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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 _____ FORM S-1 REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 _____ Â INSEEGO CORP. (Exact name of registrant as specified in its charter) Â Delaware Â 3669 Â 81-3377646 (State or other jurisdiction of Incorporation or organization) Â (Primary Standard Industrial Classification Code Number) Â (IRS Employer Identification Number) Â 9710 Scranton Road, Suite 200 San Diego, California 92121 (858)Â 812-3400 (Address, including zip code, and telephone number, including area code, of registrantâ€™s principal executive offices) _____ Steven Gatoff Chief Financial Officer 9710 Scranton Road, Suite 200 San Diego, California 92121 (858)Â 812-3400 (Name, address, including zip code, and telephone number, including area code, of agent for service) _____ Copies of all communications, including communications sent to agent for service, should be sent to: Jason Simon, Esq. Greenberg Traurig, LLP 1750 Tysons Blvd., Suite 1000 McLean, Virginia 22102 (703)Â 749-1386 _____ Approximate date of commencement of proposed sale to the public: From time to time after this registration statement becomes effective Â If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to RuleÂ 415 under the Securities ActÂ ofÂ 1933, check the following box:Â â˜’ Â If this Form is filed to registered additional securities for an offering pursuant to RuleÂ 462(b)Â under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.Â â˜ Â If this Form is a post-effective amendment filed pursuant to RuleÂ 462(c)Â under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.Â â˜ Â If this Form is a post-effective amendment filed pursuant to RuleÂ 462(d)Â under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.Â â˜ Â Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in RuleÂ 12b-2 of the ExchangeÂ Act. Â Â Â Large accelerated filer Â â˜ Â Accelerated filer Â â˜ Â Â Non-accelerated filer Â â˜’ Â Smaller reporting company Â â˜’ Â Â Â Â Â Â Emerging growth company Â â˜ Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to SectionÂ 7(a)(2)(B)Â of the Securities ActÂ â˜ Â The registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with SectionÂ 8(a)Â of the Securities Act or until this registration statement shall become effective on such date as the Commission, acting pursuant to said SectionÂ 8(a), may determine. Â Â Â Â Â Â Â The information in this preliminary prospectus is not complete and may be changed. These securities may not be sold until the registration statement filed with the Securities and Exchange Commission is effective. The preliminary prospectus is not an offer to sell these securities and does not constitute the solicitation of offers to buy these securities in any jurisdiction where the offer or sale is not permitted. Â SUBJECT TO COMPLETION, DATED DECEMBER 19, 2024 Â Â INSEEGO CORP. Â UP TO 5,956,241 SHARES OF COMMON STOCK Â Pursuant to this prospectus, we are registering, for potential offer and sale on a resale basis by the stockholders identified herein (the â€œRegistering Stockholdersâ€), an aggregate of up to 5,956,241 shares of common stock of Inseego Corp., par value $0.001 per share (â€œCommon Stockâ€), consisting of (i) up to an aggregate of 2,937,937 shares of Common Stock that were issued to certain of the Registering Stockholders, and up to an aggregate of 2,468,304 shares of Common Stock that are issuable upon exercise of warrants (the â€œExchange Warrantsâ€) that were issued to certain of the Registered Holders, in each case in connection with the exchange by such Registering Stockholders of the Companyâ€™s 3.25% convertible notes due 2025 previously held by them, and (ii) up to an aggregate of 550,000 shares of Common Stock that are issuable upon exercise of warrants (the â€œLoan Warrantsâ€ and, together with the Exchange Warrants, the â€œWarrantsâ€) that were issued to certain of the Registering Stockholders in connection with a Loan and Security Agreement, dated June 28, 2024 (the â€œShort-Term Loan Agreementâ€), entered into between us and such Registering Stockholders. Â We will not receive any of the proceeds from the sale by the Registering Stockholders of shares of Common Stock. Upon any exercise of the Warrants, however, we will receive the exercise price of the Warrants, which, if exercised with respect to the 3,018,304 shares of Common Stock offered hereby that underlie the Warrants, would result in gross proceeds to us of approximately $38.0 million. However, we cannot predict when and in what amounts or if the Warrants will be exercised and it is possible that the Warrants may expire and never be exercised, in which case we would not receive any cash proceeds. Â The Registering Stockholders may sell or otherwise dispose of the Common Stock covered by this prospectus in a number of different ways and at varying prices. We provide more information about how the Registering Stockholders may sell or otherwise dispose of the Common Stock covered by this prospectus in the section entitled â€œPlan of Distributionâ€ on page 92. Discounts, concessions, commissions and similar selling expenses attributable to the sale of Common Stock covered by this prospectus will be borne by the Registering Stockholders. We will pay all expenses (other than discounts, concessions, commissions and similar selling expenses) relating to the registration of the Common Stock with the Securities and Exchange Commission (the â€œSECâ€). Â You should carefully read this prospectus, and any applicable prospectus supplement, before you invest in any of our securities. Â The shares of Common Stock are listed on the Nasdaq Stock Market LLC (â€œNasdaqâ€) under the symbol â€œINSG.â€ On December 18, 2024, the last sale price of the Common Stock as reported on the Nasdaq was $11.18 per share. Â The shares being registered that may be offered for resale in this prospectus represent a substantial percentage of the total outstanding shares of our Common Stock as of December 19, 2024. Assuming the issuance of all of the shares being registered for resale pursuant to this prospectus, the shares would represent approximately 39.8% of the outstanding Common Stock as of December 11, 2024. The sale of the shares, or the perception that these sales could occur, pursuant to this prospectus, could result in a significant decline in the public trading price of our Common Stock. Â We are a â€œsmaller reporting companyâ€ as defined under the federal securities laws and, as such, have elected to comply with certain reduced public company reporting requirements for this prospectus and may elect to do so in future filings. See â€œProspectus Summary-Smaller Reporting Company.â€ Â Investing in our securities involves certain risks, including those that are described in the section titled â€œRisk Factorsâ€ beginning on page 9 of this prospectus. Â Neither the Securities and Exchange Commission (the â€œSECâ€) nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense. Â The date of this prospectus is Â Â Â Â Â Â Â Â Â Â Â Â , 2024. Â Â Â Â Â Â Â Â TABLE OF CONTENTS Â Â Â Page ABOUT THIS PROSPECTUS Â ii Sources of Industry and Market Data Â ii CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS Â iii SUMMARY OF THE PROSPECTUS Â 1 THE OFFERING Â 8 RISK FACTORS Â 9 USE OF PROCEEDS Â 32 MARKET PRICE OF THE COMMON STOCK AND DIVIDENDS Â 33 UNAUDITED PRO FORMA CONDENSED COMBINED FINANCIAL STATEMENTS Â 34 MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS Â 39 BUSINESS Â 57 MANAGEMENT Â 63 EXECUTIVE AND DIRECTOR COMPENSATION Â 68 DESCRIPTION OF SECURITIES Â 79 SECURITIES ACT RESTRICTIONS ON RESALE OF SECURITIES Â 83 SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT Â 84 REGISTERING STOCKHOLDERS Â 86 CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS Â 89 PLAN OF DISTRIBUTION Â 92 LEGAL MATTERS Â 94 EXPERTS Â 94 WHERE YOU CAN FIND ADDITIONAL INFORMATION Â 94 INDEX TO FINANCIAL STATEMENTS Â F-1 Â You should rely only on the information contained in this prospectus. No one has been authorized to provide you with information that is different from that contained in this prospectus. This prospectus is dated as of the date set forth on the cover hereof. You should not assume that the information contained in this prospectus is accurate as of any date other than that date. Â Â Â Â Â Â Â Â Â Â iÂ Â Â ABOUT THIS PROSPECTUS Â This prospectus relates to the resale by the Registering Stockholders identified in this prospectus under the caption â€œRegistering Stockholders,â€ from time to time, of up to an aggregate of 5,956,241 shares of Common Stock. We are not selling any shares of Common Stock under this prospectus, and we will not receive any proceeds from the sale of shares of Common Stock offered hereby by the Registering Stockholders, although we may receive cash from the exercise of the Warrants. Â You should rely only on the information provided in this prospectus. We have not authorized anyone to provide you with any other information, and we take no responsibility for, and can provide no assurances as to the reliability of, any other information that others may give you. The information contained in this prospectus speaks only as of the date set forth on the cover page and may not reflect subsequent changes in our business, financial condition, results of operations and prospects. Â We are not, and the Registering Stockholders are not, making offers to sell these securities in any jurisdiction in which an offer or solicitation is not authorized or permitted or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such an offer or solicitation. You should read this prospectus in its entirety before making an investment decision. You should also read and consider the information in the documents to which we have referred you in the sections entitled â€œWhere You Can Find More Information.