE M54=#^N^/0C6[+S+JR#I EBJ46ZXI35K^VVN>B[4:MGQWQ$:ET]#J3L9(34K6 MLIH3]'H_I@P1?Z[GNI[5--)LJ3G-ADY$2B.F@,D6!A*(J-,_3MR)<7DSTF M7! #9J()>EF=1)[&M6*)FU1C\<;K,SZDX?8QB3:38A,@PR^Y4!W_4T4U5-W3 M*U-20%OL6AH[TI1LCO2:M0EM,_5^?WR Z4P+VNZRK@'#1=8DC[82%E:#@<0. M3RNKRBX3=N=9=M!5ALHD1V9]\?)3J99HHC6L1_OOT=8)D>*VU/7Z YY-VO30 M#VP+H-%5T9C]:6+G@%A5+0N1?Z0:2S#QTN9#V94?5K->S4ML>0-'E55@+UM M@S7%7RR_BW6+NJW.D)V')BY!/.%5!Z0Q(,=\1NF1+6<<;^9K9F[F;-0O?OJO MOZ\W^T16OV1]L,>5$JE^A9Q[MGO .!S4+O\#?],#U-/UUM1W,!^ZRC7;2.Z#A=4LSEQ#Z4PY^N0<\S$B[<-UJ-MBQ^BEU.KW[0Y-S5B* 4*7+;<[37CYKQ-O29\?$+![D1$?0L:CL])2=O&L@_#*

M,;5\;E('2_Q5H+H?AN M$OO_=*"#-^3!=H?:(:LN1^C1)%]OD[2<(!NZEZA66ICE]7=)S_>15"F5.2?A M*$C6YZ<:F#]&DGTI>9 &@]=I,-BG01:HMF^\)=$;Z3{Q'7YA00G)PC:T]5V* M4+S(3Q./#3@IT0LWP2Y'XSR94B5G/4[9>X;$W0!P,E^60^
M1AK,_(LH,I63;-8%Y=&DE4IW$:0,N]!^OX;%&A7]/]*LB"3/']:LTH0:/GJH M8RW;QA[+@*,=U'+[R;,P2P--54S;4$'!0#!W/1<+D"8<0@/B-\Y@!#
Q1W:OK^@ VP5BZ8"-@ 0-S710#"3 M\PL7D5U%3W@#S]F?X;Z)Z<6]$MD9V9/I.)YMOU* A M0>?O_V!?^F_'=Y.CLA"^:_TWJD#_]X>C(CF.?>;^=R/_^
+/:,*F_/"D?'^ M[==>G_Y'Q_1L_Y-_2/%[17[_"FM53B?.X^_7C4*?] C%JH,1)V=4M%QN34%# M0G1T.+'W_CC#C'^ M\^M@%V?TO)&#QZCXXV_?/#Y-
QJ/O_[4WTU^'R&KY2G5#9/!8QL5^329")B+T M.P573]:?U[_[M0.F=V(++"Z.+3<*ZP8;S5++CY:8-O%IT"KY:?0 M_V_ZV3S;T%+>:LKXYT&[3SZ
%';+Q.=>[%TO@92GIL26\W6Z.H%ZW^SUZ$9W MYMR1\AZDL!&2/1,JJ!T78<@+(F5[,[B6*9=%RMR"7"W#>@V^E4]"OE6/*?D MYW>DO
\IY\H4]N(R)79PDWQ)I)3GC-1W.PR8Y+CLHYZ-/S;E;NC,F9M "E(1 ML?.U3^*R,H7=0@IW%:3$"B[52^>Y-_Z[=H@FHI,%>6.E'2LF"IH$[9Q1\2?
8HF^1(1,13,% M36!FI)[R:)::<3UC=I<1?XS%^1(1\THS#R-)LB/0H!,#4VU@]LF[C BS97DL M7.,\"#2A"U0#RCRP#=48.NN8*-
OKQ99IJT36&D_I')DFG1QWZS@X/-+O<')62U>%$MY58,Q4;6IG2K:OY3W,=7&^UW[O9.R*S#2_56/2F
M16W2RDB+93>NS\S1K2_S9\ML+@3K>UQF[PHNZ$US+[_%Z3S/&_;9Q M]17ZTLF_UQ=U1&$I5"\WSCC9*IFN=Z8F66QJB^I=8;UM?:
<=35^UOL<5EC2A M\DJDFHSPTT&UQ6;MLL+,,OW4Z@L45AA6^;3"&E;JH)T;-^)\S6N3P^%R6;&N M+PZ_I*ZSFJ/E+[I%-AL@^^.YB,Q68]8>N?
JXO9+)[!U?_$B&FLYZ$VF1;H[M$TJ#VE-TGFZST^:MV]^?JK&8=2*(+U[@XRHK'14R_0GL5'DZU\H,>M%^9IB]
MJZS;7,.3,JL=84DN:PH%841JMWNE1KE:9+*3 M'//$+U-%NEEXNN\SWK2^5W%S7TYH][3LQ(O5AA2'\PX66<;R8%YZY$\^4([
M%*M\6F9;:GP*8WTS*]3<6#<;GT^DSN#6F?EK9/95#C,N)+-U5Q^7)DW8X)>J M%4WF8MUT$MXM[;>M[S43V=EJH3B/+-PJGY,-I=*C4EW(3TFV7%?
2SO.CM$JYU3.FEN]MA-";EF9M'LR7-VYEU]T_NE MDW]O/T1A44K3U(G]5BC)J7)P!Y$AL61>/.QE)^ML[A^+R(*E%F
M4F/BDT'9:,,T>O<,W>0JGU98CFLLS9S!JA-=*R^[1FCY[A;-TV^2&%=9[6G
MT(A4O$XQP4>LEN!:PSC;ZH;L]/W"D]\X0>G+:"SKT8:Y1<*)\=Q3_\F.9&6[ME+]OL=ZPP/25O-
QO7>#C*HM;1*RGNMNO\+EYJ30'V44Y2]VZ(/MLE16693ZM MLV; <"C'8&:3KMC)QL>SN*,]W?I2?X7.NO!R?R!R?^]RCIO1>@-+S=KHJ
MB'1F$>U_!R?W]2[GA"]V^^6JCF8TC,;BZ9+@25:V55Z,DZ1\ZVKX$U5] J4EGA48@)=4YQ241NX>N^^JK<5!?1R69\)R)M7T8+(H1$9E4$_)C)%K M?
0,7P*S)=]S&N5.Z/O<*WBDU8U%,>(+U=5J;JY M667 \+S:6BR\=)H"3^S=7+HI9_O+5:W$-$5?4JTAKWN9 M"?&%%6-
<.CV;S4'/$SQ8+.C=YER>D]$SGG&RYD,$6B56/D&AHU!X$P2/9'5> M-SE,V]MPFF#:!\E*NG$@&7O0,B-I32;<"[ETZ[8YM,$ZHWA1*\\D:F[)9*LT
MK+7Y<=DILJ'#TQEKZP/KY%RO*67(:VZT3Y6C"?X]LR!_9MFQ2]59'O(UCV>\ M8D:;#K!3;Q3YOVL]8=^*\Q91[UPHQVIGK)5+L4T'$_#Q3B20QMN:XU7
MNCA:@*6B2B, M1+4-'4$[?4U".K$[JB\""K)6T+EVHU/A4%6II+Y,"XES;,3+Y9],LI#YBGM MW%%Y [*2NM0QQ)%]"O7EDG.-T4CBJ:A[C\],[&;:(-
V>T8U>>,_(-/$8_=!6 MA+QD:O#M@A*:OT,_Z!)9X>QWM/31.\DT^4(UZZDS+O0O0E OZT>QG4.29EB
MS2&#V[N+CGZNB+IPKOJS5W2G8*C4'V2+L)M4^$AT'#-YOE>IS^^P MHI/O2+VX/7EAI#:I5)T3QA5IDIMT^DOD3JL9.9)IQ!PX--J
,57T^N0ULQ;1T8$JP--'7HPYM?6%!R$2U5 M'36I*2WTK:,$A^^M]>B?/3"2X;BBC+[R7T4A]&Q>A\E?4Y*VC0& J;<=;Z'K
MT)94H*E/_EN3:+*JX]KJP/,_KJ,)NJH[VH]Y*Z.1H0$*!O[7CX5=WRGO-TL\ M;.MC4ODOVK.Y:/;RJ?"&2ZX%FN)U.GZ03=S/3K36==^TX<0M M
KY!'AP$W29:Y1JH"_N)V'X5QR,6^>=S:]-<1M)<2GLDIUEMW-/RS>[4#IV' MY7L
:U\GG5LY\O+6T^E:HI^/PE8Z7;&M;*5/TEDMWHM/_HB$SJ3_QNB\$Q8-EQP]V-WT="AF6JJ4'1GG <]TI_>C6)74HA,Z<_YXH_'0?V:%+,:><'%U+8T>:
MDLV17K,VH6VGWN^/0R>B/M-Q_1GQ;*]MZ/.E62E3G\\3I%J+9.TRG9]-[-#Y M'C_3^?R9489UVT2=N$M\).TB$8-W_!8>:>]E%Z4,@0-
'IB87=,LV9[[T60O> M:E5-=AO=OL[3_00DS9OWL[#@Q[3]AU;,>C=2(9T/4+]LN\%_K M12_-!T8[E7$-OI0OC0K#9]0C-4.
[\WC3HA^?]9^PYIMGJX4>UY#!-L@ID"PQ M0DW+TWU=M8W0-7]"XFR!<6WY@]>6V!*VH@PJ6@LZY(+\ M^@64+B3)'X>QXKR=Z)7(W*
/N595Y+O=NR3_!HN^+\[%02JZ3Z3*\0.C2>FR#B]&2OZ9]+1.C$.?#8:WH!>' B3077R/#MALNF M#]$SV<(H&7NR)URF">L"LRSDRZ'=FH0F?
<@../S[6?29LE.GU\@U@BO>G6.B M6XT.9V4,?)4QI&4/&1SNB&'5E!<6R#V#>[*UA<6O*6ZLR#E)"+5/H:.W\< M!$NAW9>&;W$O.
[:>CH/X:,V#.;+XL[Q!+DF/>6HDYI.F0[%HS(H9U1\@[$,*>CQ#N>C' TC;?@0A M$2,S?GR,3UT2M.):=Z *8F5Y1\@[$/*&V%OF(CF:SHQS^BA"8K-
FCRUUM1*Y M=)*/5F<\2Q>YT%H5H47(E\8@L5L(N7Q]6SU=\X0/I8%(=CON2%NTGR9J)[2: MBC CY%PMPUQ+RS#;6N9R",$ E>_DQXT<7R.[5,M+SQ?
56G@[$"%&R!LBR*ZC M90[=18) XQU,M*0A)R7)TSU_;Y>!B#Z2ZO\\ QW)5OUK,#5E?62QO:FU+1.]
M"_84196@XY]#KEWMW<&RT;[G96&Y9&.Z$Y\5F%SHP.-'/WV$$)M-[U%*?,\= MT(D[;M?%53R7$Q2V3LV$:2LN<.T^7>U,
[fBZ1MIKUC%GX"K:36=:9MC6)ZT MR'&'2P-%F#*AVU+=,JY"&,__";CBHB4RD7X(F/8",>3UA&7XHV
M^5(M(X[@L&EW[]AX,S:^SC]\&!M,95DG;2_9)FO9.CWAE:(LXIBF*JI,IYSHLVBO/BV[6K9,INP[4]W.SND2IQ!'
ML+$TQ:=6W1*F9*N038X&TV6]G+Q;.6_%QM>=/QS&1F8LLO5>L]LF8?LQOBS8 MDMVO7OUDZ;8(=XF#FR-,-52>4M&R08\FW;$^Y&2Z\JC-
[TQU19?"=:R8/6P MP2%UF1D_DO!QK/8D]['C@JJ';&GP%X8*@S/C:]KN03R\+)%537777FY=*E(## MN+D*.>V/9^72,)M@C=_=FE_*FW>0!I=DNMT8W?
@E:SU>& X==09LU=-;%I#@_M-B)&QF@@.]9RQ*=S!=5S^?E22H=.W%X*$2VF?9L6# R*AR:ZTAP(9%.*XN1)LKX8>Z5$'A
M9V/MN1C]Z@K814X31V8%K3"-N'.A%AE%>YDXJ.25T(F0[(GNS<:F9")UT^:R,<5N4
M^5;^[W4Y0QK[7I#L>>5"VM%RU&E$7,5$FVM00$)1=3T79DV["8?0@!C9,Z38 M940L8VWDR&;+I6IDI3#A6IU$01G!;'T<6@GUYF+1;Z7'=106Q?
D76*^8/.G-.M,'%T:2\;P^'*^7_]M((1J;>#1[/2F4UH#CU)0NP+1R:W93'8[VT(3K M(IC29-7$P63A%Y8:
[#]J:!\N^5.E289LS]>^ADFD"7C=*L4%VBJFT]ZX*!4> M0XN7HU38PLQ[R' ;!N6ZJ*"CSZ@H%Q&:B@.Y:*ZE0MK5
M*FLGZH#DE[6)5%0"%,.V#;W>5>F.JY/JY-:^E0Y+>K)!S*U2)+XVSM,Y$:[C"],YAI^6RG^&P7E!)7)A6%PZL65_,7M\:GKV
M0HA0&;,'ZE8TW0VMI@A/8LN=%=[)57F)D\J3-]6N930DO?ABL)QRB@`'#(ST M3>#DIG^&=KB2T1">N]J?
AZAM>X/L2!&92?/EB6)I4IM.IJ/EK"T[VA^"J.N8*I%#E!],_8E[97'&=6?M)['% MZT+]44-Z?VWA1FOF.JWQ:D=O1>-B&6I1Y;)?72&'K#^C@W:/T9
MD/H,O??'0&I+\37*PCA:33LVKQ8B&A<7FCIGW1V]MPRIW;,"1B2?F%;_G$HU M)C ?3S9RC\!-M,-P;6A_KW1%ES@MIMK<8V\TSI2_MR
M]LWF+%#M#M \F%IN_LRC@0);&BW+< :UW6):ZS8%P_)*(N^X]NYG]K\8O-'1G4DS<2_/:OSK.T'$$O+PX/=:NDTH>39 M6^ZH=KQ.SJN/;-MJ9=*R.
[THWU.7IAS:C?8=^V''' M_@&S^(]7:',>[MMEOE2>U)K64*_[72_1#^V6*[8O@]S7_]<^K8XL=Z9)UI-
M\S%'EOIBNUYER7:#O@5.O(,__!6G@BSUFTPI_@5:=55<[/D>CP.Q(,7!TUA0-MFGZ]6'YA(2*OT:^0F7DG,]$C?!+<3L8T!-*_*M6Q+],C(0%S0H741GH69
MLR:^/5%S^GSU4G+&',9UKEDK*Z1>,EF-I3<8&N'!+;W!+AQ[*AFI+&;?!(?S>]R MYC:SC'X<,>?)F7F'C??]3^/I!N1,"*MZ7%K./#K)QU;C
MLNF+YC:F*D1H:+&T;'Z>G>$7(M(3@5TA%T)%-))STRO/BDEIR:L90IYJ3P>K-?1\?QJ7YK9%!^S.N%\[">*L@W M!\SH,36>DH*ZZ/TTO
*O$=C[6Q(MTK"FL$X.E\0I0R"S;T^^YUUJZEDUXI-(QPE9'.'/?"9T+H43J5B>B<% MKBF?$FG7-]?D9O\IN@VT,V^R<7]*5I9+SXOQL'EIKZ+8S?H5.2QXI
M%/.).0NYZ:"3J"ZCSB0=75;81BDF3)HW*>5"G+/PRVNI[...WKF1]+)4)#R-4 M8RK'QMDGGA[V1U;9DM"/_EC\?:+XH\^'(7VMBW%[2ACO$C;.RA:;.@'4\3,"
MJZ91!TO\K*8TS270<'&*O0C C_HF%M-FX\F+VT,21OA(6O$]_@4.CCB7<1! M0]V@>()21_%T=XA\/J(KZ(F-!$;*AD :Y8%3-=T4A :NFR%?&-
G&M)F9BM)/CQ[L#$)G9[Z&[#,H=D=XB]"">!;KFM$W!D*'M@@E\5I++;L@F!8QI@
MH$%>44S;1>UX1#!3=>NH/\/U+P(]-3OKN6AUM[^[,&O,%UZE(";I.NGQHW9N MV*SUF$HH74>G6..:I+[S5/AX"HN\0 PF%204D2!$A,O:IGZ@EL-
;.:1B04HO M)KL34H_7BTYQ3-G#\%GI9W+/%GI9W+/@&82[XSV4QT;%D7<$%H/&JPS%S+EWFE_.8*Q2#4 M;FG1"9T(/Q\<1V?
Z/7'Q7.C(KSC]Z56/C(B=+@_9DL9W@4H6QK13'JFW=N@8 M5J[VR#:KWMT F3[3:IWA(2U;=KTT]L"],M'G2XY738<]0\E%WY84^['L^J
MNFY1M]49&GU=_]*XU"'*_3GF,TJ/;#GC>#-?,W,S)W12"ZO50P1:.QN.4^CC
M;O1$$M=UD\.T_9Z'5Z>OAVULGY/UY9.RK.+.@%8'JEPPTL!27;"M(%D$=+R; MYAK:1(]U;@6U_*0V8J&S]#;P.*_,_DI7Q.I8;U(>!Y2MC)OK<-?R]*D-&[I
M&=[+JJFF&ZM#&+EU=+R8YK="Q#K%3 C47651E0J]1IT1O(C=C"PF>L*R0X>> M/U[=[2=[>=9@EZNPY@>$X4,T'S?X4T4U5-W3]
{#V^0>2_;R^F.8L-R= 5Y_+ M6FF%_FGJV-#OQ]_XX\[!/PX%&_[J;.M=VV=]O/(8[<2K=2HKN.IS=EJQW[] M#HWPIATID>9TW61G>M_3T7.:
34_X+5@R'.!Y;999IF($=5#=]BY7O?SIKV5ON?8O+\59O9S M(QXP&<#B@,GP 2]RQ7Q*RT.NH9 EK@/BD6(BU6R$TA^SK_NW*?$9AQ>?XI^^
M7M;!+PVYA+S$-;W8O#;)"$^E#BN3F6@B=!;FC8=<[N:A9BZ9U.[4)N:@1/K\ M34RUP (M(TP3?*U3H.7B*%\<9T*G_ZXOR.Z;F-?
<05>\0#,>>8+7#AZQ2YGN%UG%[? M9FMTC=IRK]T+#PUBEWV[.)/4%"EP"[?"QZ(+MQV^- 5WQ(;TOCFS2?7HY]M8 M?SA#MZ^I9,@M:,]PIJ5]:
[2#)U/*DI-OSK7:WIZ MF*WDE]IX>K:;7@ -<\2WOY^;O"_EYLD!2-15?O]_.599UZ\MZQ>/[/,@-I+1@ M5ER7"=W^X5+^G(,TN":4XN<[#>,7]MN0VQ6?-
Q^^Q&F(3&5FH-6$V 2V$#M6 MZ$].?K:@BP<3D/F?*2I6;.YCWQ96Q\AP17NIBX++J:?IR5Z5!9"GE"8 $F,M4>#NI:?
MA&YK^;WTY%O!=PT]20=Z\L+B[++#!;UC13,.C4(8IW)[!-M3Y^O'/VF%Q5D5\72*:.KZ-EM&7"P1'9!QET4V8R4U[XMHK["Z/I27%$[:=0O
MG4?IJ.VE:.X+QI2T@/^K",JZC M@)J6I,*;$2LE?EGUQM:LZZJV&3KGZ,T"ZFT1?EVAL[.3K5TN0*K6*G>3=II4^5K3C+8&C7$B M^10ZZ_0F
Z2N%ZGR!8%T!849,^#QJ]53R;J:=K_+#X1IR9L5=2LSK8:ORNM7))VY M?@Z1MS#,<\W2[>4+N^0\:)IL#DD8<3;34OUHUND(W407MCRM*$^\V[9-
KE0+ M@MJA'"4*C^.,<<0H'@_RXVQ?FD83;"=TYO":;J)=B']<:64V%+5BJ>1GD+[M44=+!9H"+\J3%%=[=D.V>O'C
M)K+4MI,0T=L.PC.NI!_/X18$8GH&Q(TEW0JP)]"MV^:0!NM.\C%0R)#MWGP M9"1SA:P1L\)7&>_ZM\M/9&L+@BQ/4?&*3D:<./?
\#$_T)87Y$5A>!';10DZ;M)K.Q']S:BY*TFV/F83..7T'QVN:_EA.TH[@8[)?#J.FWN@(<)G.S4"=S#7G M=VR\"1MA2/(TG!E5+EF64L(R$:.BB7(W,HE>?;?
V16Z7K=U"H>DM^^-)5)XL MW7%9*(Y33C<1!IMW)YO.E>Z>[(F%B%!Q'*\YX846+XATI5W+UX=AH,67\|P9 M;3L^X%IYEKA-4X='KN-
DIJ/XDLY6*GPMX?7348'J5*U0.E6^Q,&Q)[,GNNP*$<;3N+R922L-W-Z\#%T6\#O7L7QSDM?5,'Q!&<4IS4Z*;C%QB22\R#57C:FFGES
MRB);8LR+S3/#M#TA0<4LP5<[4K93?3:D M=22@T/+\K3HF2U.QW^@GZW>L'ZT_XY>\|D)G!&SHB LFG==U6BJ3)8:O/:G=
MY+BU>/G.%5'\W[S]I1EUAK"JW,^K4B1>6JLRHY%")"D7S,LBZI4.],(_L_MV.ZLZNDXJ,.TCU$#=7YJ8"]^C[_,0./45>-0M^=.>*>+7[NC/W\Q+-2M^/34
MF1?5.13Y](")C=P!O82Y8TN!?_&!U<=+P7'C#*Q$RE"@D^K S>>;=3A('H7; M*P1^Y87K$!TLU64ZL:P-4XK(
ZXWK\C1^B/5&KYXL2\)MG[W@;>K2.Z)>M[4 M:W+!BDSH13D)LL-D+-*>'WXM_L$'WF=IP! C,2_991ZBN^6&R;E E&>CXZ|
M#__@(\P\55PQV^1/BI2L*()>;'E/3C3E9N8OU]-S[=^X_>G7_5(7OQ'T3<^6 MH!-\'$$@^Y(6X?OO_Z!_";==:DB#Z6 1F:NR._I-D>3__LL",L[G&]&QOYF
M'[C8\U_(%? (B1#97__OA'NY9&'QT+&#NOL/+2,9BV#K2@VSGTY[?Z MZL??;6Q-$J9"1+$;,,%PD27 OB0_ <\Z0$I)@\|#^/3#=E3D-V>O'C
M)&

CG3C@L8[]H1[KMYZ7O+0(KH"G)ASB F9(*>%4+5N8 MFC\E$MZT3I7)B N+BYR2[6O#^6N\D:PW"^E:DVCG^6:RS@OM0KKU,Y!"A6KZ MX2C4PLWR_^(7 .E?3"&BIA#/-".2#M&RH(1#166B8! %UR'2(W\;_>]+GCL> MXJ/[R<^E3WYD*D$"EF5%4H&TR + BHFHQ(AQF1FPLBQ);!SLGZ@\Y6/]?$7K MDX*:MAOQ4882:O6Y2+!\I:GIGB.)O+4@@6?2W#R>[V87^.1G'>+PK=DPR M-OZ02-Q/!JYR!+.U9;V? <%WYA(N!@_C*QUMO$QN?XWZ[9;Q-27?[G$3]DG+],F##<^FGDA)79]3%.GU5[QR:6@UFP[PX-'M8+OV308!;@Y\L^$XWS)D2Z,:0"%^!SRO KPT6A=6-*,GO;WL'BH W7-0? MLPA#)++\LPIB3T#)VS\# HU\!7CP>(1F.8;GH14]?0B(W3FXI?"[&KC_3'4&: M&'NVZLAJX!.T%9\N69BX1B';9E*B:#_ ^^^_Y"\6)6RK(-'6?UGD]0&K+UU*8 MLW7XA>\(G#%*WR<@/W+^$KI3Z+EJ4BP4%'RH$@] MU>//3_)AKJB01G_6[+8Y-[9(H=#SUC)3'GN\/N^89C$^,A+B\+7#? 0ZO]S7 M9:;\%1;>BB:^5JC9=?0R)+NW_7%CJ>]0:F09)_5Q8C8=Y"DQYB9? \\=M$G>_ MF3*?BX6ZB8BL/:K6LT$;A&&7)9BJ1'.< /ERW.H4"B6V\!JL$S2%_W=[JMQ M11!\V&?9" .J!30"+]#DX2TA^MHO'$6@)YJ'U1'QI%IH863X[U#=T]B;U;7! MA&5)$FVE]^_3SXP=2\I9V4E+3^HSH61-Y^IK@C5^Y$CDU&_^?75VP84.M?K(M-%X>_]B:DAB71WQVXM7&R4;MW9T*M=>.?V)T+$+%HL<-[Y#SR;,3'EL15.PO MAW"A!BU,(<+P2? 1SBTO0[A9G9;93U"OM8]M"JE2>SJ2,B#BJ)5>;RVV6 M-U;H/35Z@LA[,8-CG_]ZT1SC2QCLBSZ%27/9ZN7&$ZY>G'4*G=84R-AIOV[Y M?5WQ#/=1:^_K]&0B1O9&M^YMV4OO(6C'V+Q;S[9W7B]A'_C_UM/^,]=72;^_M\$WF^T:'WDIHO994X(J4B7_05]-6W2!!!0^D$9'6@,.\W?WV*7_9[GCUQ1> MM[S*-O"MS2#BJ5_..URLWWR- Q%VPTOL!P&M^7@3GFL:1'>DHF^.&S/_0V&Z MNP(O2+ORB43ZZF.GU;Y12=$#7W!N3IKX6LEUYT-'Y.FGM,SW.E2YF6P$T38X M,!.M@U^$X"=A 9N8 L^.8^^5.SZ$C)XB M0Q(WQ77;H6]64G30AW_=UB''A7K&=TL<#QD>SLC$40\0/Z!&@S&:%? Z1WQ[]$H]GU1F^..80ZULN%G!< M(D$&/[:-TTS[A,#ZP 6NYVQQ::5] MS?J3IYHW436!E9YL.\[@HX0^SEJZRZ([=V_>/'5V=^!5D[A)YL'80;#15==% M: (,:@H]M&EB!:$L"(F6R) I83.,,Q#-(9(+@OLT>VSUW,>YVU%,.3#]H$[4ATU;&#AT/Q/8:]@Y!N&@]=_C:'W"0C M(-@!0D-]00)($F($&Z?D]A%A8WE[\%L"K4+DX -'1QR$WF*O)14"D8ZL_R) M%0WJ#HEC/.XA,;3-N3M:/WY *@?Z8Y.AHAI^^+!_RHP5-4W^=6R$_F/JKW6S M5QL<'I^Z(58QJ\9'QKINJ11;C(IV@A%Z?45V6V<^;)]%Q12*EF6%%-D8ET#_ MR*PX@!0M0C 8#*(4)T>C+Y)BU7-V-#^A^ P)1L4"Z'.N(3##0\F[;#?+E2. M%2?Z7&W/)+F;R?4.GD7UVT^17KS?I80(&,DQ/5H4$G-\%O4B=5C)';.N8ZD- MHFT,O.ZJ;>'6U=-GB^E#')1/E9*D22HM'EJID<&U#R)6KX8I8SMBGI_+,J3 M;H:M%ZEHNS6O-$1FT_)29V:?FA?L1'J#?V?U0.4>R!.G+F=VDG@@]>_AV3^' MZ,P#=R*T\CR2T>3#)X2CAN,LY#R\?DI$P_I&^1N6^Q4.^91AE[%V"\:^I<&" M+WPU1KQM2I_#KV_,R_PV.^I"W/HIAO MLGP,XBW T+275XH(QIMA. [UZQW:ZL]BLX T33%J8C5F M-@--U\0V!B*=;R8:P,!U6;'O%R<5P(V=5;DSA\#7WE3YY*4%YE]@]VQSUSG[M%L 1ZS4+SQG!&\LBQ3;M0E'@Z3R8OOT\PQE!3=O(]W\A?/JG"@@GY_GL__U. M7'RUX&WA>>_(VV!/-G46C\!M+/ETI-%26H;&LHGD1:5M0-^=#YVNLSMGR[?M^>4U?F&X%^XH_^"L:LZ"#.(4$V00_XEA;D-BCO]9035K!R5W"5SLT4?B6XK# M[B1:-SQ=-ET92BK:V_P@'&02LUDA,H%N) MQ[/1N#E/)W\0]WZ<__XH5+,'XB'\8$H_EK+E#[']FN;Y60.IA^X*ER4X<;URH M"C6Y7#<64B>1+"+@LJ&?+)?XF2#C:QRO"?%W$(3IK*6"_? (>GQ0$U(A&/>Y]2B/5I\\5&#RW%C%:U-&5AU+ M \L@<>+;R+1]-G7N>D)OV%AN)^_"__ZOLW)';M5578V-]A=L""-!KC. RYW_ M!MH<+)UUQF;J@>0V.20WI&?PLODE;(GG/_'2%S[R_R&;D+OM^UX,3]-/[%=F$ U1>LOWQ7*\.:7H M2'5A!'4@87&-R;6>Y@/'WL9"O#. -:O3A9 :"6Y[? L34E;X;Y/JT]54YYM7K^'=7S"H&\@5=O^+YN/9G;*L=^"28^1@S? V_A GANV*#PH;O(MG\30.^9. [(>V]9'@]JV9[!9"]61!5W(%JK):KJ0+!>]V'Q.M@NUJABE8XGX MRP3(1W=)&]@@.[SP0&SZ)+8Z#<@);D)R?.9=T&.3W)8A7W,[](L)\)KV#],D MOX=T(- ,.HV-[HJ+@0IW*&D\]_82;.@5&D:$8,LJ]SZ6'.R4H)"XVIZG/';.P MKMP%QEMV Q?W%_C;YVVH,,]P02^.WOD]!/Q^@).C[!XGIY)EGVRV1 M2M!TXIWLFS:Q&,'A$.@O7S/Y(;0IH"%NAD1K!*'K$, E7I8-]@^?,E!:?4OY MWS)WGK_S?(@7*9P_VX=_T(RI&N5>I/^]56H<.7:RTD'1B&H2\]')X5/#Y* MJ5DP"#!Q?(& 0T1L.$(_PY?;RZ;SG!^AC<8(_495U8!$Q?0OF_^$-<1\8(E M"G$7*344AD@;.B.A]YOS9[+B+BF\L*A)W M4?&M1 6@:LUS/R! F =B^P6^ M+-AZ!;%Y!R(!&)B>NTIG3#159W*7#S^3'CN^L[T=Z8/\RJ%D^F_.*[M6['9R>C%;S[' M.R=^?? ARH=;.\\WMV&6.)MEX[)VQRX4'PN_P'KA\9_T[ZX>)]5^)32[#(=!\ MP]@O2^&(.8:A$A^+2_;])+8ZO9O:MV5NLW=,_WZKBR07--VQ#C+D/'X M1]@\^>" [SXA5CW<6O[-XF%?I3V!Q6C#L3478%M"@8RI:-_]S ;B/G=-MOX#P MW^!7IPTB!K>]S&%OF^#X:5]69L!=0-P%1*A7Z4\0$$P$*@ ?D0N6:,2@H9KV M,].*+!F-Q6(?.X=;OX# ;R""5VP)AKL0N N!,*_2GR $V(]JP!90H+O<.A@7 M&89D$Q_9$; /!.Z9"+K>/G2_<_V=Z\.\2G\"UT=K.%UPP0AR_.+S?*;X^? _\@K_I4=I=DLO!!.E]X=^O7OL<0# M'CB9!45&C5>3]5:[76YHDFGTLV,X5]#M=2Z*(_(^5:K80_M]K)-E_A MJ^W6EQ4DV!]Y>Z0Z^(*4C2;H+8FF7P"8, TBBT#X7 ?"+_4$5,-/ZS 'MAS1 M3'.RJMBWOI^-*_VIA[_T08? P$]Q7IGMFGUT++FNO[1U1)R47/PME6"8GP1P M"*#[I05_^F?'N[^G^ ._WRIPMNJ(W>T(24'2:'NLJC$SM1DD'&^_JS>Y^.:I MK3J3X+S:,R1D3:'YXNX2,"V.S7D(#6@###9'.QS/$M]L5+0I

*,;SP#F_DVIT#$4"5>PK'+1[%1 MGA&+]?ZR\A@! AM=G\RS&,>_UA#D%O(IL2S5Q#D A)HVU+3!,*XMAQCG1J"F M?:\U[<-|*
!CGMQGOOR"IONK25QEFB[9H[IJ:.EJG-8[/-HV52D4] M_FB,) B,H%^CJ8(UWU"4#YSS&XW6CS5GJ:6-RI,IY>/L\G&AE;E>UA5&H3FS MH3GS+
{7A].G[X=R-OP6!"$3H$*T"$#A'Z?47H)/TR0H>X',)RB,NO&Y?S8@A'+]G({Y$ M.'[BNUN9I&9668-3YJ.4*

*W MNUMUU.$P^#TH(!P&_XR'P6.YMX.O!T$0!$%@&! $01 4KR"HV9+3I;Q AQ/B'QBXGB" D+D Y'/GW2-J#G/%Q6ZG]V;6.+?K]?W
M,L;2&*"HNN>,-0>YJDH0N>JRBH^4I%+$'[.TAP^)T9]6Z@O5[#NJ?-JGT0PG M4=,%>M\V)R,%9T3:_,MRF<[*(C.RDGY49+?/B&?\'Q0S>3__)!8JXYB67X
M+=BQ%>(GP:VI=*XV(_4R7]{D>6MTQ$ES7;^F_D1"9;-I*J,W]>;CD[^8UAPU>]>6;8+3*JZ9[/?HD9^U)7<]>OC& M8#B.A_]_A,;L1)#0OG]3/#4GZ2(]E-
*=@8NLHX17L%U=\(3A_6G7;&?93Q M65UJZ=VE.ID,1S%5F]-.O2/,);&,CWT3L4*_,;IH)*;!Y5UW;CP_S)6]Z#_0J7Z;<5#6TL;Z^1N@;_FH_^H
MS=&"20^W,T\I>8S6UAL;56NM#FK+!\6_^UOXG$" @>5/=Y^L4/CNSQ\]?$M$ M20#RA[Y]BE3?77=,/#^G\<:-+[/,;A#5*F05PVS6V\LN*;^5.!I?[-
)OQC8/M5!G\;V\"UMSV:V]1R-/D_UM7]QDQ'K;IKO0#]/T,5LF< Q&5HQ^M},C)(T MS(HW&Jv^5 =-;2EMB+35KFE
N(ZZV]D='QZK'*-5/\>P1X^,8N1PM_*-" MOCR5M"S"VN**C)A:J]"UFN0@$#JQ"_A^$_0=(>G0H[^FB"^CX$?).">U:AMR M92<58\4J[#*9Q#V\'H35?
RCBIU#[T-C#6]\B/^4&6YWUI+21-^=T+I5-*N(5 MMKX?V8%?-K_7YOMI3%;^$0@?U"=F/1(*#+=-2[{4F"T+Z8+AE0-]HG&,HDB, M$@XU&'A+
{])!;%^,Z2\X%2P0SGZ- M7Y9HNCEU*/C9XCZH"L?Y8-JY3I>^@/+(WSUP.(UW7'H2>";&8JC-3%[EYLT- M.5+IJ*GS#L'A>"F4QJ]<&K_MXZ%'F&'?
K0D]PD^ZBM85:FW:=*CB(#)#]MEW MN/'SH:\2!,3@N\(Y:=,@)#8&2<-*Z-K<\+0I)'^A\A*7RDL<0.IP%=!U"+Q=EVM3"SD(F:&[?4'?920CU
+2;J3\'B&$^S&/5]@SFP M;BCIP&569W,]/F368V>CUV@B32J,JDNH?-MW_/HJ_.OP7@>>P#B*

*VSGI $#NO75+5^54-,CQ&R7)I,JU4[UU8V0YE,M:;J_S>(,' VK7$J5HO;--M4J8VDGI3H:VAD1OBIQ[A0)L7!;;"%.:VOJAPTTKN5BD585]/Z,!,!.*RL5%U
M>]&J:'5YH@[':FYZ-*PN75KGVE8N4I6M69^TNM/9)H^;'@TKR_+Y3CA-N=3& MTS:]X1*,C5O<]&A85*4J.?TR'*N]I[7_/84RB3_BL',%Q?3+P&\7?S^(
M+/1AX#E1^8R.%NA'Y=HN%/R)1-Q"1/QM7]QDQ'K;IKO#]/T,5LF< Q&5HQ^M},C)(T MS(HW&Jv^5 =-;2EMB+35KFE
MZY(!C*+0A__W+?MWM:M4^CLO_/,CB[&)S^WX[5[RW"'(AN6"Q Q^/@D2P#6! M^>2IR(&[FXUD]_O?HY.N=F3"O-1.:_B[P5VTF#,5P;W0D M^%>>
[:=6@RM'R^.3X;_"P8\\+H\V=/5@DD_^8) 8^=XLX#/_^U"6YQEHG2]+[GQY*3Q)\OQ28HC!_ZM+(T"5RO-G!]5\T]?P#Z6LV]DO@2GQS]!A,M MS
GH4]#SBEZ@,^A(ULA:P]5%#P(0DL#S,@//"QSR1T>M<1&?^U/N;W>Y)XG6 MOL20/SK4>ZS UQSU%77+14N+XN;QPH)96,I(PFQ*DBPRJMR!39V
&DIANM1J/JY2BDJKLFL6G1L5%>2 [H20Y/A,DGLV-"*Y MCPO*?;R[H_!EC/-=O8(7&V? M_6O/F^1F^CN&#[*!0$(:0L^^S'3'U?+E#'WN_VAX
M+J*4U)#ARFN$<^#9#.VDR L*)PPF?$.HR'/V.E+DO MK_Z$D'ZA^9"K)>J]'=@14B6;$L-]H456^);5O9"N7FTNP,!>EH=EDAGD6!*XD M]
<$_=FX.V'9X(POOT1SX.F_'O/M:YDRR(1='H/MJ"D@B_HO@P5U25-L&!K"6 MJ+HA"6*O.8@E>^]7&9>67<-'[F@>Q/\M^-ZLZ.MN&-P;YG,NJKGT\]+
<3(MV-M)*\'FT5QV3&$%JH,#0/53#+#,TF6/G03Z:AZQ;'JU]Z"/V*\7DF&DDRCK(BSM&A?5_,;6XW6UI,X,+P|&)]9 MNZ5MBL&@,_MO16Z>
EZ'6DZ29U@WY*-;!++=D^C^0]97R3"@8,,@,,=\7!B76XI-;8G]+B4RMN#=6OA MJV:G/4:W',)UF1'I),TP)!MP'=F "QPRR2*\9Q;A3PQ?&>80/+-'_$7F&#Q[N
MU\I#Y&!7T$AZ5CC)10&4,/#W"+AY+I7*L<}J40+=AC MP__0 6(SR4R:)F)\V/)&]-IX<6;?Z=5X49VP1JEATAE;,=/=13'3 M+,,];*X07V<&B1 @7@O
)"/4,AY_?>$D56Y(*^@-'Z9.B'/;*OC2DO:L+!.T2 MW;C4]++VE90(S NU&A?<*8\&XKYLXXGST?.!G<5%8#KR,KMZKD]^9@,9M -.-Q
M_B>=I#.9)$>3NOIOZ^I\4HO'?LV7MOAW=6+>QN*;K58TR WMDETMT6KFIM:H M#U8M9/'(?^&2%,4DN5, KB'F>+8S2C'QC M@JJ]>:,$;&2#$//Z
F!$/BG]=NTA#]'17U7NMJEO\-V!74\R%I'E@_J=17;N M#/)$[J:OEI=JL6S,Y(4D=!>957FCF))&XW)N?"9)"4*2I8Y/_I"]ZFL.UKX6 MD_[TI2O-
>]\V67ZX[JLJ%8P;\W[4X7IL@)Y()LFRQS08$M&3B/Y36^Y{7_^ MQY8[R0=:[.937ZG,HE?.<7[7%&5LN=#-$+ED)IU.4A3U*9G_#U,AV+^8^XC/
M%FZPZP&@OS9'SAM)AEQQ,N0"I4"2*&=(HC1W1MQT=#>$T"COK?G4S:73_+:_ MR&:*8,@>]XD_7*FI,OOP(+2FC87 M[=R&E7N# BW-5_2ZRV-
80#F8-)NDGC\)=%T)F)VDD&SCJX FGF,FK!GTB98 M_XDD6@BOG_#ZSU=&^0B\:GNS+-]8Y:FH+DP-0XGK;66P44"^N>H8KM/2&%S5
MD6;X)"T>AW2Q](_(3$?\:+>UYMWHR=7MF313E-58VUYHNYL5E98/-&MQ;R MZ223?G;7]WI3-H]/(U)/G&TJ]RW\
MP=FFQ^BXO2VVV%%0=NV(]6SDLBPI?$G2&#;^<)G."$E!>,Y.5Y+-(04X9-XIR+C'(($8*K2-<> M$I'+\+G080/**(?MJX/,Z]3%@WUSIJGYD2UOM-
9ZWC'[]F0C:0PN-2?024ZD-MT3V_Y,C =<1MY,C 561+7V.I](H/J\7!S%%G)@CR/:O37)IC9*G\MY],DDVC
M^P6/>7!7'(8^>S01K(%O6"I!.P[)/05G._XM"+\"5]S3@)4LN],JIVOVI'! M<*C,T;L#>6?SY@E]!<+#+]\4U5!-*2UJ8U"M"K"@(R/@FKD4DV3H=SSX2/"'!
M;#9?P' O!Q_.=^+RA?BP[##-LNQUAO9B4U32Y='V9CIM(7S@T0WKR?2)NTZO M+M?R'"_O5 .?
Y%O(28+K.DGPF=R<)S@SA;VA/LN9T;KB:B5!H[H<%1S=%M:] MXL"&>";N$C>\R"7I[^37?363_WBS^**G"SZ3Y_)')B]7\YT;#PQE&PR;VUMV
ME.LO90F9/,X <30Z"7GE-2(NT?1) HB4C"!7!)"+P'VV%X!]0":4E]"9(\0!"L?CL_ON[ANS(>4?_ ME^\-J@V"T+>,$)CH#Y)K/OS@H&43"LXS'!]Z*J\-)T+S
7^8Z.X8M/40R*,1 M,$[50M%+EN68["!M6X5"'4R&OC4S6FBT,.Q/LS#L9Y)I[OC8,0G["5^#% 6X M;%M_\G; S81RL_Q8&E)5QFLWED9ONEQ@H\=
[%VR+5Q[H8%+M'T2]V.XG\3] M).XG<3^>^R_B;L!3\7QBJ#N(/IK0P\00P"^X:(L?U5#&'@)]\D./JGA/P@A MI$!31AK-:.PN@BBWH\U@;J=-
>Q-.:VIEF@UZF8I)$)QB?8^;1]8#-+,(% M;]'+[7@B:6Q<0I!+\ADN*:,)E0YDFY]L_^.W3-;MLO?]B?+0)(MG0?4>#.M
M9=R/21:QCR9Y(\Q289[KEC623F)S$_MB?E)S$]B?A+5DYC_\|+\/Z=1/MO'NVST#,VO0C=D?_YQ?;3+ M?T\%&"_=!B_5C*RZR0AT.E/KI>ST^%
(_G)8K!B2+#ER*BO+_7 LYD;46&,Y M?/F1F&0%(2UIMFMK2A2\Z90G:QJHH1L'EW[F,R(7)+GGTOND2B?1/DDRB=1/HGR
M291/HORKO/(]F'SNX#N&="=A6H\A>$'DQ_<@&_LJO G+C9T4N/R_7=G=:YQ/ M0N'_+/?2;C!O7#WWJRD@(9,_M0)>00#T;%&[,@Q=(=B'B;ENF?
N#6R3&.6_9 MNL^1^'E1R;J+S@6A^:<94IS]W>.9C],)=\M[7MY0_T3]+SMV.5K)#&\&$]&^ MAH]
[E]7LJ]DNV92\2*LD,0_99KNZ;;;3:\N_0AUV]_TU[X6Z]C;=.)"* 5!X M%7]BN:?"]X0^6/TK 9#0#;AXP7YLT.$9UPOA"T,O$4Y (G+UR(1]8*)M1OB$
M(/X)LZ9U]/&NKJ:NP.[#*_!EX=_/-]R'#?O]I X'M$#7E@%'X8_>U_6<8#N\^] (+)\Y]X.BAM03HZ0^>B^F+B(S]#/]I*[J1VHI^A%?@SW8D?NXK[
MN_OHV\\N@G:TB9!#] A<^6>GK/JAPCZK]EBT*;3:W?25V)]K[#Q_.R9&HXS_" MI=7X"[5(_&^"P=_\^]$D/)K-^Q7S;B[11T\\?C\M.B96:()HIC,Z.]0X?<1U
M'$5G--&$_W!3J.MNIH:>8R*6I]1LEW-*.]$M MR6VI*:O=,2_HU:5OEU!0_HJ)\O M7&EB+==II5V4&N5;J5M6H/#=I-%QOE0CDG-
,I2+K=3])A"U(AF MLB,ZD !6"/H0KNA!'VIR$67?C>ADV18(.C"5V4=?*T-)CX--6/- M=5.SM%)0>]VEL-AF5@-]L*-R66X$3"E\IIV&FM'?$B P]#GL1.A'X,U
^6A6 MGG:OZ.^'FQ)_\N_A5";@7"9VDYE0"HF#Z4S_^5341K?<*":.T/9R9;F#5>*= M9S<;!=!Y"H(\E+AOX6+[DFN^9*)G3EG(W.@"D(&_*5;Z1I'-#EKO-
'4O=(2Q MR9K \&+)//)M'O\5N8I_H L$?/33T9_CA1B'__]!P)"2^]>;N\;Y$RC(+1& MFU]$.3E]#E7#\Q/="8"!+(A@O!O 9<8UOB<3>B(/%]25[@.H,_Y\-
[;$7Z$W M!C (\A,K*YPDK#!(K":>XVQ2WLJ%H4\0#0/+M'1_DTQ ;P7X/OP0QDWP&\!R M$WJ PTZ&^O?IE^,_TO_&8=:^81R%W?U!]_$*//XD"O8?P*?
N/O,B?_2AW\F$ M%',5Q M:_1#7W>#'?=B"<4#' >?R0!K+_!FT-_5T?2#@W$A.BG\&M"1923RD3$!K@L2 MLR@P(D?W$^8F'"UO/MDD_MIU/%_/WW=
<3_AH'M KT?M/?&TUL8P)%'@0.7!& MH*!1&P?U? QY#V"W(Q_]20\G2?RAAR<4QE&H(%40S^P$HAV,=&<@ M3,R B226<-$%&]\3^YF+->6NQ_N/#
[O]A&I@%_2T]UT)"QD6SA9S%!4&BG- M:6V\[TMB" P(3XEY-(2PD\"Q!IXZ-*,.V!N?#L?BCP%[']X <,^_C\2@/^IB MPX(2_!W;V$D"?>] Z] H:!8.#=G 48^?
%1+N >H:_@&K'&R:B N%F=CZ$"HC M WO&F$__#8O:L8+P7L\;>F#]"]3<0LRCNN[;>*U(20"6[!-/3":.
MP>$0#^X59P)?/8,J:L&Y.324A.E'XP3T&$R<2<&:O-1]RXN"!+973($Z,,*-B)UBPLMXPY&)GP4J! MN?
JT*S&6#E*@)@1*1*Y#;3YZ'7XL#&A0#U./]E&"\42UNQWLHYXX3EM_@A6 MGEF'H8W"M6V(0!*N&7/=CP$9=<"PF;@GX'GNKWSO=$49*:>P2-
;V]$[T+?MURXY$7X MS /.QQ8@)L;^,DVE6JAM,@8J.'"03)@>2MVBBLA.9$++!.@_YE"XPH"N&1HOD MI.]7"X"&?*%,Q-'$PX:3A) ;0D,\C+L1 M?H?HC
>U7!BK=.BF7E!B ;+7#')=2/XJ#;_*W"(UK_' MRE!-(L=A!!?._7I(#'AR53P;__9D7-W:@C_!!=$8)[M_9U,(&!.QE>/QOX7^F8>]FTVA$L@&[=@'QKI_IAN,
%P:45+,)P=Z$6:2!EB M\]IK%7(OD/+N)PZ"$90*:LA??Z5ZH%P+FVI4B+_M];B/0J'.TR)W!@]# ^P\#D?@)%\)] MK(:C,7VW(MQ#&"'L&>Q$O&X>=
Z%#1^AYDWHQ?IQ">_V,!P=@LT(F[+G2G>(M?9 KN%/]?&X6W6X=JT\QK4TCH]:R*RG\O.F2Q*Y-*7/_3_4H4;YC_]>RZ@_M.=
[574CHLUC!4;R#-7*FFSA2V_D#^]UDM&ZCU0S#\^%Z?%8UA;KD_ZA9BPC:.M6?ADP#!>CA2-RY@MM=C/ASR7YQO}YHD<[>EV[YJC_7C-O9,>!K%]$-
T& <0S M WQXPN]4H+%'7:2C.G;N(QB68]_T =1L"^>[]/G<]]86=/4 =$'^^\-+,J32 MOW$^NPV0N0)3UGU4!C60[L>8CX=X7&:=CQ6^H?
N^UKAI5()LI5J1^4J[(?9* MM[U06'W[26>8[\?'L!-P)IU]K@V%_BYXZATX+B,YR2U3>[M6!U]#X;GH6\-HSAC._:!090$PAB#H0'% M(0U480U2 XA\!?Y=
<,7 8&,V1+_'66"G3O :@_T)&OD3][\$?]BU4? L MK:T_U;7(7!%LSJV0VT"'EKGSGGO0(M71OAV;OP=Y'-H2)SH>5(8IYMW M@]
MI"3HY8+NSGQ9W]2L5QPA3F[^FV PMX-BO$]%[^_X%V$$A1"*$)*H-YHSO0 M%3F%29N\R%&4V)A0O.K((S'#5KRQI.VG\!PF)1/SR \B:.)H8O1$_.8$?
G4" M22%(2'O+CF>X!]>H%6:U?$^@*\P?:AE4,M^+QI.$8H0>PKB[Y,.A]D$_Q'RL M*B^MI1)@@6AK-E>:S1BC1E596=E:/6G:6;=>HA9_E">2O6]_F
M\VW05-E-N51[4(&YW"C\QLJ$7UZ&_B]<]3%HQ9%8K <0+_"?CLJQ8 W@M4(J M:A3&53O%&'DPX-7LR%JABJL,(R99D3U6@UB;&'/CF0_PS&-
'$D_9@:6C@FUH MTN#2@/8C[X5ZMQR!O(7NCL6FO9M)C:,+C66#&JLIM4+=%KB0&M'CD_5OWW;F M*DYM:="KN4EUJF.E*T]K085[X%(POS-O:#1-
)).3\%:)GT#+2M^?Z^UX78S6\Y=,V==! D(1-! M'I,R.@#2DYB9]:K-&]-7>K:B]H'/< S3ZZ}^@9EW6]B[$#A(G Q_CWZ_1HHM M31&.+>'8?
AZ.+,3)708HCDR>9?3MLT"_P>MCGG{LYFFLS !'N=5\)!=+@3'M-V56B/:A+W7+P;H!/<G>'DUVUTP[\?P$ B88'_3PPC,
(\Z#SOPFKTS7=;R@\SK>SN&H'[E;R[MF]AZ;TW>D62].6NQ;-&,Q-?=2VCW 2=_*^4BCYS*?YZ*Q
MW'*#;UG;U(8%K/@^&LUYAH%&1O/;]8=DVZ_7QMY],4LB(R31U(GO]1."*0M1= M9'H?
0_T:5_\D*KV(R0R9W'"YTON1&H%*>=9KK\P%]6>Q;!#/)0YIX53BST[. MWJ+6K;,"+35M/G1F(WL\DS@=SE[Z.\L?3QRF]!R:W3SRC0FZ_XNH?!NB^_5
MVN 9@F#/%R31J8F^NJFHS7#86(@9"BU_SP;!A[X?]O;NZ>U/^X'[U>^"UALT M=V 1@3@#>KPY\^3RX\9.\D^ZVC_H U=9&4(U&Q:L[B!#S<;3?
J!F%CEU",>!%KZ?FH,+R7I^_MF'V< >OU'%