â€ Â Sources of Industry and Market Data Â Where information has been sourced from a third party, the source of such information has been identified. Unless otherwise indicated, the information contained in this prospectus on the market environment, market developments, growth rates, market trends and competition in the markets in which we operate is taken from publicly available sources, including third-party sources, or reflects our estimates that are principally based on information from publicly available sources. Â Â Â Â Â Â iiÂ Â Â CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS Â Certain statements in this prospectus may constitute â€œforward-looking statementsâ€ for purposes of the federal securities laws. These forward-looking statements include, but are not limited to, statements regarding our plans, strategies and prospects, both business and financial. The words â€œanticipate,â€ â€œbelieve,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œintends,â€ â€œmay,â€ â€œmight,â€ â€œplan,â€ â€œpossible,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œwill,â€ â€œwouldâ€ and similar expressions may identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking Â Forward-looking statements in this prospectus are based on information available as of the date of this prospectus, and current expectations, forecasts and assumptions, and involve a number of judgments, risks and uncertainties. Accordingly, forward-looking statements should not be relied upon as representing our views as of any subsequent date, and we undertake no obligations to update forward-looking statements to reflect events or circumstances after the date they were made, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws. Â As a result of a number of known and unknown risks and uncertainties, our actual results or performance may be materially different from those expressed or implied by these forward-looking statements. Some factors that could cause actual results to differ include: Â Â·our dependence on a small number of customers for a substantial portion of our revenues; Â Â·our ability to compete in the market for wireless broadband data access products and wireless modem products; Â Â·our ability to successfully develop and introduce new products and services; Â Â·the pace of 5G wireless network rollouts and their adoption by customers; Â Â·our dependence on wireless telecommunication operators delivering acceptable wireless services Â Â·our ability to meet the price and performance standards of the evolving 5G New Radio (â€œ5G NRâ€) products and technologies; Â Â·our ability to develop sales channels and to onboard channel partners; Â Â·our relationships with and the performance of our channel partners; Â Â·our ability to introduce and sell new products that comply with current and evolving industry standards and government regulations; Â Â·our ability to develop and maintain strategic relationships to expand into new markets; Â Â·our ability to properly manage the growth of our business to avoid significant strains on our management and operations and disruptions to our business; Â Â·our reliance on third parties to manufacture our products; Â Â·our contract manufacturersâ€™ ability to secure necessary supply to build our devices; Â Â Â Â Â iiiÂ Â Â Â·increases in costs, disruption of supply and/or the shortage of semiconductors or other key components of our products; Â Â·our ability to accurately forecast customer demand and order the manufacture and timely delivery of sufficient product quantities; Â Â·our reliance on sole source suppliers for some products and devices used in our solutions; Â Â·our ability to be cost competitive while meeting time-to-market requirements for our customers; Â Â·our ability to meet the product performance needs of our customers in mobile broadband and fixed wireless access markets; Â Â·our ability to make successful investments in research and development; Â Â·the outcome of any pending or future litigation, including intellectual property litigation; Â Â·infringement claims with respect to intellectual property contained in our solutions; Â Â·our continued ability to license necessary third-party technology for the development and sale of our solutions; Â Â·the introduction of new products that could contain errors or defects; Â Â·our ability to make payments on or to refinance our indebtedness; Â Â·our ability to hire, retain and manage qualified personnel to maintain and expand our business. Â Â·our ability to mitigate the impact of tariffs or other government-imposed sanctions; Â Â·the impact of high rates of inflation and rising interest rates; Â Â·the continuing impact of uncertain global economic conditions on the demand for our products; and Â Â·the impact of geopolitical instability on our business. Â The foregoing factors should not be construed as exhaustive and should be read together with the other cautionary statements included in this prospectus, including the information under the heading â€œRisk Factorsâ€ below. If one or more events related to these or other risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may differ materially from what we anticipate. Â Â Â Â ivÂ Â Â SUMMARY OF THE PROSPECTUS Â This summary highlights selected information from this prospectus and may not contain all of the information that is important to you in making an investment decision. Before investing in our securities, you should carefully read this entire prospectus, including our financial statements and the related notes included in this prospectus and the information set forth under the sections titled â€œRisk Factorsâ€ and â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.â€ Â Overview Â Inseego Corp. (â€œInseego,â€ the â€œCompany,â€ â€œweâ€ or â€œusâ€) is a leader in the design and development of cloud-managed wireless broadband and intelligent edge solutions. Our 4G and 5G wireless broadband portfolio is comprised of secure and high-performance mobile broadband and fixed wireless access (â€œFWAâ€) solutions with associated cloud solutions for real time WAN visibility, monitoring, automation and control with centralized orchestration of network functions. These solutions are specifically built for the enterprise and small and medium business (â€œSMBâ€) market segments with a focus on performance, scalability, quality and enterprise grade security. Until recently, we also sold telematics solutions designed to improve business outcomes for enterprise and SMB market segments (see â€œRecent Developmentsâ€ below). We also provide a wireless subscriber management SaaS solution for carriers to manage their government and complex enterprise customer subscriptions. Â Our 5G products and associated cloud solutions are designed and developed in the U.S. and are used in mission-critical applications requiring the highest levels of security and zero unscheduled downtime. These solutions support applications such as business broadband for both mobile and fixed use cases, enterprise networking and software-defined wide area network (â€œSD-WANâ€) failover management. Â Inseego is at the forefront of providing high speed broadband through state-of-the-art 4G and 5G solutions to keep enterprise and SMB customers seamlessly connected. With multiple first-to-market innovations through several generations of 4G and 5G technologies, Inseego has been advancing wireless WAN technology and driving industry transformations for over 30 years. Our products currently operate on all major cellular networks in the US. Our mobile hotspots, sold under the MiFiÂ® brand, have been sold to millions of end users and provide secure and convenient high-speed broadband access to the Internet on the go. Â Sale of Telematics Business Â On November 27, 2024, we completed the previously announced sale of our telematics business (the â€œTelematics Businessâ€) pursuant to the Share Purchase Agreement, dated as of September 16, 2024 (the â€œPurchase Agreementâ€) with Light Sabre SPV Limited. Pursuant to the terms of the Purchase Agreement, Ctrack Holdings (the â€œPurchaserâ€), as assignee of Light Sabre SPV Limited, acquired the entire issued share capital of our Inseego International Holdings Limited subsidiary for $52 million in an all-cash transaction (the â€œDispositionâ€). The Purchase Agreement provides for a closing accounts mechanism, whereby, following closing of the Disposition, the Purchaser will prepare closing accounts and a closing statement, which, once agreed or deemed agreed, will form the basis of an adjustment to the initial purchase consideration as a result of changes in closing working capital and net debt. As a result of the Disposition, the Company divested the fleet management and telematics solutions business of the Company, which has operations in the United Kingdom, Europe, Australia and New Zealand. Â Our decision to divest the Telematics Business was based on a review of the strategic fit of the business with our North American-centric 5G wireless solutions business and our previously stated goal to continue to significantly de-leverage our capital structure. The sale of the telematics operations further supports our streamlining of our focus and resources on the strongest growth opportunities around our core product offerings. Â Â Â Â 1Â Â Â Debt Reduction and Restructuring Â During 2024, we completed a series of transactions (the â€œExchange Transactionsâ€), as part of our overall capital structure management, pursuant to which we overhauled our capital structure and reduced our outstanding indebtedness by repurchasing or exchanging, for cash, long-term debt and equity, a significant portion of our outstanding 3.25% convertible notes due 2025 (the â€œ2025 Convertible Notesâ€) at a discount. In total, through the date of this prospectus, we have repurchased or exchanged approximately $147 million, or 91%, of the $162 million of the 2025 Convertible Notes that were outstanding as of December 31, 2023, significantly reducing our debt level and leaving a remaining balance of approximately $15 million of the 2025 Convertible Notes outstanding. Â On November 6, 2024, we completed the exchange of $91.5 million of face value of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes (the â€œExchanging Noteholdersâ€) pursuant to separate exchange agreements entered into with each of the Exchanging Noteholders (such agreements, the â€œExchange Agreementsâ€). The

consummation of these exchanges implemented the exchanges agreed to pursuant to binding term sheets (each, an â€œExchange Term Sheetâ€) previously entered into between us and the Exchanging Noteholders, including those entered into with North Sound Partners and Golden Harbor Ltd. on or about June 28, 2024. On November 6, 2024, we issued to the Exchanging Noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of our Common Stock, (ii) approximately $40.9 million in principal amount of new senior secured notes due in 2029 (the â€œNew Senior Secured Notesâ€), and (iii) Exchange Warrants to purchase an aggregate of approximately 2.1 million shares of Common Stock. Â Prior to the closing with the Exchanging Noteholders on November 6, 2024, we had previously completed discounted repurchases of an aggregate of $55.5 million principal amount of the 2025 Convertible Notes during the second and third quarters of 2024 for a combination of cash and equity. In the aggregate, in connection with all of the transactions to restructure the 2025 Convertible Notes, including the Short-Term Loan Agreement entered into on June 28, 2024, we issued approximately 2.9 million shares of Common Stock and Warrants to purchase an aggregate of approximately 3.0 million shares of Common Stock. Â As of the date of this prospectus, affiliates of two of the Exchanging Noteholders, Golden Harbor Ltd. and North Sound Partners, may be deemed to beneficially own more than 5% of our outstanding Common Stock. James B. Avery, a member of our Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of Golden Harbor Ltd. Â New Senior Secured Notes Â The New Senior Secured Notes bear interest at 9.0% per annum, to be paid in cash, in arrears, on a semi-annual basis, and will have a maturity date of May 1, 2029. The documentation of the New Senior Secured Notes includes a Base Indenture (the â€œBase Indentureâ€) and Supplemental Indenture (the â€œSupplemental Indentureâ€ and, collectively with the Base Indenture, the â€œNew Senior Secured Notes Indentureâ€) entered into by us and certain of our subsidiaries, as guarantors (the â€œGuarantorsâ€) and a Pledge and Security Agreement (the â€œSecurity Agreementâ€), pursuant to which the New Senior Secured Notes are secured by a first priority lien on substantially all our assets. Â Â Pursuant to the terms of the New Senior Secured Notes Indenture, we may redeem all or part of the New Senior Secured Notes at any time prior to May 1, 2029 at a redemption price equal to 100% of the principal amount of the New Senior Secured Notes to be redeemed plus the present value at such redemption of the sum of all required interest payments from such redemption date through May 1, 2029, plus accrued and unpaid interest on such New Senior Secured Note to, but excluding, the redemption date. Â Â If we experience a fundamental change (as defined in the New Senior Secured Notes Indenture), the holders of the New Senior Secured Notes will have the right to require us to repurchase the New Senior Secured Notes at a purchase price equal to the greater of (i) the amount that would be paid to redeem the New Senior Secured Notes as if the date of the repurchase was the redemption date and (ii) 101% of the principal amount thereof, plus accrued and unpaid interest, if any, to, but excluding, the date of such repurchase. Â Â Â Â 2Â Â Â The New Senior Secured Notes Indenture contains covenants customary for such senior secured debt, which put certain restrictions on our or the Guarantorsâ€™ ability to incur liens, sell or transfer assets, incur other indebtedness, pay dividends, make investments, enter into transactions with affiliates, make other distributions or payments on account of any redemption, retirement or purchase of any capital stock or pay certain other indebtedness. Â The New Senior Secured Notes Indenture also provides for customary events of default (subject in certain cases to customary grace and cure periods), which include payment defaults, a failure to pay certain judgments and certain events of bankruptcy and insolvency. These events of default are subject to a number of important qualifications, limitations and exceptions that are described in the New Senior Secured Notes Indenture. Â Short-Term Loan Agreement Â On June 28, 2024, we entered into the Short-Term Loan Agreement with South Ocean Funding, LLC (â€œSouth Oceanâ€), North Sound Ventures, LP (â€œNorth Sound Venturesâ€) and Philip Brace, as lenders (the â€œLendersâ€), pursuant to which we borrowed the principal amount of $19.5 million, which amount was used to partially fund our repurchase of certain of the 2025 Convertible Notes. In connection with the closing of the Disposition in November 2024, the Company repaid all remaining amounts outstanding under the Short-Term Loan Agreement, including an exit fee equal to 4.0% of the aggregate principal amount. Â Warrants Â In connection with entering into the Short-Term Loan Agreement, we issued to the Lenders the Loan Warrants to purchase an aggregate of 550,000 shares of Common Stock. The Loan Warrants have an exercise price of $12.12 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The Loan Warrants will expire four years from the date of issuance and are exercisable on a cash basis, and contain customary registration rights with respect to the shares of Common Stock issuable upon exercise of the Loan Warrants. Â As of the date of this prospectus, affiliates of each of South Ocean and North Sound Ventures may be deemed to beneficially own more than 5% of our outstanding Common Stock, and Philip Brace is our Executive Chairman. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of South Ocean. Â Registration Rights Â In connection with the transactions described above, we agreed to file the registration statement of which this prospectus forms a part, to register the resale of the shares of Common Stock issued pursuant to the Exchange Transactions and the shares of Common Stock issuable upon exercise of the Loan Warrants and the Exchange Warrants. Â The shares being offered for resale in this prospectus represent a substantial percentage of the total outstanding shares of our Common Stock as of December 19, 2024. Assuming the issuance of all of the shares being registered for resale pursuant to this prospectus, the shares would represent approximately 39.8% of the outstanding Common Stock as of December 11, 2024. The sale of the shares, or the perception that these sales could occur, pursuant to this prospectus, could result in a significant decline in the public trading price of our Common Stock. Â Summary Risk Factors Â Our business is subject to numerous risks and uncertainties, including those highlighted in the section titled â€œRisk Factors,â€ that represent challenges that we face in connection with the successful implementation of our strategy and the growth of our business. In particular, the following risks, among others, may offset our competitive strengths or have a negative effect on our business strategy, which could cause a decline in the price of the Common Stock and result in a loss of all or a portion of your investment: Â Â Â Â 3Â Â Â Risks Related to Our Outstanding Debt Â Â·Our debt service requirements are significant, and we may not have sufficient cash flow from our business to pay our substantial debt. Â Â·Our future capital needs are uncertain, and we may need to raise additional funds in the future. We may not be able to raise such additional funds on acceptable terms or at all. Â Â·We are required to comply with certain financial and other covenants under our Credit Agreement (as defined below) and, if we fail to meet those covenants or otherwise suffer a default thereunder, our lender may accelerate the payment of such obligations. Â Risks Related to Our Ability to Generate Revenues Â Â·We depend upon two customers for a substantial portion of our revenues, and our business would be negatively affected by an adverse change in our dealings with either of these customers. Â Â·We may not be able to retain and increase sales to our existing customers, which could negatively impact our financial results. Â Â·Loss of, or a significant reduction in business from, one or more significant customers could adversely affect our revenue and profitability. Â Â·The FWA market may take longer to materialize than we expect or, if it does materialize rapidly, we may not be able to meet the development schedule and other customer demands. Â Â·The marketability of our products may suffer if wireless telecommunications operators do not deliver acceptable wireless services. Â Â·If customers do not adopt our software, we may not be able to monetize these software assets and realize a key part of our growth and profitability strategy. Â Â·The market for the products and services that we offer is rapidly evolving and highly competitive. We may be unable to compete effectively. Â Â·If we fail to develop and maintain strategic relationships, we may not be able to penetrate new markets. Â Â·If we fail to develop and timely introduce new products and services or enter new markets for our products and services successfully, we may not achieve our revenue targets, or we may lose key customers or sales and our business could be harmed. Â Risks Related to Developing, Manufacturing and Delivering Our Solutions Â Â·We rely on third parties to manufacture and warehouse many of our products, which exposes us to a number of risks and uncertainties outside our control. Â