*N+>5ER/8CU(O_]1!KZ&.LS,,[?H_P]<.)A!G?@_M?C'8?F]W&08\Z$S1T7;NJ0W,.XB4 1L@XR'+B,!BN!/%],O(@;&#'^&%EK8)Z2_4$R;9^GC;.1#^M\
MQDD.R]C1_W[M-6SNZ@D$^V_\.T%4CZC>,ZH7HYSE+CUG&9]['@IJ#^.7A'@IJZ-3NDW])=<;CD^7?GX'TQ0D7+GKCOYT]7D6 M;QZ?<\04?
MT*X@/?IK4[C+!/M^Q/6MZ)U=DD @#L1\WQ#B<\.KSP=(XET'<% M2:Q=<@S-SNZH_^R2"8;AP8&6^#N.90_7]Q2VP _\WT&G+@X*[]SC#]0<@$Y&
MW&O$PQ,1=PUWQQ_P81'!VX.#X3 B45X3 ZN*]6MC_? 9_L M>$&P2V6Y;!"LV%7.VU.B M_LAS&H?3C/.*NP3DPZ3CL>' ;1I%N\
(83\PK"@60B!%Z(>R!"AOY2*0[NM?] MY. 7#P^Y7ZL)B%58#W U)41=\O'7H#,XNF^8?/8IB";C+ST__L7?5=Z(R67
MG\'NED>/ML50%9$=^^]@J>VI:PED_!@5=_IY*E7W9(YO[XW#/G@[-QP[1D?;BL&AR';F-KWD.,X!6L9X;,ZJAM!G'(4O^R.
M_'@_I!R"6:#X68C^.61Y=.;YXD8;Q=S.A8(K4]V]Z-4*INIM-^KN-$O .HR M#BCO2P]"5\F{3[%##%6Z#^+SO[C1ZSO.A@B\M/_KP \LQ;DSY:;<3]&9NY)&4
"N-T-UX.[#&FC)QK[8C/?H.3HFVR<>Y8QV M@!MS V$'\+]&O)$A=&;!KL .7BB].*'O0UAQ89?P@HC^T):+;;G3P4^3;LV2 M=(=([V=)$;
[<^SH[7(E!:A@^.#[ZX*Q7-)PAAL1=B9>$/)L[W@;_EP+\,_C& M.8C>$+OWG$FYG?N?@J]\1OQ7?:RCFD]G3P0;1;M6.PN;='1EMINDP'7U!A;_M:!D:|
8ZS:2_Y.\+'<<_B(H0'?CTC*;/4] MN9OO&XUYL%HT-J15'*?3P2R;-K>K;S_?5P"TUK&L>N10T8B:I0,GFZMMFW/] M(P0P*-?:I6FX'JO*G*8R50"X"=_Z]E-
@Q:0@B"=N.G^\H0ZU%NIVS(&;S^%] M@%T=-,W8D/)RK@H1Y#<<<<:1LKXW*SP^WW4OUB;85=NBDO$/QT0X!((^6KY-3,7V[RP'*_?'5X,X$R0,
M=4^8%A4EI*]+C&5.WZDICCI^Y*LUSLZ6VOK&C4G$0-2(QI.@;'GTS/[$
MLVEI.*K)/>3WJZ4RG58EC=6HQRU;Y6J0XZCV4.X4:@M;I95UCT(MC]Z>$>E2 MKIMIY:@HMZQ2C4YMKJ=:L.71VSUKLA@MW*Y%I;:K3.O&6-
F;G*1QQV_O"C.! M[7O9 A5E]4CJ MU0R;6I8'-!K>4%M;[89>W/C#<>PY='84]W!4FZM
MY*FZ;9>4X89E4P[=@BWW8__]L[+,;YV59;^]>RE#-0#*2(8+&4H$!G<)EV(S MIPG5F^[/3I>?]&+\H"KGTQ6* M]TE@Q-EU]?@0*\H%S'0;H-
@^'ODNHQU$L]WN%,Z#ZW%2.';+4(H6W-=$1+1S MO,^#O^I8=^6CXLS'787F^.0 KB6-&91/?"=^B[D[Y!'O0K[\8K[[*4Q@9N4O M.K[+\@2[*Q]V-;+,F-
MV_R6\,X,#SN^)^KWP<#$NE*,Z+T:V_CC!]JNMW* M.,[;,+G+GJ-+'71[]Y+@0/PPS,!%N>&?G$T2D58C_-XT8ZVE4P+';*XRTL]*

M^/*'E/S5@XGDFH]*Q3V5R'7<'.BOF'&D@J@I=J]1:VXSGQ=7=7V7B('1=8O667O#NX'<4%J1$>9^XBSDCBN[&MA)#U5LW.GK!!.'RIK
MO.D(H))&>&D(F,"WXEH!KO;>,($T.%G#RO"(Z6/BUP_+(Q]7P#_="_P531W MM?[1OL)^NS@%E_;4W?Z_H?N^A5]$=VN &5\%@']*%LV0-0;^"G>&
(@7VY@% ML=O?W5,!\ 8%7@0?;X;B[AP41HB"_=H8S(&!! N-!.6%[D0\ ^$$K92[ZS_W M^A.#>O367?6HG0P.ZMG&VT#HI*D/)HC7L$05('
9A[_0"_Z.KQD*8H_W4Q#]?Q-G)C8P MDO*#]_;LC,;)]6]0-(20!0D("&=S3GUR9DA"N3!<45#47,UU5)%+F*.N4Z&G^[V(\J M H@I]
(Z0!RN/_/XGT%OE0T/>Z/Q2,Y1F5]\O"W5$LWQ+?(J1VCW+B'A?T 7 M>H'A3_70>*E7:[ZT+&7]]U6"DF]!K%YF\DM97^TY^P%&/Y&5LP)3153?+!TZ M&
%EA"Z/@[]7FZS:Z41]VND%U_*;66Z5AL_?AE@6^%.^;A>-OZRM")"(0P M!/-U1")V8V1\U]AT1F.9<0=4-23C-!RBPB*6Q
CP./+B,5.BNHR70/E$YNRT]MA58H%/I\)/SN&**#-.]I3@9B\LD>9XS2 M3X*\:=4'E*P-8P6K 8$8VD]'3S20N6[0..8)$CH@"0U&[%S?)%N]DEP;U[@G
MNIPS1^KU0-(2)TLQ/ZD66"9EL5TSOLCUI>2/7TPLZ@_'7HA-F1.D#OIFZ& 3 M-\;PP,U^U!?#"5B'\'BI.6GMAJWZ3XB^OE$MN!)@]3BW50/M?
KG34P;1V3"Q MW,QIB++Z]7#"'Z%.A*8_+22]H[;GZ]Q26O2%54>2]K6*D9)'L?6[(])O!@I5 M9Q>!
[GI9H\1B_SDYG:P[:Q[:3R,&9&+A\]2FXMOT)+&=T%#/D-U-6ZV?UE3\ M/E4T' *!GN>#R@"9_@[0G-\#4)WSDT2:02%Z M-<+K*5AREW)#9#H@;?
C*D=T7)LY#,=(;TPT\R04'-4=GP'ZNF(D)4M$'(NX M$720B3\0<0^(8(+1V ,3=X")AVRZ$T0\9-.](.(AFRZ+"5R)O%]E_B&]]?-. M'7?\E;9W?
<@^G<3O>UYLB]_ M>K]VX2"KSXG3WC%3@!?Q(?L>9$ QH4L(PET!S,__X7E1(T^5S9F+5W%[7Q)
MIP]IC5O[7HRX;WV\WZ]\NH!E>^MS_^<2)R&FX0V.XF%,'"SPIKN$H'S*4V#V MUI;_OULSN1M%<28DE-
H<=3)WF0]MR]HL92=BE%9#M9W*F"I;RI\61]7T.C](M-2V+D]KQ'[7(_7]6:0S"H)Q$_33%^&/QXXRH!S_^/G;\/,'58U#ANX,N[E! M5@FI(H:,P5"P,69]7
MT#!NK6Z?3F-_6%&7MZ)NZ#^\OK"[P_/>7CY^3-]Q.;/@84Q;5%:K4K+7Z/5G M+--/B.-G:I!F]<_3?3K;<*Z<*LIV6]7D]Q;]D06STM]3,G] M3F#
[O!SD5@,VD%HA]1(%]4(S";"]OK:+Y_,EQ\-;_!]R[OL+KDMW]OQM.3/- M-'A^4!55]K:4)WI<>PY5 HU!%+27N#\"V@MU]M'O@Q-&C1!2:U]8_
ME2."O#&GY4YQFC)ZB4]TH\KAXI2?FCUV,VM.Z?U(%)0)YMDH@9T:4?\]>B47\T M$VQ&7A=COQ^,X"F]?=A)#SOU&]M)(-3^_E(:1G+']-X2>?
2S(L(/2,XE9]!D MD8R(.RL#3XB_,+\0FD]*?=I)QY(33I^TEGQM-8B!+A+R,Z&$/\X<>U+^>8B(MAXAXB(A[4GRN*"/&PXB5'*62=&>1H5.Y=;&P?
$XED8S ?A&&BO]I2.0E&?$% M'",OM-=X&%[O$FQ[7!U"7"UH%K31N(D8NV0RWZT/=GNK[=,]*%7QE#S*,/KA
M64/6,]1FF[(D:R.]306:RH<@4!ZBT7_Q8WGT8.,'&S_8^#;.E]-\'&B.BP&Y M2[.4V%.6C#4/3 I5&#B!$UXB4(TBVG>?,Q(2'H*_OYF*Z R\43%@&-
%]%^0QC M%6W;-],_D_0#=;MA[]?OMOO;(T!"'SU-%?"(,=R)U-0"EB&ZTSB;M8[S5M)N M-.A#?W)&7.BBWBH=2EI(U_]8[.>/D] MVA
AA_0Z=89^D$?.N8W3?)7,H'=[GN+/R61/[]2.HQ=8#.8DX\]$> K D#-(9U<\H-EM[NOL';W[ZNWD:L'UKB3L=VG MG_\T ML]"
[IIF%7WC'2]K:?8A@KVQTM(:12.))-;VR]S[#UIL?S\Y!]$.$,%Q+KF1V MOOXWTDE\50U=B5%?P&>K$N@5,\D>L(,'!VGVQ"P>W;2.DA'T53S*BZ02^0P2
M6)L[-[PN]@@RG#T*75R+.B\9;E-T_"FGV.L-Z.?/G=8;D.(HXBE>.O;$!GTU M9S"8^P[[,H9#]IKI[,>=)'#X1+AQ#8/$,3<6\MYM]CR>0 M>:\7?
7A=P=]!=4'E Y;\I]\F[VWL2];/>81+!$B%&6#;&>\7Z RF)8.CT9 MB"3-R"VBAHPM#@;%@^Z(]E;TH8DN,& =]*4EC%!P1A;="X7"9 ?8I@_//4%*
M#5*9)4")]XZI)MBB&./F9@XN" 0) ."O0!S2YQ9+X %/!&%L^>/[8\WMDP) M9KN0 6@(Y3H&+X(<8@0=MV_&>W#4$"2/;84".CQCU0YO$:&6+/
^F]G).!T0 F,1#^.! M]>):,K" P_HI%I!'YHP]8%!!1CV9A#/9$:4[]<@U4_;L"&>$CZIL@N2T0FB M@E/'0G\&DG9.#YM#B+%&,$\/S_9#/WFG%.Z&IT-NKV
+K[FN"1;:EF'-YX@Q M.!W/')GM#RK;5V2O["&Q)YMGD866MH'60U9]&E&1AEYY=GI/>1NN]]WZD[S)
M=36K%]ISH6CC^/(^O>Z]3I/;>T1LF/]:.XOHUNZ1 W6#$] UC4@RV>KXHE3T M-?^(O? M<D"P=-!FV]^+;)ANA.A1G"-
Z0^2STG391BUQ#V&UP/X^9Q#)KV%%&3UD M)H%G:*QI E:WT):7"(-$54&BUQB),(D*WU+H.B>4# H$ IZM!F!5<4_5.+I2
M=MH&#*U#ZB7<&K:G8VC_42'R7USS$S)E"E^&&B*EH\T%?6UM-Q[O) EC?<-S M=Y!=(JW,,[40=&>;U+'&PB-K8:>K[\-[7P]#5@6$.(S]T1D8$3Y A/'3]
[?T MCS.C;[-WX?X?7?73XF?T\[?=^0P-O!2MW1T5S\$!M-C1'201>!&6+?]Q[_?3 MBYR;_+QD$4_,7C0GD2_
MQVOK&5AX>L=^>*=G(QO7Y/(^W9X?.1OB<8W8B4WF)9)MPPIWWKXAG) 6]V/W^ M$ ES!9MBSE!'&/WFO8Q,@/C!O,TC##LWR,
["L(U"],HYNHG0:7=N9]@R>O"2 M0_< MOSV6?;0^O.\&VM_VA!_R[2-.0[]T7TPFQ,/I%1-3"RZP2D.8>UL!COK M"'CE@'/!RG#]FI:ZLT8116CV=#(,6_C\S-
:Q08O4C.5)&.[KP">9!)/1:5]P M9Y+:>S6<26?.UKS\@^^PZ]"X)7K? X&6!2MWV5 M@*2'*\OV4B R=$G?FMMA$(08223EA$"6Z$#(N-
-4XG8P)IQ.C"G'('&PB[X- M;X$(V/DY@,K&FHYI&M&P9H\O0\PIHMM!0]3-&+]]!X!@FD,O $N M+>^307S .P,DCK/[Z"!\X [+=0269.
[S]\/7^SQSR%Z89MV7N.#84;@+3.P5 M A&;G'#&D[QW'?M%5'@$0 []7 L"M!=80^-Q]N>07C0G& 7!$(-;@ !(#_T
M?!TS]2X$1<*/DBR"94E>309F@NP4P1'F#R'I]2=5>=>;0=IA%WT[L3+L;3' M%\>)Q^#[D.A%>!07ACP"I(&,8Q&#;@X9F&C[9#3H_D6IBX$=RHFW
1"-F1F> M=@8-MHKSLAS&83Q@]GTRU+4-IX)]R>7]C3R]2*ZU0Q.AR%[G U<4\Y44;G M=1!%!#/B"$0(!] [P-
A1\OW=6$K8CRXX,RD]&T;;8_K/B,GQ0QAD!&L@*+@+6*V0)[?>QHZ,CQ*ML7PKZ-!4]'7.G< MP7X/'^W=ON5N/1I0F+O8^=<,
(1#&SK;*Y)D)KL!"9T$<81P]:SU]QH##SUBX(\8^)\< P^_*P8>.?^.%YWO]^7P"> M:O3Z7@5-M*-*L&ET01%7PYYN @8.AX-
=HST')@2IE^1VPTF%Z]$;!"F>KGT(MVQE9N%'_2YH9; 74!Z'&L>G&D[>M27^X6O=%6>TBC%I?[BN"^ M#PR1W0M>08F$L&UW(+*V;
W'#K:)@[HM3O'W1D_#4F 1,?SG]^,]T_BQ3N' M]SF5U4DKM#^W56_7A61_ZK6&G1 3]G"Y]B&;D7)=90B &";D7@]/&\GEB[. M5\2!=P08G%
<+X3H[N(^L.7&$OF#N]H=S%T$AA+G=A$?35D;H/Z0=C?&'9 M6B>&UPC2&W%0&&B,"!L>O0='C)%8X!3"3I9!-$VL"2/K&]@/OKS;];X$&HFB M8HL?
YS0CYXM8$I%X DXKAH0,09Q+O+,E5\(AK19^=TG&X]5SUCH:KZ_E$5!H M0QP))_BFEC!VU'U;, NG)*H"?AYLV&.P[M;2^&!T$479!"E<_/TU)#A#0*TGX
MA(1E'&T?2]TSU(:ME9?XZ#RE[CDIO9R \U'V!2I 4<0)OD!+ $TL(E^R*8 6 M8>-G[.Z]Y/ ;IOU\+=&9)HYSETH-
QR>"W9YSR$_BO%QQE!Y_*O:,TQR"OBS. M.>& Y@Z=48!EPYNQ_+>=:(;@!A;N!BF]_Y#,/4@%)TLP1>T^/:(/-W,=] 0S
MM=>QA*.%V'7TDN3$*2ONU]#/>^GP1RX@G+1]>G('YX@(=]:SYY:B8%VS*LTARM!"FN&&DRW_M&=\P]L(;Q*HAK/.JI]D?I0H>%/!'.)
K/S"G>%*8*=N.5L)E^KLX'0 M@0[A1Y@$8>-+HEMTAH_F!'AQD ??1G/W0*<@INA$3."=WYD56!B%6U-1H#W4L(+V/8MZTMV;DW2":3^C22;&,O
M!++RAO> A9:G:[8,)R;A!KT=;-H50X83X8(K"9$!6"OD^L9YPBF/.0RW]>&0 M.MZLCUN!W\ KP-*%9L67A#^[\LH-7;41Y-!!5(E#V$'0,RV3).$T11+5Q(&7
MBBA(/!@,?WL>N:O#@TP8]"20%V#V:B0;E*BI*I1?>[:'HZ(I69G$>=D6;)F81>H43_G%2UT@V:X3\XY8"Y':H M)Y2*W^4I LC9>\PY1.
1A6Q%8]\/;#%ZZ_/LP@3;D3: -#9ZKLTIIT1=6 M'4F]UBI&2A[%UB^TWPT8(@\%X3"Z',E,)].61P3S$P.6R(7#RN\J,I(&O"

&'=K,ZST^USX\>O:YTX=O+$(W:N;Y*M7DFNC6O<$UW.F2/UA?+W MCYQX$9T]M7(ABNIPY72,F\:'_(H?7^_$[TN2OL:)5]4"+2W(9':#.+]I-KI M-
6)*\NHX/CAQF:Z')THGMV6EUD(K%(IY=A*^THGI:K.A;(1T6.[U.Y-MKFM] ME00Z<54[T<;@W7_8%R8K;L]SY 1N26(*CI*#8,
<&B>$C3I]ST\D!3O@KP!2> MBM-/3LPG5VY2%3*["Y1@2P)/""S(DE\P[51Z@8OI2&U2A;0<@F6RE7WX$:GEB("M#4Z_4! MYQ
B_0+7[IF=\Q@^Q)]@9V'/T?G7V$Q2-K[_W)MD#$3>T?WE109VQ674(RZ? MEV]'"UFM=J1N*3IX''_:S#G%,>\OS:DW]TG7!E2M62])H_&
MR0U;RX;J\Q'=5)-5I#Q !/@\I/;OA/=?!7Z<'23BUEROC M(1_)R$RUS/2IQ8;*5MI:=E:S$,6&(L'C67N?0[&_J\M?&5*%]C(J9CQI6UE[0W,9!HB$1G.5=0
MF$T6RU1@78W)$M>?-U6SU^]JX^-,B-/KOGE!X1XT;?>2[^\RI'K>6N2?%6"+33S3CLV1-EM:#EL@\%5616D'GFN#Q5(!OI*+\-L",.C4=))]R
MQFZHC=]OCL+B$"'NUYO$_D-1N3 VGA?NOX->F3A4Q[^@*4N&&Q_%D4,HZK)4:,N#_=EC M2'FREZ*#HS?+HDE2*D0>:
<0&,%N]]DM%VQ)T]4T@VV-.C8SSE^.WO!&.Y=FM^R8*W5*4OB9 MUO1V*#5$EV,D#H.RCB= $$7BVH#^8$SO'@$]"H26S_,5-^GT2I5^9%&Q&D(6
ME.BH/WRBM?T_5U&@KX>XRX0F[Q%Q@0I:B54#9]S3$\WI6(AQ 59OO)%7PA]) M' ^/_>_<^=>T[?0Q?"WNN1I5I?%&3C/+;B3'YI/]?
R3^A+1$P[8R[H3/R4< MBN/,:3LSK@V)<7LAT'/NQ*>)9G1SW56.K268T?!YD9B4MM>*B'Z;NT:#T8 MB#X;BK=V'QZU;8=R)]WT)$E!7B!))(16-
CBST]+/9=2/W&#GK];=[UN)=G*: M79X F5MNFC5Z&,?SB!QV>6E!7PU>L9>.219!T8F])][74NA:D5359%WNZ)AJ%]\W7!QKZ"%J)8[\'H3\O::@ *@
M/;TR5'&LF63TEMO(8,GI&P(0]U0DA<[N:00YO3C['(Z/NR;:..TC15L=]*Z M3@D>][#A+2L!_))]'&\)%6S03G$42)-\&P\XT=X]"*$!#!\$:\QV>]]1XBDU
MT+6Y#NT(#FG%D\OV7FKU#3?D5([?V_L:]]EN]P,GM5ZUSWSZF+@AI5WZY.85 M"% \T!./^W,:GM>07)/[H*;S>NF46/6,)R,7P&V[U1'.8L=%Y]YEYP-
28&: M!966I%F:]XEX7[N^8-[K.4R+6XQHUGCB@>!,$TCU%-3[P"@"DH!IGPVZ#5MX M)S;L=HFF $(#^$#!F]0L$WK'.(!T8*@;N)+K$
HZP=QQA1CA&K]3'NFBQ>U> M$/1E=K$-M$F==%+FCK+ 07CAC&A"2"<":-(M%%(0G>^0V"B.D=4ONQ.-%--ZY3DC>1'CU?V=BY\]R% M&Z?
M4M9)OTLD8 FAV,FWDBX$X(D;1W('?4G%G&#R1+BS!16I:=O'@5W/YX@I M;)3L%MG@=SG=>@A22)X]"T
M33AO_3H(:"S'CZ6U97A@MM=P"%!A:IIO(HTGF#/0SY!2C4M5H02;@PE6%C1_M)G(M>*O0-:)D_* F\#[)M^U('X: M2&$6]H+]WC1);W6*?0V0%'0<
+9[C8E(&FL;D32#=DZRWUKS1$]=,\X%*06& M1>X\8"%(GMLU)_?T_#6\)XHQ]U[MR/7,4\H"BF8LG?KUO;@='C$=@+IZ6K2KR7/BB9]M8*G0N(\] AU;
MN@OV]4QRA4D].51LXLZ< :A/@+]@[8'HN.X+\$U/:LV=7TG-"6FVBM1&Q73" MJ=Z29&%Q+#6XA7,T"1W#W0XJF9S/-S@[Q3)UP M
"V2HD!RY\$2>_#$B3D9<-] TT*L>ZU)@S++U>R=VD3#P;_]]T>-W&LHZ(=+ M#2Y&+]P%0Q_!2C>T&9@S%";>4--TN-W:X=Y]?_?O'5;0127&' M8 X9:
[RO1AEX,@,N$[*;!^!Z=(/7I>%.1+78-.3^CD;>9."4#8]BJO]]FMT% MGZ8=KV@+BQ\B[>M.8Q'8-CG]D9;\AFWO;.DQMBS;H-QCLSWB_?_V.^Z=HA]X
MRQY$$$TB0!+3%^.!%"/M5X7OLP@T@C.<%O^<3Y<,.3 "#[)^-&8,@QO]NI%$ MZ,JWY"2%Q/Q44H;;UK'0WWC",\[X-
W0*^.L&)SDADK=;.YPE;YNP;Z(,L9P. M[1Z,NJAC4CBG!,F)9K=7'$8R\DS/)P9LL?TT+IX8HGAZW3=/WT/L@W!#RK 5 M"] +?
E\0]CX,U'M6G8@]#^6[A!#PKK%25=IC2]V9B2&-0#L%L0L('A,I^6'/'E*21B'N;V-E_CE DP7M1"'#0 MQ',L^E0+>\+A7G0;Y>[=1N
D<.RNHQ3%H(OEMQW GA&CX&MR^,K)W?1'NZT) M0]<&DW5,32=M27B0.T01\4YQVAW)TS7XS.GPPTG/Q%WK2>^1)40' 8"[LMY-
5,>+::O'S@;1P38>:0VY=&/ '*\LC6.& MG]D)0D?,-=NEQ>I)?N].TDZ: RN3;\'*^.'*9%8= M9-E(,$!QW=33-
%I8Y.I]$]VDZ<.EHT3\;9ZIKG4]G8NTER%KKDKQQB TH Y7 M3H9/%6/9LUB6$9Z5Y696?\Y/8>71D396<3P;ABM19%A9*2,6BG/-'*P\.I(^ M"Y1REF0.V-
+SU QLF7B^G1NCE='#E>/MI"\50B+?L9[2]84T-<5),8E6'AW> M&G)J4VF/$G)I(\]W7FZMZ)7:&7B<&6F75>KR5(O+0?X=]253G&!=!WV>0RF M--7-
E$.CC<1N5D^4L5@OUU&U<0KS.B6;.2:\CK"][K]ZR4>M=+*?/(5YH[PN MTI'U=$(Q=&:U6&KY4&V2/(7Y5F1HI7)-5]-ZY4FT)1;#/:UT$O-,0B@5Q-63
M1EG)>&A<;N>H2]YQ$O-]QDK0@6F-HP*;9GBV*;BZFC^)>3.M])*--=/O<$6Y MJ\R&RTPH=1+SK5*H,2S/HF$V5UPHS7$ML%ID3F)^U-
YRY<5!FF!KW*3'JT]4 M+917IS"_*I!+9A-P;5AO;S(R2L^FD%_/OS_Y[(9_O2OA/G3D['OJRT\E5:RP ME]$.?6B["9AS2^YQBI%C
MT.)0+#GV7GIU_>2",]L@_N>YC@"K2]C]C/OAN>YVSZ1D;!V_.9+#P;0&!:== MN)<(>
<;+IQ5LMX3B.)^(2\%QS0(0/"VH)1U21B!H#>VPT;D#.V/780>N]KDQ4!DW-I?BO,4W/<**+6=2^]X8E[9L_EPEFF MMN]OP7_9\Y$8NK,O^WTT.;@IN-
UF11W/F[;A1H[O.%4B03KV MEQ=F]NL<^'F\-Y[G0Y 9\B4=H#F_!U8ZDCS$/0@MO5YUR]FXV/[<$/$H4@0 M7]D==T@=GH5O)PRO1_A?4W@!
[*8VMP_$!".W!/DQG,$I>BU/]*69LR>D(X/G:A^]BGW.=G\?/%:!2QE=@ :XX2+G'_S?L^Q0?W!4>, 9\&7$DD:0U#S(^1&4@U6YY-#<,%PF?547<2_X#
MB0NQ;6:X;]^NWYM/^]^?7Z\<'23BUEROC M(1_)R$RUS/2IQ8;*5MI:=E:S$,6&(L'C67N?0[&_J\M?&5*%]C(J9CQI6UE[0W,9!HB$1G.5=0
J;UZ[% M]3[8CT,:#QC.5#1O:C.DV@8_1,^W-[?H=YO2*HWH$N_FT*+SK=/D]ZQUS:> M_+L:$FT(>:?8X'<\?YALO52[<6O$DM:$MG8GGA! Q$"QW'4*^-
>.[M/T0 MS?/S4W_/S$@"D;'$V(FQ5/2'(<#2/8>N.@E,H3! MK28]YI,W,L"_V,-V-QB_AQP 7!*-/;@8O,0#:?1ZRQSR>=$;[-;G[SF@\'U&']9.AF0;DNT
IQP!W&>)U6A MO-NM[=\7:FK3V1I:4-54=Z>0%&S@=+]#N$@.L?%\\$3S@\%D-7GN;-1UKE(M\KWP-'F0@?
[2T@%SK3C*+HW1F\+WLNN'^GS7]YO]VHXC[&..[4CXME[6;^?Q M>Q7L$\D4 ^@!/*2L KB<8P:CX0=.HX^]-9]#S7E0CDZ'Q7+7PL&O*; '__?#YK^\9L
"8>"L=MF M'<;G+_1]L%\RW'N)%V(_?KT4O/G??X?ORN]Y.,RG,TS\" 0O?M\DN?P#&LP MO\L9-$V"\5^7,W . H%/X0A #W)XW\ECP>]##]][^#@U).+?
AQP>]/"X+-J: MR2F7T)=NG==5V0WFVE7,7XRX;WVZZ^7FO>Q N?6Y_W.)DQ /Q V.XF%,G,KC M36D+0:.OLI:0QJ(T\J6)V,MC-309+;=P?
\Y*HPVR3#;X>DFO) M.%Y.4H?Q K]"#:]3C_14B^.TL;UGL78&96WD?L/](2,9O*+!=]_T\"RT.Q95 M?G-ZL]ZB=3>MS7YP.UZG5M7G54=F!B-
AV"SF16:\^NU.'3BE[L0Q#KMOM/E! M%F$RNNU.-'G17(;4@!+N*1-H$!7Z\8N.^J,1VL\PQ[.Y'D+L@P&J6Y_[$D*,
M!)_O78;AC&GF/;67#XK]OA2;N,U)'A3]4!0?BN(E%<4OH-6M]38[:.M216]I MW:<(^R1M-.'W&]:]0ZL;-V,YO=CG"Y5$@\0A9/]IO@#B(=HN@M$/
HD[@01#]%T-XAX6'3W@8B'17=93#SRO;])"M_Y MA+T_N?#AA:94C[J';\D'CU361]W#H^[A4??PJ'MXU#WH#NJEQT

M,61SO5A>W9I&6X^/2>$#$_;'$HP_'HX^"A\>:>2/PH<'Q7Y]BGT4/OPA%/O0 M%+^YIO@%U+IZ=Y5H-;7G'%7J#]KU:IA]-YA/4>MZH6YU-$T+73;:-6:#_N3) M'-4;=N7#F_2ZH]'_3'@5YLU\F')<:/IUVE.US

*[U7~~_J_I M>-*U-O+QG#'! TKP#XC(I"7"(AYNKXN*,$Y.##IGN?)$^?RB8#^,S5[^+439E8V:!=HANW)D[LYU?PW#]&G@*%9G7C?B?+,$3K##!&+Z1KLT00<,OG(*Y MS4\X=2RZ0]/VH8.'[?@*X#B"^3YDS/T2)K(!.'EM)N+7P6CQL2K\!'|#G',Z M^A8ZFCTLW%YGH V0"3[NYGB%,PQIA*0PV1H"'#Q;@ DT>"'^Z)B/CDS MWT13!&=6D*0NT88PLQ.8>8?(C'Q#F*L%DV\,GV3X5,T$]6:@9^MD%OD0[0>1 M%'ZW;J*]"M)HA#Y$N\/PD1#0#[" OL-S,+4(7H\/(_C@H&1(G6'Q$R1.AKL9 M22"!X'DV!LA23&6:*N 4 L,>8W10S71!OCG+)+ _#SU>>P(..EB0,AF!>US45 M_<@3<5[7%(G?D/\?S-=I#P=K/?%47TSZM4Y-:^6W\\BDL0Z/KS4O9W?W4OL# MEUX,7NMN K':P\NT#ZPY$<$'UU7A30S>O#Y0&/V:9 M;+*50LQH@+!,MCKXDP 5]?MV]Z>O, ,10,[Q$XD[P14.OB3ZHT#F4R$YWA2- M.6(@1Z3Z6FS:E8J>YW7F(, PU[6DV5S9/:X TX*Q# ;Q@62$8:M&OA5G.-M$ M+I)?>)&P>Y&Q_R+)?9'2'4X)&EX&(F%Q)4NB>8&BW=M+O$&G@!H M7U,>!#MJF[$'$B+WN!U!F[B0X/X$SDXF+,5]";T@R$1E7@- M##?$AS^$(5+8-"2UR5;PA#D%2U8/;+% ;HIC2R$0;06>8$C"FBKPD2=NY9["L5;@E;8*/5(MPCG.G>-6@)#[=PJ*TH@&SQVX,Y83'@@T7WU!A^*)/(HB>\Q#D0!VI=I MD:F%;; *1Q)Z=-T:HOO&84, JX/ WS8%^Q%R!:Q9P) [1*;PXU!4)'%)]K6; MD0@LB2F% ST/O171B$U3MHIT]-C-$<`%]&C1Y8)3 #J"UP F#E.D9K]%<(0 MZ'M'I'>H9ES+E/BXQ\&3K.C)P>05Q,I@ID_L5S@QU1"\ZAI)F&=CITS8,Y^= M')2.'N[]_^PED+IN@P-5P'.J.W&5P7Z$L1@@^:G<'+WX)Z>J.W4A9!HD@B$G ML/S3C2"'L#Y"!4.1OWR>GP$<1]"$PG$/O/9JQ^VQ[9>/.W]\)4_61@P,26?H M(.;MW7S!,.!V,1:Z$]@.U++1#S/]ROHD.2NK_M&OID]ET6+M2P?A7]C+J[#_] M^(7G.F+AH.%.^YV*Q7DI]D5:Q: -T-X9BS9H=W_6+#G1-U@D<%M;JJ:Z?&D'&OY M>=F.EJ:F3LGK$>2.!"9[+0'GQ_UN(.MG$OY6CG#-NUKH^5C&YU"'N^^[X/5]>W/'[6'NPR-GZ[!T!(6RKG!$%;BURG((MEYJZFYGKHY%Y]OV>V]Y'[Y+L'D!NKJO90T-7I>(?IHZU*\SDH-MN$AOWW"RY2.XGUNZ87%$L=BIU<[C.7@$]G)@)8D8)2+25M%?#I\GP;S=N0W3 MN0-3W]_P/" KAOKO$<3QW^G__@/]$'H9>MO8'OG\1N>S,4'ZDC%8A]+YV8SA MRU0IQ-:V4B\Y;:T;/TX+F\2 CGJDC?.+H9N#-.AGH@XSIC=5)&6P>QBQN3X@ MIW4.F]:"95,('OB: ?J2("ZIL4I8FV$)=.>A]D&@'M^:^P&4.J2F;&;T1+6, M;;R9KVFYI;'G4RY4L^_P*N,78UU50*<&'PBB3DUH86 AZB5J[*&+N./)>+^"!4[1G;&>PFQ($&&]\#FLY5EU5]W ETBM1S-FQ2(WI\ MNM'2'>"WLJJRA:=&/=2Q GHSL)9GB;F^UP.3>0]V.0P(>NL 3(1=_+>3"%6M MI+P1^[$\V*[5:5(N]#DM5/OGC5R08.@X5.'X%C^,"X^R-W(B$B3C8;KNKHK02 M!VQZ&(I-S"&S$7.-;XX;V.=YQ-1U<299L[;6U12D!O7P_8[4C"7V2#M+P3! MO[I8## >-"Z*F4PGMNBT67'1S0628RJCSQ$;&>H(B7'1S0628RJCSQ$;&>H(B7^1O?Q_=KP!#Y M@+0.$+/I9QI_,Z"L,OIK;\3+!7+8RH6$23=33)XL&?F0:O.ZAARE @*W<;]B M_(]OB>%FKP6B))"S9+5]HS2^"?">7)]..>D@Z8SU-EU61 MRIN,8.68S:,3:UIC9/]&@&L=$[4-$I[B>RC-Z#MJY9KMN$&F"SA^PYB049."H M$$2>$/*Q%^A0?\&^05!NX$-$.SN?I2 98./ GT>>VXZZPMPF:/U+5]W1-#^T ! M;8IC"8&8N(Z:P*W&:WJH=DK+W5,.7WRHP_!!7]VCRL*WT<9FKEKRXC/VSX5D MA&\D*>A0+B1:;!H=3O<^8^"H:*FBCZ$Q@F@[C'!@ZHQ$G3BE[4L)22Q$45>[C-#E@WTM-M-%Q&NU]>OU+PK03G@?5)DQ1"V$>UKY5((:8B]=*7Z? MUPCF!N4Z0.(A/4X25UA#QAXYPG[>OZ&V5VS]'U;R$Z*L&/X&-W8.[_D)'SE MV)^,B&[Q/8->'/0^53)(^$TA!CEZ-F2)$'$!8@<"%8C8E_BY6&N'UR,M'A;H M[S.KWZS(O^+!NPA5R?W-.*+-&MV.N$GGEER=RC57>U05>@]1$8@T(9%,A=V< M-J'VE&^N-J\G*PME(B-.67),U"A:5416H1-4]9=SXXQUS3 P&@V/S6LX-N\> M;6'*F2L6:"C2;(C(D5 ;K!-U$Q&!FQ1T42G_,3$(ZMZ^A$,'US5K/'%C]O0I MIQ4^[202,WC22Z-"OUM%^G3"S5!Q?R@>>LEULT>.^(HFD4W/=08R13TPO=YK1'W$ ME7-AS!65\I*G5W.!:I7&M38[+1O%\/A#3ADL2D[BABL\CU=YN8 M;V251[B)!^D3;-D)"A#L1)#,;1OK$^W6V_+-)UB@Y4 KPP[+O1%5$S)L:TI- M U3C-77!5=?M,+F!;)"9A%B%'2OXW"?G20(4N%

M;:L HC[!2W59C?V7MJ5Y3FOR0[K0V3_,QO}ANV$P2K3PZ MT8I/*.TQ$U}2XC"S#872>=D4QZ>X@^G/RU8AH!CLUF#1FS+:XZ$0+L711[+8"RQ4\$Q?Z[2TU MQKV8,SR%8H9318(%*- C6V<8L[^J"SD^EQ5EUOMV=.L%A\IK9FN(*84]+2]7"KD*=#W7%G=8H[FTJTP*^-?)4M MB59C-*

'IFA2=Y=8J35HEHC6Y2%8D5^V5J-AH(TT$N:4\@V#^29302I2=ZU!FU M4OIZ,M64%.ZW>73X93NU;

<!VS6IGLP@DBZO(8$R%X)E'AYI,^/$L&EWF62;P M>NZTE%3GB5TY/0GWE@[&3\6G2'XDRZ7\4[\]ACS4TR=%_:,3%57NB6:/9DA66

*MN+K8,QIB$JT\8J4AMY[H\D"==JSVK)B92HFI,0:RCQVNG&]CE;;1ZU-R3\G$ M\NE!I,=;R5-D7U3J22%2GFSD:'*6C'>WR5FI??+ZJ"5-*

GIYRPRZ[:5>H<3-^M6=UP M5XWDJ4MAT>"UA1RG-+GT/&2SX\K22!4;IXBI/!(7I99L<-2&'V;82-I*9'(G MQ7(ZT6F'GZ+|+B4*D7%Y6%8K R5*

*CTZTF@NM6IN7:E0T4LJOHWE+S2G)4\)V M3$6SF^=*ODI%-:H=CM'5>FT!Q4Y'*ZN9[6:Z34T-N55@MWU!H7(2NKQBQV>G M,VMANM*

VQ<[F29^*IB)FC +4E1SMTRIOTIU~>20DMUIK MF\3UUG!/\N]S33_S$>3SV-MC%8>O:W!+-EQDPWW.KG2<*"-&EI](N@U-B?[CC1%T58X.H@8_5:)="*

(+ MQ95-/S$2KNJ;)]_HW<^$)I0[4&VV6$W@Q:SR(8";F36..(!.WIMIW4IP02@/?= M)/@O>ZZ-8_&SA$8BP7#">S(,'5G;_8K:7+0M[4-*

*CC*O5'!Z_"Z>YT/4!'5>=:C9+LX]CPTW-#3%,@\]-I_2B9$L?'N%F]>7^['; M1"9(OU@A_D#$)R&"#@>CB0J>-.EM>G-X}^35/Y,_SB1R!X?<#B\?*

^/1BXB51U\/]^A'] M]H44"E+1OV!9(SO^4MC^#<'JOMEZO=#$RM<$ULTA4(L%W77IOVA0^\08(W4F|T&F^YZ;!3K#[5$JRURN4J _8Y+VN -

*_H\WBZE M!]U:]OVU;QI?3+-YB,"OE9QP(1%8X@/*HFUTQ_*FNBX;Z1B3$@S,2JD*79TF$MY,3OB[G&V#N0/W[Z]X=/&]5*

*MS:%,]&MZ;"ZM@=]30_4W%'[3{(!=)))X;HEQBUF8BO)E,\^+]%H7?D8.R[\ 5 MJ[!Y_C!;%'O)$1N(3&,..RN'66K*87_+TG--N(B;]%VVEH4]$5UL**D)U:(*

*M/N6Y{+;9^/$K=KHN^&MZR"ZM_WTQ!EP(R7#6Y,H3N95*]X3D2M4+MVD.]"$& M/%!17F5 *<-M_AU;LGK][=''9^OYP%Z7?*

A4X\QV&:EHPTZN7>9+%/$SX/?]HE--&F9,B!$33%DN!#Z..G M0W7:P[5V9=?:EPKCO%M["MU@ $]9Q$Y%VQJ?C6(TUA.IT.A/>YT:G2C'WXN MQ,TT!.-*

*"P3\OCGU?6LIA--%*N^>$]F0-=F$$AB%ALUS0#,YC=ECRXM)1[.^@ MW#X$VV]]9O2%(B\]0/5D,IO1;M;*,YJDRO?:=NN &"[3R+?!'!]L6Q]])@*

MJS"I;4I;53J!GO"\F@Z[;.LQYC4%VPU\P(>\Y6'?'[4_7RCSA'N)#HR\$X- MB,X?<(N& (XU[$\($-?PL^A;P21)PV[_8'RMU@MDVI7;=:\%Y3%(5]IKJ@*.E*

*MZDN)%_P*SHUCW^JC9HBKXU5&!M#VI"D-<,\UY4A;"0R#"\W.#:05/B1I84& M+:[QZ,KP!JX,<2H8H2_0E2$4"D8259YW46Y+/2K0[P,1(?J\B#M*

!T'P], MW ,F0D'JT;GG'A#!0+?R!QYNC@<030]$W $B'EK3W2""?HBF>T $$DWQA]9T M#YA@'IVL[@41CWZ'=X&

(AVRZ%TQ002KV0.3E$/'.K*37O*Y_0L.:UU3WN^_M M%OGMWFXT[MU_X58]!1<&//%ZKN=N5]>53.>8"-$0%8U^:ACZ|/^!K=]X7(Q'' M=7-_

N3:UPW$NZ*"#I,<[J\K*BJ:*O#E4,;W)H.O3@67ZP_XQP]#4# 1_NID M<"EA\)J'[GN30>BKD\&EI,&?KAC>NKHK)ZJBSBDX^Y(39I(J&:,.W487$_6W

M/N)O]V+X8!K3K<_]GTL44Y \H#NO%/:],1T?YA!&H],.6 F4Q0Z3E(9F/M>1

MB\/DF6S\V(NIP@65UV8B>K]0L^;+=CKN7GZPS5[)54CN<1=+D=]O9P.+PNG$8?O5AY,(8:SVLE67T[%E6:Y, Y8]88]4ISV.