Â·We depend on sole source suppliers for some components used in our products. The availability and sale of those services would be harmed if any of these suppliers is not able to meet our demand and alternative suitable products are not available on acceptable terms, or at all. Â Â Â Â 4Â Â Â Â·Natural disasters, public health crises, political crises and other catastrophic events or other events outside of our control could damage our facilities or the facilities of third parties on which we depend, and could impact consumer spending. Â Â·If disruptions in our transportation network occur or our shipping costs substantially increase, we may be unable to sell or timely deliver our products, and our operating expenses could increase. Â Â·We may be unable to adequately control the costs or maintain adequate supply of components and raw materials associated with our operations. Â Â·If we do not effectively manage our sales channel inventory and product mix, we may incur costs associated with excess inventory, or lose sales from having too few products. Â Â·Product liability, product replacement or recall costs could adversely affect our business and financial performance. Â Â·We rely on third-party software and other intellectual property to develop and provide our solutions and significant increases in licensing costs or defects in third-party software could harm our business. Â Â·Our solutions integrate with third-party technologies and if our solutions become incompatible with these technologies, our solutions would lose functionality and our customer acquisition and retention could be adversely affected. Â Â·Our software may contain undetected errors, defects or other software problems, and if we fail to correct any defect or other software problems, we could lose customers or incur significant costs, which could result in damage to our reputation or harm to our operating results. Â Â·Our â€œover-the-airâ€ transmission of firmware updates could permit a third party to disable our customersâ€™ in-vehicle devices or introduce malware into our customersâ€™ in-vehicle devices, which could expose us to widespread loss of service and customer claims. Â Legal and Regulatory Risks Â Â·Evolving regulations and changes in applicable laws relating to data privacy may increase our expenditures related to compliance efforts or otherwise limit the solutions we can offer, which may harm our business and adversely affect our financial condition. Â Â·Enhanced United States fiscal, tax and trade restrictions and executive and legislative actions could adversely affect our business, financial condition, and results of operations. Â Â·The increasing focus on environmental sustainability and social initiatives could increase our costs, harm our reputation and adversely impact our financial results. Â Â·An assertion by a third party that we are infringing its intellectual property could subject us to costly and time-consuming litigation or expensive licenses and our business could be harmed. Â Â·If we are unable to protect our intellectual property and proprietary rights, our competitive position and our business could be harmed. Â Â Â Â 5Â Â Â Risks Related to International Operations Â Â·Due to the global nature of our operations, we are subject to political and economic risks of doing business internationally. Â Â·Weakness or deterioration in global economic conditions or jurisdictions where we have significant foreign operations could have a material adverse effect on our results of operations and financial condition. Â Â·Weakness or deterioration in global political conditions where we have significant business interests could have a material adverse effect on our business, results of operations and financial condition. Â Â·Fluctuations in foreign currency exchange rates could adversely affect our results of operations. Â Â·Unionization efforts in certain countries in which we operate could materially increase our costs or limit our flexibility. Â Â·Our international operations may increase our exposure to potential liability under anti-corruption, trade protection, tax and other laws and regulations. Â Â·A governmental challenge to our transfer pricing policies or practices could impose significant costs on us. Â Risks Related to Business Development Activities Â Â·We may acquire companies and businesses, and/or divest assets or businesses. The completion of acquisition or divestiture transactions could have an adverse effect on our financial condition. Â Â·If our goodwill and acquired intangible assets become impaired, we may be required to record a significant charge to earnings. Â Risks Related to Owning Our Securities Â Â·Our share price has been highly volatile in the past and could be highly volatile in the future. Â Â·Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited Â Â·The price of our stock may be vulnerable to manipulation, including through short sales. Â Â·Future issuances of Common Stock upon exercise of the Warrants, or settlements of any conversion obligations with respect to the 2025 Notes, may result in dilution to existing stockholders, lower prevailing market prices for our Common Stock or require a significant cash outlay. Â Â·Ownership of our Common Stock is concentrated, and as a result, certain stockholders may exercise significant influence over the Company. Â Â·Our outstanding Series E Preferred Stock or future equity offerings could adversely affect the holders of our Common Stock in some circumstances. Â Â·We do not currently intend to pay dividends on our Common Stock, and, consequently, your ability to achieve a return on your investment will depend on appreciation, if any, in the price of our Common Stock. Â Â·Our restated certificate of incorporation and restated bylaws and Delaware law could prevent a takeover that stockholders consider favorable and could also reduce the market price of our stock. Â Â Â Â 6Â Â Â Â·If financial or industry analysts do not publish research or reports about our business, or if they issue negative or misleading evaluations of our stock, our stock price and trading volume could decline. Â Â·If we fail to maintain an effective system of internal controls over financial reporting, we may not be able to report our financial results timely and accurately, which could adversely affect investor confidence in us, and in turn, our results of operations and our stock price. Â Â·If the accounting estimates we make, and the assumptions on which we rely, in preparing our financial statements prove inaccurate, our actual results may be adversely affected. Â Â·Changes to the accounting systems or new accounting system implementations may be ineffective or cause delays in our ability to record transactions and/or provide timely financial results. Â Â·Any changes to existing accounting pronouncements or taxation rules or practices may cause adverse fluctuations in our reported results of operations or affect how we conduct our business. Â Â·Our quarterly operating results have fluctuated in the past and may fluctuate in the future, which could cause declines or volatility in the price of our Common Stock. Â General Risk Factors Â Â·We may not be able to maintain and expand our business if we are not able to hire, retain and manage additional qualified personnel. Â Â Â Â Â·Our business may be adversely affected by unfavorable macroeconomic conditions Â Â Â Â Â·Adverse economic conditions or reduced spending on information technology solutions may adversely impact our revenue and profitability. Â Â Â Â Â·We may be exposed to risks related to litigation and administrative proceedings that could materially and adversely affect our business, results of operations and financial condition. Â Corporate Information Â We are a Delaware corporation formed in 2016 as the successor to Novatel Wireless, Inc., a Delaware corporation formed in 1996, resulting from an internal reorganization that was completed in November 2016. Our principal executive office is located at 9710 Scranton Road, Suite 200, San Diego, CA 92121, and our telephone number at that location is (858) 812-3400. Our Common Stock trades on The NASDAQ Global Select Market under the trading symbol â€œINSG.â€ Our website address is https://www.inseego.com. Information contained on our website is not a part of this prospectus, and the inclusion of our website address in this prospectus is an inactive textual reference only. Â Smaller Reporting Company Â We are a â€œsmaller reporting companyâ€ as defined in ItemÂ 10(f)(1)Â of RegulationÂ S-K.Â Smaller reporting companies may take advantage of certain reduced disclosure obligations, including, among other things, providing only twoÂ years of audited financial statements. We will remain a smaller reporting company until the lastÂ day of the fiscal year in which (i)Â the market value of our common equity held by non-affiliates exceeds $250Â million as of the last businessÂ day of the most recently completed second fiscal quarter or (ii)Â the market value of our common equity held by non-affiliates exceeds $700Â million as of the last businessÂ day of the most recently completed second fiscal quarter and our annual revenue in the most recent fiscal year completed before the last businessÂ day of such second fiscal quarter exceeded $100Â million. To the extent we take advantage of such reduced disclosure obligations, it may make comparison of our financial statements with other public companies difficult or impossible. Â Â Â Â 7Â Â Â THE OFFERING Â The Registering Stockholders identified in this prospectus are offering on a resale basis a total of 5,956,241 shares of Common Stock, consisting of (i) up to an aggregate of 2,937,937 shares of Common Stock that were issued to certain of the Registering Stockholders, and up to an aggregate of 2,468,304 shares of Common Stock that are issuable upon exercise of Exchange Warrants that were issued to certain of the Registered Holders, in each case in connection with the exchange by such Registering Stockholders of the 2025 Convertible Notes previously held by them, and (ii) up to an aggregate of 550,000 shares of Common Stock that are issuable upon exercise of Loan Warrants that were issued to certain of the Registering Stockholders in connection with the Short-Term Loan Agreement. Â Issuer Â Inseego Corp. Â Â Â Shares of Common Stock offered by the Registering Stockholders Â Up to 5,956,241 shares of Common Stock. Â Â Â Common Stock outstanding Â 14,959,594 shares (as of December 11, 2024). Â Â Â Use of proceeds Â We will not receive any proceeds from the sale of the shares of Common Stock by the Registering Stockholders.Â Â Assuming the subsequent exercise of all of the Warrants for cash, we will receive an aggregate ofÂ approximately $38.0Â million in gross proceeds from the exercise of the Warrants. However, no assurance can be given that the Warrants will ever be exercised.Â Â We intend to use any proceeds received by us from the cash exercise of the Warrants, if any, for working capital, potential future acquisitions of complementary businesses, products, services or technologies, and general corporate purposes.Â Â However, we have no current understandings, agreements or commitments for any specific material acquisitions at this time. We will have broad discretion over the use of any proceeds from the exercise of the Warrants. Our ability to continue funding our existing and future operations is not dependent upon receiving cash proceeds from the exercise of any Warrants.Â Â See â€œUse of Proceeds.â€ Â Â Â NASDAQ ticker symbol Â â€œINSGâ€ Â The number of shares of Common Stock outstanding as of December 11, 2024 excludes the following: Â Â Â· 251,425 shares of Common Stock issuable upon the exercise of outstanding options under our 2018 Omnibus Incentive Compensation Plan (the â€œ2018 Planâ€); Â Â Â Â Â· 1,112,779 shares of Common Stock issuable upon settlement of restricted stock units granted under the 2018 Plan; Â Â Â Â Â· 2,578,838 shares of Common Stock reserved for future issuance under the 2018 Plan; Â Â Â Â Â· 500,000 shares of Common Stock reserved for future issuance under our Amended and Restated 2000 Employee Stock Purchase Plan; Â Â Â Â Â· 3,018,304 shares of Common Stock issuable upon exercise of outstanding Warrants) at exercise prices ranging from $11.03 to $15.77; and Â Â Â Â Â· 118,546 shares of Common Stock issuable upon conversion of the outstanding 2025 Convertible Notes, at a conversion price of approximately $126.12 per share. Â Â Â 8Â Â Â RISK FACTORS Â Investing in our securities

involves risks. Before you make a decision to buy our securities, in addition to the risks and uncertainties discussed above under the section titled â€œCautionary NoteÂ Regarding Forward-Looking Statements,â€ you should carefully consider the specific risks set forth herein. If any of these risks actually occur, it may materially harm our business, financial condition, liquidity and results of operations. As a result, the market price of our securities could decline, and you could lose all or part of your investment. Additionally, the risks and uncertainties described in this prospectus are not the only risks and uncertainties that we face. Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may become material and adversely affect our business. Â RISKS RELATED TO OUR OUTSTANDING DEBT Â Our debt service requirements are significant, and we may not have sufficient cash flow from our business to pay our substantial debt. Â The outstanding principal amount of our 2025 Convertible Notes at SeptemberÂ 30, 2024 was $106.8Â million. The 2025 Convertible Notes have a maturity date of May 1, 2025. As disclosed elsewhere in this prospectus, subsequent to SeptemberÂ 30, 2024 we completed the additional exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes for, among other things, approximately $40.9 million in principal amount of New Senior Secured Notes. Â Our ability to make scheduled payments on, or to refinance our indebtedness, depends on our future performance, which is subject to economic, financial, competitive and other factors beyond our control. Our business may not generate cash flow from operations in the future sufficient to service our debt and other fixed charges, fund working capital needs and make necessary capital expenditures. If we are unable to generate such cash flow, we may be required to adopt one or more alternatives, such as selling assets, refinancing or restructuring debt or obtaining additional equity capital on terms that may be onerous or dilutive. Our ability to refinance or restructure our indebtedness will depend on the condition of the capital markets and our financial condition at such time. We may not be able to engage in any of these activities or engage in these activities on favorable terms, which could result in a default on our debt obligations. Any default under such indebtedness could have a material adverse effect on our business, results of operations and financial condition. Â Our future capital needs are uncertain, and we may need to raise additional funds in the future. We may not be able to raise such additional funds on acceptable terms or at all. Â We may need to raise substantial additional capital in the future to refinance our indebtedness, fund our operations, develop and commercialize new products and solutions or acquire companies. If we require additional funds in the future, we may not be able to obtain those funds on acceptable terms, or at all. If we raise additional funds by issuing equity securities, our stockholders may experience dilution. Debt financing, if available, may involve covenants restricting our operations or our ability to incur additional debt. Any debt or additional equity financing that we raise may contain terms that are not favorable to us or our stockholders. In addition, restrictions in our existing debt agreements may limit the amount and/or type of indebtedness that we are able to incur. Â If we do not have, or are not able to obtain, sufficient funds, we may have to delay development or commercialization of our products and solutions, liquidate some or all of our assets, or delay, reduce the scope of or eliminate some or all of our sales and marketing expansion programs. Any of these actions could harm our operating results. Â Â Â Â 9Â Â Â We are required to comply with certain covenants under the terms of our New Senior Secured Notes and, if we fail to meet those covenants or otherwise suffer a default thereunder, our lenders may accelerate the payment of such obligations. Â The Indenture that sets forth the terms of the New Senior Secured Notes (the â€œNew Notes Indentureâ€) contains covenants which put certain restrictions on our ability to incur liens, sell or transfer assets, incur other indebtedness, pay dividends, make investments, enter into transactions with affiliates, make other distributions or payments on account of any redemption, retirement or purchase of any capital stock or pay certain other indebtedness. The restrictions in the New Notes impose operating and financial restrictions on us and may limit our ability to compete effectively, take advantage of new business opportunities or take other actions that may be in our, or our stockholdersâ€™, best interests. Further, various risks and uncertainties may impact our ability to comply with our obligations under the New Notes Indenture. Our obligations under the New Senior Secured Notes are secured by a continuing security interest in all property (other than certain excluded collateral) of the Company and each of the borrower parties. Â Our inability to comply with any of the provisions of the New Notes Indenture could result in a default under the New Notes Indenture. If such a default under the New Notes Indenture occurs, the lenders may elect to demand payment in full of all or any portion of our obligations under the New Senior Secured Notes and, among other remedies, foreclose on our assets. The occurrence of any of these events could have a material adverse effect on our business, financial condition, results of operations and liquidity. Â RISKS RELATED TO OUR ABILITY TO GENERATE REVENUES Â We depend upon two customers for a substantial portion of our revenues, and our business would be negatively affected by an adverse change in our dealings with either of these customers. Â Sales to Verizon Wireless and T-Mobile collectively accounted for 59% and 67% of our consolidated net revenues for the years ended December 31, 2023 and 2022, respectively. Revenues from T-Mobile generated through our wireless subscriber management solution (Inseego Subscribe) makes up a significant portion of our Services and other revenue. While we have accelerated our engagements with prospective new customers and continue to focus on growing revenue in other parts of our business, we expect that Verizon Wireless and T-Mobile will continue to account for a substantial portion of our net revenues, and any impairment of our relationship or reduction in our services with Verizon Wireless or T-Mobile would adversely affect our business and financial position. Additionally, any change in the forecasted or actual product sell-through of Verizon Wireless or T-Mobile could have a detrimental impact on our revenue, bottom line and cash position. Â We may not be able to retain and increase sales to our existing customers, which could negatively impact our financial results. Â We generally seek to license our software and enterprise solutions pursuant to customer agreements with multi-year terms and subscriptions. However, our customers have no obligation to renew these agreements after their initial terms expire. We also actively seek to sell additional solutions to our existing customers. If our efforts to satisfy our existing customers are not successful, we may not be able to retain