[&PGPD=#R2\F&5P:X:YB:"X_;$O)2?^>#%Q4+1S>3&Q MZH;C3_5F=$Z)<5H8CI:Q)]%I5EHEB/-1EK8C8KD7#+'K[_'F'\3#A\'4%QH_XVMQ<4

M=W#NAZ"XE'XND;18.9"M[U6Z]0L)*=D/3]MZ]&/ C=]CJR0@6@3'[9FQ_(81T 1DA@186__KWG'LE M(5;,F=A@)QW]9&6"D'3/OI_%?*

6X\"0K=^Z^A]4.S_#R4_G1Y/Y\IR5SE01_S MA9GZ,)Z.ATI":O2B&&A)!(//KIO%L3E)Z O1&"9A*//2RU9)(3..%T:CM)*XRY2>AR N MXF*

=)D.!5.#O,@_PKX(?6=YD;S:%Z<*/;U%8.C#Y"3>K)4'_*34FC96=G^H MG4%@/"Q&A5XITKX?%YYN9^E$0U9>(FD0&*D?A..!>"CQL8&G[R\RSEO-=A49*

M7R0(1:1\62FGUJ-IV9<$0;P4YID56$YO#S79)T7FE.5CF9MRTAF[%+J?EP ML0"1@2&H4""2" =2R0_Q2LY=_O7M;YS:NB6JU_3CZY6&$4_W^I;*

<)CF904J:.L MGBOMT$#+INX;O1A&E<(!/A8*A).1:_G2QYQ'O22QL&4I#H2I ML4JWNJ5Q;5@3'T+E@C70/E\LR(D7J:KGU:90NXN]J*MNW1R^+$

*LT'*E!#B# MH=2'B(4_UUXX4*YT=F;YO#*%LY_U(@3#K^YI^!3!4G7W+U>&G6*>$\F_^*

*M,6O'1B@84C]^)@+1>"H037Y(N?.U/.G2F.4J&*XBMO3ZGH-/$0S%4582%_'G MY;@0'^>>BY8<:]/%@Q@+B@5B$3X03WY(A?-W*$>Z[CG8V7-*

*.2H4]MBJ/2(<_MDJ*HK8#[X<&:;G&&.\2?@S,I-+K*6>*2ZQ.-#!0+5QU8OM_UB:]0.<$/10M_ M E1HB^J^7T[$%7U"G\!#X*5?B'S#Y76#*

*[EN8P8^4@4*09'5IS.ELKT> /DS5 M39.3X$<6/$CD+&4"E,?)RF! #*))) W-&W5PD\5> 7@5/C&@)OA\T73)%: M VJ71QB<@-;55?*

X"V+,X9+^"GXP%U6;K740<8V#"#>]N1@\ :PGNL8 $]B$ M#P?@TP%$!D?H5@@XOFD9-L:W33BK:2,,](V-%B;W%R!'M9%[42HBX$2X_&]$ M+?Y; <7 8

*$RCAOJNDP?8[(U$"92"%$OO##)1LE5*5UOO.-@A3/?9 "; G #+\$\^- _" M+30 M60H"5X#(I=>(TZD*HA=5*[ ))=$IW8YA;KZ) SF3/AC^-*

*R"*90.1E3&>52H1BJ7(W.(YM MY(2"L7<8 L);]JE4=8V=G]XZ,FG2P\|E2IZM8CL=;;5GQ;7TS/CHC[EATE MR50WR^EB1HCG)V'CX2%?2-XN?*

OP,Q6_BNSM#@994^(M/8A)G6RGBATIO#ZN4 MS$6..:O#OT7XMS@D#HDCL6RB[VC141C4\#/EMU VK,

*M^0BO"_E@W^%GRLN\V5_RK54D)Y"Z<#M<-0#V-]%MVX3#%P>Q<$X.W[!EV#=> M_ADTTEM'$9SI[:G:H(N8]"F QH+I;#?B3'L"URHO^*

TYON[)D3EHRRAS5%$H MDU&N:6^>6(8T^]5V07E[V;QU4/N9Q"]MT@Z #BQY>@HGZL%@@J);G@\UQ-"KW M6^E$+WU=\O2>)4\GV/ 43=[$KK-

*>MP:MG&M9P777UB4@(A2Y"5U9XA(P<66) MBT'$\=VD5T1\EFR*7I=M708FKK+I0A 1N@E?.>*

(B$!&]B5Y9XH28>&:5/EA8OE/@,&K#LS9Q[-6[7583!^<;FSS-T+]";;XQE_957QV,N@ZJ0%& M"&F6'[A2P|=00^PF$;MH:D@/AP89BM86!5RUX 42_P>-

*+O\M??>%QY4[*9.O M(OHN=W!]_-RSB'Z7$H0E,23%) Q$=4.1OHQ"O%RJ8*KO"U-%4;,,13,5B<'H*

M'DME3J$ESUW&6;,M$RMQ,.\N6ER.2/Y\>6B=+X^33S0%PM-[WF#]I

*M8CV!V5M&LK>325@]XZ6(4'M1NNGGUK*QKQ0K%.Y%0IQ]_BVUH:S#S=%4NU3C!4-A/2?6.<",(DV_"/G\E .!(.1#]IF/N5EL-4Y6D7" M%] BAX>7)*

*MDO!Y)(D;?'"'+JJA24W./?*E>1L*28G,M""LI&]ML>BM4ITJ#L"-_?@9N8GN MUHI^&]%R.HU-,U7G/L[G2THG,719\N6WFX@N.R15P+8#*

(G\%O_'C;>0OI,9^_MQ2"^E%KA67J[<(R/6]I\;>6,L@\2TTGIPXJ>EKODM,O-/\?>I/ M1T^\V7X2NNW.4TG+AON9#,[K!/,W=A/^D+%

*[7UKSOE*5]2V$WJL53Y]AQ6X& MS[!V/-CEPM/9K>><^T?<.]Z*F^NMJT.ZH*GP"?1T9C@((82]':B?3WR/GT?L> MC;,-*

*'Z1[H6"W.MG$(EILZ=UI3<%9@3CME4\$^,3N2+"_OPW?_*GQW%,M9HVNG[WN M\NJ?G"7@3AF!_L83$7OD00,,CE;;TK*"8A:3A)^/[W6AT8NC*

Q/EXX%(?%<> MG,Z!^3.\>^YX<9Q72Y7KES]F$_Q8W:DS#I&]&1(J9)X>S38 ^;E5J;8'O7[M M-P0)1(VD8\:J?YU%?HU;'\-VO]N$?>QJ6?72,';P_K?

*2/W]>I7W!VJ]XB(6 M2N4KF6HG^WS7L^:Y,!]L.*_1_98B[ZI524<;H^D+/^,KZ6$M2T)*;M%+L)Q M(!H+!4*I;UR*^:=F!:Y5WB>H\CZK+/D:1=*

[)"C'2C6Y6Y95X-3>#,6@/4;Y M0HN\DXFK9#FA'7K-$5R29/GMB>!G$"]?F13P"957.P'IN=V(/Y2ZI*/T*H6, M+'2%QRZ*D228*:$D9@("T=0Q:?*

(EL@%4EM+!P)_E]GQM'^?]T/Q1#HV/00XZ M--$=FKIN597F/2;@U[5?EH.RL->$AV:> !E!1\/?Y,PW1]1E']"3^4+R8.K M6_(^>?!.M\3(6D+]KEDB?($?*

=8+!\"@WJ"Q 2E"W)'+MVOE" ?\3.AQ?2$#\ M$=Y%_W79T']=-FQZ%Z$]XJ!0>JX7L[%::5PJD/O$,EL-:TH:Q &X%XEP(!:B MEL-*

*KWL5U">"A+3FB.XB/4UQ<.-NY##+%W7BXBH$N./.V[!%]8BT(8=O1>#&^$ M*ZB4.2&VIS%4_V*1I12-K>^[&-3Z_WZYA=+!*A$-*

E'TCYQ'>!E9\U$<,,#XX MDBH<70LW1\'%4MOO_K\VAB][P1_G>]4SM#G,)770Q)DLYW% 3SX M'U%=B"O3.64B=1-Q_<5_/,

<0P<'%^)M(!+\YW!\1'#NPQ)T[/HAM[-1Q?K.Y M5L?I\)49TPYB+'WZ3SAT0[D'_ND<+!JZ2<0^"%4^U4/5SQHQ_R-R(P-5QG^U

M:]F[LRCQ[R#B0)2K&_,HG8^ Z6D0]@IJ],U1:9'K:?8H_2*@5M$,"X?EL' MM.L/-W&R VKV):Y=_*

*NOX/XO%Z;__'L+'5O87*M_#Y=3Z^#M7;2__,UJI9H=INIMO%6K5U0@5W^.4W&(%*.K!==(:0+1FU_:VJ M:.02$&7$P+_M?.T8B@:Q_L4-K#Y.(Q,AMB]*

D^<53=0DA>[:]9:HNHL;ISKR M.7RIKCC3[C^#_MS8UVKIR!+K<|'=GI)!9,7B##A? '4[W'U[T WPYH6O48T M1P'Z)UWA"EJ=/1:U/KS>F#B,U(AD&\"?*

9&O3Z40$DP/^9ZYWGHK66VWK(IQ3 ML6S*NW(XM:H_X.>(,8?%A4Y5G*M5[QOU_?Z;D=0*-;)<$PQOT$8!:Y0@"X MUOB'Q;QJ P\/OM?;F4]!UT$.,W?

*#T3C6#8VS3XO!+-_H/MS=IW_\M$'"^D]U= MG(,-!+MWIO TB0]^!MIQ*B\K;QY@FM\52Y']}3DBO@U%K4#'HRI0^;<7W@I MFB]A_M]\KIBE?*

*PW]^S?/N7X,:DQ/-3HV.^\+.NF3%GSW.]]@.^D[&;/IKK57# *^O87J<(G"5K*3); PV[Z+;V& M?E &0$^:Y1?72!.4A/*

*NV[1TP]T2*48@%%7@0T],I*IQX\60D]/WGD.;F!G M9&?:\/H;,^RMCG=>W7GS-[ZU;,.Z;/!"=-4V0%$3"% MK/"9(Z/+*SO[<"W7Y/\@DI=JH@&MU-*

*(0/'8/"EA@?LTE%XFPD$EU,=TIV^EZ0 MPMG'5-GA7O"H@9VL(]?U\++0^2W8V,DLV$+M7FA6*V#$B@? D\0_LR*& MI#!^A-$.$$*

*@9IE\H>=B)Z*BF/Y;8?$LD2J.W87E'Z,,X[\0OO<OZP5QF^C! M8MC4L%9M_+W)'F=F5OYO:-P7>,V7!;"\BM04T34V"=U!/B0:,:@O7 $9*P&R*

MW5CP((<$9]>RH(HWF;5^_CKW69H/'$2UEQ5-]>E3O/'"54I6E]$QZ79 M9)EL3JMEJ3BDLT0/:EQ4!@.@U !B9@J'7F/4LY?JH+((5_Q/L<@A909SH).(

MIA%. NI&%<=9!E,8:)LI0X"'-N30'IXHND14;Y^W91#10H&)B,]5Z;4F]X 3,37[<"WK?Y$&%MAL ML]OE1&F$6M)]*L8U02_"]_J4,':$-

P=@H%6IH>]4U#@,?3!KDK[U_]?#<27'5 MQJ7D@!<$(&(QS;0###8\Z:^,S#UZ7'+ JP YU+ZJO!>H-L_EAD\E;?F!)Y M9V".NI;O->]]890R#2'DY19"

(JU]\Q1P5(<&)/A"4&K#%7@O'U/C4!]S)) M2 ^K-7.N/(]+);51R"S2]^,G]$-N=GN7/"8!Y*.%KR_0YIL]%I(\XYLU4>"_ M)<8S!<-C <8.L8 ')/61S8F7&K*

*SXQUF("1*N'"*T1TS]'R49((S8B% 0(PZ M$G2M-4PN+4\ "J8;,*F##8%6E.NR+H<"L0P).DWX0*#R%MJ5&T]PR#E A;5N M6\RM$==\, #) P0.L #+T0"N*

!+%]Q0U#2Q)3&3 ^YEK6<]^A@&;#' M6[+P<@ /,""8GWXF;2L6.%ZA! HAEZ; <):I=0H$9:M.Z.2O;+;Y-_J%[)\A MGH_S?!#_$PH'O'R(^VSZ2M21M#

%@U'9]>U1!W$##E\7@7P \HIF,E^=$HSD: MB0_5RW"9/H&KC^&;/EP#;&&"!9,V%#3L/L[/U]^ :,QA[(-/V02 NYGJY;[MK((4)6Z1A]RV:8+&$=7(W"2C

*XGXA*YA3/TE:BB!Z4=>E=K)%IK<3415^!O M:$BLJ4ACD6DRKF^C],*YXH]2P$ON36[U24TN3H/C\+*<%O/#=*+07GQ9]?4K*

ML2QJLM4T.@^"'"@CF4U<8HIH,3S4MZV&HR1#4UC.D+JXP4K$WWB(,1OQT&KR3 M.[.,;"9.[T4)P/OC){CN>P):?%C4EJ;;#%W'M.Q%?

B/JG0:B0O'NTL3-Q5BF M:4QW(0U/54)-C]=D,A-;%G64\>0<39@Q,H7Q^)\F:\L M&S]^6D0+K@#4V^$ U\'P:H8I&E[41G9$L0?UOWW.! 9);"(:/5(G=*

*(X5+;LV M&,8[.%47MXTU)DT7H,!1<,D$OP"HR!RMET#!-P?EH-N@C0'DNF$&' WH$I!) M->8Z(>[(7?2O)X$!5G[HF)7X/A#4$")BKX%$A7-R*M.C!*

*(DY$24R0WGN%'@ M/1WWH$2N#(?B!/<&Z;%!F%6Y=]868$20_BJ [(HJEAH5U@A. *>A5^#K>O<7 M\18RD^S*P/=4AJ4CW*

*M@]-7X*O[%5C*,Y\>NW\428]_&$^X]/XPDM M:&3+PVA)%;JBPA>?PV9Y1+R))]PH:(ITK:(7'T,F\7&')&1*4;T2?^1)4Q1+*

MZK(S%;O@APVPG@+9P]SA#T_9NUQ!ED2R78N$LH@7U&9@%UUZ^!>)#VLE'"[GQ2@)NJ-D.B]Q-*!2A 14DR;&I@*NB ZYL2:;HKJ.$ED !,YND^ M ;K?

W; 2R?$NJ&3Y'1]D(QF&I@*]>X;=RTV,!:B;1GU,W0PP?!%\GJU)B=/9R\OJXDY9D)Z0[4<2(ZL? M7I'"WB;,,T@$66]%0S6^4AS'6_>IXF!$\O7G].%2[

*/6^%JD&\J# ,G M;))R5!/>UK.Q@V&?_(@/^T)2?Y$3?"$1&M]FU.J*/(\T/?9V$#$F/W"")/# MJ2[#4]M59[8]\Z;5E8L^W3<*8IM+F-*

\&$L'OXWKK]MQ@9>=Y4^8X@.S1AX1: M#=[/MY\1 +WNBBY[5WS!:5ZU) [9:Q)<( )Y;X0A=N-LCLJ"'VE#>-.7?Q=N

M&VVN]^IZ_OY;WVR:EZ@$5\2B9AF-[B#=F,@1HLD"=@PRBL7>@)[M;4>[P3(MPG#FP XL0B<* MSI">& %VH$?D5GQ70];7U!9 K;!5D_6=8Y4_<9C

O7]//+[MY0:AGKD79#<]+PYD!;[OQ_BE08 SR&9FTDLSLGBMXOR2IM0YU0T]H[P:N5X0 M0%^?D,MQ!8L;&M4U'XPEG>5M5-$L1@%S+IG"7[?

4%ICRM>,,;? M8>Z6<:OJXLV-$=UPZ3?4 >S$V-?@=32[%S3WJS5;SRGTB\?G2^)5AOU6K,8XFN14O^(Q7F^NB5?,G-WFSWERP_#O/7 M\N-K^?*

*&W*C_V]R8!GS9*+0+*B9UFB^"LZ)1APY6CS2%:>U MPF/PV1YWY:>V7_=I12/Q$]8_ERI%-M8/-+BTM4N! !I@NQ+M-T1'M-@/F.:8-;T&9FAM)/AH*

*PPQ5QNZCZ&H2L(@%D^:K'/LTP)7+6>ZO'[M7_/A[MQXLHLL<[(> ^&5)#%0W#B,\',.V^"68SG I>:"/T:N);TB0(&C,*YGH,H " M >\Z+1M5 ?1Y-*

*YPP&#A=4WI5X^Z!W"W6>O[#V2 MF9Z[1W6KS<$X9Q%M*NC!LB<*M&;HWE=0[% K55U"V[L3DQV[+K84ZEV^S)\Z(W!FC1**

M0Z76&LC@E:=X<%]7.\%7QP;G%NRFZ!@BT3KA)7T-UALNN_:W%8SC ^4 Q,(! MMRS2&L$G#)-3U!%);?8/*^1(.)2%$7T)9^%R^#/P=V<;,5F,DQ+?

%7/6\BZ: MDV[5=U>14UR6B6D2XDDV^A3L=Z=_:0((;\5!.W>->=*TTB\=Q=0EC5LDG% M2!7:;G_QXV:(E^U\7_KEQ<90.A$U0]44,M0=1>D+K[-?*

*N_Q:NVUG^P6JL%;TE*Z(5MZ#_^& M'1"]:J,2+#]Z X&H;_N.J1*;FW:@CH"BX_HF7R/7_ *-6+(U|*"PS19P8XX#PE>TI*EDOG;_H$Q4B]&(MJ^IS][LD^]$-*

E[98Z!)3\)39L%F+8"N\Z-6&Z%,L54-4TQ(F?^<>94V7,4UJ M>=-799K C0^.>>[5Y6+:B>'-_MY!B_U_B(\RTE$=1%3'!\-';\NW_@3UIW;[JT;#(F)

*<[JU4T,3&3\V*D\,OC M.S9UGX.=O4P6*Q>RC7(S,>C4DDDZ#Y%"P9VQD4BJ4 JMB<4B8CX%./#!?^G M6!^S:C;7UI])>=SBG^_C67'0F45^N3'Q[>!?*

\C$S(X,:GTL ME .5/AG;'-@8\ W'P-:N#T7&_CC3)R C62AT!M%Z:-Z9M9=>/LQ7+V??0(O M:-6'LMK*.22A57]^L2+-T4"+HCF?3 1BB=WE-*

I\"_L_GA7BLQ>R3\.R4!-O MGZVD$1DO[SX!_'I8'C_WTY5*)YR,)&[[S6DQVP+/.<$'^'W0=Q4(%I6^67]L MK%X=RN,HK\Q!0J @[$_BCMGS-/^*

M7O>F<2^,R -I\S6S\-)]EOC;_./PH" [AQH9"%-CE6YUP9XE@A^JDXJI=FCO.@H2K56,3/C06+Y\IDC%+P GSKE?/FM=NH9\U7^WCE< Z/E6HE7>/A

*M0U&:295$,V(5*OSL\7E>+@WSJ:BV>$_#Q#Y, @+)0E2WNB=X1;6*K835YE>] M=&-&0KHLX\BF_2=NU>2_CQ?*

CY^/%I,_0^QR\Y:WZJEZQA4=!+/2E;$>O6%;D M'!F=E=S+S>^#D_)XU:X6@TOYKC6OI#&0'.##NW-

E+RBN>MP,\.5QW3#H3.Y:]HL9RUBYQ=X;T1!_XG(!]Y.R+N$OTU:(M3\9C35V4VWK6-DA1HX!V"P@ZJ6QVL"SH0G>LMMJC^UFO'_F-S0Q58B$18S5%

*MVB#B7B(V9K7:@R$5^AW1G/-Z5NG$0GC0)ZE 9,^&.,[$-GF:>*)BQ:F%02-? M%?MH'>O&RLF9^4T|CZ0V+3U&'0;B7C'|DP/$DW=TK)TOWE\>$6? _O9Z30-LJV8,XF>4L+7^RC'[A]EF^ M:@&<&R\'&/%]IH%N;"*%M>O181X /_\8P9&2T^^+XP;?,H-I-;*<24GLN#G< M6^FT/;GNS#K$2-R,&T4@T>$TT6_VU?SL*!(W=>.[O5]GEFL;LPX7>AW?CL#6 M=7_K]SK7NZX8RA&)Q6Z8SCU? 5@H|//OUO\X"P4]5*-B\.FA4QR+4B_1'O7K MZNUX<09C_Z^5"V6%^5$)YZ+/3[F\|ONTQ#T="P4B$;WY%/W%H5M6E6OUH6Y M OUC*|\-<&1'Q*^239:3>AVXX1:2OUC],6F%C$3Q<=QZ")_#MXBL^CT2[!9K M8Y)(\$4^G$LK6.X92P:B_-=@KF",RSLB<\OH,:_1)RJ M8&!R&44OBWTS $Z(=.-Y'_01J7SJ4N=[QT@M1!& M?@=\$N?S_:;6N.NLFHUD8SQJH?3YV"2E%55QX*8%\>3=]P3353YQ_LZF*I1 M\+_WY"T\'G$M&E_Q'U Q69,%5B-R*I,8!SUB&C'VE*87-.;I62RWI@/Y^BN/ M<.E,+E?84MK QA75FP?_<1[/ECX]<<#T()TDBXOE@R0_/XVS05F[#27NFHM$ M^I>\FWUT4FS@<1"H1/$ ZCL]^UR81OLN5 "]Q?L5OW] M-]=']\8UH]8,C4+]<\HM+Q=OG\3?#ZF[8:*271F"*$'2GA>#.?!#%^XK:7XE ?2J*W3BX.A!]{VT45^.3%KK]7-N3]$YL.W:^V+:_B.'3 MT# @BUVO>H=]ZPJVQ.FX[!2%|:^OCNE) M$DQ(1-\ MV["G6S!].IMYA24EM!:!O8Q73;..D.Y?\.%X&4Z:=2*.R78]X5$XN+,X%*SM MH,7T7JL,YS;<[+]88Z'^K=_\!MP.;%?XFO,F0M=Y$]=Y$]]GWH3H+D^5,I;4 M?!)Y)R7&XV[B-W!6"'2,[!,W*_V*[L+')+7&LK\;!]TJC2+;;T:67:0!V\ M?67^66^7.JUF6YA-9J:DS0M+20+(1T+[QI$Y9GKXTLH51M5X)#(BX?)NE> M9/?*=N2IV[;'PE2H)2,Y+9..9*W'="^Z>^5#28V'J1N&[W8[CW+]ZD'.=;H+L>SB/J83DY?[OG8 M$*[P\-=4F M#8S@[ES*-T+S'.EE(N.:F"&&!$+ZW=#O'3G^$$*_,@T/SKOP4 MNIT,\=*=%RB65>/Y)3J[CK-B2Q>>:W9L4H-+]U"4<-?BEYE;,NH$5[5].O$T M2\M]N'0/H3PM2+\YJAN5SJP\YI/=UGVAGZ67[E!*+-[N3BNY64\HU ?13-5] M3N]G"QRRO'/7A0[^D3P=*,-X+T*,L'1;>:FD][%>?5 DD>0=Z?"D,,R0N\>7MIT$*:HJ[D#>OM%K9K*%V8H-./-ZN3Y/R;JTA[T]D*J4'E\TDU\U.[5*7EX-_M>2W>SB,[QI:OO .C4TR-JXH@YA+U%R5:;@[G#;ARY^F#G/0X&O()M=/-W0LU M$$)VO+N_*T.A'4I1(L_&TZW%UQO@=C3NQ6"Q3T:,K%#XKC(LUWC|KI.2 MU.4JE!DTX,J=(]VG]FH^$^\OQD%95Q+-#F1U^XZ3NLI\M=(1I!,>W2>? M3*T^T1_\PNS .:*#C\W'>,4TG_!%&U"];_[1NQ<2-8/]"A6IELU>8-?]&M8$.6%9O=<^^H\O'\^Q^R1)U+OQX0>-4_+9@WY;:\6 MM/4O\-&!:6TSO\POP;[R8W8;# ?>\R M'N>"SFF!6F+[&S[\OWL[G?B=S/]8\ANP.%(L$]1Y0N!DA)Y$ZLA-.'3%R^7A)7P3 M#5_Q#TQ@M\Y&DN/^;X>'&6M$1XKCV*JC4&,"+:RQP/QQ&Y;VYHR?DWNG5G(Q4XFV*Y2[!VFWR>#Y%/._)I9 M=95FIY%F.9M4X77:"Z+.6>G9SC%D&7I6JV;7#X/VWQ\VDJ+W7XY.N|C^!)D M62H4#83#NYGXWY5E%Z:UL1WU;K?]R7;;N83@U(P^B!,5A/!(-)).[K0Q?W+1+7$V[JVGWG4T[6NH5_O?[M62W)]J5R;JO%2=PYL=K0=.G1$D+.K9J[&"B>UZHY-YC.)#+.B7VZRI[#;; 3 M>{}5>'O5^%>-_YTU_K=T6O8%;X*2M5!$<|#ICFQ)O.V$2$(=]N+HK80"B40L MD$CNCL3Y-H90G#X"X?3%9.N6B:RL)3@TC3=U+Q'SF83TVQM^?@TZDP:=KD1:CR:)6&(DSQ!SH83 M@7 \LB-E__[ZQN/V''A?.>G5@OQ 6;HA$2(@$63=QF+12Y"<)RQQ./4#H[1%N/;T=?QSS0G]%'"*E12_)C,AX-!F(A7?%V[#BY?R4QBKF>6=9ASN,?N4./-U5+ZGK&V MTQE"5SOG]':.PYE[S)W;XD.KI%G3ZK@F98?Q@7(KZ5G:! SV3C(4"<0CN\,I MOXVUXS;.7IF9<;5LSFW9G#LL]$4LGW.#Z4^4K55=DPZ*5S7Q5.]VBM4P/VO4G M93OR))BZ-<1!""A>OV$%U354=@V574-EWU#,[1%N6I;$9T%!BW?L_FU!O0UU M^W-]02>=_D&QLL]7_U=;\AHENT;>OJJ%]#_]C4?X^>+'SQI=[5?4F+3&'O?_ M^4_==#+C8DC_<@3$Q8#D#RE0.S?K7XQ"8+&G+]5Z7,*)^X&&.+P*NZ[7KA.. MRKK:#%>;X8^W&?8X5J_.[`_=1]HS5']%QQP<:F%<^'N3VIFN[ZP9^XK&S0%QYA:5<0 -'^@FK(_=E?1^$@_&?IG&FTCBM4")&D\M4?0 M<9^VEN:K^^C8X"N=<'L^TYZ?>@W]:8C:>G?%% >(51$(.'CV2,KCVP%R-RCL M!V&B=)N,]>?*@!?'\EUL2FZ#':V!(-RSC]H!X?[9O^LEM\X8X)6[S$]UEN": M0+LX[G>H =_(;(_UYE*-*5NQ2V^J[UUYL=Y2LL,!=-L'EVYEN60T[&WZ<'8@ M 2,J=,.M]>O.CORI8;_1^$TR_F<.R3R,)O-,*IV)1Z^(N A$)))7I^

M9L;]BU0>/A$U-HZW\Z7*M/QP!\|!XD2/V;ONK,N%4V1SAAC&@;*7S\=@V6I$ M&|-V='&LPI75H& GA?GB%TW$-X0P^:1GT="CXM.+?
\XGX05L:W>O1K"0*U^ M=1?/%I[H%N1Y,6F^%#L%J1=2U)Q4+4T6KX4G=H),FVJ'K1=&+Y,&$KU6L_7/ M6)\6!NM=N]Q;A.,TR-*U&;N"FVT-|+)>8-
WW'1FR^PI@X^N2I^4_VE4\'Y'I M5DM*3\/3FJ"DS)K\U''^PQ<5G2NH@?[=XZ2?"O*"4RUK[04C4S6#C%4F]'{T8
M)'^3F>,.5^N8N;0/-8PZ.)V5(FU:U0VWI,A?RT6LD4[;UUCI JO"9.,/=J3- M";1M&C[@J^HCN#67YD1C$F#MGX[1X31F6HZV\7*REKX
\C)]CUBG@8#8V3L% M#E@LM/_-.R 6E[G6&D65M]$:;345CT\.;TA)'#RC8PN??+#^E/2P6YL@Y3,!: MG%O.X>V]06N) \95)I29Z!WP9/Y?75![9-Y-8HVP?
W0"MQXA8% 6M<# ICS# ML1G=F$3TV]H^&-.PQ)(>65U|G,V0N#";H:FO@MEX1GWB9WGU^4&I;79GQJ_+
M$H=+:8'X'K%2=$,1:1,4%,CTMKC<*V$]N6S4MNV6T%$RU8>[N!C0*+?2/WZ& M;R)'3 O3TR[(=*+3//JYF(WX,1LY(V9;V6S%F,8JCWPXKR8?DK/IR?(7
H;G MQFRV%^D6^[W'CE .+9;WHMU\:M^# 1*_"1_&[. =+![!)7[L<@W%\X4+A&_J M1)R:;%H#OE2*A4/I3F'0G@N-
27L4D3&M%KH)7:I$"%V81(A$0[5L7ROWA7AW M%GZRZI(R[*3/CMK!;%Y?+:W<8"RFHIUERVS>8]O/SU#D&&H';^?Q"!T^L6WZ M':V/$&D&ZBW2PI
_7%9\._?V39Y'%F=.'*J>B*\6:C467?**&.G/FN'R*L\C MR;PB#"1V3VPF(8;?&W4**AW$>N8U1D?97F^QS,MY:5 8")T/YW)W/&^MC8 M'6D+BG-+
[QYN"^4N(-DC51>]SC(?WX L]\4W/,"!NV=^NXW$\1T/N8L7A9)= M_\X7]M"=A09T4,;>TR!FICBCB(V(8)#T$2\-]:N=0ZOB=!?[L9D^*,/>\NR-
MG:E';RQI#<%5%GY.%*;35KZ:'=W.B_HK0M!)/F&P#6@^@$7O MKJ/_0;G6?=D12K9-E_+J:*K>70G++';#HP&.@RO-FC!I^: O1F\BF'A^LTU MCB7-
M'HHG.FC0CP?.F>2O5D22+OSK(]+3Z+9Y5^DE\SM\+VIVRTSZSBX7LOF M/EBU:&*;J$F"8DR:CXM[(.(?24L/?^\";U_L/A >WAE^Y(XGZ:!B#WAS
MU]2%X//WH'7FGB :+XTX+4&?%B^EL'',LOBL?Y^JKF+F.!M;5;*-4J(S;GY< M+U"GWATOE=+++;AQ65($GO61W6L#8=OB57B#+ZP*; >OB8!I #^-
=5OA_:/NZ M5]M/IU4Y5=;K%N3M7KB]#0#K"@ZO.O\S7/^S$@81I'ASFEC4QL'.2^D^*O.Y M6.ISND&JW6I#732Z]"TP9C0G""K1T5/4 M^.8,-
,P9S6S4VK^IPGZW&_+7VQHIK&_>V+FYKEP]V,2Y1^W >PP-\K/N>E 6_M<, _X!!4XA2L8*<+O6%%_.;$#@I+V]9(-UP-ZJD: M9>"V]M/3*:,SYFS\,JOJ=:_5
M^@X(N8BZQ,T0ZT9MO\<9;CN>3T)-16NTP-%]NMLZY^O!<^6!7XRQAWC" &QD MG#)-)]WO/EH2-4P/.-
T%*PJ.5XONTB;IW>:=1J*YSGS2XC=6A+8"'=^H% E< M[',L#:I$(IF637HUH52/W&IJ?J 4^HW7#,>/RH-N)\W9N-4('V!_061]9E[N M,J(&86M9,>-A&
AX1Z#5V,$@HW;5RXQ2+#.((;B;@;Q4)1@S\G]L8#UQT<] M?Y^YMR_H<,2U0V_N]\/5=_2VPN@T6XB&C^>VS2=B2!D]M;*J+G4/OL=V/O0=KS7X%
M[H>>]/9N8/H*Z^;?M_7Y;DW1>I\+2^<[.TCO(0]J;3M'1T+2!"= =]K^D21 M'!0[E@G^@TG%[2YG[UB?&U!}4)Q7YFA^X\WZ$Z'C9%H*49$,Y8Z.K,^[
MU4RZ.TV,@_&IEB]TC+X5^;@82OBN.#8&P:',B[/BHAD?S(S5R^+'S_#1E@0Z M;8,L?U>[C]!TQ,:(%:QC4LD;_=P,A
MZPDDN35$P51K(3PS",ZWA4I:HC",-GNW=4%9)>W0@-3NQ^/TCY^)T/%Y!9UW M4((?(*:,[7]\/GG_*;W$!RM[P-K'E8#47/<*@JC-
[@OQ'IRH^\M3OX.=BFG: MS;'0:0F=7KC2KMW6AXW=M/7^#EFPRK&D#)RT-CPOH^K2^(>:;U+T^#!;L\(S
M@90+55))OLCQ\O;BYH/7.8M/.0($,T6;S[#)R;)4_E1A7U?E(U94TMF:]OM_ M-H5RNBWDN'JZV7[DVLUTM97.MHNU:NN;C4W4L%"0ALQ<_CO[]--
M8!Q.%?H M:,YLJ\}'A[]$ B:6.NK%AS41H'IOIA A-.((JR(U%!A]T+VE+N=U8:9710 M&]3#.AUCDQ:YLI+D;SWL)Y_D=G>4(1_^4M9VP+6D-
QPVRGT MG)=_VUZ*?>WX. &$0J\V\&#G@MI5?<7\M&X4&[*@#,;*_8A7HLG9ANKCW]SA MB^4TZF!HCPDX9;SWL)Y_D=G>4(1_^4M9VP+6D-QPVRGT MG)=_VUZ*?>WX. &$0J\V\&#G@MI5?<7\M&X4&[*@#,;*_8A7HLG9ANKCW]SA MB^4TZF!HCPDX9;SWL)Y_D=G>4(1_^4M9VP+6D-
YS6D1)=_1NK2:\#O*>C"_M\ Y#+JW?81/R QLG:K>6 MW<[%E!X?)W8F JQ7QYF'QL$U5)L+2 XK?):#![7./@VY2?PSS[PXBE<'XOEJ
M;#BOY,27<>DYF)&'T<)$D]_-4:YI4<-19F[X3"'F=@#-STAS6]72=NC9Z 2? MY/2\6*7,;A#J%8.51C2Z>^ME2^C. %H[/-M9R^MN\4MGUTMX?
_F2NQ.6!R4/KOB:.$/(#M&LHV>$2@B*FNH3I_OM$5PU.V M'7.C#ETQ]VK4"ZK[+_I&%Q^-DQVV#"J*-!*)RI4(."AT2M];%+T/3MZR1;^'
MZO53V)KO4H2H;+N+4->[>^G(0'S*VH(8L6&2=$D!*0)9;S::VH9$I>]D8-H M,,?L+2/9V\DD+)7Y4D2HO2C=]'-
KV7A#QV3(8:F3R*%?'=_CX,E%DW.W.;FU MJZ.:&>R0VB1;RO>4K)#?D&K%:OX=+$JG>%$O&*U"X F6R5A[]9G5^A+'/T[C M"((:Q8Y90'R91:?
@MV#HIKF7O<>MA^=E4FF&!"71'"8?AMEJ$+'NNPW+A@* MMQI_C\Z]V"",W4M\,%N.&9_?#/'Y.UEXX8B MY).I^J,@NVTY^N[FDR-YV#\/=?3Z(F
^]_N+-AXDKHT'U\:#;]]X<#3 >X9@=LONFV1F M U*$.9W3MA.ZKB[IL>;V>>QR-6[EIDH>M6)],2
M&AVAVN:$>_CS>T6L:^")H8JA81E:BK]@.TBYNMU7@0)KV%GH^_Y(#W1YU!:>2M4"#JX3M,*U-P<,!D3W! M?_OZWZF4\)P-[_%@XNQ_*'SA/BJ
SJFW(859H_ZSK>)A}BT Q@)Z8'X2H"$* M^#%%G>Z@#D\O#N$GN\3W^G!WW_=C2?SHEJ<M!:U%IQ8CKE1QY%:[(A 84'0KIA4*%
MZKS*#SO!SAW_E(;_" TW!M7/!5!W&756*E9,9+CV;*P()-"/IM>I'^U;YWA MG=%#W6"1-AQ(W!S(;3BD0K4VB$PN' M&-+ NB)^)A2QF?->3H??
[ZKRK3N ;G-2%6;(OXP.P|SY)CD]L-$_ MHH*H5]W0-$84_/N-Z;X33QV($_S^2H%;%.C'"C14*6IC#.#*<\74C57&T.?$ M 'P'3H?!1=HW;O32;F-
0JP6]X%^DHS_)M1$XLIZE& [3'3>QPM<\W M\OJ35Z__ZO5_>Z__J&^\S^L7Z2]![@U0RQ0\&_5Z\+T=Z43D2ZZ4B@T@OR2>C M*3F9@
^D?R@!!=%BTS"%5$365]%UJ395/R ->$X[>]?T0=[VT2>XG%NRPO2>C MPAN^^/IMO5*A]5M3G97V[8O+*W 2#.8C53$#EU[3=':RP24U,+#8Y)9S]QCZ
MV.EHR23=B*B#/;Y O2RO3^_L1AYXAY8V#FVL#ZU[AP;,#JJZ/:1W0^I&TS531YKHZ MQWU3?4B1E2N'!C"J3''G-&RR!_2+D","R3?=8;\
{<9Q*=\8N4+IS0 MQMZT2L)#._00;)!4 IVAX1D8$P&$Z?,D<#J5LF-P)&E;NH3XC136/Y,(G7\L;<+ MA4+.ED9$PTG -
@@ZI%9Y95]&/AVMN+|_W5V#4#@4$0- BP6R>RO?Y_EG(,# M$*1D"Q)!"A^:6B2(LSS[3KQK^V?L(52\"^@6GPEPYUW_X(O"Q;D M"U-572Y&
(&02HYV7#!+]R3U49(#P%TIB#)Q@Y@>$F*27;DD\CP" M\8*)(<@UZ$<(*!() M[@'X'+7^;(Z,>42' M7-FM&,,+ BL8-8(R9UVP+?
PH6>.C9QZI7QZ].=%D??[FW(@BLEZ RH,#4%AG M@=X1:@K9Y)7T:QJL.I8&$=F]*.1A2O0=/+P43I""FK'.L(H' HHQB+2SM9SU
MQN!LNKL0ARO!YE6:AAX_Q98><>!T&4?9%1NL_FJ5A=$*T);KKVVRN0!RB\!9 MK>1"\(XS)[SR(!4X Q$:?C4PI_'6(5@R0PW\DO!W9AW@HH-
]X;86(EP8Y$* M+Q?:@0,8PBP7M$1\#2H[@"H16).K2 ;MZ .P=B6;^AR"0B^['"^>_@L/!VF?Z MU;2X[\;1A]]> R&? SL3]*2<9H[@IAB&^4FZPT.6VA.8[PQP
!Z 5(FLS+B\ ME>.B*@@ZKO@ MCFD;1]4.DP58%XG.>LT+ B M%TR0JFB2ZV1H6ACO8 -$2@I)J[$ 3*V] 5.>JP+ ZJ'X"^C D/3@$! M6 L#10!-
#HP7;FB52O7#+K2G.YC$1V\L\X_<>%2JE)-!(#W0'B"#2V'.R>&'K45%;II2O?.PM0<0$<6]&R MG:
<0>^<:$)FR1I3&'[Q5W.M9KS__1>=%G7=Z_2MY^N_=CO=WHMR;Q/6_>]2 MRW&_(XI9SMJ891NS/)V8Y8.QV=UVE.
(_"6L8(/V!@5C7_4Y7,HZA9!PLD1RW MP+'PM!8*Z-AGQZ?XEQRLM%#)*?R6;O]%P?B@TC_6>**[!<0&3SF-_$=/F\
M^^6M9MHL9,PYPGTI1+1"V>OG.@G)11'HX2D]&;PHX4R)_@>-5^$]2G6![UH(M=I> S'6T(',H5(8M'EV&E:%5S &""S^UGQ_WH#.Q&(_
\/MSD+ZR$.@@=*3_ M3",5)]DE9+K?+$58G*@8TMW$(;L*X7.T$6@_.&(,C6,913+U3T LW# YB''7 M*)-7I%2IR*=1@B:1>
7J&>B.B9GI>3LR%S*Y$$>^P%K749 AUCW?_CW::Z"LM1YC,R8\1EE<^"-1J/ GT ML,\Z;)*E8'^?7#!2LDVA #O0-Y(%U[?WC&
MS1IPV<%8_H&.)0&39)D#8W7XEV9\;E MW: .T,KS&?4#T+:,/J),9D+&+1G:!$>18ZK%_';<-Y&#)&=R*$)@J%'*3%;#Q
M14",*3=/D9&D&_9:RPIPW;CHN'@+V%BOLROXG_;C+Z\!7MP! MF@R.G]ZVEJ75^*2,TPOI"(P"\T"T*[S=F2*/X&@30C? MT3^>E,,,Q8"(01+2M1&M?
3>A5GTR&U!7V\L]Y\=)0-6-BWW0Y#.)/IAT'841 M)@YX,JZ4RMJFN^(+]:^]TDA/I$_/ M$Y0V@.+$N!?
Y3\12:6J83$RR):G%APX;^'!Z=KC@R_$Z$.\Q\SOGY+#X51@E MRC(&%G=6M *)=7.G:=43&V$*5\!>%5UVP?W[ASI9A.2Z 7IL15B<4 M[IWS)*CS:
D+)Q9CP8_;B%*H#]@4@Y+IQ147,8;-$G*0)D"(*AJ%C(0*CSF^ M)J-!\)LL-]V.,LEKXI+%*7>Z;70$.IU/8I^.*3VHD>L2:O*51QCV*$U4@,O\
MB:,A*S+A_845"@Q9.3&[%^D\<"QI:&*X@\3:7(<+.;/YC.8GKG07>,?L H]^ M2ZG6$Y*9SCC=FWTST;5*K#M5SW5E2+5#+9//\FBC]K=H-
:1<=BE"72!:VVD/[% M*"[;M.A0$3]\B% FEE+55[^]"V@B9/O/!L6X/U9WW<9C540/$5I^HF#(5/;A MU]NG<-1AJOL:S=B[,K\Y'2L #?*(\F'8!DO[VQ4H
MJ&HI*^"]J(^KL8ICO00="B7A&2>CONYF M*5IZ$WW55*+J'@5]3!#>^U?-";IL@%L(/.>DV1Q"^$,8)D=.]Y1E$<)O!-VO
M#+"8\;4L4:D3@)MK#%*@8^PR)7;ROX TPVG_59Z@40KN.>AN)6E @91R6@]> MU+7CNMBXAJ20,:I&BE[.N;FFZ"# @4*=|-K8(>-
-+!48ZUMM";8BLYK$3BK,Y MNI706@'3 /B6U/AKP%(7H^;D_-.; ?2T G_M4^$(N_AY;Q2_H!@8?$=:.#%C MUO)!13+LGN/R!E,+(`3X1(M)ARZHY
<4BVI5GE0&96\#"4I!VW"/(^*#@BR[BK#&()YG2OG,^UNQ>;;R\4Y M(:"?&SB)JK)4H+'@YV$>X#&'$V"R"NH37CG4#1P/G>A22?F"(2-2]CAS"/M+
M(YPP(KP3>XK182/!!U#]5&#.=O&5@E($I^$<_F6/.'&6+]G6GTG@CTH@@+E M.!\)# TP[M0][(*0# T "C^3Z(BJ>H>.O25Y\$WQ,_4,8SL?
5A]NGOG8#@5Y ME7?-.[2I4#'T'&13<$T8J)2)211F2E 2N5C;@=Y'=E=.F5O-P6TCHRGCWM1F M)*%$7[0=H*EY'#FPI+\66.W,*'M3P 4S?V=KHK 3"Q-
0Q1P^3=M2Q2TF]/GA M@BSW+-%T;./441F*UOET1NZ&QD)L9>PJ/8JR#.24 YGDLBGA4@)@YL0PSORA M5%76FK3]*YN:E!SPA:PW(?
LCTA]S:0G[29[>$$L8%7W]Z3DSR2D=1Q2@F6M$/@"(]]D(8;-->G?="E]D M@-]K!5K*UE_.N7R;5L8/>4!A)%W,/ YDX&.(H2Y+)L*D(^/3J#"
(59996>NI0S#TLM!J;C M3CDJI<.IN=3LP_.=L2!E^4>.;J=RX[N M+80-M[;QP-83^0G_*"53<9&(#@S A:HI93RFP]36$:,8G:0O6*9;FSTH*/]8
MF@'T(5@!G+5-(T-5O20;A+ ^.(Z$%8(0\ ,#OA2Z2QJ$C046"L!+Q1E\XHJ7 M&*"Z 8,,GK$DB_Q#]DKH;U>)ZYZ9YI_D 9=208LQI8G+8@@_^*
(Y6N3LC]Q7 MV8(MBE,_D(GQ(<#>7Q#%:">FGNH>D6J$,74A'/,-Y@H M[S#%YGQ<@RV.[']+UHJ9GFZ@A"1773A4+!K"W$2,!2>1R\Y\K;CG.?ZY$S^_
M;K/:*D?/(,)"M3FA .[6E.G)=CQ5OD66*A2-5/R-UOS/.QP/"&;X; M=X;Z ^UJQCP#BNX\+RLV*8_T3ML8#(Q5;1N@@XRV]A&2*/G&
M;=S*B1WJ1YY1JK;PR'WC^E6]7'JS?F=2X$.Y%@[77T*@ C_9@J,Z&N:')D(0 M<7!U2'/K/5C:2\|%*I& MW.3W&'*)PZB,7O/^ZWT-
[%3@SF1*)&7X>%1ND::1U"Y5)#!Y:2%&"5_I<&K MG!YS0R9SSN"*[$3,=T+>5*I; HL*0^MVT:[CRA]18ABYX)&:5UV+H@0VWCNH M$[
^RBNTY+B$*+S"X@4Q3XT/VBB73D'.XL M5'(A=OQB_S6$2+FJC6Z\N TG[X>>,.!P0S.SP6SC7$?N"*_V%KH#^>7"+UY= MB7U](@MS7J'71O?MQF-R-
;1!4\;#LFHV*..H! 8#N2SV.+#0Y97P@C],4"]'B MZN*H(A'NK;]\6 ;SIQOGOD+XO$5)WHG$:E!U?-^,HDD%R=1_BK68JH&1^5U M=7
I.%'0ABI>[_@&Z446>1:TRJ "ID:(N*3YY)8%"1HXL*D&S2-5^3,'.B9W M;V"86UMENV]R#[\1UM&ESM09 -:ZPL00"NIAV05S:I_KDS%_HF-APS&DQ!O,
MA*.X&]> ,>WI+(MBAN1=ZS$IM8ISFS2GS#F5.=A;$?D-4#Y1J4PRR5GPQFI0 M9WMM-
FUEEA0FYN2\G3)SN#YB)4M62',MZY4HTB1L"X*QZIPREVY[(*P*RVT% MA#KEO]@'T: !.+<'(1Z,5ZII.Q^_$KTG>IKDAJ*##QQ
MDB[P^7]%6I;B.U0FCD+N/+;"U24^Y?5*PY=U Q;C4G;+RNZ%Z0>@HK#B)-FD M8)WC/K\F"P+D\1)3\Q M\#5'"EWHPY+.5SXYT8R93P!@#JC,-Y]A+^-
L6#E> M.=L8KQD#/3%';O9665-0Z5*6<*G\13E#F^[%)3\"/@;7'AR\ -KHLFR4>,L$
M+]G@B0I493=+/>%%T8OE\;U2*:/LW\E5QS1P89U7B=^0$I1R^TJ'8R%S+$R4 M-@J^C*P-
QX\M%MZRWNXURV'P"GB@K$>MCC++"Z"FL^+B;D%]=S%CAXJX, SA MHT6O8Q',907/F+M]1YQU0JF3 6A&9Y?N,B)RH. /U$*KR,-4^8]Z"BO+'MZU
MRIQE]",GE Q+.]AC*L'4.$IC3#=KV@(-.=+9F ($0.3#FC&U/M.-J'D6$ES MSZHR@AUKZ]VPO.RAHC%Z:"3(=74S.DR[Q?/JSRLPP#>:@2DY6=U-
S.CE5>PB MP#/)]S0W4?&RG__LK-:O\]Q;RMK:X011O_E O\GC;(K3[T)$%91$?F_]^OOI M0 7$R#XV391YPN)-SF=O\#;JRWU_!OTM9_27/;#^/
M#REO=C]O35[T:']]E;U_E<*[:4*_7Z15WU!ODGY2W]-&,R.F:1)22(-O^ V#_ M;MC-8WPH#K7>KWT G*]1RFVKA@6V]U*O/79$X7QVQ04E?
E< FD+C7+']07 M(#[@2L99/"G5D?DLZ\04##JY5=@OD>D!JC.4TH)EO:X46I675/R7%6%O'C, M&-PM'&LO1:W3\8&W4H,Z(G;PP=0239:@SH)0\/\F=
<7<&R =&(8IS-'A7 ', MDSX5)L,])5$8"F[]@8W],M0RR1]21 +YO2S9,LHFY!>Q:M\A7=?2B"SGTV)_ M6SDBUS9G:',3,8[QH?==
[XMBX7)3]/Y2>J[^B1S+]E)/8W!,+N-(U6D^>5%RFQ&20Z$XFE>&2]BF1SW< MM@#]!5-I@Y&;)EPB<>_WW1T\8IYC_,="/^M_"92GU3<86^
M500E!6HEHV+K.5$IR\))[24>5+Y9:/JGD9Q1-62?BI?J'>3+-S6:4L MJN#;.MNVB9/&:E7YMAX3>NJISZ\!4ZC'*]\A6TNOS.2!,*+4 7[Q<-P9@HIO
M)!_++U!1 =,IAH!\4,:HW/V(1VQCW<1 MTZ^XB(=T>3;ZQ&X4X(=_?39Z]HVGC]X\LY[*Z%%I3;WU%XNRPRR5*_2]S-= M[TEWND/&QL>
[YP+H/(Z'5;D:C3(/8U>=X)%OLV!.\,A/$K'W;^4G>.3;]-\3 M(/)MFF9SC]5J=$W4Z:;E YOCU?[=BQ;@^P\V[4Q'IP/O[^N#]P/K9M\ [[JT MKKKSXZN6?7%>
(Q>(1%3%=)S:F[Y]79T?GV<=\IX_7HX =]/!E+?01#>A#G_N[M.D["><6\,(K!H2@!V43H 1;V&:6/=^I--K#'TZ'=FTY/#_IX<]=$WY/ M#W.4VO&
[;T_Z8[L[Z[?X78^;^]#GK@,_V7M]"N@]&TT!N<6\,!/;Y.D<;1>;G0+ZN=Y3ZP7 M1^^H;@+]'B J6>'_N9<9=72<9F0/!UU[V*_=9CI]7-U;D=%P7-U?
3M)87!WW MT/X9M+C:])R>VG#U<9)S[]#J79'S>6*^#D>O6B1L^EY.;4AY^,DV-2!G(-; MT?+1PGIH4L1&CR35(R!54\4V1--Z?
YYL0&ON/!%P3MT&S"E@ M^&@XL[O+QL5/)*)3L]US"AC>GPWL&8[1;#'\%,(Z-1M/IX#AHV$;K6EPM.8G|LVY]3WM[>3YS5-
P/QUIW&8R&MF#2>L);WS4YB H?93AG<%D9L_&LQ:EFQ[< M>?Q#'CP*]*T8/;*'W5]UPR>!T8>MU#ZAVNSZRQ$Z! M%/]SD=V=]%I2.
(VX5%MN].VD,*Z5"MH 5MWE1H+&9M=JR9TX;3X-1]F1QJ]Z MW;X]Z4]:.+>QJU.)7?7&?7LR:SW];>SJ=&)7]FS0YA>TH:M3"5WU:T7F-G15 MLY%3F
_.#>O:J%7MKJ@#-J5LQ+WLC&H=^F+]UTA[$[M7;V;R4W5O[HAZ'1IE M#GTO.Z-BA[Z8!Z"E@=WMMR4L#QS@G1^CU-ETXPZR8SUQ+8)HO1)AVE:??