them or sell additional functionality to them and, as a result, our revenue and ability to grow could be adversely affected. Customers may choose not to renew their subscriptions for many reasons, including the belief that our service is not required for their business needs or is otherwise not cost-effective, a desire to reduce discretionary spending, or a belief that our competitorsâ€™ services provide better value. Additionally, our customers may not renew for reasons entirely out of our control, such as the dissolution of their business or an economic downturn in their industry. A significant increase in our churn rate would have an adverse effect on our business, financial condition, and operating results. Â Â Â Â 10Â Â Â Â A part of our growth strategy is to sell additional new features and solutions to our existing customers. Our ability to sell new features to customers will depend in significant part on our ability to anticipate industry evolution, practices and standards and to continue to enhance existing solutions or introduce or acquire new solutions on a timely basis to keep pace with technological developments both within our industry and in related industries, and to remain compliant with any regulations mandated by federal agencies or state-mandated or foreign government regulations as they pertain to our customers. However, we may prove unsuccessful either in developing new features or in expanding the third-party software and products with which our solutions integrate. In addition, the success of any enhancement or new feature depends on several factors, including the timely completion, introduction and market acceptance of the enhancement or feature. Any new solutions we develop or acquire might not be introduced in a timely or cost-effective manner and might not achieve the broad market acceptance necessary to generate significant revenue. If any of our competitors implement new technologies before we are able to implement them or better anticipate the innovation and integration opportunities in related industries, those competitors may be able to provide more effective or cheaper solutions than ours. Â Loss of, or a significant reduction in business from, one or more significant customers could adversely affect our revenue and profitability. Â Loss of one or more of our larger customers could result in a meaningful decrease in revenue and profitability. If we lose one or more large enterprise or government customers, or if we experience a significant reduction in business from one or more large enterprise or government customers, there is no assurance that we would be able to replace those customers to generate comparable revenue over a short time period, which could harm our operating results and profitability. Â The FWA market may take longer to materialize than we expect or, if it does materialize rapidly, we may not be able to meet the development schedule and other customer demands. Â The FWA market and its emerging standards is continuing to develop, and this market may not see as much growth as we expect or this growth may take longer to materialize than we expect which could delay important commercial network launches. If the market does materialize at a rapid pace, we may have difficulties meeting aggressive timing expectations of our current customers and getting our products to market on time to meet the demands of our customers. The FWA market requires us to design routers and antennas that meet certain technical specifications, and we may have difficulties meeting the market and any further technical specifications and timelines. Additionally, our target customers have no guarantee that the configurations of their respective target products will be successful or that they can reach the appropriate target client base to provide a positive return on the research and development investments we are making in the FWA market. While we believe that 5G technology will provide expanded use cases and opportunities and that we are strategically placed to realize these opportunities, the development of our products and our portfolio may not prove to be as successful as we expect. Â The marketability of our products may suffer if wireless telecommunications operators do not deliver acceptable wireless services. Â The success of our business depends, in part, on the capacity, affordability, reliability and prevalence of wireless data networks provided by wireless telecommunications operators and on which our products and solutions operate. Currently, various wireless telecommunications operators sell our products in connection with the sale of their wireless data services to their customers. Growth in demand for wireless data access may be limited if, for example, wireless telecommunications operators cease or materially curtail operations, fail to offer services that customers consider valuable at acceptable prices, fail to maintain sufficient capacity to meet demand for wireless data access, delay the expansion of their wireless networks and services, fail to offer and maintain reliable wireless network services or fail to market their services effectively. Â Â Â Â 11Â Â Â Â If customers do not adopt our software, we may not be able to monetize these software assets and realize a key part of our growth and profitability strategy. Â A key part of our business strategy is to increase customer adoption of our software, including Inseego Connect and SD EDGE. If the markets relating to network software solutions do not develop as we anticipate, or if we are unable to commercialize, increase market awareness and gain adoption of our software and services within those markets, revenue from our software may not grow. We have a limited history in commercializing and selling these software solutions and we continue to build out the capability of our software portfolio. Moreover, the market and competitive landscape for these solutions is dynamic, and it is difficult to predict important trends, including the potential growth, if any, of this market. If the market for these software solutions does not evolve in the way we anticipate or if customers do not adopt our software, a part of our strategy for growth would be adversely affected and our financial results may suffer. Â The market for the products and services that we offer is rapidly evolving and highly competitive. We may be unable to compete effectively. Â The market for the products and services that we offer is rapidly evolving and highly competitive. We expect competition to continue to increase and intensify, especially in the 5G market. Many of our competitors or potential competitors have significantly greater financial, technical, operational and marketing resources than we do. These competitors, for example, may be able to respond more rapidly or more effectively than we can to new or emerging technologies, changes in customer requirements, supplier-related developments, or a shift in the business landscape. They also may devote greater or more effective resources than we do to the development, manufacture, promotion, sale, and post-sale support of their respective products and services. Â Many of our current and potential competitors have more extensive customer bases and broader customer, supplier and other industry relationships that they can leverage to establish competitive dealings with many of our current and potential customers. Some of these companies also have more established and larger customer support organizations than we do. In addition, these companies may adopt more aggressive pricing policies or offer more attractive terms to customers than they currently do, or than we are able to do. They may bundle their competitive products with broader product offerings and may introduce new products, services and enhancements. Current and potential competitors might merge or otherwise establish cooperative relationships among themselves or with third parties to enhance their products, services or market position. In addition, at any time any given customer or supplier of ours could elect to enter our then existing line of business and thereafter compete with us, whether directly or indirectly. As a result, it is possible that new competitors or new or otherwise enhanced relationships among existing competitors may emerge and rapidly acquire significant market share to the detriment of our business. Â Our current competitors include: Â Â·Mobile broadband â€“ Companies such as Netgear, Franklin Wireless, TCL and ZTE Â Â·Fixed wireless access â€“ Companies such as Nokia, Cradlepoint, ZTE, Huawei and Cisco Â We expect our competitors to continue to improve the features and performance of their current products and to introduce new products, services and technologies which, if successful, could reduce our sales and the market acceptance of our products, generate increased price competition and make our products obsolete. For our products to remain competitive, we must, among other things, continue to invest significant resources (financial, human and otherwise) in, among other things, research and development, sales and marketing, and customer support. We cannot be sure that we will have or will continue to have sufficient resources to make these investments or that we will be able to make the technological advances in the marketplace, meet changing customer requirements, achieve market acceptance and respond to our competitorsâ€™ products. Â Â Â Â 12Â Â Â Â If we fail to develop and maintain strategic relationships, we may not be able to penetrate new markets. Â A key element of our business strategy is to penetrate new markets by developing new service offerings through strategic relationships with industry participants, including cellular carriers, distributors and channel partners. We are currently investing, and plan to continue to invest, significant resources to develop these relationships. We believe that our success in penetrating new markets for our products will depend, in part, on our ability to develop and maintain these relationships and to cultivate additional or alternative relationships. There can be no assurance, however, that we will be able to develop additional strategic relationships, that existing relationships will survive and successfully achieve their purposes or that the companies with whom we have strategic relationships will not form competing arrangements with others or determine to compete with us. Â If we fail to develop and timely introduce new products and services or enter new markets for our products and services successfully, we may not achieve our revenue targets, or we may lose key customers or sales and our business could be harmed. Â The development of new products and services can be difficult, time-consuming and costly. There are inherent risks and uncertainties associated with offering new products and services, especially when new markets are not fully developed, related technology standards are not mature, or when the laws and regulations regarding a new product or solution are not mature. Factors outside of our control, such as developing laws and regulations, regulatory orders, competitive product offerings and changes in commercial and consumer demand for products or services may also materially impact the successful implementation of new products or services. As we introduce new products or solutions, our current customers may not require or desire the features of these new offerings and may not purchase them or might purchase them in smaller quantities than we had expected. We may face similar risks that our products or solutions will not be accepted by customers as we enter new markets for our solutions. Â Further, as part of our business, we may enter into contracts with some customers in which we would agree to develop products or solutions that we would sell to such customers. Our ability to generate future revenue and operating income under any such contracts would depend upon, among other factors, our ability to timely and profitably develop products or solutions that can be cost-effectively deployed and that meet required design, technical and performance specifications. Â If we are unable to successfully manage these risks or meet required delivery specifications or deadlines in connection with one or more of our key contracts, we may lose key customers or orders and our business could be harmed. Â RISKS RELATED TO DEVELOPING, MANUFACTURING AND DELIVERING OUR SOLUTIONS Â We rely on third parties to manufacture and warehouse many of our products, which exposes us to a number of risks and uncertainties outside our control. Â We currently outsource the manufacturing of many of our products to companies including Foxconn, Inventec Appliances Corporation and AsiaTelco Technologies Co. If one of these third-party manufacturers were to experience delays, disruptions, capacity constraints or quality control problems in its manufacturing operations, product shipments to our customers could be delayed or rejected or our customers could consequently elect to change product demand or cancel the underlying subscription or service. These disruptions would negatively impact our revenues, competitive position and reputation. Further, if we are unable to manage successfully our relationship with a manufacturer, the quality and availability of products used in our services and solutions may be harmed. None of our third-party manufacturers are obligated to supply us with a specific quantity of products, except as may be provided in a particular purchase order that we have submitted to, and that has been accepted by, such third-party manufacturer. Our third-party manufacturers could, under some circumstances, decline to accept new purchase orders from us or otherwise reduce their business with us. If a manufacturer stopped manufacturing our products for any reason or reduced manufacturing capacity, we may be unable to replace the lost manufacturing capacity on a timely and comparatively cost-effective basis, which would adversely impact our operations. In addition, we generally do not enter into long-term contracts with our manufacturers. As a result, we are subject to price increases due to availability, and subsequent price volatility, in the marketplace of the components and materials needed to manufacture our products. If a third-party manufacturer were to negatively change the product pricing and other terms under which it agrees to manufacture for us and we were unable to locate a suitable alternative manufacturer, our manufacturing costs could increase. Â Â Â Â 13Â Â Â Â Because we outsource the manufacturing of our products, the cost, quality and availability of third-party manufacturing operations is essential to the successful production and sale of our products. Our reliance on third-party manufacturers exposes us to a number of risks which are outside our control, including: Â Â·unexpected increases in manufacturing costs; Â Â·interruptions in shipments if a third-party manufacturer is unable to complete production in a timely manner; Â Â·inability to control quality

of finished products; Â Â·inability to control delivery schedules; Â Â·inability to control production levels and to meet minimum volume commitments to our customers; Â Â·inability to control manufacturing yield; Â Â·inability to maintain adequate manufacturing capacity; and Â Â·inability to secure adequate volumes of acceptable components at suitable prices or in a timely manner. Â Although we promote ethical business practices and our operations personnel periodically visit and monitor the operations of our manufacturers, we do not control the manufacturers or their labor and other legal compliance practices. If our current manufacturers, or any other third-party manufacturer which we may use in the future, violate U.S. or foreign laws or regulations, we may be subjected to extra duties, significant monetary penalties, adverse publicity, the seizure and forfeiture of products that we are attempting to import or the loss of our import privileges. The effects of these factors could render the conduct of our business in a particular country undesirable or impractical and have a negative impact on our operating results. Â We depend on sole source suppliers for some components used in our products. The availability and sale of those services would be harmed if any of these suppliers is not able to meet our demand and alternative suitable products are not available on acceptable terms, or at all. Â Our services use hardware and software from various third parties, some of which are procured from single suppliers. For example our MiFi mobile hotspots and fixed wireless access devices rely substantially on chipsets from Qualcomm. From time to time, certain components used in our products or solutions have been in short supply or their anticipated commercial introduction has been delayed or their availability has been interrupted for reasons outside our control. If there is a shortage or interruption in the availability to us of any such components and we cannot timely obtain a commercially and technologically suitable substitute or make sufficient and timely design or other modifications to permit the use of such a substitute component, we may not be able to timely deliver sufficient quantities of our products or solutions to satisfy our contractual obligations and may not be able to meet particular revenue expectations. Moreover, even if we timely locate a substitute part or product, but its price materially exceeds the original cost of the component or product, then our results of operations could be adversely affected. Â Â Â Â Â 14Â Â Â Natural disasters, public health crises, political crises and other catastrophic events or other events outside of our control could damage our facilities or the facilities of third parties on which we depend, and could impact consumer spending. Â Our corporate offices in San Diego, California and the facilities of our third-party contract manufacturers are exposed to various natural hazards, including earthquake, fire, severe weather and landslides. If any of our facilities or the facilities of our third-party service providers, dealers or partners is affected by natural disasters, such as earthquakes, tsunamis, wildfires, power shortages, floods, public health crises (such as pandemics and epidemics), political crises (such as terrorism, war, political instability or other conflict) or other events outside our control, including a cyberattack, our critical business or IT systems could be destroyed or disrupted and our ability to conduct normal business operations and our revenues and operating results could be adversely affected. Moreover, these types of events could negatively impact consumer spending in the impacted regions or, depending upon the severity, globally, which could adversely impact our operating results. Â If disruptions in our transportation network occur or our shipping costs substantially increase, we may be unable to sell or timely deliver our products, and our operating expenses could increase. Â We are highly dependent upon the transportation systems we use to ship our products, including surface and air freight. Our attempts to closely match our inventory levels to our product demand intensify the need for our transportation systems to function effectively and without delay. The transportation network is subject to disruption or congestion from a variety of causes, including labor disputes or port strikes, acts of war or terrorism, natural disasters, pandemics like COVID-19 and congestion resulting from higher shipping volumes. Labor disputes among freight carriers and at ports of entry are common, particularly in Europe, and we expect labor unrest and its effects on shipping our products to be a continuing challenge for us. A port