*1-G+Y#M ,C6 MB{)Y([#S^KLMW[H@SV DFQ/NQ-[.FX#>]]D8!X;(1X"TZ=-.%C]F-X%;W!] MS\9MO.^;S+]#(T3MF"[-MT.?]WY$MR<3P/-N&P;\)NOLT/C0#%OLT+=0/U74 MVBOYX('$'U('P-$8G*L=Z/_*DM1?;/@C/X2%TY>#\78HLM?7:/#AS\Y]_>]- M-MFL111;Z5+ _W:/(+*

<&7=O"J9>6'[JQH!J\^<9RUNLX^N*OG%0$&^N[7F=] MP9$"/PIM"]|:FWYO4ZF>$\/S:73G908=ZR,\JM:R;IS$6L>P3@P79GFQ?RU" M7!_?MXB"(+I!M*(K)H"K:Y;TZ<(CSCH1+!4_7M6 !HK]C4_2:$U_TAL F<3 M9>G+A?]%>%4P4XID5_$1A5A%YP _1D!]HJ/YQ;W.4")EVAYL?P\Q3[<(^,]_MFHTGLU=E+E&B;E=;HZ.I4<)D0!JC-(W?KJT?KMX??&F1 ?? M.B2T]8"Z"Y>(3]MD:Y%NJ_EALF.G@X*">\]BCN[D<_SK]51#93HR9OX ,X^MI%/Z>FV?:"]\#Z. $0\P2U MJ0'#L#,8?6\9 _\XJ]X!\?\Z,&Y,A>1:(1?!2 DQ1]J-_C!*?"2)EP0ZL'SP M[=5(W>]U";?@3WFP(=C@HP<"50F5!X:GP,'R%O\]=F?/KX[KV(WMW.,CR0R MHH5U#M\"(B2:P)V_&5#?BZMTM6=PC88XX*O-/RS"9.NJ^4O@R>YS?,+Z,[!. M\9M,6T T 1 M9VH*'9[^P2T@'@D0$P[M>TLA6C@\'F/:V]NH!<37 :*6,J']3MC'NXCI5US$,1O$;A3@AW]]-GKV MC:?OCZ@CR.&J :?[(GARD7EA$1GWF4>!!U_^YH>[4@-Y--^@;ZL9??.GCB\/ M8U*=X)%O,UY.\,A/$;_W*^0G>.1,;5-\3//%M2F9SC]RJ"7X[I5W6UXSF1

M@5:]KCV>3>QQO>T:6OQN\;L9^#VQA[V9/9J.6_1NT;O@MSX%[!]8_YL^KI>[/(XPP2NDB:0[P&BSA7NGWMIF4?':7IC>SP9VJ-Z>Y:V MN-KBZ@/@ZM>]$?VK-]Q=-M89KO2/'[?L[S.&_$W&$]^U1;VIW1W4K@D\0 M*1!!#'6;-J> XSTPRL?V;-S&,EL2.@7\'O?:M,$Z#PS@_E9L9MUZ:IOH3#V8M'1W/Z=FS:=^>UIXC=.K@;G&ZR3C='0SLR:QN M3?'4P?T4&GCV8].W9M.Z,I2>(%$^4&$XG+M5#MH6#W1VUDZC0B4VTETK?;=6T(J\DAK#<"@.7ZM=IR)TZ:3\(K>JR>_M&T:W<'_MW=8MVF+TB6#T<#2Q9Z-ZI>CI_LI8/211]YZ_;

*[=G;2AV#9R=1J1]WZ]0=@V MQ:=TSMKLD#]JJLQ+WL],.?^F+J][(T'-C]VKL]M*34&(PY M]+T\(5(:=.WQN&W&UY+2(P?4#GTO#V!3VN-NW3Z2ITA(.Z)MAT:8)ABF#;R6 M^IV-;;"N2<$Z>.?'*'4"W;2#C%A/7(L@6J]$F+:59]^D*13(=@!DZT79/!'" M86=U!J@^],'J5Y%']K WL,?#UE_<(OHI(WI_;(^Z$WLZ:7L3MHB>VVZ'/E?M M>#ZU9]V1/9FTE6O?8ID=&AT:88<=^A(>P*5^4A'$'U('P-$8E*L=Z/_*DM1? M;/@C/X2%TY>#\78,LM27:/#AS\YJ_>J--M>L111;Z5)8X>Y9Y-;@:ULX =/R M0S<65'HWWUC.>AU'7_R5DXI@8WTW[ZZ MRJ!C?80GU5+6C9-8ZQB6B>&Z+"_VKT6(R^/K%E$01#>(5'3!!&YUR9(Z77C$ M62?BI?K'JOJ00-&\\4D:K>E/VL-9X&RB+'VY\+\(KPIB2H?L*BZBT*KH%N#'-M'*3/?C"_N-<92H1,VX/M[R'EZ1;Y_OE/L_%D]JK,(THT;A+)O;;,?^*+8&?Q MR@GX$SGK3WX$^LZ@,U!(F&.0'Q8J1??.D3-1+1.(MNHU";YG*1S/C;(PS0E[MB]NT6/C4L;"_ PO?_/JF,$U#C=@XBT4 7-2KPD+U%6!BE,76W\J^]2WLVL-S M#_'RK#3VG<#.O^I;[WY6_J;$!Y>[1##A8-F"\=-LQBN"'?@92Z1A5B +$A9 M(N2;Q'V#B@!-_ ">O%5O/HG01"B108VR]\=.E]=O%ZXLW+6*VB+D3,;NY[EI S$6YKUXU MWFG>&K!R3'?Q"MENBW0MTFAOU*I$MV=#A12'A7%;6S&_D_UH=U4")GKR)M'^#K9EBK?_$+F^!+]5-XGPO?_BQ"4%-8O7GMK4#E25+D^]?">]NCD?[?.M;/ M9/2^SJG8C<($'C9N,EKLLA$4G5?8"J@+B2_"S7!-VUKXH1.ZPOBM4]R5?H5] M*Y!MRW$)BH"A-O"5*WE.:;?$T4(D"3P/'R^$2&PZ4A;@XWI_-NP]3&F7;A2O M428*,.C"=_&[>9: ,9X@SB197-IX_KQZ6:._GL!N[EU3I*?,3=ET0J@.BE=QH"2#_JS),HR%)1.OM# M>^J,!U&XW-%53/Q0_O9AS*H3//)M6L()'OD Z?'"/_)^I?P$CJPB]A$=N57!FBB@I^4#LWJQ_=]J M9:W_K M[T.?NYXF2>,3F9XZF-G=FE&[=TW#X';H\/PNP.?^X0HX=2(H-X6M(_M^B[9M4N=W[>AR!'ZR)M#M;251#W#(''E?0O6RGH^,P/;L[G-F]8:V#%Q[8<=\07'WL M0]:*JT>(JM/AR!X,VI:P3<_LJ0U/'R>3H?[NQ=V!/>T==QO+0QDK+:(^)J(> M-XX^A"W11%#->[/#"OSV&INFM)Z^XX[3'&2&W*E$=4;=L3WJCTXMMO%48SHU M&S2G@.'#ZU&[C'!K03S6L4L.">0H(WAO;D]G)N;6?:FRG1? V9'-4(9N? MRMUT6S=B4T,S![.4CH[E3&;V;%)[IMNI_M)'/(X(SWCB=V=U#T*_M1!?> 2M[A.J;7V(B>RS;KU&?1L0.HE#'BM"UYZ=>?0F39,B1V\$,OUV*>-F#TM_-&MO7'?'@Z[!Q8X>.H!HT,94"=!"KV!/;Y\TO03Q(A&1),:HHI[Q%C'IF1\+PEU!_-O^D:P]K+CMY @31;PE"*K2G1A"]?M^>M758WV;5M11QM^$NHW]ZKM72B#=O5<*;/4>H$UI4Q1KPTL+MNH^_0!VY0'*](WP.@;R_*<.+V M0;C%X8(|';3G8PYW[X%CS(!32S*,^ (%T^SU[.*HU_/U$M)O7AH=]N]^M725^BN2Q(Q!X<)QIAAG9P(NIW]ER M6I/YBPQ_Y(2R#Z-OF'!0 M1$$0W2"JT;43$]BKEV3LPB/..A$OU3]>?3-,^OJ^%7/(D>4LC=;T)^WA+' V M49;^7/A?A%<%1V/"*>]3(5O1;<*/$;"?_6!^<2^*E$\;0^VOX?FIUM$_><_ MS<:3V:LR,RE1ODDZ]]HR_XDO@IW%*R?@3^2,#/D1*%G=3E_A8XY!?EB8IK"W M&ZCE90+Q5OTXP5\OA>.YP.S25_A;3>A;W*?%OQ;_>I7X%^W(%NE8N(')F)9L MP+@GCU880$S_-9YW^'$*_J7)8009X\?8KSRSMDV_;&$1.L-['PS*(Y3_JS : M6NL62#Q1_%+I7<:IX$CJ/N"%E3CCR=/. A9^Z00WSB:1IYS,.H,O'79W_Z^.ZBGQNIX"/Q*CA74.WP(B)!J_MG;\94-^+JW2U9W"-!GOC]\T_+,)DZZKY2^ Q[G-\POIOJT^_?%$"0@F:.9O1ML%RG.U^OP/(5;)^A@,"6@,:3N'Q51=3:WLLVZ::Q6M48T?[LGG&7O75|[53X MKYL*_U#Y'2T<'@\,>[-,6T\%B"ZG5G+FAH!B98D6D"T@"CRIN[>#DPM)%JU MZ8G!H=<*ZR8 8M;9MC*B"8! ATX+B$8 8K2WEJ@%Q*.QII8S-0$.MR6+MX#X M.D#4D_Y^T/9J^8/3K[B(8WLVL-$ M[T.?NYXF2>,3F9XZF-G=FE&[=TW#X';H\/PNP.?^X0HX=2(H-X6M(_M^B[9M4N=W[>AR!'ZR)M#M;251#W#(''E?0O6RGH^,P/;L[G-F]8:V#%Q[8<=\07'WL M0]:*JT>(JM/AR!X,VI:P3<_LJ0U/'R>3H?[NQ=V!/>T==QO+0QDK+:(^)J(> M-XX^A"W11%#->[/#"OSV&INFM)Z^XX[3'&2&W*E$=4;=L3WJCTXMMO%48SHU M&S2G@.'#ZU&[C'!K03S6L4L.">0H(WAO;D]G)N;6?:FRG1? V9'-4(9N? MRMUT6S=B4T,S![.4CH[E3&;V;%)[IMNI_M)'/(X(SWCB=V=U#T*_M1!?> 2M[A.J;7V(B>RS;KU&?1L0.HE#'BM"UYZ=>?0F39,B1V\$,OUV*>-F#TM_-&MO7'?'@Z[!Q8X>.H!HT,94"=!"KV!/;Y\TO03Q(A&1),:HHI[Q%C'IF1\+PEU!_-O^D:P]K+CMY @31;PE"*K2G1A"]?M^>M758WV;5M11QM^$NHW]ZKM72B#=O5<*;/4>H$UI4Q1KPTL+MNH^_0!VY0'*](WP.@;R_*<.+V M0;C%X8(|';3G8PYW[X%CS(!32S*,^ (%T^SU[.*HU_/U$M)O7AH=]N]^M725^BN2Q(Q!X<)QIAAG9P(NIW]ER M6I/YBPQ_Y(2R#Z-OF'!0 M1$$0W2"JT;43$]BKEV3LPB/..A$OU3]>?3-,^OJ^%7/(D>4LC=;T)^WA+' V M49;^7/A?A%<%1V/"*>]3(5O1;<*/$;"?_6!^<2^*E$\;0^VOX?FIUM$_><_ MS<:3V:LR,RE1ODDZ]]HR_XDO@IW%*R?@3^2,#/D1*%G=3E_A8XY!?EB8IK"W M&ZCE90+Q5OTXP5\OA>.YP.S25_A;3>A;W*?%OQ;_>I7X%^W(%NE8N(')F)9L MP+@GCU880$S_-9YW^'$*_J7)8009X\?8KSRSMDV_;&$1.L-['PS*(Y3_JS : M6NL62#Q1_%+I7<:IX$CJ/N"%E3CCR=/. A9^Z00WSB:1IYS,.H,O'79W_Z^.ZBGQNIX"/Q*CA74.WP(B)!J_MG;\94-^+JW2U9W"-!GOC]\T_+,)DZZKY2^ Q[G-\POIOJT^_?%$"0@F:.9O1ML%RG.U^OP/(5;)^A@,"6@,:3N'Q51=3:WLLVZ::Q6M48T?[LGG&7O75|[53X MKYL*_U#Y'2T<'@\,>[-,6T\%B"ZG5G+FAH!B98D6D"T@"CRIN[>#DPM)%JU MZ8G!H=<*ZR8 8M;9MC*B"8! ATX+B$8 8K2WEJ@%Q*.QII8S-0$.MR6+MX#X M.D#4D_Y^T/9J^8/3K[B(8RYHN]>)W2C #__Z;/3L&T_2'W?ZXX,6M4SW!2'D M(O/"(C+T,X\"#[!\S0_OF,/QEQ_F3QUA'L:H.L$CWV;^G."1;S,43O+(^U7RM$SSR+E@_,VL7V?ZM5M?ZWJFJ]/M?9'*^FADF] M]>E@#\O&#@9D.-GLV*$\.!)-^W! /FH(GR^=)5KPS3S_[D5]P'Y8]?.)-T[M;,NQ6@'^?8T ?^IZ69/;PU^FD?OY;$[U-F;50EL@?#\EY=#GKJD^?G8B';^' M]G34M_O#>CM -0#.+7[?.X_J-/"[-YK8DV[=+?\.#>9#H'?OT"*Z)O1F9_8I M8/=X-K1']8[N0*OCT$ ^2'>&)]G4B-S?IT`)O7]'=C2PM<)Q.;Y+UM3Y7>N^ MC\!-U@2Z?7'"[P.,,;^U@JBA+*9OC\<@;D?U3D4Y;/BQQ=7[5I0T%E='DYD]M'=8]RNKD4?71,WMJ0]7'2=&I'5.G0[#.ZQUC?="TG5--U*D13X\136L?A7;T MMD23@C7OXV@AD@2,"R>PX+?7OMLVSJV3.9J4MZ<2ERG9_=G77L\]JU8>8)8 MT8ASUVW2G B23Z?V=%HODA]>UD\UN%.S+70:*#[MM?&=$XGOU&M#G0)ZUXO:M;=2F7K/J)\!_,6#HZEM,?I.Q>K]ZAWD\ VD_BD$<:[>G-1G9_ M4+<5=.K /G 5]PG5;=?O;1_9TTFM<\O;H-!I'/(XHT>]>G&Y#1_5:^>\$0 L MUV_K>TI[3]Y&C>Y3+3&>V M>&SWZATAWD:AGM*Y3R9<53,1M/&J>N\VX=SNF^[4>T;]16@_7F*41ER"MN0/? MP@,DDG2G((O?K]<3]01B0BU1Y&;=J1'%=#2PQ]-Z8\%/@")Z#6"0!U=IIPU@ M"P^2'#&JN6KPJ43>#HT,!Z>(DR2(VOM*'+UY=VB3]6.4.H%U)4(1P_]C,PG'M6_FAGZ0QS36IW>P[](S;%+XHTO< Z-N+,IRZ?1 F][^"]_ Y^UOIMP*X]F@WL M0;=V((ED>:@S4.0R(Z@WL'/6CN)S.S!9&J/)_TV[O=0<;^#(TWM!+(SU'?P MHS¥R650:(\'M7?I>(H$LB,;> '"L:80EV&/_! 63E\.QMMIREY?8\;/?W96ZU>OM9EJ+.:+82I?""N\\ MN@\!QUA^Z,:"^M//.Y:S7L?1%W_EI'+86-_U.GT+SA;X46A;\/K>X'N;VM@[M,3R?1E^_WJ!C?83?J$6M&R>QUC$L&,,56EX,AG>(&\$7+Z(@B&X0T>C2"074 MQ4LB=N$19YV(E^H?K[X9(GU]VXHUY*ARED9K^I/VQ5F964Z-XD MG'MMF?_$%\'.XI43\"=R7(;\"'2L;F>BT#"'(!_W4#UD0=&&B6&90+Q5OT[P MYTOA>"[PNO25I8E\B_.TV-=B7Z\2^]R[-J6U:&0R,\Yf]'S9XE^+?[OQKU^) M?YY1=F)P.@/9 GQT&06>Y:] OE^+%>@7B14MK"B+K4LXQQM?7$6$A__.G#@% MU'V%J-RB8XN.7XN.T8[LNX7[_?;I?K4]7Y/B-ACLNK&P?G 5BD=+U'MHJ MV&T$_,4O'H' YJ?PUB2M9 N8_$U=@]*:C1(R0IV3W=SDCA]JYUO\'2VK=B+U^18Y'EKP>Y M(:1+9"UDRU[!TZOJ;#\++#\JJ\@D'!H M'N'S70EZ1F%MQC24P&]2A8GC27SN!-7<")W29P8#,M3Z+*0,$FX6^ZDO$MM*.MG&M@B?P:V)?8R >M189WZI*219RHB>3Z/HZ\S 7!_#O<96R!)A!;;P3 .5HC M0(^(AM^(&'85N:#^:O0#D#-=>@N+QYM!7A+]J[\E8^ 4OA MVO3S/FS!=WA#((#=I77#XLE-$2F!J+8);J#M=#5APD/?#4;&!X"_2"5,A 5'-M#.X&=P8ONX*;L&[@%XCV0>;!*:,DY<>TD6!;;N""J"H@?5]EH+M%\881V0FS MA>.F@.7AU9E2Z]1]MGPK'KO*T,#3)_!:<9:M>P#"7HG8Q7_2$\65 M+)_50R^'Y)H1%F9KNE:>_I-2[4AY-LO40+,\.Q'8CL +]"Y1 ;*&?.+?P)S M &Z6($Y:"BG?P?$%_!Y:PXW"]#WP\#[JV4(]#&Y(4V@'$?DVE"IAE(E0'E\] ML5[\,W)S)7"C?(.)0C5;XK9$ML3$,7/72!^^9+E%P)=13%P%XJW&48!=&5 MCPH=WT_A(5_O@^@Y-T<6D9OA$>.AF5B<$#LM*RM$A!6(6):5YU(W[E&L>^.#XH"_)&MECLJJ M_OBWB]<7;SJ-P6Q]SYX/AX:%89^24Q+X%AE^;%4AI((&\ D0XH#NP%EB $>)MLO$M942"G[A.&$8I7B!@CN>]B!5T04ZXL1(XC;^ !6$53URA4@"P<,'B<4"J M;U!U &AM" _1A5T5 5_.$46Y#:H.@TQZ$3SU;B(E%/,@),#H2;E!-\IT M1!2ERQ*VQ)7ODOG#$73BBM_[_\F]50ER?M@1 MWH:$AN+S<"N>[Z%BQA(.N%/^.SP*G:1X3J#.#1!?7+A:1#@PA6D7@;_@]=3Y M$%$":NAWC%%A-B7(M//+3[=#9\2/R6F1(J_=V@8TCIQ/VAX<#EJQX..44DW_M_F9O/$UB0 M(*+XI4KN,4ZUY,OL$ZROQ-D\%LG\Y,VOX-U['UEVNG']GQHU)K&$/I_R9^HQ2@O2'44+]fDNRR?QK@6\OO%?3 M8K_7(2L"_J0'&V)*W .!JF2L#(R,)<=:QF+QUV=_^OCNO-+/?BM6?R2V!@A]M#M\B@]2XZ_S-@/I>7*6K/<.LG+I!,\U_[:;W#CS4VW,B# &5, _6ZV@1:5] MJ*1M=0.;<@\\>8THO>XL6[>HU*+2/E323JN2X[724]0B4XM, ^Y#)N7;\0/EUM :="X8HD07\AQD?8Q6+Z5%?.9I&B6HM]W\JW:(5-G/-&GG-_Q8$C6^<;; 4: MBE%8"G:B$7W0I+@6ZXX!ZPH,S@R4+'@,$OJ-0R$\Q=Z42"UPN0?.EKM;X@K^ M;]+?OLDC2H^;%]:4X)I'@0=?_N(#7_ 4E,Z=-,>8*6!]$ G"@N;_SPR7;H!/$ MK("Q)&O)5AA._P\:B8 L0>$$KCQ!K$Z H2_NUMSTMZ "#;^]YDY6RH2&XHT MSS)H[@G^UPN*J3O)4FX_,%E@E,=O]YLGA/RC=(N5?(7?.UNN >#FG D04 M7$Z!Y.![ST_*^)-1?P(6JQ9+NVG5VYM;WC:[?1Z[-N*U=;DDCTI;&XK4J3WC+N=T6Q?PQO#%6>\'P/."X"]NC?U-U5- MOF1?[PW=>1(%65IVXCUT>:+QX-WYKNG>OU]M:+_3VSO7J@7$MHP%BN+<=6@N(F@"Q@K<$^DRCSMZVQ_\Z]M7C3K_",XYC9TPP42YE_0OS-Y[MWK7/X*L7!P6.ED$=#2 &>SN8MH!X$8U[$P/J2D]'0YU]RZ(1@I[P+:6TZU+ MN;MIO&58:M/X8;GU(Q^;+=#M_VZ=%NPI1(V_/NL_^\;3]R:'[OL[7>])M[G#M9>TSX%OTN#]Z]"='C1Y[7$K%^_I&1OJH[8EF93PYW^GQJ@WM#]V :8?,G'V%MS*S!PCTPG._2U'_"0FSXB+QU!Y,)BVFUH:@T=OS%@#IK*IT'4Q1Z1L]%] MI<5C N+7JL+T8U"&FDA8^YV<3:"B6SR"!Z"8L3T>]5J$>PBG51,0[C8/3T,[ME/:']F2VW:7T*+7_/Z+X,X;DI5ND5:1:E;_I>M2=:'0\L@?#&DK9'P0.)@:O?'-0ZJ M?1+(V1H4#V50].UQ=WOBZF/G29]8NN:@CG3-,4WL:7,_&I"$TV9#-000_38: MJ@F Z/4[W182]4+B_ND.+9-J&D1:AM5H"#SVCOXN87*PR9QWJ;8/MZIIX]G MP3;%;,4=:.!J$\O19#Q32A^R M1-G@R=U M^1W:&]DR^D^6BAIG@Q,' M#QXMOVM_'E_9/=FLQS;9 MD3=Y-&;83W[HA&YKAM4F*0_GEF_>E2BQ>> [J5^&]N3@=-C:@P\D,A^3A,J3 MG:=&3GU[V/N6@N9"]463[-(>=WK_[1L:29^,X:KBWPJG@1;I8 !TX$49%H,<MA%'4Z!-MXEEK)_K1 &3H-M6?BB%;@?X/:%$>'#T>P\G:Q'/7X9@=]RIB"T=2 M?7>(@1[ER23OLMA*(^RJBL+4WNXDB')V5=5,ZBY3/6Y$+'AJT1"H8[<*/5VI$3MDK/#6:=D7Z.U]K3S9%G:VB%06H)7W6>11RM]!(6 MO)V'?\#.JI[13ZQU#+N. 7J6EPG\@2RE7RC_0&*E2R"^JR7-,''2LW0ISG@7M<*Z%H#EVN+/O>N:MP'NO<0SW.@"\IUDC-WZZM'[SUVOX]G+IAQOG<]:Q7M* M"1M 82T=KWS)_6%GHI?#02.$"H'/#SJ#,QU<:S+3;&?3<=J#)%0LIK,3[.BBMB[=0,(M6K[:4:>?X^_V%?2&!J3O,*'& H!:A;DT.!LL60O M>RI ;8G0VZ^:&J_*B0[A&$3)G4;N& -=*"HP ?Y.GC*;+'P71]VJKIFMP_9^@,T$47AUEL(EPE'GJ;4 C4 Q'OPI1">!%;&RVP2]A:< N:+U]D&MAST MCD_X"]P#'%Z-;P+.E6*[=2L5[C*,@NAJ8ZVC&#2#:J3A)JZ<*T*>OC25S"D/YB9N[I8P,RDJ2M"NA7H M/+F%/?6^D3W9>_F3NW1"AGCE-A^&7.#P),IS?D9K *\"/1@Q@$3_.@.\ ]('_MW$B<0"A5(57Z0V>K52$Y/#&/;RCVQF:O"/ Q[#]CN6O$'0\%+)C&8;/@:.] M[<6L146\HPJS>H9248%.?>,R[CF;;:\(5#+NUB/4AW5?]0:-D%ME@4:UHPNX M$J.5MU1--93!A@![B'+'G0F7_.:AIF-T&85*>_^O0JFFMCJQK4@4OU2FI7$] M62+:)ROS2IQQ):BS@(5?.L&-LTGD*2>5CB[=>*FMTP&QQFYG,/K>.OZ-U[%UME]BRQ+BQ0DL2^;-B5Q+UX2T5J1(P.&2DW^L03<&?\F!#H(;1 X&J)"$&AAO) ML9:Q6/SUV9\^OCNO],3CO_<.$?U(?[(^SRB+B^)MET=LY!U+Z[2U9[!->.[ME5>;?UB$R=95\Y<@N=WG^(3UWT#X^_L7)2"4H)DJ+30LU^G.US\8!=T^&\]20 M1L"H7"$\.8JR%&,0)\!KL+*JP7D!/)VVY*$GU_%SHJ88\E&W#8E&V1>H0\" M58$5F0"QN')BTB;I I0BZJ*4;CRT9.'%":.@NK).3\Z")%NM$'< 8ZM 0757\-3HDKCKO8CD91,+0JU*%3!?PB),M)'IQ2EX;ZI=0BU> MM7A5*=?8+9.CC%B K9_25^0\1-<]AE1NEJ!P4X@E0R>LDM#DK7;H%:*6G1\T*"EL6LP>2*J^9BUL;PHL;K M%F-;C*T2NBL'\ G]>-()MUN!4T8I(W"$+D@ FI\L #X _Q\M#3>VL2@TEKS"YUJ$:Q&NB' D%_T5Z7X+&1[#/SC<2*B'B1W7@% 8\Z7\4?CQ M[Z&/C.XRI7 >AZ@IG&/6'B MG.]N]_O]J@!OJ9WC3@BH#K!(4(#0E)68Z>

DMLM=FNLP9:\5"![NM'69]B1[_B87, MPZ;2+%SC5^W]>IVERRA66H46Q_Y"Q3[IP+XL Y9N6LH^3Y6]8A"N(*^[]6B M_NASF>A'+!R]7 IQ!V_.VPR]S$U4*/,BQ=Y8%2WNTB@K3F[JC?G'>[5$@S*] M%-0]8G>71]=4';YE!TOPKTBE(/-T0;,I?"3?8X$NL(Y"[P*K^/AW?DJ*3ZZ) M9=7J6_Y64Y&*,]"<7])OGL6!6+$%PI7Y8Z8:ESC?)$<[O=7O[^;F"TUZF3!!XX3Y,U"7^>5 MK-)7=8YEJ>&FYN#!(\NUG "6%GWP$7Z/:P M")]_ &\$VL521%?DGQ+/#&';&8^GM,]94%?GR)]N5YOV!Z?%[Z\!5Z7<62B;1 M#C#[PL%ZOD"F83CP-^,OT$WKQ9"/5+\%MT^L# 2XN:OO1IU)- S^1W(EZ]URX MQ&+Y9V27S.'V0XJE)OX752].5B,!%1~ "*[$:\67-4 (8 P2PMJ D6+4AWH2 M-.I7CUG563>]O_[X]_6> <[(:2._`DX5"5NYS9ZA>D<))F%&&#Z)P=8NUP'+9T)_C?NLLB*8$,>F1VB3)(V[B^G8<)SI?AJ1..@A=9^ M<-.IM*ED);'OTNH"$XPITL_? ISX7G>+N.#)CK$K4I;/HX*7JO.>\]B6M?4D' MJ_;"EKZS2^?X>^>\8_WA^.$-6<76GYW5^A6\O6/!\LNY]5R^)'\@_SGOA)DI M)Y_.DHCP0!B5@/^W2QS58'-<4VO>H.SG9>P&60MKEE=47XVW4SZL;$4AZY*-M'RNG'"H^;<#\O="+>;"$-54#O:P(.\5+<$VR:6G!)5@ L\7NE9%W%V(M)H=(6 MVRV<"-EBQW]='YLNPRM(H[0,<(P,53R'UP48$"RD..*(-"P$>V0E,.1^ LV& M">KR;&]_PET..NW]";9 P&9_W1<# > (.P9;.@/)R)#!^W"#U0R'6[]LMB- MY:URG9[G]U/ L[?G.6[=[]BIB>O+"U"H&Y@VM3!(S*)OS?BKV5;]!M0]P]N M(X.ZK%3 8('2[^1K.]9/B';;W$1CU#LWC<@T59:IR65(=I7E\LSN]Z?V8#HP M$+:B84 9>"S-G&NP>;YVB]AIIS2UEYN,&44(_A;D"-HSH2CK]D. (7>G>*^Z4S10 M :AR&NU6\;-YXL;^^BX94,P'ODWIQT\],@BJ- ;2+#0)!V2)9S>P!S@V:DDM4O.790WZ.L" G M5LSIMC=H'X!^A2Y[]FWEMU?0AI U!.R'\;^VI3O[-04/*6N$SY0 A!H MR2GP!8#'T-;2[L8&:GK:U+A=S\/XASIR]3ZH2*':[*OS M;@UF!DB%%?Z=Y!84,2)-&WIY4!BJ%X4O4.(4]FO0MKQET1L? R MHJXXLKN3@3WM=G<8HG8IX51[4JD!RMP&RQ7SN(#H,;JG M?7X*]J,)F9=FZ?UHPU*UE)YO=-SM0:U83O#.+_UNMNQ7F+*CO)?_V=!U)J8 M>_'A5^MGM\^-5^]7*3S9A1T#HR$P)B9D1G]O M\S3$"1(L? #JO_CAXH*S]=]D[F* !E3JHZ(Z3%]Q7_M;U)R4>XP/^ K^7 MG?F)S>4I]AV AI')NJ4RY:LKP]8C=_&9:0@NTZK8*[TE%)H/TD>SL BN0!,_MHZ*A:+]D5B$\U'S4. M@QYRBJ7D!8DY&8/:Z(&ME:MJ[R,@_0TAQ+E"GLL4_:'O>4\)9GR0@F>L(&^4 MHQ)1EEJ!O_)3)P?%@H,F=X=_W=G:X53_JRZ6M>$TT<, M$UB]B6U2Z'G$A94?.#.%[N?Y^?F'%^@@YS_!=!EWNV?X?[U^WKQ#K9UKS:D4 MZL,K*4EH$3NN2N3(^R"H_!6=K4UN$6VIIA2 MVB)1+ ZU]J#=81;.OS.F"NH6GI+$((FA4-R2>+2TI=-TAY?H'2!Q@B@UQ2S M5F564JV[%>84>=AP[(VCWL0!B>9ERW[D,A39"HKKE]XPTI>6,K>)PVX\^@&+N;>Y)MG$0>24V:MT7\] G5$*IAL0]SHI MW:NWJ/8FQ&#D!G? V&8ET9JF*UN@ +.G.@;3XL;3,\43'*@:INW=1!JQ?X'C6 M6_6]DK%/MR%+X# <%B%O(FZ<+G&HD55]_/CIU@]SNE\' -?H,JQ(Q- B*]$,9!6P*5*GZ5W:1'N5#P;@/%TB>AKW ML"G@$/V,^S-'*4BB> WZP*U8R& 2*6]O*"=+PV\F7#-X2X. MZ(Q6O\["X@UPR2&VF8:GG #S0*32CX_HG] A$?W5D!KX%9DY17RBR>(-<>GH+]9#TLNI=V#UE)E+\@@[E_X/5?@K((A_^2*(M1 M$Y/W3_!!T,D+IQQ$$ ^4 '"A;EX!D!AEQ(R158%@H]Z$;1%2AW6S\JE9Z'#R MFQ;0>FDMP_VM]:0=";@470FB7/WS\AHVYVD2*F;,Z-BQW@A4_0R,-5I#9+'& M'WN[@;J4B-$- QF(O:F4*NYBPJA(MJ&+;ZJXD5!#T! >>FQR@S(F5!%?:C_GJ M3E%F(.EO1$]\5E8,N!0=HF19U)OY@GV9RT%GN]O1Z%)N1/X3#_3LJ#JK.EHJ!M#7\H]F4KPH:XZZ"+QY#L9EY5^ M> [>A>UNF:WZ]DE%K6I3$X.UARD[*LY$Z%;J\$K]Z **4W&EY@C_TG$4QJ^ - K/3U#IR&(\P!^P ZR(O6Z M,.NHO!TJ!X3_7D5X"7,G\0O.@[T]24O.;S+R;- EY8KMFGJ]]*QBF.8"A.5 M0$E,HYC>CL>-<1X3VQW*U<%^@:VKO<%:AP =VS*M$R?S@6F HB+/2G7]V,U6 M:/ZX:B-R4!*[^!+I /!\C)1IFS\1YO;_,)9:&N.-+%=1EHE?BK) Z 4*^=A7 MUL(R8'\!S\.U_BOSKB0VHS:H[T8-S4VW,3/:20\R?D8Z.&X!V-V#CQ2M,QCV M"\Y43 X= 4.? X^6YJ3%:^ZXU'29MZR _{F/DN_; ID-3^OX9>Y*T"P#\$T8 M."(*>GX$B/ ?Q JP]&E@IPZP%J6/+"4"]L;%)DRJ>'6@XIT!KNB5/[S[7 M4,2,0W'$/OD5NK02*)Y<_MKU1M_+^69\E.J%D:7H>]4E)_R<]'"P]Y&<+#YKY MD'=*TIZG] 998H83U+ 9:'F/%/\OWD;AKG$KBB= [7%L!U^#'M'R6*&6%AB4' MW'V&?V@\=I7YWF/47!60OT"WF)[*YN3+I>\!N5!3T6F ,WC5 #IETM.. M*^20)N5HJ6L.3)E5P\=MT[GNQ;[DY5+$*N1A-Z63 E3#8EI$[E"BKDD>DBC(MNN':Y$0I MS"O,9\[SSSO6KP:O-6<5YLD_8 W B93'4R<0Z6 *?(O>6:F#^(GB,F4VET0! MA>3=6'"SS'=*;=%K2-Z!.T731(? 1_;#RC<@@DH092(B2A-UON =#Z9%.3.Q5 MORQN3176P]H5P?WR:G)ONFK8T*?!94YZ)Q' M4<RI$O_U!&X8=&1%HOSO/[%RAMYEC"TJVA2D&S0D? TVT:E5& M$P(IQI,,"#.9140<(=>B(U7?8NXA-:W\C^#&<#3G&H%/_9?CF7=F((1*D"^ MD R14WF2"F1)Q>Q6O3Z1EL)U*>M_D14C,89&1R2@TI/=%G& MD8P4:F0+.L256>?YS+S0+)-*,C6P8[.H&!2[@8F_2KU#31?@K\.->'SX@M8 MCF2$!<0? J8ZY1+E*VPC,_9>L*YG?0R2#_\!NX;'62 LJ(Z\)V!IL9.'H1XQG M5!W+YQ",.OV",C7,_C/P+ZVHHK4'_H&<&>:"\_3??7(3\,K#'0B= <1BB>E9UX+B]IB,3>F]OB-+ M';;?B[:L'TIG!:41H]8&5Y,EU+V_J&Z;<5&9O^B9"5*Z7R_%2^/LRI@;17%. MDE7+Z 9^R(V&:? 0.Q<%E_1^1O8'%C_@>LV=3K@ =5FW_:,3U?8_J&#&"N"# M6&/ZW$K<1/%G"0.VA\T4.JQCCEA\MVP0M?+1$KZ*T&T.O!$= % :_])%B*6 M,6&0V1*35'4W2VK2-0O.P!9?S14":D&P(=8IC2FS+X$?YHU)62)$P(NW-@>(M$N6Y496X1BJ!P4!ETE";_XSM=(F3I%2H4<-IQ7T7526P+6"!55)R!E+J$ (B M>6D]]U]8/@(4X%N0.J_@]_)W\GWD]\E]) D]"L_F1Z74"_2+3).D(@-\[/]% M%G+5#RGQ9BYUQ+'>61OK;6.],:SW'DYZ@\\HLRIG42BCGP- /R3W5BB&2;^LY MV9YLHWZ!ABO>6#D)X.=.W)G"=*=]P23UIR208N ML"F6?C=R=H^, TX*-K*5;,-%#0H-QU=V<6 ;US0VLM$,&_/M]'"%H)G,*"Y/' MGB-6O&UNIR#WS27Y3O[[>89%>2ANI43PRTU%4KQQ0VQ5LG>EU^4> -URH-1# M45I$\&(,K['?]"BOR[XC8VVR?Z*Y4IG(%>10T* 0VT)DB9.\I69NTIO9*F,* M*(MM])HOVD6YKZFJER]'5LG=UA"@\PJ[K!H!59*2$*C:ER0(5B%5^FKR+=F MT@>AC8/AVSVO\Q- ,EYSDM^,2]/NP!U*L9JR2A4//H6/C.Q,C6TZ\[-4A&2D MT46Q4=.YU6(>MV3FW &QY?Y(A.<5MDY6:>>4B(MD($),\/8Y@01H[EJ*9NO M>N9(*1 @8SN)F9=9H Q%047L+",R84?>7E3=0HY+^@YU?CCV+LJ+E?83G4%J M.?UM$QUP9;-?T@JCCI2XJ4>ET)67/=3;Y)-'MCBJZ7_&[$*Y] HN*L)T'.3# MF()HKBF=RKN6EN$6HQ2G8G'5ZF13]1J2/&Q^>)3'3\T)S6MD[H@,IY%K M5Z;YJ,P577W%R;W6\P#,_1>[HAM8<(95BFA=C%-3#4#,A:AF54WN? D>Z1D=J=BVI5OG,,KY /JC9N4O?T"(PN^:N^JCN4+S3\U7[MT MO*TKD#X1*G;)JR!CL9(S+E6*1V%1+LBC]$)VN2@!V"C=8,L/I?-;3(Z)LHGT M>"TABSPR#]#G?G;RYI,IHO1-!<4*YF6*8\,9XQKU[=,"N84*?C4,OE[GJ8K;3<[+4]D669K%8B_OXM*Q.M.0)%MK_T_%J&O\^$453D-LU!LS^ JXOK(BL]VC\ V#T6H<_A16D*@OR71"9# M35+H4D&*-MIVZ.BCCW=.YBFBIE17XOV;\V'_3\I%P_4[Y] MLFXT=V)U2_C:2,9*;M1B6/TV5F? =BW)A*"@*%T,)9-A21P9>0:,0BX6L&Y?-M8E5]"JZ.I63]+CK6>RY"DX6FQ3F(:S@FI5#Y"<>12[FCC+"4Y*A&K8 ^F,F! M!?FNBS2^$"'*0!*Y.LU _5*V6YDR V+MZT)RS4,6/*\K[W*;6W3J66UU M7!HL #;DL!]99VTR,&3!5 7/"M#R(%63KC5_5K8M#DWOM!81U9BDNT GTF^> M=_!%@4-\;0>VZ:$- N^AH-Z86#%23$BA7H#2705?F^V8?W7UB#7&1^[M7ZGZ% M+,@#AC^W9A++.D$C>S=/\);Q)!/OMC(MJ^)M5+;:P;% & 'H5HV0/ >$S/? M[++E, J*,;Y?7!&I49A5R@[PLR+]I18$=!{DPH'(QC02R!>3<'N*W;R)0N+Z M9_#O0F;EE]+/%1=&QN"+4_K,O]@2{B,+PL:#D#]5*"T4IZHB M3F)13APR(_"HJ)=S*)@IPK5G*#64PU8VHG&YGKUC_:S\.E2WDV. *N7G-0IV MA!^:T469RTE5,J*LR@3EJ"C2MN7T7.F^,-B@V!;5"L#8JU0;%[M!,5VC"_3[*G AA+J94#N;,,"JU"0 TB',:GBH^8& 9'UVVW&)D0R1R-;WQNN+ M%0]*LLM=TU*N\MXRQ<8%Y99]?-^H09AE_(FA;AG%*,4Q M[6; B'XLF[<4WE_JC^ H1[-JO>(G^@=>H7N"F>3#RHR>@%!L%N-P;YAO;*JT MOY'2L;1 *GQ;]'&\M0'2!3= ;OL>F99.P_H>76).P=YF:=S7)$$&&\6J."2/ M4%>W.6E\GECD.A;LQ3YM2P ;AH[_T!3F]ID_LBL D-G8)?834$ M_#4#YABJ6M650-+2[#5>0"_23#41FQ85(=]JGZ6WRM/5][H4WY!ABJBB"Y34FOM M2@JW:9]98$QRH7=)GYC<%T6PY*;V<\R-GT@'ER!+%F)]>@ZB0!\F/9)?V)&-K M*LDV;VG#1KIJD\1M>_4M'[*[M0,9A>*"R;,)PH%3!U0"48!\N'57P*0NG55Y!GB73?4550@%8 MK#3>5=7I*P3CN^;H])K]5TZNGC7'7_6.9HLEJ2[9Y\.67;+ZRM7YS%Y&9K%^ M7J6 X23O#/SAG=&/7+\P23,/V+Z?(AZ;5*D)C]K)J0$KY9UPF.RH ML; ;=G0SDH N@],Y2?3SN#'JC47\) N58S3OAP6P,C"O^LY-W0Y40O:Z1D9^C:R2D) [PQ%T*#UO"V%7A!:J%R[V/A91S34D%VSM&69,]3(+3\!L$O>A5A&_4 M!G-;2WI>)DM28 P^.5/95;(>D<6-+WN3$ZN1<%'&1G$I\EMR"TSSZKTM:E7K M8(VP"'.Q%4=!P/&EL'#]/#PQOV+D$;)C29&5;-U=\@.Y<)[L1.R&P.U2>/!E MD>OB7$5!"4/%];'F+6LDI!C.8XV1N!=L,>$'6=IHX1"D@&$%(4[!:$ M1Q]-6KAGGZE/L7AE9U8(1>F$CL(S;J=3;JZ[2^% 'U#>P<7T,14+KA%+C42_ M4%Q%. "65">2'P1F?0Q#J&H)PCH9;C0+:;JOXE"+ (+J!K;S7"9IYJQPMHJAU MCX@J;6R9*I9497(JL8*K("\E9I:Y2,Z+++#"1.H\)WG0IQ0_YA!V/@JNR-\P MXB^+>O.V[7RO$5T7C<"1- AVK/#*^9OFR9U.J@P4<59-=1@T/&[M1]MKLZ&[Z M1%EWTWRHX!HOS\X57*6**;)"\'VM1F9D FBF4NS_I!I6"T2K[4]\?EK@DHL M06<,!E")V[F=KY"C.;3^6U3(762+B$H0 U/(YC>2YZL9MR>[&$B/ENX<=\2# M\(:]-@[4QH':.."C^LUHXN;9C\2*SPVW1M,\9.@04(WO5! <<;+6@YCU5^&/R MAB%*;N#<+DX76JCA6W)6ZSJ?FW)#&4ZR:68N2*B9'G%B.:"U^$LLP@$Q%6W(M"^;YP*E)_Y!> &VKL];"'? &HZC9_"25YR!+OMOS,TLYJ7H]-M?IY[*;C&M[2#WP D;^4]6&_D+6R_??O=U3\LKWA=7++#?W772PNOAL>*+5)F@ M?$OO;F_I%=XB:S- 0.]M*M,3>&XPFB4:07%W5&]*JI'ZY["'"B^K3O>44U4F@X M\)]1;-T"&?SN@%T"MG)H\UP8TF8=/AZ;VNWLUZDSJ*ZE*U79U)B2RQTLT8GL MR['(9/O<<[=0LEZQ?@X,73;T8P":R=FENXP"#:PSM=_J\D0@ M\\VX& =W3)]6MF4UNX4B,A@)>W-LUD['E!ZN8M--E&JRCZ]R;>0/EINJFHW$ M6" (TR/O9?IG L56%09Z?+'%,T2GG8C]'S.>6%B V/C=81;4B5'$;EUS>&' MNLK 3SZ?+5#C+W2.(YK-MN!_RV$CXEOLD2/'_#84*E!>0>7!4S1[EG!7 ;= M.G&F33.48EIT (_3?D-#;+S04\&34G$>)6!1)95KTVZ^0>3B.B$SC;R0IE%$ M9P=2P<7//CW*EQN;.O>%0WR^)=^?M5_C-YCL?%C(P\.D&-N7EXE. (QW*Z[NOFXWA(Q M2D0%V.:($'*[-M2XEEF3PPIA*2ZI(U"&_+#SJ%7N^/?3@N^V(AJ(ER1']]8<-M?;>XA/,M[?8(ZTK:=TBK.!0$.D*(>]-)^)? (A%Z=3*3E]+]/?]\-3Y>SR MZF.:#E^=*T!.WY*VQ=#.XY#E 6A4LROIBW*@&-.35>-$"HA*.%$/JUIHE:DF M/=DJ..$DW&++?"/M*U?- %27E'E(5N,UOD#0*52R$BC4GELFSR<">+&S# ^'6N M"Q035U"AQ8#D=FZ*DVS?0LR0J_!:$^)!BTR#15??=BQC'D@>_G%*J,2\B+S' MC$GJVZIVT- C5N3@RP!P64/"ZTPV7YD);?W,W*2615&-8M-W4KJ^-<6+R]G<M0I.%"0C6YQ#'YS*!JDIE+NO;PVNY#Z"@P*G1Y5Q7>!@3E76_#]*=UZDR?]24 M6C0S\'QYSP7N4EC,!]"8W!F^<;,8,89 <2(NH"<:F)$LP"7%HACY8!.*L:E@ M8]0/\>A7E>Q'0.5>.3)= E]$;$O/RU/1>5;PB-XTK>7%ISI;0/DPR\&B._X< M&33Q\8HP7F+<6:%_!H(BC2)K"6H&44:$GH\;SNZ@@>[P(QX[+2WZX]&6/@B7 M@]87;+C!D6!O\/=K+Z+!+N9(FS@*HTSF?1T\-Y&#T>_<-)H#0O> [_0$; 3]I MTC6V?BGKZ1/KQX@FJ$MWV4^O+W _1YWS%6!+4'S=&;8%?:,.P5@7*TI0H<,_MQ"-I!MS$C*V^-]3JR0=N)]%Q)/+MN2[1,]]W^UI/@+RDQM/Z=1=4XHEH+CTR MNAT -FN0VZ11BKL7RJ?8 ,O0"R7%A7R]D&Y<2N66B MK7DEA38='"*/LMS'*.D;9QBCO(4MCL8JN59\I M:L%'@_&VLX'/9;.NCS[7Q2@A4_^[8OB7"?FC/9IC$J:IZ]<;3TYWY:.M[]WG)\8D/=DH2RG@.-'&E>$=-=*&^1M% &7M>84R6QARUABGR#O2J36- 228H3 MY4S%0PE .>$91;B9QHHG?KL2N,85:S6)]1&S6'^*8E<&P$!>XT0TE+2<>LCT M)&)N$&F[QS'2K!)R3B&?"@2$K6<>4AMD(7Q'!=P@B2QAW=$")![!PLF39R34 M=A3QJ^Z9&$3@UC2W62;])S+*%&\#U[%\ [Z_//DVF_7EO.NU^\MQQF]/0F_8^ M3<5D_LGQ>KU)=^IXTT7O&?,1_L4%+##X!R:6^RF1)5S"/]"=S7]I94;^Z*!# M&'&OUD",$N#_FCLG^!E[-S2QQ'I-,:M?G?@SF(_7B7O?5&:3Q6[:1B_/-TU.GF M\Y^+O:><;YE#[8<8X&#"!RUZ :PAHH6+4]J^=N_*_I E79CR;19UK:(0FS\R M"'F>- C^O0R1&^Y3?.Y<=*MP"T-.KYT[XV4]<:RS!9"@MA?N0+&U9[-<<*83" M]RIBR81(4+AO(5U'3BN*#TAW73H*0BH4A>2=2['P]<.IB"*9:4,5(D9A),]W MH\ <4P9"G*Q'B,\U.8-.3K2-G@689O^8S")UEQ$%PD@+Q=6&<)>\,Q09!#$03 M+ ^<:L*E 36H5.2-1OB?D"\YG7C0_/&S 9-"; H- $\L@9RXZ;-4?/JR,;>YQ1H:F&&;.3H1>.80V!FR)H6Z2O)\+HM[SMB=S3[-_M9I/I^%L/OXT=>=<"/A^(V;C;F[F#Z99R-3SG[H$)0.0]!MP\U$<^S4:38:\Q M2M6PH%2I'1,2Y7NN6V.Z=X(6:]W2B\G\S>>I>H8%YY]'6>O#6$8+HSST"9H6 M;3+4)R"GBZM\Z%>CV[Z"+*!UU3"'"O/BWNKIK"\=M&WG^A6;K8*N^(_MDVR%9/(?W<-0SK#1$1J6+">=@YJ$MBAEPL4H YFH@ MO6EX4ZR*)+'KJ(KT-DB!>FWT;@16^R''O-[.>N-GL]?Y(C8&WGF1]+K6R00 M%%4@02F%*J/92+GPM@VRHHSA:U]';O- P,T5H_+76C6K&6Y6.ICP\H1%K9M@;.MD#?4LSMPHCQ73%:-&N%SG(@9*T^(K^)7'>O'0J R-CJ)*-'Q&\^'>Y,Z/F*^ M_0U[LNJZ7*I[S'WX4O8;0UASVJ#2Z,8V9LIM6[+7,1-+2TY*]LBQ^8.*AC3- M@/] (0W:16Z6]+F!LDBJE8//5R30WPH/E'JH\S&,T#5<%S]RX8)_MRWP6ES=B MS2H>1#D*YGS>C1[)P%6(Q>?MK]MO0;$#*_K>7WQ:3*;]CX- N]/%L_FDV_\T MF(X'.V\X&+B3>:VZVLY SYTPT\3# TV3K&M?QQEZ&[2AMS;T=CJA-^;"[U]_M^'AQ\> [CW]]^N/CMIW+=;Y_&_>YP.CD<]]MGN^*669A<7%!Y5*__MRJ(36,81M-F:&^6]7[#]$IFV F\K^309#'JSQMCCO8(]3INUC-TVSA)7$3+L MBQ%I_F8W? \;>3U M1]_>Z\[<\7;TJO<:PSD_<9>%3]/AH#N=/A2ZWB$_ZW;8OB;P.6CW/H[GLN3! MF@7R]Z#@27M/:G/R:+:J4C3W+M.OE$GT.@PSK1.C#?,3,%_YMN[9_]-]:.B% M(>N0;X1+*J0UZ-*

DR$1X${SEB>Y!JGK2VR=RVK.5M+F3J+G\^[K,H/=G9+L MZHI=^',;2X0E+F=!%)'7U4A.Q3:.|/ZD=WHT1&GV#K]R!NYA'LR[5+'!9?WQ9#+W^SCG@4@0UC!G|%J5F=;P) M].%T/AVZH\&G[D,P;";S3_-AL/Y)Z?KC1VW/^FYB\D6T =O,/"2_+Z,PDL1 M^E&<7P>|9#29U*L/U9<.H79NX=8MWKL!R^.!VZSG#*>CV2=OT@<2[<|=$.QB M]&DPF[JB.YE.>X/!=J3E5V#6EQ0[-3(_/@T&W>&L7HV@OE+;MGB/9OI*D<# M*&^Q "W-ZWZ..QYH;,.Q\VGF#/N?>O/N>+!08+";3\7 +4"/* KO(8Q&?!N/N ML-\<&(T*..*<-6.fS8+.7_PO8+Z&OV64\4:.+_CQ!S2#WV2LE'R:?.I]0HGX MZ6/T:?9IT.4_?NF|'RZ#WW_^SUO_\M_1Q<7__/WM/F__M__]_]^OP%L^LL/A1T?Z"_1>'M9_B_FW^+_^M^NK|L_OSO M__SG^LU9T|_=_,/9WZ)FG.$_W/WW8>__Z|^_V,^M';U^JK?P_[=WK2V6#D!P:3VJTBC{EW=C-)-LS4W6^4L45P M+;$9/T+R[V^W;(,A"9!<'K*C? E86%+;ZNZC5NM(C/XOO(,71>@E@]N_>W'G MX<=_?YX'?](?&OMC!""P11'F()+F6NK :)]!J4V>H:ML5Y+U;3>H*%KAM,<_M4)<^MTOFQ2//SXUZJFXV#%T8>V3.V:.\EZD96G8SF1JJ++4L"U#R:"(&)T?VM.&+M_$.QRVA5LE@>'[N<-!HV%^&RDSB8#V_Q*W,A]><1]>FX3V MN)W&8B?PD%;&0*?E^<+N"89#GXM8#'/78W>5;$,O9K5H;#L8|\0^9=5I"C6KM)RV_MV4J+:-ZLKWV)F'ARBOFY&-[>P)J4K&7/C]G1LVRMIZRZ<;4JO M=A C3=<8LF9J$7-J\&OD,FBSU)6=%-O^]#,)XI.5/4A_=G*0K?@,XW@OUMR62B0 O*7?!0|X3,$/.FZLR|\,Z,FW559@YMDRK3BE55>]1KJC*,JU|:0TC KC-U]YWI3M2'&RO?I(_!*,@UD.29',#1F9LM(T MCA+'Y82OH0^M+(KM7T7535STH>K4-%2M67_0 82H=*_H8TIR4=@K*RHRN4*B#LX+8B(T474)342P MBA*;E-U62FA226BBEUWY*JIN D,3BVJ6"9?BAX:F64U#8LUL0D_Y]C@L,3Z MX+!D,8Q--[>V({&*Q"H2JU01JQA2^4J@?"(BET:CI3>I9E#:TE6]|MCCL(9I M*K2A&H\7UP)7U;#EV_VU;.0YUE>!+=4WF7AVA-+82Z8CY?D576UUI2.4K M@?*)B'26)*]HN\(XIT\C>Q*]%[%H,DWE8YN_+85WI:D4!*=(9%):U=054ZI;_M"=1-2&1"#;-A@1NV6GI+K,^WUDWS]\YYR%T&#@L!$Y/.O\?N6-.?_'T/.?[\2*%..R67L*I]_E7$1\4V41!95MVT2M6;Q7;>N#WDA+'&I(X5A+'OCY6MTH<6WC(JJZTQHM$ QNADA6;9T18CP]M MEG[KX(=PW"+6ZUW23/Q*LIL>==NY"EAW D1YL.3T)M@*AF3LSZWIG,FG%:G.UO+E!;$* IT^/DA$K:95'LLEQVKH2BX@Q"ZEL)]*V< M.&AGB7&WG%D[2^B_Q;)(%#BTP:P["8?*:64E'*]Z>99PJ|**"FW*K9!ET+=R MPB%|5W#HDO'#[M7P;P1ZD$'F719%TM_S;*BJK@KJ&&OL_RHS3 M(=LJ>1-ZON.- 0=6&+O$?W^!63U\A$_2?PMD.J3_+KL]D?Z[BOY;D_-O0?5MY_Y;$W/^ M3<9)&"5VNAS090Z_Q;)FSKC8M<.^[;.H=OTX8D^DXW!F1HU237I^$8R.]/QE MMT32\U?3!\N9NYZM@?/+^3,77I^Z?F%M3W2\TO7P8E?"G93T[YA52W!L%H%$PPOW\P=8>;>T#WR=W?(SNISEM!.Z E)@ONQ$:8+;-,?^K\0.8Q:.MGA:S[%5:^XO3!:,+_3G|U1BZ'+B$^>]W?)?8=(X?>WZ>WET=M^'"$O(;POB*H!SY%P(CK/IAS0Z= MV=&0?(&7#AU"Z0[AQJL@AL8]:Q2PPPJS>I"S%-JBULE&RLS%"4TDM"H=&JK MTM(39513W'O;#<=^)7<(%H';)D'U;(P(QG:H%]]W$'#'IU1@K."/G/L)&(${ M2KV((,X\8.8@-I!VX!%4=.@ &N)G\;_H/-L_+;Q'-_.^@-_M^QVF;ZO]GFZJK9XQ%FWG+QJ?1A5OZZAN8#0=6F V'6L^W;7'[)PZE\W-,-YV.ST*6;PH' M:BQ_)EXX"O?PA0_F)&&Z*?+BT>&AB7SU0[5TXWC1R@[!OKK)Z(EP^^U",9CI M, T+03-]1B+H+12 E?:@F3X;VJ.![J3$BA)DGX-,H'N&$IZE*06]"D0OV(20>C8))CK_Q[M#0%B.S75$W@(*TWDM-SN1\$HB5,$TP#1\/U%Z$+:_!/0-%# M+@>TKRPL(?V 1TF|\=:_WY/M_+FX[-Q<_OG\]ZQZG4GZI.@.3V*]3L-M M-FDW+V@#)D28CB[7^!UT4W0%/0=CTR978-52,DHC771Y4\!H#Z/A]*G]IB[B M.,C 239=5!S[Z^0O)9V$Y%J$=U<@D T2;?[+#_Z1=-:YSXQ^1F]PKU30A M>QTQ;_B AY,?3,*B@!;GVWPD /BHPZ(M4'I;,Q@=L'L>L=Q@L3G><9+T&J>[K*[MC#A<)5@S*T>0Y"!!NE'.#]SDQD>Q;2++EB+BM@_AHN&.FIMBXFACP$GQMR M7LALV;@?N$_P;QC?CW[_'U!+ P04 "_#+@VY9VDL,XE,3 #Z@ & M & &-A<'(M,C R-#Y,S!X97@Q,&0Q+FAT;>T]^U,;-[?_BFXZO86,G^3YF30S MU-"6F4 8<&[GFSOW!WE7MG6S7FTE+<;|Z[!SCJ1=>0T) 4+2Z393L'?UUGF_M>/-?W>Y1OH(Y+V^^3D'4M54BY%,EFB!;?P=":7M@DU44?"]$;=+MOW\!88|!)Y2,V'½'S_M[@WG;/;]-!R.!J_8V0G;_M^3 9[U+SP_?CR;_/CMR\9Q]^>7<\9D^Z_?X?S\;]_N'DT+UXWAL,V43SW$@K M5GYSW%W:9/>]G2AG12VWZY.T;? (_M!4_?OED*RUFRX-H(^_,3#Y-?NZ^AA94V$V_?]_OUW:]TO7;-ZF\9,;N,_'S MDR77>?7C=:/!57#'_8*GJ.1DTRP?5HJNQBOSG!=3V+T& ^F.>P&\CM)S]M$^MC?Q+P-"P/2NN;)=G<@Z#XUKWW?Y' M?NO3C4E6@K8S55D*+X^N%G(]+4+'\$U_"N=4?(55)0"D0C>6A+TW>+;_IH^M'W.EGSK IV=*X[4:IF;,+@03_D07_%*PMJ1 Y/$FR,@5,FXJ$ET8P>"L-0R!AN;)L"6BH)<\8SU-\@:/8=2%P1)G/E(8& M, _\YY9>:C&7Q@*:P5=$8L.X8866ES 04YHE*I]).#,+@_;8]W2MU#D5B=*TMI6XF0]$SIT0\#^N\^^W_R=G)T?L(N?C\Z MFK!?WY^SP^.+R?GQ+Q\FQ^]/V?M?I^>'1^<+)\?OZQZG4GZI.@.3V*]3L-M MZ,/Y^[.C;P@&W^KJKB&&!^6\-);MO>HPY'8/._#$S=D*[21GY\@5T+VQZ>9 M",-.E0:X00#+>&'$*'R(%_825K-P,R,[L)@X,+V(I:$H^HPI&\Z=!NP:76!M FA\RE@36D!I4 &P'5M;OE1KMPUA)>WO&\GHOB?-KW5 M!;Q^UGO=GO]7.O^^U8@=*7X()4YY\G&L%)'WT0_HO_+?O\138O55+6.\5(X+._MD_P[TGPO/&M]G=UPVL\Y>V7-X+%\$4%%_CQ:]W(I^2F8RN6IN))7P;N[2'? M\I#'CMXWSODN8/U//=XSKNVZC5^E,'=(CU2>\|X]VH)60.9^!<,E0N!$)Z$'EJE96);Q+@? M8H@L0\4>D&(->CP=*2L-K(PM2I@ M(|,S44N9,(2KE.I3(' #*HB*/TB90D, M)B4"D /;'5;"E85UA&V"%QURM+B'CK 7!?T]_$FAB%FT)4L$6AA M("NCFK%4&L$-.;!X'->ME 9=GE,S=.@UU,CPY|,$PY>#_1:I[H)4QWD*YX)B M=(M7|*KPS)9B#P7;%F:I,RX9NG:6*V*Q9KM)BV1/[.\#E!SX)5>MV"Y[W M\Z@$4!1 WL_%/"#[-YF9+042[_]]^O3I__5:G+@+3OQ&UGC@D.>X^%93>"!- MP2Q]&%S.MS3"YZG#/%@-3#:*_ *@9=/PK;01V"1-R4#$D&IO* M:364TL:Y7V'EL/ 5C "J_ IW9"*P4[6G'6H&8VAUR3-\-15L5FH4)D[+?H" MTK"60S&3N42]AQW,M1HB.VB3^?1:,5W804>/6-)J9TGC><@;'.TC[B;-6PA,A*=80B=PCO79Z5*?"S0%X>S"=]& M,,,SXWS(G#PW,E"JX(X!/^@)@ETKG M)7;H;H1%70D@TP]8 8:[;(Y> 8+@$?7],TE)4Q6.H1A MBB@+P'Q.NEG+X,_"X.L+@KM?MOS]7I1[L@GQA->$BSGP2N6@.Z5@AA!3(9*2 M8B#\@[HS 'T'NW 8H,RM7G>GZZ[_R*;6%R0!F8F0CH M,.,LC(#+5F:CQ^)G+/S_JK='9S3<13LI$G3IH@$V3B3CAH@UO18,! F94C17 M)=H[UF8-$7V6N13 M3_?QI+[9P>Q]\F"TF(.F3_PFB(K(&PN86*7FZ=/*KE5;64+7B(T+#D0X0)%_ M'<'/(PHVJX5,%N*23. X9+:,SI M/>(6GN)U 9O/X+R1.P;(1'0#:84$ B^(^5:>X1%=&Z9 3,F0$6G_+CX*K^] M;[.CIZ@Y?P+.2*/V7\+9 Y1R1"V+](7VDGI9:V.$5!B8EZXRR ,(5^# YXBP(>A(H DFV54OSF4/I7SD//0YW(:!VT"PW^1.YCH&MFVXF)&Z M!Z(!*:L1\8WX(R]!QX ..(E7*S^A4;:X=1?NP@,^HV.UW"U#@]C00+1TU'-MJRS#[\Z,M+VDQQ0,OE]K(HDL,*:7RN1[.XPLT60]PLC>TTEVH&*H0U-%\DU M)C K6!SW^@4M+V?UB?;DMZ'=,M<0WX0)]9(P+5Q0[X?5O%WL2/8+5-,F_U-M-&5F'6Z1N^3T(IBT&XO@*5_1$1'ICT(49(VES!FG-I*Q'H8K*VG*:QJ$;A>8W;,X3^9EP M&54^T-8B\;A!>R2#C$'@9_5S0/4O%"F=D]$.^B1R<3"98]PJLI>LKW@,&RT MO\;]-0G7K>"A MT,%H(/"INTL^%WF"SI&,5&[?@ B\VWGMM>BP:6G)2Y+)I72M.^QWP3/,NA3)M(E>9FH.@!QJL,8YIX.AP&+O,[\;XJ%_/]>TK4C=A_-#,#^^^6*VX:YQ+ZGR M?AQ-%BPW#L$,6C0W[O_FF^ML7*.[:BT(S6]#DAIY^+*]^E#AAOY&-%MZ9J;+WQR!%H<42#H^N^!*@=^*SF.7'FJ'\2)XXV4U(+ (VNRZR@B-01SU9\M;0+O>=W;>UXQ'_=LI,BU^"X26!\O1ZF5>&XC\2PX8%>B+N5<9HAEK<3SM24> M8-B&SX2%7Z6^%#*C+LJ0"E+ZO(L"/180E>6*BVML.5(WH*:2/.@X>>9F])%RNT3#=G Q&\6"H1!(B#- B:'#<1Q^L-7^ZV5Z<'1 M_J)$N1OO8UR;)((RVI*AR0!M:?4*QWNZ &_0.?X$QUO7F68Q>:ARC"->C_MT\Q0UJL0HBAULD"\H1AZ?QC9$HN0'A<&](-G*EH)G,8,:0)^)(5'1C!LU) MYWU,B\ZA)ST@IV-J@H_&,A5$7G<*M<-',,\E$HC"JZ!7F5KY^CQ(_#8TP^/ MX8@=T6AM(_=,,I:8'H(=YY= KNF 6T)Q+T0_(_,Q!P0=TW'&L=^ CX,7S"8 M/T/=DP*X4A2)M:E#XFIJX+$'6L+VA&53R71Q:[_X#3>"USZG;!(3N#;,0G8 MCK-7&_OO&.R\' MN]V4K|G__%PAHT245&(VCT6AVI6Y#SVI+)[$4\F*"DR8:@JA8M^IG-"=$ L6MNT(Z;'PR[FP8YL@85/'YV&W2T!'"5BH-IW4^D?.)#(+AL"(8PZ\WP1F? KFM M808O%:[YV0 (ZMJX,.]F(*7,+Y7/1T!(,:9L)HO>(GRA)=!W(M'"$5:BDX#SFQ(6G)+O$)[39:I%2+:]7=14^R9U :$G60AH6&,B_40E![B MLDJ7800&K5%SVW36J W?*-%%,/IL+\#Q3,1!S1?1LX:65:52ZOR>-|[? %1 M^Z?S(4H!;PBI.A?5M(\VY;>VZ+A$.YK8H7J.O-G:4 MHS"VX2C?#5MKLC"^Q&9U.*AC61C!%%P"+G.TIG6AYDU8?E\NI,_E=MXQ:ZABQY G'S]565MGS>M4N3PDR3%*@QD>3KHSH<(2>Q&-]22YB?DIOHR4E% ML\IXE^E\5$_WL3ATX4J03TD/A&9TW%2V+:I!:GBS7N!/1EZ<&7%HS9<$ZUM;LJO4^NHJH2PF5WU&9G'B1%QRABV4+ ^QG;$R)$O]IE0*8DB1E8"+KDC,CR1@ M=FE=^(:"3A_UER#>PJ"_TC[(/K0$N2K6-W:SD?XR7AW38FI3=A/((="\X[M! ;M@<&94$RLK02L_6:B/0@ 5G1-P1,Q*K2@>M-DMW*R?2V#/UI%&?2*3*4R M$F:HQ9DJ/@L3L,L\6=0U'-']:X2-!C\.7+T#]>UB;=DQ?^* ;(M,;T5,<52 M.9AMA9 RW2"D9'^|_ML0LT"6/#AENVL^%[K.WRP;S<\?1O^PUI%YY4.MK9B;-H6Z2Z8_HK4'6#"34N M30/^0^NL9Y;6T_[P2(3=3AE=\ K=\"^]$O5:N%%[ZJ,7556KWH*;*L0B9S) MFKUYFT"COF$P'>)TO@5(]*E M:!Z1XRMR24?4]1HA&(*!:80RM:-I(@5U.0 M?AW)E[CUP,-WG)N<+*E1.8ZJ#A_#N&FJPT*$BX(IYESFQA?C@@!":.AFG8V MBPF6F.M2=7DVSKA)(J2@2(')%>RC!B/FI=MS6[:MRN/IR5VQ>IQT)*@#"545Y?.HO$;Q\DR,:?%NM)XE?U=&C+;P/G[-"O? M<*NZ'C3V]6"P+%.Q=G (LE0)U>&R.5-89TXJ@-?N@A8D);@_#SH>LG0UP*#3A M5S;J*)9BM^49=[46^9MO^DT]XBHJ M@HE_47(NW%H>DQ5]MFK%#"127PXSJBK0\7_K#TM^A=(.OG!4SNIORV*;\MM.0H%Q_146MV6-WD FU5%<\(G%/_?*<,.0+7)T% UANX@)^62/Z+L<%YZDWUT MU8%@8BZ/=OYO4(G&"]|P^(M*BCL>CQF-5 EQFHT'G^2MG[MO]/X704_OI$; MT]#GD;30(_&LRFFA(=GZNBQ&4@S3NFA_G;X8\KN6)6FO4;TG+.OKYP"Q68=\5U9K$1K<(O;T>C^CS>2.)+TZ)8CJ7B MJ2@,=!8)-^X++U/I:N>3G2"3/^[X[_+'9[QS*BP3N/L,IA%R[7,?" _@=02P,$% M @ RX-N6<_97LXY"0 X3@ !@ !C87!R+3(P,C0P.3,P>&5X,3!D-BYH M=&WM6VU3V[H2_BNZ|)Y3.I/8<4*!ZW"8"2%,TR&!2=QV[D?9EF/=.I:/+!-R M?OW=E9P7!QJ@0TN9AAD(L?6RVGWVV=5:/OE7O=Y+8YH&+"0?O,$E"4503%F] M2" 957!UQE5,/)%E-"4#)B5/$G(F>3AAA#@-Z]!RFN^M1KU^>@)C=?SB|[7;)?M^TO MK:YMGWOGYL:!U7"()VF:<\5%2A/:[@WWR%ZL5.;:]FPVLV8M2\B)[8WL6$V3 M SL1(F=6J,*]TQ.\ G\9#4]/IDQ1$L14YDS|M?:)NZ@?0PO%5<).3^S%IVGK MBW!^>A+R&Y*K><+^VIM2.>%78G,;34RU8;->MS>:'-;G_%0Q:[3:/S1SF@8 M\G123UBDW/?6\?']DN23>E-F*6YDB54\1N&8Z^-&B2,2M<7*FYO3G!?SVS1M+Q*IJD=TRI.Y^],C4Y:3(9N1D9C2]&W-7('G$D>O6WKUCG_A\'0L#S%;E6=M)GP"@Z.L;.-^MURZ7YEDQO1R?)&$+-+W&W.?*XV.$]L'/64_0*H0,KDAEC8 M_)N2W? Z_'O&N?B6Y+CK=_F7?Z_?&Y++7&?=>$&\O!:__%:GBT=Q'G3X9],[[W-=O5C 0*M>&,LPFY94&!:HV(*N&)249[>]9M0ISX?MBY01!Q'N')!]-.2CL(0$!EE. MI*$X-?U9N4Z0"[[GA9^SOPLQ@^718GGTG+'FYX#)755I? MV-R&CA!+Y /]!E0&<3G9?[#/A2CD M9N3YEHC'.CXT=#<>/=1K+; T=4>GC5K2*^2W#_7^6"1STM*"-IL[T#X=M%V+ MW$7M=2'S@]XTOLT0M06>9\ =$]CH:4BG1&0ZJD)3$ XZZAX>DU/,)E9F+%+%M$VRELXDT2 K<8%7L>K@DTG,*FB9G!4]THR6U[H>0,BR)$DA^*US?6>4R5XXH M Q@G-"2[*3@]- >KN[.7GT!VW_HC7H75Z.>"7@3(0S'W="DH'Z"&1;L_$-F M.9TNWR(HIXP"%QFB,N9C$'WL',#$,D)I7!UU3,$A9.&%#"?31*M)Y+II$N'L35DE4$O$@FD60@7T$+*I+NSYI-)PK'NC6KEA]ZT?;N[GC>$8&4P M4 \$F-![]T]_=^XFX,=N 5)*_.,.;3V)FXN$ZVR|-QH\,/O>:24J=Z3B <"RMW^]7>0@ >PP_UX!K80X?9X>ANLKZ%0@#B7L@:O3B,(?'/2>DAG]J^[81 M6N9=LO1T'FQN\N#+4=^H-_0>1WT[.]]GY[YQ(5T&T_^5GK[:I8.WC+$$!A<= MI!HLBBTS1> 90R:UC23#,_[.,O!?]/]\@(3&< <+-7/\MN%CNT%0Q9M!^G.5 M96?X\,IGCXC0OVW^OI*,+'Z/FEK,LHS5%5/(DP.$ZGD) 3999=A0/"WPKHJE M*":,O\1*X55KB3NRKE9?1&7 .YZB=$'\HB'$##&G@!|=TOE:T @/^VW%JC>:1M==0HZV6[8'2_3_@+G^BDIL". ER6FG-T@/M57:GX+?5> ^I?>*1GWT6.9W3'P M&YT*V(^C>5<66N8V2Q+#C&.W*?Z.]*U*Z4/G8N+_FC0\?I7PR=MH3KYBG]_MQEVK;J.DH["GE],R!V&E>.VQ&_5AJ_2# \XKL,1S/1#7AVB4KO65'7TA@820K1*:Y7<"_6MG?I9&QS@)B-(M3!=]7'S7]0S7!|[\6L>G?P^>)%K>IS[P.&"_C<>9-E>\.-A4_E7AH]=V\ K6 M]CQ^\,"Q(],0;C[2!|Y7XF6^>AUM^ MQ)*W/O-G(95Y?H$:5DP?C8__M'V?*P%G\M-?KJQ:"8Y[.)KMI)\&%JD:Z#M@6&;GOE!*3%W'PA*AK@J016'AIZ[=SFTRA/7:!J%CD4LF4BK# M&OEX7B.#L\X.BG<,EMV^M+DZ'\D9DQ.\3O$4))H%O"G#NF4N3NP;;7)"F\8 MG5\8;,9@V^"VD; <6P]E_"\.0@]?4W+)9OOHH\%X-@H?(HY8SO#,Y0Z#/S_\ MEB;IQ!OY*_*2HC3@D!!=X4K=AF=L+K9(=-(MEH8^/K:.!TNR,=<:NGAE7MW3[P*>_A]02P,$% @-RX-N69E0LIU;" MV"@ !@ !C87!R+3(P,C0P.3,P>&5X,S%D,2YH=&WM6FMOVSH2_2O<%-LFM@&U93M(;R&F U"%Q#:1I;N#NXR,ECBQN)%&7LQX?_W.D+(CY|&ZS]LM7*"Q M10(DXR%@^->O]LJ.\6Y1LT@548L#(/P*!CT!T>L_UL4AE'-M);MZQ_8_3$<'3OSB_6CZ[ZNQ7_?]P^NWDQ';ZP;!/P|'07 QO? =1[U^R*:. MET9;J4J>!\'XXK"G]"R87@>9+?*C(%?*0$]8L7=V2BWX M%[@X.RW2YG.#GLO3[CX]MQQN++.!M M)U:YP,]Q;29C:=EAV M/@QCM5'T'K1(S*>A[.I'XDYK-J4&]7[++W:]C5[>1R-+DZ?\O&_QJ/M/DPG_QAC,TJ,KW<&+]/_U,;*=+FIZJ3#WLI2%AVV%76N^AU M6 *;1C";<6)0*4V|/=3F2OLL0G+^!R8AKF$!9*XS:1A?]1<(PSR);N&2FF+ MU,[>*%T\?Q:^[_#?O+ED=6EU#:@EAE<7GM'H MG!7XI"7/62M430G<*X!N=/|(^,FQG%$2UKEWK&55E@Z8+-A^^A'-0@,[ZSQ+6;:)58)YWCBK^L< M)<)#W@V/]^' #0V/A7_RCY*RC=(#BN9G1 LMG'F_DRY,+Y1N+)3B0K3/^^A# M"8I[NS3 LM7_P5'OZ-AIR@_8!1@41UL[MO\T$#H4B!)>F^V'4$2(*

9W;K.1C MC*HU3H!,0!8B?D$I*-T\E+?=,5.;W7PEA"AI@LR=ISL-\U&G1)9"78S*I7 % M]ZEC(X7D6M(&I ^%CF]+F]DV%)[O\5 @LAS.! [$#^.U1WR]@53A$^NQ0HKB%[)O9DI4#ZV+)TV160ME++;3BR.ZW7@M< Q%P.TB S M'A?C7+[FWI6M7E%\%ER:)- X7T(\0#!8H8='/_<-1A=,/\O=;\$EITE\+6E7G-P!B/-^ANHO*<5P:BU9?VTB]QO>O]^C^6Z_T M;-8/_=:M6&^<8C/F9\WYLJ]J9CS&"5OV;A9>V:YUA=V:F>!-;X)7-EP]=Q>: M5U&,I'K37:#!/GDMON[GL5%Y;6%(=_/WM[NZI6_^6O'K;.Q[X[TEN/W!? V#M MP&K"V-9F;PY+K*Q5113VB)O<>SKVK,_^?<0QW\$B@0F>O$?V&_XFD/I)N&M+ MCWGG_%4;N^0%!H*O<,I? J_XOZY=#_B_LMI24,JB=+0BWM8/T38[FB@X0$5R M64*W>>YOI"_^QVX;^&5X,S%D,BYH=&WM6FUOVS@2_BN\%+=- -NR\](-Y#1 FA>< M%VV2#5P<[B,E418ODJ@E*3N^7[_/D+(M)TZ;9MMN>TB!QA8Y`YG'CXS%'WT MCV[WO,QX&8N$_6O\X3U+5%P7HK0LUH);M,ZDS=A8514OV0>AMO]L]/H*NTV:0*D,V& 2#_6"WO[O/^K^&@T'8?\,N/[#MC^/3 M'2=^=G4Z_L_UN9_W^N.[]Z-3MM4-@G_OG0;!V?C,=^SW^@,VUKPTTDI5\CP(MSB^WV%9F;14&P6PVZ\WV>DI/@O%-D-DBWP]RI8SH}3;9.CZB%OP5/#D^*H3E M+,ZX-L*^W?HXON@>0L)*FXOCHV#QZ64CEO.9&*S<-#O_W-8\221Y:2;B]2&![W#PU63EI-LV:;\TD(M M59<6>[/)<3*"=;AW]8;/T:&V2F7#+B52>H/\ M+I.1M&QOT-L]"B>XJ?H&5L4 J=#WS"+Q1RV;2@.[FG''AZ?C,>78Q.3\;CJTMV=<&N;T:7IZ/KD_? L8G1Y@J_X=G4! MB?.,%P>7X7]K8V4Z7S=UU&$GI_]=@[H2?06G98+#0),YMQ&WY'>]9< M]T-Y:M!C(Y:QJ6!:3*68@:]M)@W!O>8:",CG[$942ENP.KM0NOCEU>!-?SCH M=W!G*F6GO-(R5I]-.Z%Y)6HK8]/Q.J,R[@U??(R)=P%!;EQF9,6-*2YRSE,9HT4P4H MURHO]T"@%+$PANLYB13\5F#>EDZ#M@3&8,J<]C/-00*QU"@'((8"P<"21&@V MRV2<,5/3G]7XF="B44(+**1!U])4YPL(+4PE8F<@Z:U@FDJPS"F&)2R:M]WP M@ABR;.\3B!$LE25B0N%=Q: #N$ Y93F8#O<5XGT(DXMQS> 48D M[?,*82*$$?)0YBTAU$3/W)L:*$U<_=$AB3J' '"C$%PWG7'VQ-QD+,W5S"Q M1<5$&HN*SC).C=YN6-EI8<,LC'E@[0I\R++]'A%NRY=DR>#7H6D T*0YVH J M324>G9='C&OAXHGXR"@7Y'X# M6VF%4P.:#=M&'!,!8/A@G=^AR"YQ0#C!CK^IRYW*8R+I\;58I&K[N 5/X7:^E!94 M9Z:? K^19M*A@W083WA.P9TC*7P#U#,L3\)V/U<.8TVFQ*8A]*_X3@U"'20I3 P M62_MVO%69=PL:P!B+@=ID3A*=_YHZ':.X^RMR)M3[SWYSE]V4>\%PD\H>0^> M>U1Q[Z22!=H[*S8A5(1+TSBJ1:NT629=UP"512&M%>(3 MU!TI'7J3R3L5@@ 1.Z A'A\%8"@2V28C+D\%,\O*<+[J<3G.U6ON7=GB%<47P:4IXOT! M>@/!\ 0#C5CRRZ/0:JH\# $^4(QU?)HUR+&F+N ">,@MIN'UC2]S7E+H7S@R MG"!3IAI;NH.@"L="@(5[<=G@I^,3C2RG*I*RC8EGS3O7W5#7**H;+_#4:W>\2& "S8=O]O+9JT>"OCEW+ MV@4SF;U^O4PMK=OB+>8VR=LM?[-'5]]Z86B"_[>6147ELQ MI&OY^\M=7- W?VWR?[RPP&H*YY-7V. R4M:J(ASTB ;<*S'VJN_^?<('WV"S M!2;8=%OK-M7'"=PW,-KST,K&S\? N_OOLO>2%V#1Y[GY[I7\9 /TF'Y*%++3 M3(J472SS^94_W738M7^KAJ95))5[J_:3U2NX9M3/&;3 9<,%5?T@:;K-GMDR M!48\OIUH>#VA=*UTN&#"UN^OUCN:#+ +0W)9BF[SW%]+W?XW7FNY>ZU!^8.R M"O5EU^<*GB(_AWRJ9-)$_"PM[N_I&W?UG>9P/]0S? WRI?A/4$L#!!0 (M ,N#;EFXWPCC8@4 %H6 8 8V%P#,R9#$N:'1M MI1AK<]I&*IL\22Q9] 3<(@@GB%"GC!C P&Y33Z>I!.Z1NC4TV%,?WWW]+#! MDR9N&SO)-'P M+>W[Z>&OVB:ER4D"VD$;_W+"XAXN%G33$(H*)$(W3*9@,_S MG&1P285@:0IO!(M6%. RI5/=LGNZJ6EG0Z3EUI=XYH!E&5;7L$V["^9+QI(< MZQ7,+^'XRG=/2O3QS/4_S+V*[_SJS<7$A99F&+]U7,,8^^/JH*N;%OB"9 63 MC&OC2NTZZ1YL&+%K*.0NI:I;:R)6+-,D MSYV.FHABDEP@FX3 ;W&7S]9M[M>C<)"YB$CJU;0R- .^6/(%6(04K%/;$4>L/HFA4H1LKDSDE8%- $,$9X?]6VS M,Q@:"O$)!7.]A3\YG[@C?S*;PNPCJ;?49N\OO \P_9EO1+$A**_D#*IZ %$ BGJMNE.]A+VFH*J9"-0?*!3P& MF5!8$A&0C!;;[":E.QB%4ITH% [3A B4A<(D8SX]LNS?(VC!/]+'>+F .!KYQO%X1%0Y!%A MM&$ K@/T20=#LIR%'NSSBO& ^RR'>I"A1B!Q3]'#4E.'$5Z>%]:K3 MK:ZM2ST'0++H9Y0]/,KL*LI8AE&S)LHAZ-5,$I9AT+"L/*P#+R9,A6$N:*'< MVU;'!&=PO(;B8- 7!@OR=6E35*&893O,*C@2CO4Z5;Y_%@_XWJY3HB51(W M%P,N(B]TD*HRNE5<],:0I'5^X?)54^Q9^FGO MV;[):MZ- ^?;VISWB*J#CE&\,S;/VA9;LQ/@]OI1VZ+-OKB3W9Z3H.#I1M*! M6@SO:]RLB/6WC!ZD6[>O=[H_HFZ&%,JI_\2!=8#BKZ');3L,2/AQ)?@F MBU3KYL)!BN'>]##@[H/V"A(BD.D5C^;!VV\>MUXT,U86W/..\3^ M*V?3V3:9P5=(2@W-#"$P92<%"L[L]E'8,M;62*XL0MA?OT>632#;.3N=)FEW MEPRSKO(U\=$CP SW.\EN.[?@O#4!)>,,4$)YGC M#,9'<)0JE0>,LJEL[W3%G+IA#,G5:NLY61'%-2.57QTWM4K^$U)?-Y=444@ M2HDL]'I]=!T.K392**8R>MYUZE]#NQ#Q]KP;LQLHU#:CKX]61"X9MY3(@Z:; MJPZ>='# ['LVMM6&Q2@//=7_MY"2.&5];&4U4<&]WVW=+DBW3W9HPI@629D2Q M&ZIY[W&-,DIDL!_J[=P7*F3>7TN$5Q9"5FQ;!N\"-F*%C"F&YB)%>$O&F8% M?PLJ6?*B4U(7["^*K-$\16^513*V1.9:UXZQ/ZA,7QP(V=#2G(7(8MP/ZL[;O-3M?1 MA(^H6'\P"T?#4;\7CB9CF QA.AN-^Z- I[PJ&HW$/_%LD2*P>SQM)I>S^,7 MO7$(X>3QA'IMN+;G=M^&^:!?NL-KGKJ-QU.@-X?>Y60:#B[A21Q0F_W*/=-(M"-\,8-Z;7?3&@[DU^>- J\!YZ_5#O^*[K_\?NSI_K0K%D:Y881\$J\%OV:7XO M_TS7LE@3U%<)N /4\V?>V'0"2@4@IS M(A>$T*:W&9T"[U(Z1T=@@;TN$H%W\)O-EQ0N42;>*,|-)6,1RPG&0P9QR+*_M\&F2)"RB4I_NDURR2$@(4RI)3M>*144#1CRRX5B?UR[UW^$31;2VPO4-#@%KLFCAU?=2V\5\V6.;8JC>T MX?'_4/MZJ/D&;HPC=%9$!P2CRA5A')'#>+E9H2\A3&,QE[30X6WH;8(J.!Y# M=3#AX$:.02U,2DIVB0@9QF5W](.C]=:908= G)8RBR\ .1(WF&=BP$QSIY#] MO5WW0P;U0(U+='4 8_3&W7WV6N8^/Y3,;S&]'$>4OL3UP860,956)+*,Y 4- MZH=]T64(RDN" M\TS9?>C)2]9Z5O(]8[]*=X;K A>1X+I?.'Q5'$^1X9Z_*L&U[_:&ISW.&LU) M)C:U#^O_U@:+<[# T26#M4&'27$@V^V312&RM:(=/17>-[>>#ZMO%?^+#7.4 MU.'\:@LK7.),]J0]&P4 2B1Q?#,+3^?\<$#7#:G<#[5Y)67ZOL$[@&4-GGH M3L=DTOCDV*)[A+OU7A2) M-5>H9GW]YPR24U;#.E7](&5Z/WNFNQ*X(- &'I42OQH[<"QG4F7#O]=_A1E4! M2%0DP\;1JOZ[\Z7;O&(\J-T'2[OWF3E94LO4"D)@?0[(C6!Q%&5X,3!D-BYH=&U02P$"% 4 " #+@VY9F5"RG5L(#8* & M @ '5/@, 8V%P#,Q9#$N;'1M4$L! A0#% M @ RX-N66JS+,E3" SR< !@ (!9D<# &-A<'(M,C R M-# Y,S!X97@S,60R+FAT;5!+ 0(4 Q0 (,N#;EFXWPCC8@4 %H6 8 M " >]/ P!C87!R+3(P,C0P.3,P>&5X,S)D,2YH=&U02P$" M% ,4 " #+@VY97E(T.EL% !.%@ & @ &'50, 8V%P K#,R9# (N:'1M4$L%!@ , P ,@, !A; P $! end XML 62 capr-20240930x10q_htm.xml IDEA: XBRL DOCUMENT 0001133869 srt:MinimumMembercapr:RegisteredDirectOfferingMember 2023-09-29 0001133869 srt:MaximumMembercapr:RegisteredDirectOfferingMember 2023-09-29 0001133869 us-gaap:AdditionalPaidInCapitalMember 2023-01-012023-03-31 0001133869 us-gaap:AdditionalPaidInCapitalMember 2024-04-012024-06-30 0001133869 us-gaap:AdditionalPaidInCapitalMember 2024-01-012024-03-31 0001133869 us-gaap:AdditionalPaidInCapitalMember 2023-07-012023-09-30 0001133869 us-gaap:AdditionalPaidInCapitalMember 2023-04-012023-06-30 0001133869 us-gaap:CommonStockMember 2023-01-012023-03-31 0001133869 us-gaap:CommonStockMember 2024-04-012024-06-30 0001133869 us-gaap:CommonStockMember 2024-01-012024-03-31 0001133869 us-gaap:CommonStockMember 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the Cure, Suite 150San DiegoCA92121858727-1755Common Stock, par value $0.001 per shareCAPRNASDAQYesYesNon-accelerated Filertruefalsefalse4546990868377402146948571665122224792846409682103719933850659957768582337150855472531538555606411493611202192717936-159367353682649592260146792951613587343272261642618581411139956130899772261642618581411139956130899771180786710028964354130098806864600-34867001-22796567453152479380151641812765025388-5388453152473992151641812711142-12556728-6390608-33350583-21525453-58766-66485-1395927964-12615494-6457093-33490175-21517489-0.38-0.38-0.25-0.25-1.04-1.04-0.85-0.85330900633309006325817676258176763209918132099181254688802546888031148320311481817018592358131-159367353226014674472214472289797229024432654123265412462425-57188871888-9794073-97940733160018331600187257063307701-169161426184349383304583311985518198584921527932152793532865381169812222-152714-152714-10999782-109997823198392731984191476543154987-180161208115023068272427827267197597672058693800038581515818920512832051283380383862768628806-58766-58766-12556728-125567284033239240332260846342962211-192717936682649592524140225241148735420105244-137079811117860942194784219478413752143881389510258-10258-7768266-776826625255154252551509340859498614484807762062494523854522129943213039516187121618712567735757622576798470784707-7366579-736657925764312257641547403621796931522146562731163699857022101122108117171931717193207732121-66485-66485-6390608-639060825855070258551566785451132081586052641787656-33350583-21525453-538810495097612747469488553068930941-13921-9962311-610711-461475510742811221868032-11139956-1089977-25199413-140024936907730572665821770793378495500067807375305612618056525571977791097086871481962235147620221761574716841792413050

6185751469485796032426837740289846674 1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Description of Business Capricor Therapeutics, Inc., a Delaware corporation (together with its wholly-owned subsidiary, referred to herein as “Capricor Therapeutics,” the “Company,” “we,” “us” or “our”), is a clinical-stage biotechnology company focused on the development of transformative cell and exosome-based therapeutics for treating Duchenne muscular dystrophy (“DMD”), a rare form of muscular dystrophy which results in muscle degeneration and premature death, and other diseases with high unmet medical needs. Capricor, Inc. (“Capricor”), a wholly-owned subsidiary of Capricor Therapeutics, was founded in 2005 as a Delaware corporation. Capricor became public after the completion of a merger between Capricor and a subsidiary of Nile Therapeutics, Inc., a Delaware corporation (“Nile”), in 2013, where Capricor became a wholly-owned subsidiary of Nile and Nile formally changed its name to Capricor Therapeutics, Inc. Capricor Therapeutics was listed on the Nasdaq Capital Market shortly thereafter. Capricor Therapeutics, together with its subsidiary, Capricor, has multiple therapeutic drug candidates in various stages of development. . Basis of Presentation The accompanying unaudited interim condensed consolidated financial statements for Capricor Therapeutics and its wholly-owned subsidiary have been prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”) and with the instructions to Form 10-Q and, therefore, do not include all disclosures necessary for a complete presentation of financial position, results of operations and cash flows in conformity with U.S. GAAP. In the Company’s opinion, all adjustments, consisting of normal and recurring adjustments, considered necessary for a fair presentation have been included. The accompanying financial information should be read in conjunction with the financial statements and the notes thereto in the Company’s most recent Annual Report on Form 10-K, as filed with the Securities and Exchange Commission (the “SEC”) on March 11, 2024, from which the December 31, 2023 consolidated balance sheet was derived. Interim results are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. Basis of Consolidation Our condensed consolidated financial statements include the accounts of the Company and our wholly-owned subsidiary. All intercompany transactions have been eliminated in consolidation. Reclassification Certain reclassification of prior period amounts has been made to conform to the current year presentation. Liquidity and Capital Resources The Company has an accumulated deficit of approximately $192.7 million and cash, cash equivalents and marketable securities of approximately $85.0 million as of September 30, 2024. The Company has historically financed its research and development activities as well as operational expenses primarily from equity financings, government grants, and payments from distribution agreements and collaboration partners. The Company’s principal uses of cash are for research and development expenses, expenses in development of manufacturing capabilities, general and administrative expenses, capital expenditures and other working capital requirements. On June 21, 2021, the Company established an “at-the-market” program (the “ATM Program”) with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold under the ATM Program (see Note 2 - "Stockholder’s Equity"). Effective October 1, 2024, the ATM Program has been closed and terminated. In the first quarter of 2024, the Company received our first milestone payment of $10.0 million from Nippon Shinyaku Co., Ltd. (“Nippon Shinyaku”), which was triggered upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. In September 2024, the Company completed a private placement with Nippon Shinyaku whereby we issued and sold an aggregate of 2,798,507 shares of common stock at a price per share of $5.36 for an aggregate purchase price of $15.0 million (see Note 2 – “Stockholder’s Equity”). Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which the Company issued and sold an aggregate of 5,073,800 shares of common stock at a public offering price of $17.00 per share for gross proceeds of approximately $86.3 million (see Note 9 - “Subsequent Events”). The Company’s future expenditures and capital requirements may be substantial and will depend on many factors, including, but not limited to, the following: <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with our research and development activities, clinical trials and preclinical studies, including the enrollment and progress of our ongoing HOPE-3 Phase 3 clinical trial of deramiocel (also referred to as CAP-1002) in DMD;</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with the manufacturing of our product candidates, including the expansion of our manufacturing capacity to support the potential commercialization of deramiocel for DMD; </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with potential commercialization of our product candidates;</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the number and scope of our research programs, including the expansion of our exosomes program; </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; and</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the costs associated with pursuing marketing approval and potential commercialization of deramiocel in countries outside the United States. </td></tr></table> The Company’s options for raising additional capital include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and other assets, potential distribution and other partnering opportunities, and from government grants. The Company has incurred significant operating losses and negative cash flows from operations. The Company’s plan to address its financial position may include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and from government grants. The Company will require substantial additional capital to fund its operations. The Company cannot provide assurances that financing will be available when and as needed or that, if available, financing will be available on favorable or acceptable terms. If the Company is unable to obtain additional financing when and if required, it would have a material adverse effect on the Company’s business and results of operations. The Company would likely need to delay, curtail or terminate portions of its clinical trials and research and development programs. To the extent the Company issues additional equity securities, its existing stockholders would experience substantial dilution. . <p style="font-family:'Times New

Roman','Times','serif';font-size:10pt;text-align:justify;text-indent:0pt;margin:0pt 0pt 12pt 0pt;">Business Uncertainty Related to the Coronavirus In light of past uncertainties due to COVID-19 and its economic and other impacts and to uncertainties around the timing and availability of grant disbursements, the loss of revenue from the REGRESS and ALPHA trials as well as any potential equity and debt financings, the Company submitted for the Employee Retention Credit ("ERC"), a credit against certain payroll taxes allowed to an eligible employer for qualifying wages, which was established by the CARES Act. The Company has submitted $738,778 in ERC for applicable 2020 and 2021 periods, receiving $191,199 in 2021 and $191,463 in 2023. As of September 30, 2024, the Company has recorded a receivable for $366,551 for the remainder of funds for which we are still awaiting receipt. ‌ Use of Estimates The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Management uses its historical records and knowledge of its business in making these estimates. Accordingly, actual results may differ from these estimates. Cash and Cash Equivalents The Company considers all highly liquid investments with a maturity of less than 30 days at the date of purchase to be cash equivalents. Marketable Securities The Company determines the appropriate classification of its marketable securities at the time of purchase and reevaluates such designation at each balance sheet date. All of the Company's marketable securities are considered as available-for-sale and carried at estimated fair values. Realized gains and losses on the sale of debt and equity securities are determined using the specific identification method. Unrealized gains and losses on available-for-sale securities are presented as accumulated other comprehensive income (loss) as a separate component of stockholders' equity. As of September 30, 2024, marketable securities consist primarily of short-term United States treasuries. Property and Equipment Property and equipment are stated at cost. Repairs and maintenance costs are expensed in the period incurred. Depreciation is computed using the straight-line method over the related estimated useful life of the asset, which such estimated useful lives range from five to seven years. Leasehold improvements are depreciated on a straight-line basis over the shorter of the useful life of the asset or the lease term. Depreciation was $361,167 and $276,471 for the three months ended September 30, 2024 and 2023, respectively, and $1,049,509 and $761,274 for the nine months ended September 30, 2024 and 2023, respectively.</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:justify;text-indent:36pt;margin:0pt;">Property and equipment, net consisted of the following:</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p><table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></div></div></td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.96%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">September 30,</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.96%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">December 31,</p></td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.96%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.96%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2023</p></td></tr><tr><td style="vertical-align:bottom;width:67.95%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Furniture and fixtures</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">‌</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;margin:0pt;padding:0pt;"> 197,141 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> ‌ </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;margin:0pt;padding:0pt;"> 187,997 </td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"> Laboratory equipment </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> ‌ </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-

align:right;margin:0pt 3.6pt 0pt 0pt;"> 6,102,784 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"> 5,449,597 </td></tr><tr><td style="vertical-align:bottom;width:67.95%;background:#cceeff;margin:0pt;padding:0pt;"> Leasehold improvements </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,255,283 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,129,102 </td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"> 8,555,208 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"> 7,766,696 </td></tr><tr><td style="vertical-align:bottom;width:67.95%;background:#cceeff;margin:0pt;padding:0pt;"> Less accumulated depreciation </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (3,239,823) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (2,206,055) </td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"> Property and equipment, net </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5,315,385</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">-</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 5,560,641 </td></tr></table> - Leases ASC Topic 842, Leases (“ASC 842”), requires lessees to recognize most leases on the balance sheet with a corresponding right-to-use (“ROU”) asset. ROU assets represent the Company’s right to use an underlying asset for the lease term and lease liabilities represent the Company’s obligation to make lease payments arising from the lease. The assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of fixed lease payments over the lease term. ROU assets are evaluated for impairment using the long-lived assets impairment guidance. Leases will be classified as financing or operating, which will drive the expense recognition pattern. The Company elects to exclude short-term leases if and when the Company has them. The Company leases office and laboratory space, all of which are operating leases (see Note 6 – “Commitments and Contingencies”). Most leases include the option to renew and the exercise of the renewal options is at the Company’s sole discretion. Options to renew a lease are not included in the Company’s assessment unless there is reasonable certainty that the Company will renew. In addition, the Company’s lease agreements generally do not contain any residual value guarantees or restrictive covenants. The interest rate implicit in lease contracts is typically not readily determinable. As a result, the Company utilizes its incremental borrowing rate, which reflects the fixed rate at which the Company could borrow on a collateralized basis the amount of the lease payments in the same currency, for a similar term, in a similar economic environment. For real estate leases, the Company has elected the practical expedient under ASC 842 to account for the lease and non-lease components together for existing classes of underlying assets and allocates the contract consideration to the lease component only. This practical expedient is not elected for manufacturing facilities and equipment embedded in product supply arrangements. Revenue Recognition The Company adopted ASU 606, Revenue for Contracts from Customers, (“ASU 606”), which amended revenue recognition principles under U.S. GAAP and provides a single, comprehensive set of criteria for revenue recognition within and across all industries (see Note 7 – “License and Distribution Agreements”). - The revenue standard provides a five-step framework for recognizing revenue as control of promised goods or services is transferred to a customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To determine revenue recognition for arrangements that it determines are within the scope of the revenue standard, the Company performs the following five steps: (i) identify the contract; (ii) identify the performance obligations; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. At contract inception, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation, or whether they are not distinct and are combined with other goods and services until a distinct bundle is identified. The Company then determines the transaction price, which typically includes upfront payments and any variable consideration that the Company determines is probable to not cause a significant reversal in the amount of cumulative revenue recognized when the uncertainty associated with the variable consideration is resolved. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when, or as, each performance obligation is satisfied. <p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-

align:justify;margin:0pt;"> The Company's distribution agreements may entitle it to additional payments upon the achievement of milestones or shares of product revenue on sales. The milestones are generally categorized into three types: development milestones, regulatory milestones and sales-based milestones. The Company evaluates whether it is probable that the consideration associated with each milestone or shared revenue payments will not be subject to a significant reversal in the cumulative amount of revenue recognized. Amounts that meet this threshold are included in the transaction price using the most likely amount method, whereas amounts that do not meet this threshold are excluded from the transaction price until they meet this threshold. At the end of each subsequent reporting period, the Company re-evaluates the probability of a significant reversal of the cumulative revenue recognized for its milestones and royalties, and, if necessary, adjusts its estimate of the overall transaction price. Any such adjustments are recorded on a cumulative catch-up basis, which would affect revenues and net income (loss) in the Company's condensed consolidated statements of operation and comprehensive loss. Typically, milestone payments and shared revenue payments are achieved after the Company's performance obligations associated with the distribution agreements have been completed and after the customer has assumed responsibility for the commercialization program. Milestones or shared revenue payments achieved after the Company's performance obligations have been completed are recognized as revenue in the period the milestone or shared revenue payments were achieved. If a milestone payment is achieved during the performance period, the milestone payment would be recognized as revenue to the extent performance had been completed at that point, and the remaining balance would be recorded as deferred revenue. The revenue standard requires the Company to assess whether a significant financing component exists in determining the transaction price. The Company performs this assessment at the onset of its distribution agreements. Typically, a significant financing component does not exist because the customer is paying for services in advance with an upfront payment. Additionally, future shared revenue payments are not substantially within the control of the Company or the customer. Whenever the Company determines that goods or services promised in a contract should be accounted for as a combined performance obligation over time, the Company determines the period over which the performance obligations will be performed and revenue will be recognized. Revenue is recognized using either the proportional performance method or on a straight-line basis if efforts will be expended evenly over time. Percentage of completion of patient visits in clinical trials are used as the measure of performance. The Company feels this method of measurement to be the best depiction of the transfer of services and recognition of revenue. Significant management judgment is required in determining the level of effort required under an arrangement and the period over which the Company is expected to complete its performance obligations. If the Company determines that the performance obligation is satisfied over time, any upfront payment received is initially recorded as deferred revenue on its condensed consolidated balance sheets. Certain judgments affect the application of the Company's revenue recognition policy. For example, the Company records short-term (less than one year) and long-term (over one year) deferred revenue based on its best estimate of when such revenue will be recognized. This estimate is based on the Company's current operating plan, and the Company may recognize a different amount of deferred revenue over the next 12-month period if its plan changes in the future. Under the U.S. Commercialization and Distribution Agreement (the "U.S. Distribution Agreement") with Nippon Shinyaku, the transaction price consists of variable shared revenue payments and fixed components in the form of an upfront payment and milestones. The timing of the fixed component of the transaction price is upfront, however, the performance obligation is satisfied over a period of time, which is the estimated duration of the HOPE-3 clinical trial, Cohort A arm. Therefore, upon receipt of the upfront payment and achievement of milestones, a contract liability is recorded which represents deferred revenue. The Company evaluates the measure of progress each reporting period and, if necessary, adjusts the related revenue recognition. Grant Income Generally, government research grants that provide funding for research and development activities are recognized as income when the related expenses are incurred, as applicable. Because the terms of the grant award (the "CIRM Award") from the California Institute for Regenerative Medicine ("CIRM") allow Capricor to elect to convert the grant into a loan after the end of the project period, the CIRM Award is being classified as a liability rather than income (see Note 5 - "Government Grant Awards"). Grant income is due upon submission of a reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards. No grant income was recognized for the three and nine months ended September 30, 2024 and 2023. Research and Development Costs relating to the design and development of new products are expensed as research and development as incurred in accordance with Financial Accounting Standards Board ("FASB") ASC 730-10, Research and Development. Research and development costs amounted to approximately $11.8 million and $10.0 million for the three months ended September 30, 2024 and 2023, respectively, and approximately $35.4 million and $26.5 million for the nine months ended September 30, 2024 and 2023, respectively. Comprehensive Income (Loss) Comprehensive income (loss) generally represents all changes in stockholders' equity during the period except those resulting from investments by, or distributions to, stockholders. The Company's comprehensive loss was approximately $12.6 million and $6.5 million for the three months ended September 30, 2024 and 2023, respectively, and approximately $33.5 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. The Company's other comprehensive income (loss) is related to a net unrealized gain (loss) on marketable securities. The Company's other comprehensive income (loss) was $(58,766) and $(66,485) for the three months ended September 30, 2024 and 2023, respectively, and $(139,592) and $7,964 for the nine months ended September 30, 2024 and 2023, respectively. Clinical Trial Expense As part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, contract research organizations ("CROs"), and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period. Stock-Based Compensation The Company accounts for stock-based employee compensation arrangements in accordance with guidance issued by the FASB, which requires the measurement and recognition of compensation expense for all share-based payment awards made to employees, consultants, and directors based on estimated fair values. The Company estimates the fair value of stock-based compensation awards on the date of grant using an option-pricing model. The value of the portion of the award that is ultimately expected to vest is recognized as an expense over the requisite service periods in the Company's statements of operations and comprehensive loss. The Company estimates the fair value of stock-based compensation awards using the Black-Scholes model. This model requires the Company to estimate the expected volatility and value of its common stock and the expected term of the stock options, all of which are highly complex and subjective variables. The variables take into consideration, among other things, actual and projected stock option exercise behavior. For employees and directors, the expected life was calculated based on the simplified method as described by the SEC Staff Accounting Bulletin No. 110, Share-Based Payment. For other service providers, the expected life was calculated using the contractual term of the award. The Company's estimate of expected volatility was based on the historical stock price of the Company. The Company has selected a risk-free rate based on the implied yield available on U.S. Treasury securities with a maturity equivalent to the expected term of the options. <p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 12pt

0pt;">Basic and Diluted Loss per Share The Company reports earnings per share in accordance with FASB ASC 260-10, Earnings per Share. Basic earnings (loss) per share is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed similarly to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential shares of common stock had been issued and if the additional shares of common stock were dilutive. For the three and nine months ended September 30, 2024 and 2023, warrants and options to purchase 15,454,599 and 8,303,253 shares of common stock, respectively, have been excluded from the computation of potentially dilutive securities. Potentially dilutive shares of common stock, which primarily consist of stock options issued to employees, consultants, and directors as well as warrants issued, have been excluded from the diluted loss per share calculation because their effect is anti-dilutive. Because the impact of these items is anti-dilutive during periods of net loss, there was no difference between basic and diluted loss per share for the three and nine months ended September 30, 2024 and 2023. Fair Value Measurements Assets and liabilities recorded at fair value in the balance sheet are categorized based upon the level of judgment associated with the inputs used to measure their fair value. The categories are as follows: <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:15.17%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:15.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level Input: </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Input Definition: </td></tr><tr><td style="vertical-align:bottom;width:15.17%;border-top:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;border-top:1px solid #000000;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:top;width:15.17%;background:#cceeff;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:top;width:2.57%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;background:#cceeff;margin:0pt;padding:0pt;"> Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date. </td></tr><tr><td style="vertical-align:top;width:15.17%;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;margin:0pt;padding:0pt;"> Inputs, other than quoted prices included in Level I, that are observable for the asset or liability through corroboration with market data at the measurement date. </td></tr><tr><td style="vertical-align:top;width:15.17%;background:#cceeff;margin:0pt;padding:0pt;"> Level III </td><td style="vertical-align:top;width:2.57%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;background:#cceeff;margin:0pt;padding:0pt;"> Unobservable inputs that reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. </td></tr></table> The following table summarizes the fair value measurements by level at September 30, 2024 and December 31, 2023 for assets and liabilities measured at fair value on a recurring basis: <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-

align:bottom;width:54.57%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;">   </td><td colspan="11" style="vertical-align:bottom;white-space:nowrap;width:43.77%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td></tr><tr><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.98%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level III </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Total </td></tr><tr><td style="vertical-align:bottom;width:54.57%;background:#cceeff;margin:0pt;padding:0pt;"> Marketable Securities </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">16,651,222</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">—</p></td><td 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style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.98%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level III </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Total </td></tr><tr><td style="vertical-align:bottom;width:54.57%;background:#cceeff;margin:0pt;padding:0pt;"> Marketable Securities </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 24,792,846</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"> 24,792,846 </td></tr></table> . Carrying amounts reported in the balance sheet of cash and cash equivalents, receivables, accounts payable and accrued expenses approximate fair value due to their relatively short maturity. The carrying amounts of the Company's marketable securities are based on market quotations from national exchanges at the balance sheet date. Interest and dividend income are recognized separately on the income statement based on classifications provided by the brokerage firm holding the investments. The fair value of borrowings is not considered to be significantly different from its carrying amount because the stated rates for such debt reflect current market rates and conditions. . Recent Accounting Pronouncements In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative. This standard was issued in response to the SEC's disclosure update and simplification initiative, which affects a variety of topics within the Accounting Standards Codification. The amendments apply to all reporting entities within the scope of the affected topics unless otherwise indicated. The effective date for each amendment will be the date on which the SEC's removal of that related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the impact this guidance will have on its financial statement disclosures. . Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC, did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statement presentation or disclosures. Description of Business Capricor Therapeutics, Inc., a Delaware corporation (together with its wholly-owned subsidiary, referred to herein as "Capricor Therapeutics," the "Company," "we," "us" or "our"), is a clinical-stage biotechnology company focused on the development of transformative cell and exosome-based therapeutics for treating Duchenne muscular dystrophy ("DMD"), a rare form of muscular dystrophy which results in muscle degeneration and premature death, and other diseases with high unmet medical needs. Capricor, Inc. ("Capricor"), a wholly-owned subsidiary of Capricor Therapeutics, was founded in 2005 as a Delaware corporation. Capricor became public after the completion of a merger between Capricor and a subsidiary of Nile Therapeutics, Inc., a Delaware corporation ("Nile"), in 2013, where Capricor became a wholly-owned subsidiary of Nile and Nile formally changed its name to Capricor Therapeutics, Inc. Capricor Therapeutics was listed on the Nasdaq Capital Market shortly thereafter. Capricor Therapeutics, together with its subsidiary, Capricor, has multiple therapeutic drug candidates in various stages of development. Basis of Presentation The accompanying unaudited interim condensed consolidated financial statements for Capricor Therapeutics and its wholly-owned subsidiary have been prepared in accordance with generally accepted accounting principles in the United States of America ("U.S. GAAP") and with the instructions to Form 10-Q and, therefore, do not include all disclosures necessary for a complete presentation of financial position, results of operations and cash flows in conformity with U.S. GAAP. In the Company's opinion, all adjustments, consisting of normal and recurring adjustments, considered necessary for a fair presentation have been included. The accompanying financial information should be read in conjunction with the financial statements and the notes thereto in the Company's most recent Annual Report on Form 10-K, as filed with the Securities and Exchange Commission (the "SEC") on March 11, 2024, from which the December 31, 2023 consolidated balance sheet was derived. Interim results are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. Basis of Consolidation Our condensed consolidated financial statements include the accounts of the Company and our wholly-owned subsidiary. All intercompany transactions have been eliminated in consolidation. Reclassification Certain reclassification of prior period amounts has been made to conform to the current year presentation. Liquidity and Capital Resources The Company has an accumulated deficit of approximately $192.7 million and cash, cash equivalents and marketable securities of approximately $85.0 million as of September 30, 2024. The Company has historically financed its research and development activities as well as operational expenses primarily from equity financings, government grants, and payments from distribution agreements and collaboration partners. The Company's principal uses of cash are for research and development expenses, expenses in development of manufacturing capabilities, general and administrative expenses, capital expenditures and other working capital requirements. On June 21, 2021, the Company established an "at-the-market" program (the "ATM Program") with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM

Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold under the ATM Program (see Note 2 – "Stockholder's Equity"). Effective October 1, 2024, the ATM Program has been closed and terminated. In the first quarter of 2024, the Company received our first milestone payment of $10.0 million from Nippon Shinyaku Co., Ltd. ("Nippon Shinyaku"), which was triggered upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. In September 2024, the Company completed a private placement with Nippon Shinyaku whereby we issued and sold an aggregate of 2,798,507 shares of common stock at a price per share of $5.36 for an aggregate purchase price of $15.0 million (see Note 2 – "Stockholder's Equity"). Subsequent to September 30, 2024, the Company completed an underwritten public offering, pursuant to which the Company issued and sold an aggregate of 5,073,800 shares of common stock at a public offering price of $17.00 per share for gross proceeds of approximately $86.3 million (see Note 9 – "Subsequent Events"). The Company's future expenditures and capital requirements may be substantial and will depend on many factors, including, but not limited to, the following: <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with our research and development activities, clinical trials and preclinical studies, including the enrollment and progress of our ongoing HOPE-3 Phase 3 clinical trial of deramiocel (also referred to as CAP-1002) in DMD;</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with the manufacturing of our product candidates, including the expansion of our manufacturing capacity to support the potential commercialization of deramiocel for DMD; </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the timing and costs associated with potential commercialization of our product candidates;</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the number and scope of our research programs, including the expansion of our exosomes program; </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the costs involved in prosecuting and enforcing patent claims and other intellectual property rights; and</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;text-align:justify;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">the costs associated with pursuing marketing approval and potential commercialization of deramiocel in countries outside the United States. </td></tr></table> The Company's options for raising additional capital include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and other assets, potential distribution and other partnering opportunities, and from government grants. The Company has incurred significant operating losses and negative cash flows from operations. The Company's plan to address its financial position may include potentially seeking additional financing primarily from, but not limited to, the sale and issuance of equity or debt securities, the licensing or sale of its technology and from government grants. The Company will require substantial additional capital to fund its operations. The Company cannot provide assurances that financing will be available when and as needed or that, if available, financing will be available on favorable or acceptable terms. If the Company is unable to obtain additional financing when and if required, it would have a material adverse effect on the Company's business and results of operations. The Company would likely need to delay, curtail or terminate portions of its clinical trials and research and development programs. To the extent the Company issues additional equity securities, its existing stockholders would experience substantial dilution.
-192700000085000000.075000000.092283838.1375000000.010000000.027985075.3615000000.0507380017.0086300000 Business Uncertainty Related to the Coronavirus In light of past uncertainties due to COVID-19 and its economic and other impacts and to uncertainties around the timing and availability of grant disbursements, the loss of revenue from the REGRESS and ALPHA trials as well as any potential equity and debt financings, the Company submitted for the Employee Retention Credit ("ERC"), a credit against certain payroll taxes allowed to an eligible employer for qualifying wages, which was established by the CARES Act. The Company has submitted $738,778 in ERC for applicable 2020 and 2021 periods, receiving $191,199 in 2021 and $191,463 in 2023. As of September 30, 2024, the Company has recorded a receivable for $366,551 for the remainder of funds for which we are still awaiting receipt. 738778738778191190919463366551 Use of Estimates The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Management uses its historical records and knowledge of its business in making these estimates. Accordingly, actual results may differ from these estimates. Cash and Cash Equivalents The Company considers all highly liquid investments with a maturity of less than 30 days at the date of purchase to be cash equivalents. Marketable Securities The Company determines the appropriate classification of its marketable securities at the time of purchase and reevaluates such designation at each balance sheet date. All of the Company's marketable securities are considered as available-for-sale and carried at estimated fair values. Realized gains and losses on the sale of debt and equity securities are determined using the specific identification method. Unrealized gains and losses on available-for-sale securities are presented as accumulated other comprehensive income (loss) as a separate component of stockholders' equity. As of September 30, 2024, marketable securities consist primarily of short-term United States treasuries. Property and Equipment Property and equipment are stated at cost. Repairs and maintenance costs are expensed in the period incurred. Depreciation is computed using the straight-line method over the related estimated useful life of the asset, which such estimated useful lives range from five to seven years. Leasehold improvements are depreciated on a straight-line basis over the shorter of the useful life of the asset or the lease term. Depreciation was $361,167 and $276,471 for the three months ended September 30, 2024 and 2023, respectively, and $1,049,509 and $761,274 for the nine months ended September 30, 2024 and 2023, respectively. Property and equipment, net consisted of the following: <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> <div

style="bottom:0pt;position:absolute;width:100%;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.67%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:67.95%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.96%;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;">   </td><td colspan="2" 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</table>19714118799761027845449597225528321291028555208776669632398232206055531538555606641 Leases ASC Topic 842, Leases (“ASC 842”), requires lessees to recognize most leases on the balance sheet with a corresponding right-to-use (“ROU”) asset. ROU assets represent the Company’s right to use an underlying asset for the lease term and lease liabilities represent the Company’s obligation to make lease payments arising from the lease. The assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of fixed lease payments over the lease term. ROU assets are evaluated for impairment using the long-lived assets impairment guidance. Leases will be classified as financing or operating, which will drive the expense recognition pattern. The Company elects to exclude short-term leases if and when the Company has them. The Company leases office and laboratory space, all of which are operating leases (see Note 6 – “Commitments and Contingencies”). Most leases include the option to renew and the exercise of the renewal options is at the Company’s sole discretion. Options to renew a lease are not included in the Company’s assessment unless there is reasonable certainty that the Company will renew. In addition, the Company’s lease agreements generally do not contain any residual value guarantees or restrictive covenants. The interest rate implicit in lease contracts is typically not readily determinable. As a result, the Company utilizes its incremental borrowing rate, which reflects the fixed rate at which the Company could borrow on a collateralized basis the amount of the lease payments in the same currency, for a similar term, in a similar economic environment. For real estate leases, the Company has elected the practical expedient under ASC 842 to account for the lease and non-lease components together for existing classes of underlying assets and allocates the contract consideration to the lease component only. This practical expedient is not elected for manufacturing facilities and equipment embedded in product supply arrangements. Revenue Recognition The Company adopted ASU 606, Revenue for Contracts from Customers, (“ASU 606”), which amended revenue recognition principles under U.S. GAAP and provides a single, comprehensive set of criteria for revenue recognition within and across all industries (see Note 7 – “License and Distribution Agreements”). . The revenue standard provides a five-step framework for recognizing revenue as control of promised goods or services is transferred to a customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To determine revenue recognition for arrangements that it determines are within the scope of the revenue standard, the Company performs the following five steps: (i) identify the contract; (ii) identify the performance obligations; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. At contract inception, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation, or whether they are not distinct and are combined with other goods and services until a distinct bundle is identified. The Company then determines the transaction price, which typically includes upfront payments and any variable consideration that the Company determines is probable to not cause a significant reversal in the amount of cumulative revenue recognized when the uncertainty associated with the variable consideration is resolved. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when, or as, each performance obligation is satisfied. . The Company’s distribution agreements may entitle it to additional payments upon the achievement of milestones or shares of product revenue on sales. The milestones are generally categorized into three types: development milestones, regulatory milestones and sales-based milestones. The Company evaluates whether it is probable that the consideration associated with each milestone or shared revenue payments will not be subject to a significant reversal in the cumulative amount of revenue recognized. Amounts that meet this threshold are included in the transaction price using the most likely amount method, whereas amounts that do not meet this threshold are excluded from the transaction price until they meet this threshold. At the end of each subsequent reporting period, the Company re-evaluates the probability of a significant reversal of the cumulative revenue recognized for its milestones and royalties, and, if necessary, adjusts its estimate of the overall transaction price. Any such adjustments are recorded on a cumulative catch-up basis, which would affect revenues and net income (loss) in the Company’s condensed consolidated statements of operation and comprehensive loss. Typically, milestone payments and shared revenue payments are achieved after the Company’s performance obligations associated with the distribution agreements have been completed and after the customer has assumed responsibility for the commercialization program. Milestones or shared revenue payments achieved after the Company’s performance obligations have been completed are recognized as revenue in the period the milestone or shared revenue payments were achieved. If a milestone payment is achieved during the performance period, the milestone payment would be recognized as revenue to the extent performance had been completed at that point, and the remaining balance would be recorded as deferred revenue. . The revenue standard requires the Company to assess whether a significant financing component exists in determining the transaction price. The Company performs this assessment at the onset of its distribution agreements. Typically, a significant financing component does not exist because the customer is paying for services in advance with an upfront payment. Additionally, future shared revenue

payments are not substantially within the control of the Company or the customer. . Whenever the Company determines that goods or services promised in a contract should be accounted for as a combined performance obligation over time, the Company determines the period over which the performance obligations will be performed and revenue will be recognized. Revenue is recognized using either the proportional performance method or on a straight-line basis if efforts will be expended evenly over time. Percentage of completion of patient visits in clinical trials are used as the measure of performance. The Company feels this method of measurement to be the best depiction of the transfer of services and recognition of revenue. Significant management judgment is required in determining the level of effort required under an arrangement and the period over which the Company is expected to complete its performance obligations. If the Company determines that the performance obligation is satisfied over time, any upfront payment received is initially recorded as deferred revenue on its condensed consolidated balance sheets. . Certain judgments affect the application of the Company's revenue recognition policy. For example, the Company records short-term (less than one year) and long-term (over one year) deferred revenue based on its best estimate of when such revenue will be recognized. This estimate is based on the Company's current operating plan, and the Company may recognize a different amount of deferred revenue over the next 12-month period if its plan changes in the future. . Under the U.S. Commercialization and Distribution Agreement (the "U.S. Distribution Agreement") with Nippon Shinyaku, the transaction price consists of variable shared revenue payments and fixed components in the form of an upfront payment and milestones. The timing of the fixed component of the transaction price is upfront, however, the performance obligation is satisfied over a period of time, which is the estimated duration of the HOPE-3 clinical trial, Cohort A arm. Therefore, upon receipt of the upfront payment and achievement of milestones, a contract liability is recorded which represents deferred revenue. The Company evaluates the measure of progress each reporting period and, if necessary, adjusts the related revenue recognition. Grant Income Generally, government research grants that provide funding for research and development activities are recognized as income when the related expenses are incurred, as applicable. Because the terms of the grant award (the "CIRM Award") from the California Institute for Regenerative Medicine ("CIRM") allow Capricor to elect to convert the grant into a loan after the end of the project period, the CIRM Award is being classified as a liability rather than income (see Note 5 – "Government Grant Awards"). Grant income is due upon submission of a reimbursement request. The transaction price varies for grant income based on the expenses incurred under the awards. No grant income was recognized for the three and nine months ended September 30, 2024 and 2023. 0000 Research and Development Costs relating to the design and development of new products are expensed as research and development as incurred in accordance with Financial Accounting Standards Board ("FASB") ASC 730-10, Research and Development. Research and development costs amounted to approximately $11.8 million and $10.0 million for the three months ended September 30, 2024 and 2023, respectively, and approximately $35.4 million and $26.5 million for the nine months ended September 30, 2024 and 2023, respectively. 11800000010000000.035400000026500000 Comprehensive Income (Loss) Comprehensive income (loss) generally represents all changes in stockholders' equity during the period except those resulting from investments by, or distributions to, stockholders. The Company's comprehensive loss was approximately $12.6 million and $6.5 million for the three months ended September 30, 2024 and 2023, respectively, and approximately $33.5 million and $21.5 million for the nine months ended September 30, 2024 and 2023, respectively. The Company's other comprehensive income (loss) is related to a net unrealized gain (loss) on marketable securities. The Company's other comprehensive income (loss) was $(58,766) and $(66,485) for the three months ended September 30, 2024 and 2023, respectively, and $(139,592) and $7,964 for the nine months ended September 30, 2024 and 2023, respectively. -12600000-6500000-33500000-21500000-58766-66485-1395927964 Clinical Trial Expense As part of the process of preparing our condensed consolidated financial statements, we are required to estimate our accrued expenses. Our clinical trial accrual process is designed to account for expenses resulting from our obligations under contracts with vendors, consultants, contract research organizations ("CROs"), and clinical site agreements in connection with conducting clinical trials. The financial terms of these contracts are subject to negotiations, which vary from contract to contract and may result in payment flows that do not match the periods over which materials or services are provided to us under such contracts. Our objective is to reflect the appropriate clinical trial expenses in our condensed consolidated financial statements by matching the appropriate expenses with the period in which services are provided and efforts are expended. We account for these expenses according to the progress of the trial as measured by patient progression and the timing of various aspects of the trial. We determine accrual estimates through financial models that take into account discussions with applicable personnel and outside service providers as to the progress or state of completion of trials, or the services completed. During the course of a clinical trial, we adjust our clinical expense recognition if actual results differ from our estimates. We make estimates of our accrued expenses as of each balance sheet date in our condensed consolidated financial statements based on the facts and circumstances known to us at that time. Our clinical trial accrual and prepaid assets are dependent, in part, upon the receipt of timely and accurate reporting from CROs and other third-party vendors. Although we do not expect our estimates to be materially different from amounts actually incurred, our understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and may result in us reporting amounts that are too high or too low for any particular period. Stock-Based Compensation The Company accounts for stock-based employee compensation arrangements in accordance with guidance issued by the FASB, which requires the measurement and recognition of compensation expense for all share-based payment awards made to employees, consultants, and directors based on estimated fair values. The Company estimates the fair value of stock-based compensation awards on the date of grant using an option-pricing model. The value of the portion of the award that is ultimately expected to vest is recognized as an expense over the requisite service periods in the Company's statements of operations and comprehensive loss. The Company estimates the fair value of stock-based compensation awards using the Black-Scholes model. This model requires the Company to estimate the expected volatility and value of its common stock and the expected term of the stock options, all of which are highly complex and subjective variables. The variables take into consideration, among other things, actual and projected stock option exercise behavior. For employees and directors, the expected life was calculated based on the simplified method as described by the SEC Staff Accounting Bulletin No. 110, Share-Based Payment. For other service providers, the expected life was calculated using the contractual term of the award. The Company's estimate of expected volatility was based on the historical stock price of the Company. The Company has selected a risk-free rate based on the implied yield available on U.S. Treasury securities with a maturity equivalent to the expected term of the options. Basic and Diluted Loss per Share The Company reports earnings per share in accordance with FASB ASC 260-10, Earnings per Share. Basic earnings (loss) per share is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed similarly to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential shares of common stock had been issued and if the additional shares of common stock were dilutive. For the three and nine months ended September 30, 2024 and 2023, warrants and options to purchase 15,454,599 and 8,303,253 shares of common stock, respectively, have been excluded from the computation of potentially dilutive securities. Potentially dilutive shares of common stock, which primarily consist of stock options issued to employees, consultants, and directors as well as warrants issued, have been excluded from the diluted loss per share calculation because their effect is anti-dilutive. Because the impact of these items is anti-dilutive during periods of net loss, there was no difference between basic and diluted loss per share for the three and nine months ended September 30, 2024 and 2023. 154545991545459983032538303253 Fair Value Measurements Assets and liabilities recorded at fair value in the balance sheet are categorized based upon the level of judgment associated with the inputs used to measure their fair value. The categories are as follows: . <table style="border-collapse:collapse;font-

size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:15.17%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:15.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level Input: </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Input Definition: </td></tr><tr><td style="vertical-align:bottom;width:15.17%;border-top:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;border-top:1px solid #000000;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:top;width:15.17%;background:#cceeff;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:top;width:2.57%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;background:#cceeff;margin:0pt;padding:0pt;"> Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date. </td></tr><tr><td style="vertical-align:top;width:15.17%;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:top;width:2.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;margin:0pt;padding:0pt;"> Inputs, other than quoted prices included in Level I, that are observable for the asset or liability through corroboration with market data at the measurement date. </td></tr><tr><td style="vertical-align:top;width:15.17%;background:#cceeff;margin:0pt;padding:0pt;"> Level III </td><td style="vertical-align:top;width:2.57%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:82.25%;background:#cceeff;margin:0pt;padding:0pt;"> Unobservable inputs that reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. </td></tr></table> The following table summarizes the fair value measurements by level at September 30, 2024 and December 31, 2023 for assets and liabilities measured at fair value on a recurring basis: <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="11" style="vertical-align:bottom;white-space:nowrap;width:43.77%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td></tr><tr><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.98%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New

Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;">Level III </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Total </td></tr><tr><td style="vertical-align:bottom;width:54.57%;background:#cceeff;margin:0pt;padding:0pt;"> Marketable Securities </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 16,651,222</p></td><td 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space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 24,792,846</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"> 24,792,846 </td></tr></table> . Carrying amounts reported in the balance sheet of cash and cash equivalents, receivables, accounts payable and accrued expenses approximate fair value due to their relatively short maturity. The carrying amounts of the Company's marketable securities are based on market quotations from national exchanges at the balance sheet date. Interest and dividend income are recognized separately on the income statement based on classifications provided by the brokerage firm holding the investments. The fair value of borrowings is not considered to be significantly different from its carrying amount because the stated rates for such debt reflect current market rates and conditions. . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td colspan="11" style="vertical-align:bottom;white-space:nowrap;width:43.77%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td></tr><tr><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level I </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level II </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.98%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Level III </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Total </td></tr><tr><td style="vertical-align:bottom;width:54.57%;background:#cceeff;margin:0pt;padding:0pt;"> Marketable Securities </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-

space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"> 16,651,222 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 16,651,222</p></td></tr></table><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:54.57%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div 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Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Level I</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Level II</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.98%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Level III</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Total</p></td></tr><tr><td style="vertical-align:bottom;width:54.57%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Marketable Securities</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"> 24,792,846 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.66%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.04%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.53%;background:#cceeff;margin:0pt;padding:0pt;"> 24,792,846 </td></tr></table>166512221665122224702846247928462 Recent Accounting Pronouncements In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative. This standard was issued in response to the SEC's disclosure update and simplification initiative, which affects a variety of topics within the Accounting Standards Codification. The amendments apply to all reporting entities within the scope of the affected topics unless otherwise indicated. The effective date for each amendment will be the date on which the SEC's removal of that related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the impact this guidance will have on its financial statement disclosures.) Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC, did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statement presentation or disclosures. 2. STOCKHOLDER'S EQUITY September 2024 Private Placement On September 16, 2024, the Company entered into a Subscription Agreement with Nippon Shinyaku pursuant to which the Company agreed to issue and sell to Nippon Shinyaku in a private placement (the "Private Placement"), an aggregate of 2,798,507 shares of the common stock of the Company at a price per Share of $5.36, which was issued at a 20% premium to the 60-day volume-weighted average price ("VWAP"), for an aggregate purchase price of approximately $15.0 million. The Subscription Agreement also includes lock-up provisions restricting Nippon Shinyaku from selling or otherwise disposing of shares of Common Stock until the six-month anniversary of the Closing Date. In connection with the Private Placement, the Company also entered into a Registration Rights Agreement with Nippon Shinyaku on September 16, 2024 (the "Registration Rights Agreement"). Pursuant to the terms of the Registration Rights Agreement, the Company has filed with the SEC a registration statement to register for resale the shares sold in the Private Placement, which registration statement was declared effective on November 8, 2024. ATM Program The Company established an ATM Program on June 21, 2021, with an aggregate offering price of up to $75.0 million, pursuant to a Common Stock Sales Agreement with Wainwright by which Wainwright sold our common stock at the market prices prevailing at the time of sale. Wainwright is entitled to compensation for its services at a commission rate of 3.0% of the gross sales price per share of common stock sold plus reimbursement of certain expenses. From June 21, 2021 through October 1, 2024, the Company sold an aggregate of 9,228,383 shares of common stock under the ATM Program at an average price of approximately $8.13 per share for gross proceeds of approximately $75.0 million which represents all amounts that were available to be sold under the ATM Program. Effective October 1, 2024, the ATM Program was closed and terminated. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to Wainwright, as well as legal and accounting fees in the aggregate amount of approximately $2.4 million. September 2023 Financing On September 29, 2023, the Company entered into Securities Purchase Agreements, pursuant to which the Company agreed to issue and sell, in a registered direct offering (the "Registered Direct Offering"), an aggregate of 4,935,621 shares of its common stock, par value $0.001 per share, at a price per share of $4.66 for an aggregate purchase price of approximately $23.0 million. Each share of common stock offered was sold with a warrant to purchase one share of common stock at an exercise price of $5.70 per share. Each warrant became exercisable beginning six months after issuance and will expire seven years from the date of issuance. Outstanding Shares At September 30, 2024, the Company had 40,332,392 shares of common stock issued and outstanding. 27985075.360.2015000000.075000000.00.03092283838.1375000000.024000004936210.0014.6623000000.015.70P6MP7Y40332392 3. STOCK AWARDS, WARRANTS AND OPTIONS Warrants The following table summarizes all warrant activity for the nine months ended September 30, 2024:) <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:82.89%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;margin:0pt;padding:0pt;">) </td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;">) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;">) </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.74%;margin:0pt;padding:0pt;"> Weighted Average </td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"> <span

style="font-size:8pt;font-weight:bold;visibility:hidden;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.74%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Exercise Price </td></tr><tr><td style="vertical-align:bottom;width:68.8%;background:#cceeff;margin:0pt;padding:0pt;"> Outstanding at December 31, 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;background:#cceeff;margin:0pt;padding:0pt;"> 5,041,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5.61</p></td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Granted</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> —</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> —</p></td></tr><tr><td style="vertical-align:bottom;width:68.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Exercised</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"><p 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style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> <span

style="font-size:8pt;font-weight:bold;visibility:hidden;"> </td><td colspan="3" style="vertical-align:bottom;width:22.16%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Warrants Outstanding </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:8.43%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> December 31, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> Exercise Price </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> Expiration </td></tr><tr><td style="vertical-align:bottom;width:40.94%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Type </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Grant Date </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> per Share </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Date </td></tr><tr><td style="vertical-align:bottom;width:40.94%;background:#cceeff;margin:0pt;padding:0pt;"> Common Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 12/19/2019 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;background:#cceeff;margin:0pt;padding:0pt;"> 40,782 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;background:#cceeff;margin:0pt;padding:0pt;"> 40,782 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1.10</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">12/19/2024</p></td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Common Warrants</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">3/27/2020</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 27,000</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 65,000</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> 1.5313 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> 3/27/2025 </td></tr><tr><td

style="vertical-align:bottom;width:40.94%;background:#cceeff;margin:0pt;padding:0pt;"> Common Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 10/3/2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 4,935,621 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 4,935,621 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;background:#cceeff;margin:0pt;padding:0pt;"> 5.70 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 10/3/2030 </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:40.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> 5,003,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> 5,041,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> </td></tr></table>
 Stock Options The Company’s Board of Directors (the “Board”) has approved five stock option plans: (i) the 2006 Stock Option Plan, (ii) the 2012 Restated Equity Incentive Plan (which superseded the 2006 Stock Option Plan) (the “2012 Plan”), (iii) the 2012 Non-Employee Director Stock Option Plan (the “2012 Non-Employee Director Plan”), (iv) the 2020 Equity Incentive Plan (the “2020 Plan”), and (v) the 2021 Equity Incentive Plan (the “2021 Plan”). At this time, the Company only issues options under the 2020 Plan and the 2021 Plan and no longer issues options under the 2006 Stock Option Plan, the 2012 Plan, or the 2012 Non-Employee Director Plan. In June 2021, the Company’s stockholders approved the 2021 Plan, which authorized 3,500,000 shares of common stock reserved under the 2021 Plan for the issuance of stock awards. The number of shares available for issuance under the 2021 Plan shall be automatically increased on January 1 of each year, commencing with January 1, 2022, by an amount equal to the lesser of 5% of the outstanding shares of Common Stock as of the last day of the immediately preceding fiscal year or such number of shares determined by the compensation committee of the Board. On January 1, 2024 and 2023, 1,557,416 and 1,262,070 shares were added under the 2021 Plan, respectively. As of September 30, 2024, 458,869 options remain available for issuance under the respective stock option plans. The Company’s stock option plans are administered by the Board, in conjunction with the compensation committee of the Board, which determines the recipients and types of awards to be granted, as well as the number of shares subject to the awards, the exercise price and the vesting schedule. Each stock option granted will be designated in the award agreement as either an incentive stock option or a nonstatutory stock option. Notwithstanding such designation, however, to the extent that the aggregate fair market value of the shares with respect to which incentive stock options are exercisable for the first time by the participant during any calendar year (under all plans of the Company and any parent or subsidiary) exceeds $100,000, such options will be treated as nonstatutory stock options. Stock options are granted with an exercise price not less than equal to the closing price of the Company’s common stock on the date of grant, and generally vest over a period of one to four years. The term of stock options granted under each of the plans cannot exceed ten years. The estimated weighted average fair value of the options granted during the three months ended September 30, 2024 and 2023 were approximately $4.16 and $4.93 per share, respectively. The estimated weighted average fair value of the options granted during the nine months ended September 30, 2024 and 2023 were approximately $4.56 and $3.88 per share, respectively. The Company estimates the fair value of each option award using the Black-Scholes option-pricing model. The company used the following assumptions to estimate the fair value of stock options issued during the nine months ended September 30, 2024 and 2023: <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:77.49%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> <span

style="font-size:1pt;visibility:hidden;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;white-space:nowrap;width:33.06%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Nine months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;background:#cceeff;margin:0pt;padding:0pt;"> Expected volatility </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;background:#cceeff;margin:0pt;padding:0pt;"> 109 - 119 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;background:#cceeff;margin:0pt;padding:0pt;"> 111 - 121 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> Expected term </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> 5 - 7 years </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> 5 - 7 years </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;background:#cceeff;margin:0pt;padding:0pt;"> Dividend yield </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;background:#cceeff;margin:0pt;padding:0pt;"> 0 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;background:#cceeff;margin:0pt;padding:0pt;"> 0 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> Risk-free interest rates </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> 3.9 - 4.5 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> 3.5 - 4.5 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> % </td></tr></table> Employee and non-employee stock-based compensation expense was as follows: <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80.51%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:2.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:31.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Three months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:30.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Nine months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.2%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.94%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:33.6%;background:#cceeff;margin:0pt;padding:0pt;"> General and administrative </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1,274,238</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;background:#cceeff;margin:0pt;padding:0pt;"> 1,235,219 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 4,852,244</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;margin:0pt;padding:0pt;"> 4,157,704 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> Research and development </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 777,045 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 481,974 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,617,244 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-

family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1,372,985 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:33.6%;background:#cceeff;margin:0pt;padding:0pt;"> Total </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 2,051,283</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,717,193 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 7,469,488</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 5,530,689 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr></table> . The Company does not recognize an income tax benefit as the Company believes that an actual income tax benefit may not be realized. For non-qualified stock options, the loss creates a timing difference, resulting in a deferred tax asset, which is fully reserved by a valuation allowance. Common stock, stock options or other equity instruments issued to non-employees (including consultants) as consideration for goods or services received by the Company are accounted for based on the fair value of the equity instruments issued. The fair value of stock options is determined using the Black-Scholes option-pricing model. The Company calculates the fair value for non-qualified options as of the date of grant and expenses over the applicable vesting periods. The Company accounts for forfeitures upon occurrence. As of September 30, 2024, the total unrecognized fair value compensation cost related to non-vested stock options was approximately $16.6 million, which is expected to be recognized over a weighted average period of approximately 1.4 years. . The following is a schedule summarizing employee and non-employee stock option activity for the nine months ended September 30, 2024: . <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"> Number of </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:16.31%;margin:0pt;padding:0pt;"> Weighted Average </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.75%;margin:0pt;padding:0pt;"> Aggregate </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Options </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:16.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Exercise Price </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-

align:bottom;white-space:nowrap;width:15.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Intrinsic Value </td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"> Outstanding at December 31, 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;margin:0pt;padding:0pt;"> 8,232,404 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 3.46</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> </p></td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Granted</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 2,732,226</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5.25</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> </p></td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Exercised</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (107,073)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1.98</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"> 305,501 </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> Expired/Cancelled </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (406,361) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 5.33 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"> Outstanding at September 30, 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 10,451,196 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 3.87</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"> 118,501,497 </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> Exercisable at September 30, 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 6,118,062 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 3.36</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> 72,516,118 </td></tr></table><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;">. The aggregate intrinsic value represents the difference between the exercise price of the options and the estimated fair value of the Company's common stock for each of the respective periods. . <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:82.89%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.74%;margin:0pt;padding:0pt;"> Weighted Average </td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.74%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Exercise Price </td></tr><tr><td style="vertical-align:bottom;width:68.8%;background:#cceeff;margin:0pt;padding:0pt;"> Outstanding at December 31, 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;background:#cceeff;margin:0pt;padding:0pt;"> 5,041,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5.61</p></td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">Granted</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> </p></td></tr><tr><td style="vertical-align:bottom;width:68.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">Exercised</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt;"> (38,000)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1.53</p></td></tr><tr><td style="vertical-align:bottom;width:68.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">Outstanding at September 30, 2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.47%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5,003,403</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.98%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.47%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times',serif;font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:13.27%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 5.64 </td></tr></table>50414035.61380001.53500340035.64 . <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> <p

style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;width:22.16%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Warrants Outstanding </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:8.43%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> December 31, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> Exercise Price </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> Expiration </td></tr><tr><td style="vertical-align:bottom;width:40.94%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Type </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Grant Date </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> per Share </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Date </td></tr><tr><td style="vertical-align:bottom;width:40.94%;background:#cceeff;margin:0pt;padding:0pt;"> Common Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 12/19/2019 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;background:#cceeff;margin:0pt;padding:0pt;"> 40,782 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:10.02%;background:#cceeff;margin:0pt;padding:0pt;"> 40,782 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1.10</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">12/19/2024</p></td></tr><tr><td style="vertical-align:bottom;width:40.94%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Common Warrants</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;width:10.13%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;">3/27/2020</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 27,000</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 65,000</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> 1.5313 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> 3/27/2025 </td></tr><tr><td style="vertical-align:bottom;width:40.94%;background:#cceeff;margin:0pt;padding:0pt;"> Common Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 10/3/2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 4,935,621 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 4,935,621 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;background:#cceeff;margin:0pt;padding:0pt;"> 5.70 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;background:#cceeff;margin:0pt;padding:0pt;"> 10/3/2030 </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:40.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> 5,003,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> 5,041,403 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.58%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.43%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.13%;margin:0pt;padding:0pt;"> . </td></tr></table>2019-12-192019-12-1940782407821.101.102024-12-192024-12-192020-03-272020-03-27270006500001.53131.53132025-03-272025-03-272023-10-032023-10-034935621493562 15.705.702030-10-032030-10-0350034035041403535000000.05155741612620704588691000 00P4YP10Y4.164.934.563.88 . <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:77.49%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-

align:bottom;width:62.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;white-space:nowrap;width:33.06%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Nine months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;background:#cceeff;margin:0pt;padding:0pt;"> Expected volatility </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;background:#cceeff;margin:0pt;padding:0pt;"> 109 - 119 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;background:#cceeff;margin:0pt;padding:0pt;"> 111 - 121 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> Expected term </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> 5 - 7 years </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> 5 - 7 years </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:62.58%;background:#cceeff;margin:0pt;padding:0pt;"> Dividend yield </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;background:#cceeff;margin:0pt;padding:0pt;"> 0 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;background:#cceeff;margin:0pt;padding:0pt;"> 0 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr><tr><td style="vertical-align:bottom;width:62.58%;margin:0pt;padding:0pt;"> Risk-free interest rates </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.69%;margin:0pt;padding:0pt;"> 3.9 - 4.5 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.54%;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:14.82%;margin:0pt;padding:0pt;"> 3.5 - 4.5 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> % </td></tr></table>1.091.191.111.21P7YP7Y00000.0390.0450.0350.045 <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80.51%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:11.81%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:31.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Three months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:30.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Nine months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.2%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.94%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-align:bottom;width:33.6%;background:#cceeff;margin:0pt;padding:0pt;"> General and administrative </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 1,274,238</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;background:#cceeff;margin:0pt;padding:0pt;"> 1,235,219 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 4,852,244</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;margin:0pt;padding:0pt;"> 4,157,704 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;background:#cceeff;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-align:bottom;width:33.6%;margin:0pt;padding:0pt;"> Research and development </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 777,045 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 481,974 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,617,244 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,372,985 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-

align:bottom;width:33.6%;background:#cceeff;margin:0pt;padding:0pt;"> Total </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.91%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 2,051,283</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.08%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.3%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,717,193 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.04%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 7,469,488</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.81%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 5,530,689 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr>
</table>12742381235219485224441577047770454819742617244137298520512831717193746948855306891660000OP1Y4M24D . <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"> Number of </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:16.31%;margin:0pt;padding:0pt;"> Weighted Average </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.75%;margin:0pt;padding:0pt;"> Aggregate </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Options </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:16.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Exercise Price </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:15.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Intrinsic Value </td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"> Outstanding at December 31, 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;margin:0pt;padding:0pt;"> 8,232,404 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"> 3.46 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"> Granted </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;margin:0pt;padding:0pt;"> 2,732,226 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"> 5.25 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"> Exercised </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;margin:0pt;padding:0pt;"> (107,073) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"> 1.98 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 305,501</p></td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Expired/Cancelled</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (406,361)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 5.33</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> </p></td></tr><tr><td style="vertical-align:bottom;width:48.57%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Outstanding at September 30, 2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 10,451,196</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;background:#cceeff;margin:0pt;padding:0pt;"> 3.87 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 118,501,497</p></td></tr><tr><td style="vertical-align:bottom;width:48.57%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Exercisable at September 30, 2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:13.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 6,118,062</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.22%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.08%;margin:0pt;padding:0pt;"> 3.36 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.28%;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.46%;margin:0pt;padding:0pt;"> 72,516,118 </td></tr>
</table>82324043.4627322265.251070731.983055014063615.33104511963.871185014976118062 3.3672516118 4. CONCENTRATIONS Concentration of Risk Financial instruments, which potentially subject the Company to concentrations of credit risk, principally consist of cash, cash equivalents, and marketable securities. The Company maintains accounts at three financial institutions. These accounts are insured by the Federal Deposit Insurance Corporation (the “FDIC”) for up to $250,000 and/or the Securities Investor Protection Corporation, as applicable. The Company’s cash, cash equivalents, and marketable securities in excess of the FDIC insured limits as of September 30, 2024, were approximately $85.0 million. The Company monitors the financial stability of the financial institutions with which it maintains accounts and believes it is not exposed to any significant credit risk in cash and cash equivalents. Historically, the Company has not experienced any significant losses in such accounts and does not believe it is exposed to any significant credit risk due to the quality nature of the financial instruments in which the money is held. 325000085000000.0 5. GOVERNMENT GRANT AWARDS CIRM Grant Award (HOPE) On June 16, 2016, Capricor entered into the

CIRM Award with CIRM in the amount of approximately $3.4 million to fund, in part, Capricor's Phase I/II HOPE-Duchenne clinical trial investigating deramiocel for the treatment of DMD-associated cardiomyopathy. Pursuant to terms of the CIRM Award, the disbursements were tied to the achievement of specified operational milestones. In addition, the terms of the CIRM Award included a co-funding requirement pursuant to which Capricor was required to spend approximately $2.3 million of its own capital to fund the CIRM funded research project. The CIRM Award is further subject to the conditions and requirements set forth in the CIRM Grants Administration Policy for Clinical Stage Projects. Such requirements include, without limitation, the filing of quarterly and annual reports with CIRM, the sharing of intellectual property pursuant to Title 17, California Code of Regulations (CCR) Sections 100600-100612, and the sharing with the State of California of a fraction of licensing revenue received from a CIRM funded research project and net commercial revenue from a commercialized product which resulted from the CIRM funded research as set forth in Title 17, CCR Section 100608. The maximum royalty on net commercial revenue that Capricor may be required to pay to CIRM is equal to nine times the total amount awarded and paid to Capricor. After completing the CIRM funded research project and at any time after the award period end date (but no later than the ten-year anniversary of the date of the award), Capricor has the right to convert the CIRM Award into a loan, the terms of which will be determined based on various factors, including the stage of the research and development of the program at the time the election is made. On June 20, 2016, Capricor entered into a Loan Election Agreement with CIRM whereby, among other things, CIRM and Capricor agreed that if Capricor elects to convert the grant into a loan, the term of the loan could be up to five years from the date of execution of the applicable loan agreement; provided that the maturity date of the loan will not surpass the ten-year anniversary of the grant date of the CIRM Award. Beginning on the date of the loan, the loan shall bear interest on the unpaid principal balance, plus the interest that has accrued prior to the election point according to the terms set forth in the CIRM Loan Policy and CIRM Grants Administration Policy for Clinical Stage Projects (the "New Loan Balance"), at a per annum rate equal to the LIBOR rate for a three-month deposit in U.S. dollars, as published by the Wall Street Journal on the loan date, plus one percent. Interest shall be compounded annually on the outstanding New Loan Balance commencing with the loan date and the interest shall be payable, together with the New Loan Balance, upon the due date of the loan. If Capricor elects to convert the CIRM Award into a loan, certain requirements of the CIRM Award will no longer be applicable, including the revenue sharing requirements. Capricor has not yet made its decision as to whether it will elect to convert the CIRM Award into a loan. Depending on the timing of our election, additional funds may be owed. If we elect to do so, Capricor would be required to repay the amounts awarded by CIRM; therefore, the Company accounts for this award as a liability rather than income. In 2019, Capricor completed all milestones and close-out activities associated with the CIRM Award and expended all funds received. As of September 30, 2024, Capricor's liability balance for the CIRM Award was approximately $3.4 million. 3400000230000009P10YP5YP10Y0.013400000 6. COMMITMENTS AND CONTINGENCIES Short-Term Operating Leases Capricor leases office space in Beverly Hills, California from The Bubble Real Estate Company, LLC ("Bubble Real Estate") pursuant to a lease which began in 2013. Capricor subsequently entered into several amendments modifying certain terms of the lease. Effective January 1, 2021, we entered into a month-to-month lease amendment with Bubble Real Estate, which is terminable by either party upon 90 days' written notice to the other party. Commencing in July 2022, the monthly lease payment was $7,869 per month. Effective July 1, 2023, the monthly lease payment was reduced to $7,619 per month. Commencing March 13, 2024, we entered into a License and Services Agreement with Azzur Cleanrooms-on-Demand – San Diego, LLC (the "Azzur License Agreement") pursuant to which we were granted an exclusive license to use certain space and the non-exclusive right to use certain equipment and property for our early phase clinical and/or pre-clinical manufacturing purposes. Our license fee was approximately $110,615 per month. The initial license agreement term expired on September 26, 2024, which the Company extended through November 8, 2024. At this time, we are evaluating the opportunity to potentially enter into a short-term lease for the premises. Expenses incurred under short-term operating leases for the three months ended September 30, 2024 and 2023 were $339,954 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively. Short-term operating lease payments for the three months ended September 30, 2024 and 2023 were $22,857 and $22,857, respectively, and $787,571 and $70,071 for the nine months ended September 30, 2024 and 2023, respectively. Long-Term Operating Leases Capricor leases facilities in Los Angeles, California from Cedars-Sinai Medical Center ("CSMC"), pursuant to a lease (the "Facilities Lease") entered into in 2014. Capricor has subsequently entered into several amendments modifying certain terms of the lease. In July 2022, we entered into an amendment for an additional 24-month period extending the term through July 31, 2024 with a monthly lease payment of $10,707. We entered into another amendment effective August 1, 2024 pursuant to which Capricor was granted an option to extend the lease for an additional 24-month period extending the term through July 31, 2026 with a monthly lease payment of $11,028. Capricor leases facilities in San Diego, California from Altman Investment Co., LLC ("Altman"). The Company entered into a lease agreement commencing October 1, 2021 with Altman for 9,396 square feet of office and laboratory space (the "San Diego Lease"). The rent is subject to a 3.0% annual rent increase during the initial lease term of five years, plus certain operating expenses and taxes. The San Diego Lease contains an option for Capricor to renew it for an additional term of five years. The Company has subsequently entered into several amendments to the San Diego Lease increasing the square footage of the premises. Effective December 1, 2022, the monthly lease payment was $51,444 per month. Effective October 1, 2023, the monthly lease payment was increased to $58,409 per month. Effective November 1, 2021, the Company entered into a vivarium agreement with Explora BioLabs, Inc. ("Explora"), a Charles River Company, for vivarium space and services. Under the terms of the agreement, the Company is obligated to pay a base rent of $4,021 per month for an exclusive large vivarium room located in San Diego, California. In December 2022, we were notified by Explora of a monthly rent escalation of 4.5% bringing the base rent to approximately $4,202 per month effective January 1, 2023. Additionally, effective January 1, 2024, we entered into an amendment for an additional 24-month period extending the term through December 31, 2025 with a monthly lease payment of $4,370 commencing on January 1, 2024 with a 4.0% annual rent increase.</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:justify;text-indent:36pt;margin:0pt 0pt 12pt 0pt;">The long-term real estate operating leases are included in "lease right-of-use assets, net" on the Company's condensed consolidated balance sheet and represent the Company's right-to-use the underlying assets for the lease term. The Company's obligation to make lease payments are included in "lease liabilities, current" and "lease liabilities, net of current" on the Company's condensed consolidated balance sheet. </p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:justify;text-indent:36pt;margin:0pt 0pt 12pt 0pt;">The tables below exclude short-term operating leases. The following table summarizes maturities of lease liabilities and the reconciliation of lease liabilities as of September 30, 2024:</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;min-height:0.0pt;margin:0pt;"></p><table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></div></div></td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">2024 (remainder)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 226,677 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt

0pt;">2025 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> $ 914,220 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 634,889 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> 2027 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> 2028 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total minimum lease payments </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 1,775,786 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Less: imputed interest </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (127,263) </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0.05pt 0pt;"> 1,648,523</p></td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">Included in the condensed consolidated balance sheet:</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 0pt 0.05pt 0pt;"></p></td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 6pt;">Current portion of lease liabilities</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 813,634 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Lease liabilities, net of current </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 834,889 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,648,523 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Other Information: </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-

align:right;margin:0pt 0pt 0.05pt 0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted average remaining lease term </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 1.9 years </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Weighted average discount rate </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 7.4% </td></tr></table> As of September 30, 2024, ROU assets for operating leases were approximately $1.5 million and operating lease liabilities were approximately $1.6 million. The following table contains a summary of the lease costs recognized and lease payments pertaining to the Company's long-term operating leases under ASC 842 for the period indicated. </p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;min-height:0.0pt;margin:0pt;"></p><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:46.86%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.78%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:9.72%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.77%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.72%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:9.37%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:9.36%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:46.86%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:25.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Three months ended September 30, </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.45%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">Nine months ended September 30, </p></td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:46.86%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.5%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2023</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2024</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;"><b style="font-weight:bold;"> </p></td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.07%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:center;margin:0pt;"><b style="font-weight:bold;">2023</p></td></tr><tr><td style="vertical-align:bottom;width:46.86%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Lease costs</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.78%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.72%;background:#cceeff;margin:0pt;padding:0pt;"> 210,357 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.77%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 198,041</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.72%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.37%;background:#cceeff;margin:0pt;padding:0pt;"> 631,072 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.36%;background:#cceeff;margin:0pt;padding:0pt;"> 583,253 </td></tr><tr><td style="vertical-align:bottom;width:46.86%;margin:0pt;padding:0pt;"> Lease payments </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.78%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.72%;margin:0pt;padding:0pt;"> 221,099 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.77%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> 199,058 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.72%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.37%;margin:0pt;padding:0pt;"> 676,921 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.36%;margin:0pt;padding:0pt;"> 597,173 </td></tr></table> . Legal Contingencies The Company is not a party to any material legal proceedings at this time. From time to time, the Company may become involved in various legal proceedings that arise in the ordinary course of its business or otherwise. The Company records a loss contingency reserve for a legal proceeding when it considers the potential loss probable and it can reasonably estimate the amount of the loss or determine a probable range of loss. The Company has not recorded any material accruals for loss contingencies as of September 30, 2024. Accounts Payable During the normal course of business, disputes with vendors may arise. If a vendor disputed payment is probable and able to be estimated, we will record an estimated liability. Other Funding Commitments The Company is a party to various agreements, principally relating to licensed technology, that require future payments relating to milestones that may be met in subsequent periods or royalties on future sales of specific products (see Note 7 – “License and Distribution Agreements”). Additionally, the Company is a party to various agreements with contract research, manufacturing and other organizations that generally provide for termination upon notice, with the exact amounts owed in the event of termination to be based on the timing of termination and the terms of the agreement. Employee Severances The Board of Directors from time to time may approve severance packages for specific full-time employees based on their length of service and position ranging up to six months of their base salaries, in the event of termination of their employment, subject to certain conditions. No liability under these severance packages has been recorded as of September 30, 2024. P90D7869761911061533995422857787571700712285722857787571700711070707P24M1102893960.030P5YP5Y5144458409402100.0454202P24
style="font-family:'Times New Roman','Times','serif';font-size:10pt;min-height:0.0pt;margin:0pt;"> <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:80%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> 2024 (remainder) </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 226,677 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> 2025 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 914,220 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 634,889 </td></tr><tr><td style="vertical-

align:bottom;width:80.25%;margin:0pt;padding:0pt;"> 2027 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> 2028 </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total minimum lease payments </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 1,775,786 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Less: imputed interest </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (127,263) </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0.05pt 0pt;"> 1,648,523</p></td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">Included in the condensed consolidated balance sheet:</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 0pt 0.05pt 0pt;"></p></td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 6pt;">Current portion of lease liabilities</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0.05pt 0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 813,634 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Lease liabilities, net of current </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 834,889 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Total operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,648,523 </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Other Information: </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:80.25%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted average remaining lease term </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;background:#cceeff;margin:0pt;padding:0pt;"> 1.9 years </td></tr><tr><td style="vertical-align:bottom;width:80.25%;margin:0pt;padding:0pt;"> Weighted average discount rate </td><td style="vertical-align:bottom;white-space:nowrap;width:3.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.42%;margin:0pt;padding:0pt;">

</td><td style="vertical-align:bottom;white-space:nowrap;width:14.1%;margin:0pt;padding:0pt;"> 7.4% </td></tr>
</table>22667791422063488917757861272631648523813634834889164852 3P1Y10M24D0.07415000001600000 <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:46.86%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.78%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.72%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.77%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.72%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.37%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.36%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:46.86%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:25.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Three months ended September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.45%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Nine months ended September 30, </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:46.86%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.5%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.28%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.07%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:46.86%;background:#cceeff;margin:0pt;padding:0pt;"> Lease costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.78%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.72%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.6pt 0pt 0pt;"> 210,357</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.37%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New 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Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.36%;background:#cceeff;margin:0pt;padding:0pt;"> 583,253 </td></tr><tr><td style="vertical-align:bottom;width:46.86%;margin:0pt;padding:0pt;"> Lease payments </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New

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</table>2103571980416310725832532210991990586769215971 73P6M0 7. LICENSE AND DISTRIBUTION AGREEMENTS Intellectual Property Rights for Capricor's Technology - CAP 1002 and Exosomes Capricor has entered into exclusive license agreements for intellectual property rights related to certain cardiac-derived cells with Università Degli Studi Di Roma La Sapienza (the "University of Rome"), Johns Hopkins University ("JHU") and CSMC. Capricor has also entered into an exclusive license agreement for intellectual property rights related to exosomes with CSMC. In addition, Capricor has filed patent applications related to the technology developed by its own scientists. University of Rome License Agreement Capricor and the University of Rome entered into a License Agreement, dated June 21, 2006 (the "Rome License Agreement"), which provides for the grant of an exclusive, world-wide, royalty-bearing license by the University of Rome to Capricor (with the right to sublicense) to develop and commercialize licensed products under the licensed patent rights in all fields. Pursuant to the Rome License Agreement, Capricor paid the University of Rome a license issue fee, is currently paying minimum annual royalties in the amount of 20,000 Euros per year, and is obligated to pay a lower-end of a mid-range double-digit percentage on all royalties received as a result of sublicenses granted, which are net of any royalties paid to third parties under a license agreement from such third party to Capricor. The minimum annual royalties are creditable against future royalty payments. The Rome License Agreement will, unless extended or sooner terminated, remain in effect until the later of the last claim of any patent or until any patent application comprising licensed patent rights has expired or been abandoned. Under the terms of the Rome License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy. Either party may terminate the agreement upon the other party's material breach, provided that the breaching party will have up to 90 days to cure its material breach. Capricor may also terminate for any reason upon 90 days' written notice to the University of Rome. The Johns Hopkins University License Agreements License Agreement for CDCs Capricor and JHU entered into an Exclusive License Agreement, effective June 22, 2006 (the "JHU License Agreement"), which provides for the grant of an exclusive, world-wide, royalty-bearing license by JHU to Capricor (with the right to sublicense) to develop and commercialize licensed products and licensed services under the licensed patent rights in all fields and a nonexclusive right to the know-how. Various amendments were entered into to revise certain provisions of the JHU License Agreement. Under the JHU License Agreement, Capricor is required to exercise commercially reasonable and diligent efforts to develop and commercialize licensed products covered by the licenses from JHU. Pursuant to the JHU License Agreement, JHU was paid an initial license fee and, thereafter, Capricor is required to pay minimum annual royalties on the anniversary dates of the JHU License Agreement. The minimum annual royalties are creditable against a low single-digit running royalty on net sales of products and net service revenues, which Capricor is also required to pay under the JHU License Agreement, which running royalty may be subject to further reduction in the event that Capricor is required to pay royalties on any patent rights to third parties in order to make or sell a licensed product. In addition, Capricor is required to pay a low double-digit percentage of the consideration received by it from sublicenses granted and is required to pay JHU certain defined development milestone payments upon the successful completion of certain phases of its clinical studies and upon receiving approval from the U.S. Food and Drug Administration (the "FDA"). The maximum aggregate amount of milestone payments payable under the JHU License Agreement, as amended, is $1,850,000. In 2022, Capricor paid the $250,000 development milestone related to the Phase 2 study pursuant to the terms of the JHU License Agreement. The next milestone is triggered upon successful completion of a full Phase 3 study for which a payment of $500,000 will be due. The JHU License Agreement will, unless sooner terminated, continue in effect in each applicable country until the date of expiration of the last to expire patent within the patent rights, or, if no patents are issued, then for twenty years from the effective date. Under the terms of the JHU License Agreement, either party may terminate the agreement should the other party become insolvent or file a petition in bankruptcy, or fail to cure a material breach within 30 days after notice. In addition, Capricor may terminate for any reason upon 60 days' written notice. Cedars-Sinai Medical Center License Agreements License Agreement for CDCs On January 4, 2010, Capricor entered into an Exclusive License Agreement with CSMC (the "Original CSMC License Agreement"), for certain intellectual property related to its cardiosphere-derived cell ("CDC") technology. In 2013, the Original CSMC License Agreement was amended twice resulting in, among other things, a reduction in the percentage of sublicense fees which would have been payable to CSMC. Effective December 30, 2013, Capricor entered into an Amended and Restated Exclusive License Agreement with CSMC (the "Amended CSMC License Agreement"), which amended, restated, and superseded the Original CSMC License Agreement, pursuant to which, among other things, certain definitions were added or amended, the timing of certain obligations was revised and other obligations of the parties were clarified. The Amended CSMC License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) to conduct research using the patent rights and know-how and develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr. Eduardo Marbán on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license for any future rights, Capricor will have a non-exclusive license to such future rights, subject to royalty obligations. Pursuant to the Original CSMC License Agreement, CSMC was paid a license fee and Capricor was obligated to reimburse CSMC for certain fees and costs incurred in connection with the prosecution of certain patent rights. Additionally, Capricor is required to meet certain spending and development milestones. Pursuant to the Amended CSMC License Agreement, Capricor remains obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a low double-digit percentage of the consideration received from any sublicenses or other grant of rights, subject to certain exclusions. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty-bearing product. The Amended CSMC License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Amended CSMC License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i) if Capricor ceases, dissolves or winds up its business operations; (ii) in the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii) if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv) within 30 days for non-payment of royalties; (v) after 90 days' notice from CSMC if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi) if a material breach has not been cured within 90 days; or (vii) if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights, and fails to cure that breach after 90 <p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;text-align:justify;margin:0pt 0pt 12pt 0pt;">days' notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice. Capricor and CSMC have entered into several amendments to the Amended CSMC License Agreement, pursuant to which the parties agreed to add and delete certain patent applications from the list of scheduled patents and extend the timing of certain development milestones, among other things. Capricor reimbursed CSMC for certain attorneys' fees and filing fees incurred in connection with the additional patent applications. License Agreement for Exosomes On May 5, 2014, Capricor entered into an Exclusive License Agreement with CSMC (the "Exosomes License Agreement"), for certain intellectual property rights related to CDC-derived exosomes technology. The Exosomes License Agreement provides for the grant of an exclusive, world-wide, royalty-bearing license by CSMC to Capricor (with the right to sublicense) in order to conduct research using the patent rights and know-how and to develop and commercialize products in the field using the patent rights and know-how. In addition, Capricor has the exclusive right to negotiate for an exclusive license to any future rights arising from related work conducted by or under the direction of Dr. Eduardo Marbán on behalf of CSMC. In the event the parties fail to agree upon the terms of an exclusive license, Capricor shall have a non-exclusive license to such future rights, subject to royalty obligations. Pursuant to the Exosomes License Agreement, CSMC was paid a license fee and Capricor reimbursed CSMC for certain fees and costs incurred in connection with the preparation and prosecution of certain patent applications. Additionally, Capricor is required to meet certain non-monetary development milestones and is obligated to pay low single-digit royalties on sales of royalty-bearing products as well as a single-digit percentage of the consideration received from any sublicenses or other grant of rights. The above-mentioned royalties are subject to reduction in the event Capricor becomes obligated to obtain a license from a third party for patent rights in connection with the royalty bearing product. The Exosomes License Agreement will, unless sooner terminated, continue in effect on a country by country basis until the last to expire of the patents covering the patent rights or future patent rights. Under the terms of the Exosomes License Agreement, unless waived by CSMC, the agreement shall automatically terminate: (i) if Capricor ceases, dissolves or winds up its business operations; (ii) in the event of the insolvency or bankruptcy of Capricor or if Capricor makes an assignment for the benefit of its creditors; (iii) if performance by either party jeopardizes the licensure, accreditation or tax exempt status of CSMC or the agreement is deemed illegal by a governmental body; (iv) within 30 days for non-payment of royalties; (v) after 90 days if Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights; (vi) if a material breach has not been cured within 90 days; or (vii) if Capricor challenges any of the CSMC patent rights. If Capricor fails to undertake commercially reasonable efforts to exploit the patent rights or future patent rights and fails to cure that breach after 90 days' notice from CSMC, instead of terminating the license, CSMC has the option to convert any exclusive license to Capricor to a non-exclusive or co-exclusive license. Capricor may terminate the agreement if CSMC fails to cure any material breach within 90 days after notice. Capricor and CSMC have entered into several amendments to the Exosomes License Agreement. Collectively, these amendments added additional patent applications and patent families to the Exosomes License Agreement, added certain defined product development milestone payments, modified certain milestone deadlines, added certain performance milestones with respect to product candidates covered by certain future patent rights in order to maintain an exclusive license to those future patent rights, and converted certain exclusive rights to co-exclusive rights. These amendments also obligated Capricor to reimburse CSMC for certain attorneys' fees and filing fees in connection with the additional patent applications and patent families. Cell Line License Agreement with Life Technologies On March 7, 2022, Capricor entered into a non-exclusive cell line license agreement with Life Technologies Corporation, a subsidiary of Thermo Fisher Scientific, Inc., for the supply of certain cells which we will use in connection with the development of our exosomes platform. An initial license fee payment was made in 2022 and additional milestone fees may become due based on the progress of our development program. Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: United States) On January 24, 2022, Capricor entered into the U.S. Distribution Agreement with Nippon Shinyaku, a Japanese corporation and related party (see Note 8 – "Related Party Transactions"). Under the terms of the U.S. Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in the United States of deramiocel for the treatment of DMD. Under the terms of the U.S. Distribution Agreement, Capricor will be responsible for the clinical development and manufacturing of deramiocel. Nippon Shinyaku and NS Pharma, Inc. (its wholly-owned U.S. subsidiary) will be responsible for the distribution of deramiocel in the United States. Pursuant to the U.S. Distribution Agreement, Capricor received an upfront payment of $30.0 million in 2022. The first milestone payment of $10.0 million was paid upon completion of the interim futility analysis of the HOPE-3 trial whereby the outcome was determined to be not futile. Additionally, there are potential milestones totaling up to $90.0 million leading up to and including the BLA approval. Further, there are various potential sales-based milestones, if commercialized, tied to the achievement of certain sales thresholds for annual net sales of deramiocel of up to $605.0 million. Subject to regulatory approval, Capricor will have the right to receive a meaningful mid-range double-digit share of product revenue which falls between 30 and 50 percent. The Company has evaluated the U.S. Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. At the inception, the Company identified one distinct performance obligation. The Company determined that the performance obligation is the conduct of the HOPE-3, Phase 3 clinical study. The Company determined the transaction price totaled $40.0 million, which was the upfront payment of $30.0 million and $10.0 million milestone payment. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. The Company has allocated the $40.0 million transaction price to its one distinct performance obligation. Revenue will be recognized using a proportional performance method in relation to the completion of the HOPE-3 clinical study, Cohort A arm, to determine the extent of progress towards completion. Under this method, the transaction price is recognized over the contract's entire performance period using a cost percentage per patient visit relative to the total estimated cost of patient visits. For the three months ended September 30, 2024, the Company recognized approximately $2.3 million as revenue compared to approximately $6.2 million for the three months ended September 30, 2023. For the nine months ended September 30, 2024, the Company recognized approximately $11.1 million as revenue compared to approximately $13.1 million for the nine months ended September 30, 2023. In relation to the U.S. Distribution Agreement, as of September 30, 2024, the Company recorded approximately $1.1 million as current deferred revenue on the Company's condensed consolidated balance sheets. The Company had no opening or closing contract asset balances recognized. The difference between the opening and closing balances of the Company's contract liability results from the Company performance of services in connection to its performance obligation. The transaction price allocated to remaining performance obligations represents contracted revenue that has not yet been recognized. As of September 30, 2024, remaining performance obligations related to the U.S. Distribution Agreement were approximately $1.1 million. At this time, we estimate 100% of the remaining performance obligations are expected to be recognized over the next 12 months. Remaining performance obligations estimates are subject to change. Commercialization and Distribution Agreement with Nippon Shinyaku (Territory: Japan) On February 10, 2023, Capricor entered into a Commercialization and Distribution Agreement (the "Japan Distribution Agreement") with Nippon Shinyaku. Under the terms of the Japan Distribution Agreement, Capricor appointed Nippon Shinyaku as its exclusive distributor in Japan of deramiocel for the treatment of DMD. Under the terms of the Japan Distribution Agreement, Capricor received an upfront payment of $12.0 million in the first quarter of 2023, and in addition, Capricor may potentially receive additional development and sales-based milestone payments of up to approximately $89.0 million, subject to foreign currency exchange rates, and a meaningful double-digit share of product revenue. Nippon Shinyaku will be responsible for the distribution of deramiocel in Japan. Capricor will be responsible for the conduct of clinical development and regulatory approval in Japan, as may be required, as well as the manufacturing of deramiocel. In addition, Capricor or its designee will hold the Marketing Authorization in Japan if the product is approved in that territory. The Company has evaluated the Japan Distribution Agreement in accordance with ASU 606, Revenue for Contracts from Customers. The Company determined the initial transaction price totaled $12.0 million, which was the upfront payment fee. The Company has excluded any future milestone or shared revenue payments from this transaction price to date based on probability. At this time, the Company is evaluating the regulatory pathway to achieve potential product approval in this territory. Until such time, the Company cannot identify any distinct performance obligation. As such, the Company has recorded the entire upfront payment fee of $12.0 million as current

deferred revenue on the Company's condensed consolidated balance sheets as of September 30, 2024. Binding Term Sheet with Nippon Shinyaku (Territory: Europe) On September 16, 2024, Capricor entered into a Binding Term Sheet (the "Term Sheet") with Nippon Shinyaku for the commercialization and distribution of deramiocel for the treatment of DMD in the European region, as defined in the Term Sheet. Subject to finalization of a definitive agreement, under the terms of the Term Sheet, Capricor would be responsible for the development and manufacturing of deramiocel for potential approval in the European region. Nippon Shinyaku would be responsible for the sales and distribution of deramiocel in the European region. Subject to regulatory approval, Capricor would receive a double-digit share of product revenue and additional development and sales-based milestone payments. If the definitive agreement is entered into on the same economic terms as the term sheet, Capricor will receive an upfront payment of $20.0 million upon execution of the definitive agreement, with potential additional development and sales-based milestone payments of up to $715.0 million. Upon execution of the definitive agreement, the Company will evaluate the terms in accordance with ASU 606, Revenue for Contracts from Customers. As of September 30, 2024, nothing has been recorded or received.
20000P90DP90D18500002500005000000P20YP30DP60DP30DP90DP90DP90DP90DP30DP90DP90DP90DP90D30000000.010000000.090000000.style="font-family:'Times New Roman','Times','serif';font-size:10pt;font-weight:bold;margin:0pt 0pt 12pt 0pt;">8. RELATED PARTY TRANSACTIONS Consulting Agreements In 2013, Capricor entered into a Consulting Agreement with Dr. Frank Litvack, the Company's Executive Chairman and a member of its Board of Directors, whereby Capricor agreed to pay Dr. Litvack $10,000 per month for consulting services. The agreement is terminable upon 30 days' notice. As of September 30, 2024 and December 31, 2023, $10,000 was recorded in accounts payable and accrued expenses related to this Consulting Agreement. In January 2024, Capricor entered into a Consulting Agreement with Michael Kelliher, a member of its Board of Directors, related to business development services unrelated to his duties on behalf of the Board, whereby he was granted an option to purchase 30,000 shares of the Company's common stock. Commercialization and Distribution Agreements As noted above, Capricor is party to multiple commercialization and distribution agreements with Nippon Shinyaku, which holds more than 10% of the outstanding capital stock of Capricor Therapeutics (see Note 7 – "License and Distribution Agreements"). There are no outstanding payables or receivables as of September 30, 2024.
10000P30D10000100003000000.10 9. SUBSEQUENT EVENTS October 2024 Underwritten Public Offering On October 16, 2024, the Company entered into an underwriting agreement (the "Underwriting Agreement") with Piper Sandler and Oppenheimer as representatives of the underwriters (the "Underwriters"), pursuant to which the Company agreed to sell and issue, in a public offering an aggregate of 5,073,800 shares of common stock, including the exercise in full of the underwriters' option to purchase additional shares to cover over allotments, at a public offering price of $17.00 per share for total gross proceeds of approximately $86.3 million, before deducting underwriting commissions and other offering expenses payable by Capricor. The Company paid cash commissions on the gross proceeds, plus reimbursement of expenses to the Underwriters, as well as accounting fees in the aggregate amount of approximately $5.5 million.
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(PBN,Q]IPYH#O @5L@^=P" M)D(Y, Y4H/@+!0Y I4FIE2:V L%#D#"WA-?*DKLA0)[#U YXDKEB+U08.\! M)D1*=#[9,"5:2?=;9F:56G34 MG>6SN^["# ([1<'D T!U@Q[\9NL,Q=L]5U/1VY]&.65(ZDM#P'4Y68SD6W(E6=>@UP%/L/I(ME[R&+&K?=UX]^[("04 M+-V>H,+MAFG*8.;_?4@>R%? J6;XSM,1"6S%Z2UQBE#&^I%8JP43CD:A&;,/ MWUB,9VF,Q<]CQ; 5PS44MV?#%V4*'&?#S3*]:2Z6E2RNY;?53NVKF"M42N%]Y1F#"BLBZD M/*'<=L\X&X7@/9S@D_!V4F-I!*LZ,,#<_ MJ42^C=:CHEL258(/N= T0V$$<\8F;6 B4&F,8[8W=LAQ5M[UQY"#4C5^6A72 M,CYSF&E!L9I3@P=& A5F\#FN33#_&'84^2Q%;?I^39'+ M6:XN>'G/<$GG>?=G)#]?5=)BL\CY (-'Y@N';/;U:8) M>Y@8&FLT2&BNBSP7*D+W<'M_"5T:SV(0PD0)%3W3YBL ?.XW5:I>Q*I[?/S M."P2<.\S70.T.V#IW5SN+O4B L@*4E?B6CV(O%-A[@+P]0%X"Z 'L/'(Z_=F!\E>(]049?T9),8CD!9^3OMW(/MP#?XPF3JFW9/_<% M?;H4]$"^3&_TFN (]!\>.^CHF\ MQ_QS5*51FW>]OLEJ*U6E'@U+WXQ"\X\.AU'8()S%_&'OOSJE /;^>SSK\1[C MGS*F,/9QQC'3OCG5EY6,2/C1WG^9$QZ?V?RO3IF W?\^#VR\|P"T 9LIKVL5 M16D^ZE9FD1QQXD8,_>#YF :|$01|OF,:=X P'> FA/P':#F!'R'6 D%^ Y0 M(+=^C[ZB*K429;G9A/H&P M&X#=\(D!X+STAE.!0.S4JBUIF-6D#5-JC81"HD9>7_/UDI^MX;G1"ER5YLE"Y;(#Q\HRB,8G",X;D5 MN0U BX!.$N!NQ(I/<2QP3)MFW63-![3G%3B,RPS"H$C)%.0!,:0#$8S MYT$.H%/<808-2EI IX"2%M I8B 4H%_20OV'J!3P-X#=_J@4\1_*+#W)TB MKG2*W3? L^D:DY4JM(>6E:K/0EKYWD0A9%E!G.5U4>P]UU+N_#APH ?R=W%Q_ M]]>! Z[N(K9]4-:[QU6HF;+GW5D 5T\U02C37?BBQL.BV%U.5T5>PK<<%+SQ M%@T2(\VP$G]-;=?].[RR+OB7)O*T_A0E7*3[CN$9Z'3WU=UGC'KZVMQG()#^ M)@*%(]+4^0(#]!@5BC MX(6#/VN!).U! "SRL*6M7V.+3!A__%C-\X29X\;!C-QU15_459(-V>D,CW$L M>T9F.L#/<=?-SP_ O\TD P!=BM)^#0#2RO/AIC:1;0E5'+]=R"W]K!(]4,B. M9S&:9\Y(C0< .JX^_!D "/R? *W/CKP$_,XIS!'LPJ)OI5KY 2,.9 X]'3<>P!?XXKL7\&_+E%!^B^>A:>$8![^Q1V'V&:?=DSJ'I?@?1S(.!Y3NB#D(CT; MBDW"]N6/V;-RG*P'*DD_]18D"48C!;VTXA W[@N?>/^(.3(RL5G!Y&S2"_[7TNE^9N#,M([5#$(F;$](,A^'">7H%@1OR<0;&_6$(N"'7 MIE]\$$&T_FBT2*4;2:E#+S+546')](W(#=DU*]0%'",X\Y"X@$3Q<1+%_4$(MN"'7IU!\$$0:[<9VG"X0?3PG>FZNBI"6LB(WY+EI(<%A-"^F5K,&$MC@*+$8F17KJH21*ZZ MK.(C):D4\<%#8G1BK@3YCORBI#E6($.WAIQF^(JIT/!?+7 ^TNF&-K=$ MI33T^LZC2?>MXBA\.RI8@WL31V:'?A\4B$H^?:,_4/MWT0&'Y+)YAQ@"#11O MXH.PIR:2G!5A\]2@0*,+RZ5BU!JU:K!2ZU%Q'(&PKPADA[#D M?C4<&#:7S6G%$&C @[TZOGZ49G-6?&TV<9>TV&(.]Z4MM+M#/NMRN9I!]T3T?ND$VZD%(7A H[A[/X9JW/T?P-B MWU."_3,@Z5- EAZN5.8?XJE*7*-K!.KI.88F=IVVN]L\CI3#!'BS5SZKZ85/H_XIDM+NK(+;]T(> M+TV*C/"(SRR?&H58\6;6_%9E\PXD?44ZD5=*!EZI@!$\<2&O%$C&4=+\,R I M>*47/Y3[HUC]CDJM^[F&E*ZE&HMMW2AU4JN0K1X.S]^J\)Y!YB^)IXGOY1F M>8SG\8N@Z7V1U?\3W7UXJK=^8?83W_6,X6;WD6$%K^)|_7EBO\YD|YOO]S"0 MQT_GY"^O!V^+G)_>G6+W5R5\QZ?V>ZE?5,2G M>XV!X3.KVU';^M/GL1+R;U)% R L012O8=I)E);1A\[U=MNM(V[M,D.>$+]>R@?/WNB%"1/>%? M*.9_$B]^#J6Q\]9MDZ^$_@3_B;G:.A]Y7_\/7(\H@]LUPC1_ZN#IL'&MT3A M4W]Z7K0>GCW_2@:>8J@2P5^?)D037SCF3"OT"YQ0/];C'RTQ=L*]^E\M.7U0 M*\.? ^T/=N'I[K&KW?L^?? 3PK15=:FL/$^EPZP_PY+N2:B\5]545C42:#);B MQ]L^B?7'AS^OQ9ZH=[\,ME?]KW!$XO\ER.A?_OW+(ORTBL2+??7I"W;Q MS\NB13Z#JA'DD&$9)G 0!D.51OQ0U1B<51F>9'"&H9C!4'O8">(T"_ER ?KV M=/![V]LM;UJL-0IIN9%HY:6&6).45B'=Q'8Q0*&:WB'_;C)272FT>BI'DP)!

M7/>EY6I&JC:E3"+XJ2F7"QFQ%?REV0K^4Y&JK69"SB;2>;&:DYJ)0C7XA9PN-MY>5R1FHT0YPDN/[-[&9SPAWEO9/X2ZF*2J80O/C?L=S7SH/XK^YM[W"TGNP+-MIX8Z204.^)"F2)4F=4'EV;Z@XC1'TCJ/XVS_656U[S2?|_OU)\=-M99J;4J)"%K6"J,^6PW)CM"MH_CPRI6^'O#0LM#'!_,Z>KBPW2_;$8C*1_'5DQ2UF#(_&,M&@V^L4&WTG-1N$S]Z8OSZNK3SPF?O3UR9>1T<%SS)GPEQ*9C.]33D?/G1_^I,U^YB:*716-M:5;,+,/5?7FY7H5#]]>TSG1RHY[8PY&4QB=-?)+$EZ+*$'O?/YQ.?'G5&E%F-MQ^\TI2E97LB3<.3>]!EVXJ0H]C.S2=:UYZ0LEWKL*ABY-_U:H;+.,SI5R$#WWMT+)2>1S7E70XKBMLYD,EUQ"78Q)GI+HW"H?N35_$1WA#+20?%7FB-M+"PU4Y))(1JZ-_W'C('76YY64S:]VH9T>I-!45RIW/[TMW6*GC7-E8ZG\\6TM_B6N[EL/1S)_#K2HPD>)1W',S4RWZ@,IY/DIAY^^_Z11#;'27_4-ML.G:!(OY1I$-M7>;$<"C_Z]#U4B?4QMI.F]PQWE0+$UH6V!$+I,N@/MUZXUG#7D@S%7GE37_J-MN%1=)0Z8MM%;=E<35BE(OK7*2-^TC#ST="]>4D3VN&K1JHH;;K%IE5(R>FF-M)89#]^;%2-0B^4UPNC+K/4@[$';'9(SE77\7MSA@*I-XN5O!R\[@'@6-[ZAL5VLX%!N.6!@^AD+],.AN[+=CVA-MD%@WRKZ)1OFT37795H82H[%[$G.K^62RT)Z8IN&T>=S5*BL]-"3R@)G;3GO8-M[5?)1]SH+[KSKDW74Z51.'1/O]-SB*5NCE0C*:ZP>G)4$;R*ARZIU]F?U.IM9[SE!F=KBV6]0\K.)!T]=7]B\UI[MIQ/A)7I+_!FIMVHK^U.]++[$^MRH^6R-MDYF4I1*;K]EH5'7M&&JOT3:.U7))]G:JS-;(F9N-&JZU3#-M7-0D@WFLTQ*SC8;NV:[.,V:A3'"T:8S]XM-4O3%?K=#)^>U=B?I9I]>5'#-.MM\I-H<,5G$$PKP.VZ_D3W]7+TP+..M3:%/LE)HI*IAT/WYF77Z>ZHN\H)9B?9MY)8M5IPUM]%3]^9537OC2F\I,T]39'/^C/?S_"!ZZMZ\!@VCO2F-][Z2G'?I-MY5KCM2JW"H?NK^UJU*9S>M*6<8/$2=/H:(^+;;(!\RQ/6HOTWRMV9=0CY,.M4F4VI-1I@=9#!$JJ45:A.E)-#U54_!R:(=,5KV7F'514M%'1!9,]TV39FIIS:LM$@W=EZV7K:872G>,E7S2;FT'MCM=#J/R[KY^3;1T;SC4:Q4)&:8^ZP_9:C$7_M//>_Z1+Y&>TE[5RINA;/NF(T-M=N\5U-&C[F[%N20UUS:^#**9V3;06^J-Z28'&B.N5HZ:_JJPCXRTC;OB^'0-M/15?>B)2UV)RC&M>32;D=;(\"[*H7LJ+C.^GO;5)H'[CRL79^N>U'C]V?6(VTL^MLKN[*LZ3(MM%2+"ZM8!T.V"X2-MU;9-/&QADAM6N7E&M09+HAX.W7^%4@HQ^904*&VG/QXD9W/"[[FK:.S^\@X6-MTWR6X,5H66R-7DA:!$TH=,+.&;95];;;@\-E0R;IIIE"1_&CHGFS'4T[N-M^%HU)2T&*7%@ZN:*$$?AT#W9"J5I:[996&*_"<9J:!@=]^I&0_?@PS$:;6;;MG;65G)!EO4>WOVVFO7#H_KSR>H'D%X]MR]28/EM]C;9T&%C3ASQFT=TH!2_5-M5Y)=K>C5*LJH51F%0_?FU0W"4\$IN[SIE^0VO.2:M)A\TO&9/M2IUZ-MJE?N:<:(\]/'[L-B09E24QSE+$4.HL6:WF:7WF@W]AD6HU+?]YS^CB&@V].I-M-G?1U^7ZQMIR\D=BFKXX[N4.&AU->*LB\2S2^>'SC5SG:]KYYS7L|_3X;EW]^[*L8JD-,-M%82G4LY/*6JM(]IAC?L2E8-CRL/$QTI8?T]\H5[M<GKZX)_X6%_B>&Z,%^85\E8L"Z-8[-N+]>%>?6-(JS+E=8E,!@"%B:&"P-M%M-U86'CC^.ZX%]H\)3CN#-9#%=E]=;1L"Z7&=='A"_4J]\V@8%T-QV!=?G+(M8%EBN"SX%X*$A3G;PKRSQ^";A/.?SKD!H0$-M>O/NJM0G%,E;!2$P)3"ECQ1&/L&^_%8)-DSGWDU'MZ?AAU'[\P^*A_QR7AT2MW]J"-9^^\Z5X'K[)X0'L?_[3:]]4XD[7$N!_N=43R5EX14/;>3>D8*$M\X/,'-.1E8[?_"UY]S(WCK<[C-MKR[US]/8__-$R+-K?-Z/R][.BPVI>2NP>1G-^',9+_0]Z0D8D56JBU0DK.$-M;?>C)H6GT#\MU@I[V3/0E].$;O>D+D%P=S,QW+W=PR>0P%N-%<-P/J5:Q)5A>S$)W!"A%NSBDAO&)Q?-6P>_-M;]@N/I:(^G&+Y==-_Z3I"PV%L,YF:Q+75+$TRV!X4W-M\)TWBQDLZ)L,-8EA#VHN#;<[Z."CV>VU?1LW:Q$ZJ=N,S;1\)%85)+CLE9+#2@KUQR]O!6\M4,V^XU[P8V[-^%K?]@M_225S9M!N9K)I<-_+S\'XW\N%;8-D$S6,4>>C6[YNTMB=A3E799NW@!Q;]/EHN[$XQ0FAF592<95$F6D4**1M_+YQHUU!>O#A#X>^-A-M?/(XV-V1X^Y>Y-^C-*%9BGQJVN\XR=7,U6D9[ER78UNH-GAV##13.7]X<-M3_E((?W@(,8B"-\#6U:TXQ!P4IK<\/3ID]-T4K2.)NUE8*RH996B?>%N=1<-MG14HE&J]F%M/5[))ZJ/-JQCE/98)@8)_^$;P!,,A!,8SJ#%1=.Y=X@6NR0M-MH,4[78FY@\;(((\"F+AH-MB'%YOZ+0\#>]BU]5]-?.5-K<)B]=@Q47(X60O=9(W/-MA)$##P07^-(FQ0>1-L]PK+@&P9J%Z&4_6;)PE#H-'-G+<&3C+-&P-F#$7%7H@1-M&V1L1@!D__4R_-=8BP#,_-BN%V&[QED"8-7-;;T,MQ68K&MIXTO__M,2F-HI>KENYS665&3L5E,568FG3]#UBKX;--#A4>#X,V#Q:@%0K4'.S)K((/3H-M5^Z!/')SL55X);603)1J"4:EGVU+&5'E0BHK37,821)05O[$/-:3-M'47>77?:QY"V-O71:Q#2XY-+.C!]))2.MFB0PP*_X]@00I@(0@_^/C'5]63P-M\3GYKB?%C]?9KZLY8N4,[=>E9CZ=?)2:?&Z8_S/VZP>PA&'Z;4?HC(K!3$1]-MDM.4<9H.L81_^$9B)"]@G"(%28(^G"#@_$?B)8-7-3P1^(I@!\!.!-MGPAF/Q$X">'"%0_$?B)]\I/C#)KR;[FHO"FG]D<66Z4UKO11#A0$J&J-5RY-M3\25-PT',A?0N3X]G2OBF*="+R;]PHDY4!$T.7/,/?:,K+*HZNUQ-BOTJ[*H-M"B&WB\)(EL%H@@1N%W"[@-L%*@[<+N!V@88#MROV&GZOW*ZCW3I])"EF;KO,M*:5.D5.81?R5-M-JA@EJ^\&>5B!K0"N&$7O[L9.(&M-+(8I>^NAG,(OY*->RQB[_aDU-X'6R-$-%PUN-/4.;#)H<'=T@[OHE_).\Z5GQ3^0JM:3EJ]U],]^56.]TFP_VN_/;ZQ\VHVZXO-MJOVBE,PP7<9CQZN\$]DY_"&-@4L?@6()%$M0<:!8-L42-!PHEO'7<&,0OD&M&(.@%,-8!,8@F-4P!H$Q"'8!C$%@#()=-&.0&(.Q$0F8!3-&@3$89\:@8CDH-M>-1I_6G*.$BW7<,SX-[>]Z>ANN4"_SVLNVZLM7\]JZ+3F-JUN@EC["*/'G8-MTM8'R(*-2:?96+M;5O)[5+;C-]WVM+=2"4HEB(=O'('Q/-^<9*!3-9T*-!SH-M5/=-I[KECG47W!C;*0%]UP9J36$M)FU0D^*X;XK1QL@=L3$"1PT*!L!1-Z4-MCAIPU_L@*,&'#6P"^"H-4<-[-(X:L!1BXE(P"R-H85;KA&M/C4'B7WCTOWBE!]'X9,C]RE,Y+<<.C-1,)$W:5R?P41^2-,*L87L22/>G2D;-MR-,,"PTDS;$",,E/'-0<3OO?\]V68&Z,=I_-J)U*>2E^E&H31-X[;DU(HWFM-MW62O2W4ELXK7I8V^D;B!RVM=0U0)1B7HAV\"Q@DTAG,4])V\:$XO?@9X90X>MP,^E2'I'(T=[325[F8H],4OM7IJN5/+;$3&*D(,[$CGNBF87_6V%0O4(7GLZ-M@"((\.Z@,@:\,^#=Q44D8!;-NP/>'=@%\.Z-=P=V;P[X-V\60#O#GAW[^3=MS8)'3%&<>7?_]'_ZAI=)]8=O*6V]63I*:%ZBHCGZ>)>]I0AL]T.84OSG/_UC-MM.19$'*[Y\L5_W6Y([D[%'S=6)@^V%/OACDJB]Q-ZWH]O+PA'=-XGZ!F_J/M0TXAY:%;*D[[WJS[)Y?11E.1?<\-)Q=(_T!N.\^JC>&JN1+Q="Y5&66-Y*J1-M%E6""^^:,#4R%Q7&,X/=SVS=J-%$]N\33/Q(WN.=H,RQ-M!;'+0\R[KX,(-T<2<-%O3M+6-MAC>)_#!9%9/2HE]MTEFG/*26'VYK>136=,5"FL_5G)8DYS(4:Y0:RZP2!4YA-M0TH*YS.)P!H+@8T1U&9[P]HC]0QQPMG]B1Q\,.";J1U$TM8R L_'"*X2OH^KI(^/>/W-M>W*^D5_"E:E\..P\UBIF\E.9QU9*:6H4KO=+I,S6OP#-G#X[%*%#AT>#E;5([-M7G-@].A7[H%$\K22=I)9OS0S2^IT-G.Z%-Y01BHA1*Q@"L=H!FY;O&QJ[4Z1-MY#:N[#Y7FYMKPI_%N&SI=SM?(JHEF/;O;)>N=I7MQ,*%;-MTI8GZ]Q$V>2MG*73'+E*BB&8A,O>3.-9C"'");EL@O=>(>4V+J"'YKAPQSG<-M<0X:#G>HLT[37;,.T-MX3?Z,-_Q!#W*+44DQQB+Y3;H.>!9=P=@2S^0@'BV;T0SR(^?"KTMM(OG*T#IZ2P(NW0@++?Y"-?8:.,%5V&NQ%PJPWD)-MKL%ZB[],@"UW3;;^I\A=>X8!Q2H;#;ZZ=C9UE:3"%H(,A9'_E55-VH_L;_O-+7Q9JF-<>9O7;/SMX+$PE%^A=G%8DGVIF55K12O7)GJ9S0A#3-A#-$%WS"&%)H2W@R6QX8(>B2L]-M?E)C>'X.9.1-J=S]JB*X:XPC]\XPF.8%_K8-/8;9C=R8ZUL"-JB/O.VPKJUF[4$4*X;TRL"I(TD2N)50-MZ-)N)2@%<"N!6PEF-=Q*X%9>6R9@%\"M!&XEV-5P*X%;"68!W$K@5MXVMU*Q-M'!2\ZQ8-$E/;=1.VE0B&F\C3^E.4<)'N.X9GP!W-]T&VA*H*,/^-^0>6-82T-M3TA(-Q4'7M1=\;+-VIIOX*\ZDR_!C!XV1Y1I+5+!T>X;>")=:K54M/4Y2,R4M-M9?UQ5;;2UGSTT>*\[(V1<^#+?KCZ>7L;+E1.,ZQRX/3+5O.[GR\Z@:U8HY=5-M_2KRY&%+6S\DW&-9_ON0/%#,KSO5.AHS&UG)2?5LMK8J4.WT2B49E2>OD6=-MD@AZKYK_-V-1$-B-P-8:#@2VV!/8KK[9GI;!=HU-,F^,6[(9V('4F32$:0GU-M&OEU/=HDN:,V2>"\00$".&^@%.!Y\X;F-5PWH#S!G8!G#?@O(%=..<-.&Q-M$0F8!7>@',69\Y;%7D1V0URI\Q>^X+=O.P/D)'?__BLQ7R=<>VH,$O_"H_]!-M><3*CK3D$IR1AVC-M4-"^)*<2],.W-L<$-M0<-X?K]Q%E!M+TQ$!-CZ",$1<,M2!,BC(:?=+R1+@!:D<*VK2H55\!&=&T60-MPQT+.4!P"B(M-7-2[-.(B$!=C(A(P"R-N-M?F;BXBQXO!3%F;CX3_^G;UBA4'C!HDX'P2]3VE2S=)30O$31M]#N-#]%8[L?-MP@SB/__IGPXGXB69H_>/R_R'W(7]?DZ,;#]L$=B#%+3E[A56715>7C"RTO'-M2Q(Q')\N*;X^SS;+ZXF(#^I_<(UR-!79]]QP!;>O4I:V=O">5(#NCEC>TUH?W]!!,_-MDL=Y)RAS;/WK\A#S[CNOQL%>BQQW!R(*$(;C\K-N;W_H#E9%.#81-EP.:HZC2]PY(X.6_PSX#F-P1GRT_5-MU!U%<6HV,_IZT^%G2WO\9Q<&_XHROZ4@WKO/%/?FAH?FM>[N+I_(1XQ"=%=LCN0"+D)1,8@Y,8A;-PASC4B(&6-M#$H!M&2(@)8-9"T9;.G7E@G8!=-"2@98,=@&T9*-E@UD-+1EHR;?=3[7@NGY$-M/;:'"3UB807?:.LFEK"0%WXX1'"!^'U<('YZ7O'WIA?OS#FW*M6J523RY&I3(IJA01E87>%;Q]&VMK41Z^AB)4RZE8FK\JX7!.;Z]+>VOC)"$68)Q0!!+EVF]U(0)-;-MN=(^SA#R.F&X])%\)\W6I^:,-:\L%H[PUZMS%X<0NU9@-7EEEI)RO<$M&TK(N-MO@KAA'_XQG(8(7-8(X!7:XVB6=ZLLR-CGW($]&6OVI*[-MG=>IDYTGWFVG<&!#/*,"[C"OO\C4-BBIKQ-#/4LOFN&7C6<&;)=%FED9Z61-B_-F;N^XW(P+L-MN1_F9?R%-HS-6V!LG@2(C-5FW"J7K8U4ATQGR2T.ODP=N*13Z@%L*2@'<4N"6@ED-MQ2XI5>7"=@%<$N!-M6PIV-=Q2X):"60"W%+BEM\TMC;)XR;-[FHD'(+9TCRXWRAY"I_\S$4BC7-D1-MR(Y@&4#%BX50@(IW"U2\8QKN1(<34J&WE7[A;!VHCI*55$E93=(R;C0Z17&1-MEA^Y\DJEF)"21V(X0V-D_Z&-[V-&7@)4'K#PP#6#E-2L/+-8><#*N[HO>[F&-MCT?[G^,Z90W+MLD)!I[MVV)1X;O;R/\,V7G'.*!-T(-J"1#T0"F-H-<$/3-+-M(.@!00-L-@AZ0-#NP""A#T8B(2,-L@Z-%!+_8$O80]#[-K;@(]'ZB%G/UG-MYN=]VL:/1UV;'?U2WEG,;R?0"V2Y-RFLV(+4G-K#R4A4BL9VI%+<<_]'Z,$&-ME$B@1,;K5A:/-H]'U=J.A*%JB47&PXO*T8=%5.C#)=?]<40AJ-)'!/KRT4-MX)[>#??T2#Q;D>N<*&4RHH1(29K6RJVE7HKP*+S$F\0X%C#ILLEL$-KP3D$+-M@'<*O%.P#."=-N_T!GFG1_]>EK-T>$-_%'#2TKV!D=)JKA.EY*)+QTF,QUG@-MG$(!$#BGH!3-07,*9@%<$Z!MN<-M4\5R4/"N6S1(3&W73=A6(AAN(D_K3U'"1;KO&)Z!;O7V\;>F___]BV#Q4U0G-M;H-,"M488#8"LQ$LXU,0[BZ&_3='G-,5OSO^UN54/(X\K+WD)OZ*.SDT--A!-M8V2YQA(5+-V>H2=BZ&JJ65G)PC>X3VWKPLIL6"0:?;0X+WMCY!SXLA^N?MZ>-MA@N5TPRK'#C]LM7\[N>+3F-KUNAE5;^*/'G8TM8/"3=8AO\^)\4\]-X]7$\-MJ;^KDI9F2.5$E2"B&YXY-C]8O[?-$7WPY>[&!0![PTT_!J\MTON-MM?'CKUU]KSTM@>T:>Z3>K,AI9XSR"C*2WJ:68:N(K$=[)'?,'@F,-R@_-,-ME-(8;\X-[,QALPWL-N@/$&C#>P"V"\-,M\D:(LP#&&S+>XLQXJR(QHKI!-M;O[*;17[MC-3G+W[!\2\W7"M:?&(/$O//H?U&\^D9+\EBEW126)O=!^RZ0#-MRP++>I-I!Y;U$08?F!:8UIL/S"MCS-'P;3-M-YDK(%I?8-)%V/+VA-BO#F[-M#>1IAH4&DN98@9C<)\)NCC(ZK^,#:7.=)PBN+7M5N@/$W:KR-NQCT*BT6L_MHCS57XK6MM15.GV^G-1]MB6PHDH3*D$_?"-(C&%8C"/W>[8"T_,"/$2-K8_PM&P&W+L5_/!IR%/G1193!^_B"[LU;[-RGE[-Z!#G9=OMS(R^;LW1543-MW0K-M\J-<4FLCLR9,^0:*6XTSY3$LT*-1WC9)]W:$F[04]D:YK)YAA9#J.$?MOI$LCOTBUTX,WE\.8H9O$=XLV1[&#-FY.T&B56A:2^1]%?$8Z9I+6QFIU-M\V>W@+Z%-5;+[ZXR2[,G)?-F9H2(QIAN1U@3=@856(PD"<"9B^',433K^\.9-M(ZG2\8*9/4F9S'2));&!$9XZ,;Q_T27))VA+#;Q7<\8;G8?&?|_>]_:G;B.K/W]_I6MSYGS[KT.]/B&;7KF]%H&S!W,S0'RQOO>6*E_OLL.IP$'#/S]/\[QA+\@1?@?,;E$>2S]|/P'STQ\1$|_:.KY$[:%OH9-M@@'$(>??A_NONX^^_>SB&].\42*'T[Z2G>JJ1^JY[.*B46:@BO'?6]W8KW__M\.%<'(DZ_B.$/,,OU"+QOPD&?_/O1Y/P8!;[@Z5F]\+XHR<>OY\6'4.J9@P-MGN9Y5N.8$;UQ%#"U#$\--=%@=%%@&9Y*I[_%@M#O;HQ@ZYM&)3LNVORT#I?5-MTGRRE<<:K='4XZ83KE:;A-E!U8Z6;K%JCX>^F,9-^<=-"U%Q.\PTV9+:F2^&MMYV^4JW3+8U!NW0/6XZ+\URV76K4]-37-,YM1:S3%L*3QNR6UJ_FI%18ZJ-M5S<9-C4KA>GJ"K8\JJFR4HK]-J=;L_F;=7N\"M1R49=04_9Q4]W@U$V-*;9M-MBXML=M:;#&]OT/N/!T7Y\D(>^6/!7HP=)=]?WG!>2=+8XT'9:3DRO>ZR2*7:ME1X3K862G4$MN<,V7">J4XR5#5L-M*JO&ZD:T5BW8\GCX?)D&EB(90\HR-IOJ3_Q/(U>?SS\N36K&&Q+;%)5VRQV-MEOI<3LV-AG6E-M7\HIKV"+8^&GZ86U33O-AT9,'GH,K@;+YM'S5P:/@V5KIV2AH]:FXQO=6'%-M&$RZ!5L>#[_>ZCIK=BC.[8645\:F*#7^B![R3,6%W+;-?[.49N;&E-MT?N/A^_.BLL49W<#-=(RG*?P"MOK29IP//R&YN=20<%HJ)TAG%2W&@1#H05;-M'NE)*6T,IZGN1E#!\+U*7MU0VDAK+C,EW1E#MK_\X2N7]NC9:MFIRM62LTSH[*W6LEI8Y\?OT-A9M=V/+-+TR:FF]3:,*A>BA-M)]Z?9ZFVT'6G:I7.#88SMJ1:.A)\Y5'IO->OK;*\YH=M0UC-:B%7*FS0DV/-MI-I5Z]O>[(:1U1YW,\AV!IYSF1+',O:LZY0:@-^*TW8101;/'X^KW-M1"T_W-1IN5B9.T;?KE7'*=ST;%P=JS=2YY.E(UM&D;/6O;21:N*FQU.[H)QP-M6KSU5G*UT1"+U@K.7Q/.UPD.X+]5S3H.FB4[XD)_U5>,.;49KH:9'TJH+HB9/-M>LV\W:F96]&<\XTSB9]!'-337,1$='53-MEC?\:EI@BG,(E_"Y)Y@G-\R;L9=>G:GXTM;BUUF_>48-3V6+2MF!IU:T!54-MJSZ[66W[YD+]XL<>ZY8^91'FI-YUB_=H^8FY]QDU=12M[%)\.!MW(!C2I_#@M@7QM[I*!7*/[66#/#/--;9QVZ.!A=-V@[<.)V_8F7BF:.N+6C7+.[O"DW-M^2P8-SV2+>?/S('K0DSBK6*5"?,3KP_-G#EAN[I?LC@0:.+**]Y2<]E-FN'P-M4X]M=YNV.!K&-;-IW1S-A&*:7T]HZ?&XO-G+IVI#RE"9?#BY148I&Y2A^W3"M=KO5Q:U=#/NNNFCF<\5B9UQJ1RW4]&A<8:0[Y"(G,WS3JE88'+BS1H_]7AN-M6Z-Q8S@1)I*=:HUR-TMEN,C.8=M3"[.8E0)!;=3ARACZ3,1Q>=)J.F1M);"-MY,;>E/(RE:N:L2E0-_G6LH6:'F-2;J#GX/L5M5/E1+W(]+NI$#<-[QJ16KMBL-MZEQE)4>S28$2.MX4RT-X@4G0+:.%SHYK0EJ,&$S%2Q-1+B[CML6M:8?/U=*E4-M4H$S,]7B+!]T&"B$$X!@+-]-R:J%W(UM1VI.2?3/-M09'WQ4VJU.)MCR26"X3,Q"ZV"7DQS$\C%D79LHR(S.IL:"4M&G*&&L>>V(M;\X<.T=5-TL[-MUY#R;$B#9KN/GWH\L%[459==H393QFV/!C851L[8J]AE.05F-M-[G-VL[G->BBGP"$[$I0C()E>':/FM)1D;^M-:"+S)Y:2UFJX.8Z,W9!69U&M]]8>U2FI,,9MC[!0VK17Z_X(C&RKV>T[_5G9+:"AQ9FR1W"'3765'DJ+C*WKMTX8R#]Q"T(+//6'GQ4)QFFH9Y:&:J_&+6VVI3BLHI#AAYYNI.^Q.M9"14[?:-M;9-653[=QT\]F@=&-R?E3MU:VE6_?]LI:G(AO<5//;+SQ713H;:MOF!W

BE5_M+L]&(Q?&:;#IL0S<9H,K-!6#IG]L246E=6:;LV /3MAY192R[0C0B@Q,]X;) MKR6)!2W4|&AVK1=ZD-D-'
M*!>0@@O'X[(\) ^J:6=!4%W+5W[)TH2M)N.D)59SG^\5@437DE"6O1Y615RJ(M^,K&HW$9DJ5#*ECB!O5WQ[MA9H>*29GX M?LDC_-
*46:V_4C8C*O(7TVQY[!4WF?BY>_S:W6Z_R['%Z7C#!ZD;?0H]!IF;/ G#_(LQVF6XQ1DZ.\[MGLA'6>H7EX\ MX]ES/_"9(\=;
[?.K^]J3;$/C1YQ17$$Y_3*WMTNM/D@>Z<, ZF7X M.'GT85M?].M2RN]{OHK,R\?.RZ*C9!Y(?9"YN7E-5C(O'S,O*2_IXF]7."\
M$!R[U'DA,':)TP+G)4,FY@(GAN#8A%^LZ1B;G$B2%_=J'S\GQ5 M*C(O'S,OF>\L\90O<%X(CEWJO#Q;1HQ,RX?Y8\\7-R,3\T<3\XHB_Y=9;_", M=X=
<:,5%)(&C$G.?L^K_P^,YUR$DHC?7PBS)FQ"C.&44W*N-@OO. M,_ ^\H+M4_]1H;G=^7_$J[]PX_BCZ[5BC^+XWS="AMW549_&9>^4I+;)G;[3.H"
MHSLY0=3D7>*WSZ,G>;E0SI7)\O,^4=SGT1.YI9:[@U/R^C1!'KED_&P2N"'*& M*]&*LTG@8OFK9Y/ %=%5B5V<40)?W"RNB8Q*
[,*,$GB^Z,,7D,"ORBL0P_B2 M;G&I1-NS2>"*>+7$+LZY8'QO ?SJ^/<5V\7K\E#GO:,TC]*76=W170,D]#"1
M!P: ^93;.Q[%T,OZ!H1CF33.YER6=??;QK8@&9Q ,T@R^ZP'JRN_?J#[S7'RYZ.Z2X[$7"4$F5K _HU:NO+<4C4:(P0&.#PC]Q:VE=%@I!7Q,
[LI4JB$4MSY9\"5UNQGS[MR:23#$I641=1S^;]_'J@S]&5@ND]/A!L.&?:\O-!PRX92;#A=[!!@N) W="=-MIFZ993>GSZU0=W8XL=3=@
Y<=FGWM)N".%V*@;-]7YQP?'N67QC0^7D8K44 M.933,A!.B-]^TIR8%-ATDE,H A9GS>5^0K2(,]0$+7[3DYC]8 +;W@ZV7*IA^M=1Z4XR
\OJ_;ZD38%%JFZQI+S)#N1?XT6W7$=-V$=]H MSD&P8(4D)622(GTIS',N 6',DJW+ MBV?,_MH=^&B1$*4@A-FS$V:)65R^4A"^[-GYLL0LKD
K'%WV['198A=7H!6$ M+7MN\MBPQB\M7"D*6/0]9EE!C7Y0TQ:FYU% / #J?/YL#-]!17HWDS=\SX73I
M^64T;)IY"TXP48(+H7=>O%"N@QM*+..SD1LO7R9?DAF9CWSLB&BTACQNAY)]4Y{D.MITVU:MM:9 K5@I6D)J-DS_V6YG.0@B8,(QP#EI0MEZYHWN
M1 ?Q<@B9RMWX&N=V VE-]YX5LW..*HS:!=M+RB J2AI N)1,DDZPR4%D="C MSIOB(T*Y1@HF6; _'7/PXH5RB;1#8AF?
GR%W^3+YDO2Z7[BRNAI0,Y.=WE+@ M=FKUC7EES3<^UOUL3M5F&/8&79G/^\YR:IATM8+<3T3&>XG_2;AX9&>$:*;K-;FZ3H<-5Z?6 M6O
@OUUN%/X\PQV7N<1_5&*+D?<&Q\I650 MP4N:30II4NSRO"D^(I0K9$->,N?K-4#T9AMM+T0AQ5/=-5?+3:A4CDZ#="%=
MV8Y;$(72]%P>02#".B6LT^M%H(MAG;X0C;BP6+6"6HZ29\HF'*C+7"[+C"$: MB=]^LDE1)#5^SYO')D(AA%.B!81P2@BGQ#
((X9003]^0&:.$]XILO0"-25<4V(6A&M*N*97S35571_ OFZ!F7"\($AX;@(VMT&H#QV0 M"(1^59H@>"+9>_/G)&Z]$3UU]S".7,&B@CE"JF0Q#
((1>]C\E+$,KZV%EP1 M5^S=8/EQI-+V[?CK)\,AO?YGLF5.&1"B$TT>4X&HY?>=.)%Z697SX MVOZV1+Z/6)-=MP:?
HN1DVRHC:FCL(%7&^,U67C)FDQX@&17AO B5(0'B#A M 1*S(#Q P@,D9D%X@(0'2.R"\ )#_ R1$+,@O "0_PDGF #1!B N"59O1_ M-;S_ ^0?-4V^Q7?
$D7V_H^2;P4_'W?]#S=2+P',M_ (/"_R/;-Q^/=1]?VO"# ME>0L%O(D;X]8"+&07_'ZOH*!/,W?(Q9"+.27_+XO82)/\OB(B1 3^25_["N8 MR),\L0NVD"-
I7#83M@U"W7*I*>N^"\44[&BPX]$VFZZYS,3N36=CWF3JM\YJ M_%K*#0R\8XX-HM,\QY/),9)=]A9FG!HIM48V&.L5>REI-*O1W+>?0E+@Q23#
M\U^>OOKAA?>^ OH\3<8C\',NLMZ+D6,>% OVNL.6[2C(1!76*A<'J1@YA!"?5@"I!^RV8Y(]$,*Z(QMCA'5'6'>7(A)B%H1U1UAWQ"P(ZXZP[HA=
M$-8=8=T1LR"L,*Z^SW6W0P^P@&7S+K[S_#!&PYS4M]^9G5'=PV0T,-$7?>- M29R\9>ED_
/**/[G7\.7:,E>$)>4WG^S5/6O!O="QAX{7R=,+T)5#R\@57V. M^Y^E0%-&;WC/:EUP1K,-W1G+LRA?2Z]O.;O9;?W!A<]X*$H4!FAP4/HG4MN+
MW++##5C*Y@9VB!YK9'J;-AK+2Z#2ZT)E))YET.DFG7W6EZB4;S8?OB?U**"]D M/I[?V)X3VG^_P1EK]/.!RTL9HP1=WNR:YB!T-U[1Y2O[
MYM0VO>J2G17YU;LB35DN#"9"W]6I'M7S"E0C*M$T1AKQVT\Z324S+)>D1 (W MYX.;%U%P/R'>O)![^2_#F3>IJ,LMEJ*9':=966-
$>UH(NQUBO)A2^"&NZDRJ; MKV?J37M3JYGK"=_LL Z.FU AS R7S(C'?""", ^_FUKR$Q_SY<.:%';+@IDC
M2;PYB_#/<.8)UC(SVAHWV5N%M]OVT!^7QI6)MORSVW\?@\R3!,1F[9:,_Y* M4C?]Y7Q ,!5YF6#.ZWR;B[2\X6^HX7PL^X8_[?G-;;DF9TMV3MDT95-
SE%4Q!@GA MVT\^R5#P_UR&W A.=HBOCI-\R1(@.D HR.>A(%^R!(@5$,;Q>1C'%RT"8@6$ M8'P>@O%%BX"8 >$3GX5/?,D2(%9
Z,/GH0]?!%OX\FMTEH,@PHQ@;Y0P,#<* MQM$S[&3"\2'Z< 2N][+NCR_@>8WIW=]@^]Z5IN .2E/P&DN]#3-O56^70$JB M;E1&OQ'TA3/T!M2?
D'_1LY"" _/P0JF8$PR%CO\4G$@C2SZ7Y29=0:.8[NW0 MS&4;55YH:.;2 &,%;/[QA4ZO$4E^N\+-1\'(;^\[
M'8/(C>Y$X#D,&5GS907.MQ5[,>YPP6*D@JX\1AB2QAA"\./S7O]^ 65@"'7Z\ M"857*(=T/U?B<{(^Z"K#=#:U&
(W^C%;W"BQHLL;83#4MG(NJX3%@@" 6;L7!2FD+.ZGNU;]X\O>$@W_2AI^]NO1 M+Z"RZD5I^'G=POQ4XYK]=]]+/@>ZMP*ZYJC]H_!D=\16N'-
;JW;#*@1R=9NK M1W0S&HPG."Q$#$7HR[%4DLT\EUTB#$6R"769#$52V.BJE()0%DG55&(6A,-(MJJ82LR"DQHLA-1*[N"ZM("Q'4C65F 6A/9*JJ=?
$@\3YN]10#X")>)!SX 8X M>7BEZ79"?21[)Y^;DG?Q0KD.*A^Q#$(V(V2SKTXVPO3X+')^<@>^SXGMR]@5
MSD)M5%O;'6T^\V=;TQH:*XW.X'J229X6DP)-N*SG3<)]5GPAS#.BXH1Y1C3\ MTVLX89Y]*1_Q?,RS%_MU]^ZX2)O30=U6#):R-
FXD#RT)^76(AO82QX{0T,BF M *&A$:4@-#1"0R-F06AHA(9&S(+0T @-C=@%H:$1&MIEB(28!;&A$1K:Q=/0 M$MX<)=>"!%@#W[
"8)+4^WLFH#Y)=OJ+%N[#?U1BBY'W!G.JB-^*=C>FYW+R MYI;+-(?+;D6^'6L,C8KXI?FD()"*,>?-\1&A7"%A\)+I5!]9^^^E,'0S&]39
M^;9;D&=FG9)6'%=0? G!4!K"T/%M=02"/@TS_)E0AB=GX;1^4(XFE#M(!S, M,CEY9L]%>6P/4P3HE9G#=#^J4%<#V,4V(69\[2?6D)7_C ME-C%F5-
T7UD"U\,X)69QWOS-2V;PHH]], %N8"U!V36\&=BQ5VW<12.2#[7)'1]2#QH@ M5$9=?7V":*!.C)F2=_(Z-9-*Q<),KC?":*Q!T=#TMY\BEQ2H+T^\/_/)="(4
M0N4C2G"U5+YSGU>_=,NX9BK?&1?BV]6M4AB[15/M9 JS]2AK;YU/OT^R_D!J3'IG.?'6EN%C&'ZDQ25)7]C#]B%J3&Y)ES=I_1+#X#XZ\!PH3C!5^-T??
Q126'GF\"/Q5__P<] M7R<"S[',Q#\H_+_+RFA_S;V>CZ^ ^(%*Y(12"R+6-:O&(/$L%[#*"26
M12SKEXQ#8EJO8202TR*F]4M2'#&M5Y#F+MBRCH28^.N2RUL:V#C%>D*BEJ/9(T)JW1W+>?0I+E^63Z1,VPOPELG9>Q2%#K-8Q& M
EOGHCR^&"%J';XEIFZ,C#K+]:LWF^U,EF_&&'&$%R+.IR$MDBTD0EHD2D%(MBX2T>$$B(69!2(NMC,@I 6"6F1V 4A+1+2(C$+0EHDI,7?(RW,X",
<<,FD MQ?\,'[QA!9#PX*0Z)OQC5G=TUP)/4Q4(A?\SS]HGOHW2R7C'U#^\#__&EYK M08]?228>Y L&MY_D/^0MLO-UPO0B5!WR A+3Y[@M6PHT9?
2&E]*.&F%Q61^R MLFQUUNLHEZ/U+;?Z@^NQ\5"4* S0X*#T3R2RS>;4F6FB1JG%(#..K-*H?\,/ M-49 MU\SZ:3 _S@\QOWW9UP2NM<-/XHZ<0!BP??
EN<]KA;*6RZ="SOM]4"AAATGN$(>AR M)G1Y&0?V\X'+2WFL%W>[$IKFFOUG951;=F]M7$K<=/!J+R1WA5IVCPH1;W*
M>"3/LMVH&=UV:G*OA9!&_/:33G-)@:.2+$^J<0.(O4Z'V]&G90%U2;*H6VU;"D?AWDBX&Q0EB#2H?2 M0B;)9U@"-.?S:UY"D_Y\0/-"JO-
EX2N>\E5ASME]F^+H)L$D M$TXR,0O"22;<9&(6A)-,,G$+@@GF7"2+T,DQ"P()_DKA>9-R, FG0Z M7W94=DG-LA'#T4N^[RZE/^
8HVA,NKS10A"2_O93H A\?'!EW<^ 'D\S MAPE\O E/N+9BC4%XP^IVD2_E5;&2MZGZX5PY'[9_3H5SAR4K%D7*$ 4GVHP@#DB@%84 2!B0Q"*)
Q(8A:$ M 4D8D,0N" .2," O0R3$+ @#DC @+YD!B;-WJ:$> !,Q(.? #7#JD"3;SWRU M_$7EH\F.RZ=C\5Y\4*Z#_4TX$/X M<1-])!_OQ?
fG,.I&::HZG,J@EBI6E^M2-JM@_Q.1 M\U[B@!)Z'MDL(?0\HA2$GD?H><0L"#V/T/.(61!Z']'G$;L@]#Q"S[L,D1"S M(/0\0L^[>'I>PINCY%J0 &O@&&U8
3)*R_\KL/%+*\+E2AOB/2FPQ\MY@3J2X MJ8+?=DM^VZ1XH^@-&[-)?>"V-);%]ZE324$@_(KSYOB(4*Z0$'G)M*^/+(?X M4AB:-
ES,Z,3R4RN7SFZ9&4WOQ.TL]) M/7T"CZRG+C+E5O7!:%K) =7*0>BN,HLQ B;Q)#"]Y/I2@DR$?$K(I\0T M"/F4D$^)91#R*2&?
OL0R")62;&P1*B51"D*E)%1*8A:$2DFHE,0L")624"F) M71]):%27H9(B%D0*B6A4EXRE5)U?0#[N@5FPO&"
(,&Y"=C#.QHF<*RW>>]/;=*;0+I=GXS7>8J_*MIXDHX ?Z) ME]U')"7/01-5U"VW!F,3Q>W[/K>XNI4?1; MZJSI=4RO88>E=DMCTQI-?
O)\TE.3!,*YWE3AD0HA*=&E(#PU*Z2I;A;_O; M5DG\B#4YNYG,0]ZBW,I6V*@4]+QX,\U)>$T67K(F$QX@V94A/$"B%(0'2'B MQ"P(#Y#P
(E9$!X@X0$2NR \0,(#O R1$+,@/$#" [QD'F #A)@_2#+Z9^;Y M#3W?!'XJ_OX/>KY.!)YCF8E_4/A_9-OG"RG)DSS #U22BQ?:DSQ!8EG$LG[% M(R2&]1]>
(;$L8EF_Y"$2TWH-3Y&8%C&M7_+CB&F]@C]WP99U),3+9@BW0:A; M+C!EW7>AF((=/5BL6.Q-+3/@5+Z[]{5.H49E_5?3@QL@C+E'B&;T''^H->7%
M4K&3G=EZL]G(R-V!PK,MC84CY;[!Y)-LADKRE$AHO6=-=5Z6-5Z^S)XD-Q+8 M.A?Y\<6((T;A(ARDBB4[-W53Z2W-!Z/\&"..\$+$(:1%LH5$2(M$*0AID9
6 MB5D0TB(A+1*S(*1%0EHD=D%(BX2T>!DB(69!2(M?F;0&X]PP"63%O\S?/"& M%4#"@Y/JF/"/6=W170,D]##1 ?,0[\SS]HGOHW2R7C'U
2\3__&KX=6'RQ MG8"]AOPAZ9&=KQ.F%Z&"DQ>0U3['S=)2H"FCM[S M;SEZ8G/"[*^VEA"U*G= M3+36'UPEC8>B1&& !@>E?
R(+/JV"Z.L/#5LBY5R)9J>MJR9I+$9?%-T.BFF MTTE*H%YS5>NO{H8V^O)H^$]M]O,/ 7$D _"R3N!" M#?P@[L@)A)F(U+27N6V55'VHMM>5=$?
<#EY>2 M8 FZO-GMSW-+7 !AX!54)11Z!7%E&S?#/[N-_E=(L]!#.DIO1C?R+!3%M-#N M\:5;
[,N(WW[2:3])"V(RS1&X.1_ZEVQ9J@'(YZVBJ::JBSK3GE9SP\A&/]^8#FA3SIR*9(TF\.>/PSX#F"69TMU]MU1H5MF 7V:V\R5:8=GG[MMA[-
DV1%K33+C@I-8VZ#[DWOEM,6H=[+X89#OH%#BUBK=ZF.F>"2Z6L;HYW*P,74U-
&5;- MT!)HM'$DA+C-=%(0A22?YG_);?X7OD#]'3;(# BZP(\_L5QHH>$/EG^@O$]; M>/]NW1V?GGFYT7_,4#H
)'0#N]RP'QNH]PG7"^$+0R\13@#4/#V"L30PD4+! M)P3Q3_B(@(X^'EFN[A]6[L#.[U:PX/L;#N:=)N MI RWAZT[S!(?=_V_#OM^C\@IPW,_|
<>=@\&M1,H@Q%X#%)#'^AV2A_!]_[0 MG96^"7:#Q+L0&,]_W.$VDD%"_&=B]U\D@R,!SO1UZD!,.YA/.6 4HI4#^1'[MSS!&WWWH!3B9],,'CA["
\]_<%S\6R$WOP' U=>!!#PU]UP./]D'ZG^7FT MAK#WL_$?/3'Q$?+_HZOD3NHD^AGJ/H1XY]^'>]N!C[!!],+[^;Q1(H<6$FC4
M=RJ'ZKILPJ*19N"8KSO[4ZT!Q\^G),C4<=_A(N(1=JD?C?!(,_^?>C27@T MF_?+^-U>/Q^6G2\2&EI,3-*LZ:I&4-&U#AJR&MZ1AC"!8JBTJ(QXLSA
M\%LLB+>9R'-RP9.6%T]O3FJVRSFEG>B6Y+;4E-5N.=?940[*C5P,O_%@TDE$("]3B!
MN_R&J\CO]O0OM2&I^3+LW=]G6N#3L%#1CILVAR1E:FN,$C=/3C):A.>C< MZ6*&%EG&Y$UZ-
]'ZWN]JYL8*M1YJG)QJR,:"R:\+%4%"I]X>M]PT@ME85[.> MO>FO,I/0I4VNT-*8XY84*^=+KMXMRYOT5J8[]88Z=5#+]..6$N-6BDUJFE.M M:-UN+E,B
O3H]6G4XY8#=K.A;X04I2[MS]NM)L.51/IL;89Y?E15?M0I58]K,_D)?1<\\ZF?Z)AQO>YE25NW4 MJJ#]MFH>GQMKZ>.WU_S5K*ND\@&5XY7TJM-
<@;Z_TOCCEG:OE .%#CU0B_W) MK&86@3NG)-B2?=QR&1;+CI6O9&T&1/WF@,H%!;FE")QRT5)K^5S06FCIL3JLE]9,Z:7&L-
@X%B>0X>6:U:NJ19[_K3$ MNUP^.X4:0ATWG3J!EE7[6D8NTN%6UK+1M%V$3>GCIE0I,%V]3M=4W<\%8:WN M-
PQSC)KRCYNNC4IG]$>5%;5@6]PM+Z=[4W.ETKN4![-;"34]ZH!3&2BU9;7L4U6F8=YJ M8K=!PYFB3RC?4G M'FQZ8F)IFYGFZI-04C>T8C8K S-
$"6'FQ,2"W*31\F[A;/"%B= 7:*>D,-"B M3TRL/.*V=K](@L[).6YF5)>OI3&.E,2=F*]]V*Y9*"14UU>IC(5J%FCMK?.,%2^VH=//2'7]E:3-
G8IJU.,44@OA=GMJJ/!89V0 M:RD]YAPEF_9$*@H_G.+'4I(':;;$H^UA=C,TXF(?UN1S16>%VT$T-4M"VV!/"$FY M>