worker strike, work slow-down or other transportation disruption could significantly disrupt our business. Additionally, our international freight is regularly subjected to inspection by governmental entities. If our delivery times increase unexpectedly for these or any other reasons, our ability to deliver products on time would be materially adversely affected and result in delayed or lost revenue as well as customer-imposed penalties. In addition, if increases in fuel prices continue to occur, our transportation costs would likely increase. Moreover, the cost of shipping our products by air freight is greater than other methods. From time to time in the past, we have shipped products using extensive air freight to meet unexpected spikes in demand, shifts in demand between product categories, to bring new product introductions to market quickly and to timely ship products previously ordered. If we rely more heavily upon air freight to deliver our products, our overall shipping costs will increase. A prolonged transportation disruption or a significant increase in the cost of freight could severely disrupt our business and harm our operating results. Â We may be unable to adequately control the costs or maintain adequate supply of components and raw materials associated with our operations. Â From time to time, we may experience increases in the cost or a sustained interruption in the supply or shortage of components or raw materials associated with our operations. We expect to incur significant costs related to procuring raw materials required to manufacture and assemble our products. The prices for and availability of these raw materials fluctuate depending on factors beyond our control. For example, our business depends on the continued supply of semiconductor chips, which are integral components for our 5G and 4G products. A global semiconductor supply shortage is having wide-ranging effects across the technology industry and may negatively impact the supply of semiconductors needed for our testing and production timeline. Â Any reduced availability of these raw materials or substantial increases in the prices for such materials may increase the cost of our components and consequently, the cost of our products. There can be no assurance that we will be able to recoup increasing costs of our components by increasing prices, which in turn could have a material adverse impact on our financial condition, results of operations and cash flows. Â We continue to work closely with suppliers and customers to minimize the potential adverse impact of the semiconductor supply shortage and monitor the availability of semiconductor chips and other component parts and raw materials. However, if we are not able to mitigate the semiconductor shortage impact, any direct or indirect supply chain disruptions may have a material adverse impact on our financial condition, results of operations and cash flows. Â Â Â Â 15Â Â Â If we do not effectively manage our sales channel inventory and product mix, we may incur costs associated with excess inventory, or lose sales from having too few products. Â If we are unable to properly monitor and manage our sales channel inventory and maintain an appropriate level and mix of products with our distributors and within our sales channels, we may incur increased and unexpected costs associated with this inventory. We determine production levels based on our forecasts of demand for our products. Actual demand for our products depends on many factors, which makes it difficult to forecast. We have experienced differences between our actual and our forecasted demand in the past and expect differences to arise in the future. If we improperly forecast demand for our products, we could end up with too many products and be unable to sell the excess inventory in a timely manner, if at all, or, alternatively we could end up with too few products and not be able to satisfy demand. This problem is exacerbated because we attempt to closely match inventory levels with product demand leaving limited margin for error. If these events occur, we could incur increased expenses associated with writing off excessive or obsolete inventory, lose sales, incur penalties for late delivery or have to ship products by air freight to meet immediate demand incurring incremental freight costs above the sea freight costs, a preferred method, and suffering a corresponding decline in gross margins. Â Product liability, product replacement or recall costs could adversely affect our business and financial performance. Â We are subject to product liability and product recall claims if any of our products and services are alleged to have resulted in injury to persons or damage to property. If any of our products proves to be defective, we may need to recall and/or redesign them. In addition, any claim or product recall that results in significant adverse publicity may negatively affect our business, financial condition, or results of operations. We maintain product liability insurance, but this insurance may not adequately cover losses related to product liability claims brought against us. We may also be a defendant in class action litigation, for which no insurance is available. Product liability insurance could become more expensive and difficult to maintain and may not be available on commercially reasonable terms, if at all. In addition, we do not maintain any product recall insurance, so any product recall we are required to initiate could have a significant impact on our financial position, results of operations or cash flows. Â We rely on third-party software and other intellectual property to develop and provide our solutions and significant increases in licensing costs or defects in third-party software could harm our business. Â We rely on software and other intellectual property licensed from third parties to develop and offer our solutions. In addition, we may need to obtain future licenses from third parties to use software or other intellectual property associated with our solutions. We cannot assure you that these licenses will be available to us on acceptable terms, without significant price increases or at all. Any loss of the right to use any such software or other intellectual property required for the development and maintenance of our solutions could result in delays in the provision of our solutions until equivalent technology is either developed by us, or, if available from others, is identified, obtained, and integrated, which could harm our business. Any errors or defects in third-party software could result in errors or a failure of our solutions, which could harm our business. Â Our solutions integrate with third-party technologies and if our solutions become incompatible with these technologies, our solutions would lose functionality and our customer acquisition and retention could be adversely affected. Â Our solutions integrate with third-party software and devices to allow our solutions to perform key functions. Errors, viruses or bugs may be present in third-party software that our customers use in conjunction with our solutions. Changes to third-party software that our customers use in conjunction with our solutions could also render our solutions inoperable. Customers may conclude that our software is the cause of these errors, bugs or viruses and terminate their subscriptions. The inability to easily integrate with, or any defects in, any third-party software could result in increased costs, or in delays in software releases or updates to our products until such issues have been resolved, which could have a material adverse effect on our business, financial condition, results of operations, cash flows and future prospects and could damage our reputation. Â Â Â Â 16Â Â Â Our software may contain undetected errors, defects or other software problems, and if we fail to correct any defect or other software problems, we could lose customers or incur significant costs, which could result in damage to our reputation or harm to our operating results. Â Although we warrant that our software will be free of defects for various periods of time, our software platform and its underlying infrastructure are inherently complex and may contain material defects or errors. We must update our solutions quickly to keep pace with the rapidly changing market and the third-party software and devices with which our solutions integrate. We have from time to time found defects in our software and may discover additional defects in the future, particularly as we continue to migrate our product offerings to new platforms or use new devices in connection with our services and solutions. We may not be able to detect and correct defects or errors before customers begin to use our platform or its applications. Consequently, our solutions could contain undetected errors or defects, especially when first introduced or when new versions are released or when new hardware or software is integrated into our solutions. We implement bug fixes and upgrades as part of our regular system maintenance, which may lead to system downtime. Even if we are able to implement the bug fixes and upgrades in a timely manner, any history of defects or inaccuracies in the performance of our software for our customers could result in damage to our reputation or harm to our operating results. Â Our â€œover-the-airâ€ transmission of firmware updates could permit a third party to disable our customersâ€™ in-vehicle devices or introduce malware into our customersâ€™ in-vehicle devices, which could expose us to widespread loss of service and customer claims. Â â€œOver-the-airâ€ transmission of our firmware updates may provide the opportunity for a third party, who has deep inside knowledge of our systems, to modify or disable our customersâ€™ in-vehicle systems or introduce malware into our customersâ€™ in-vehicle systems. No such incidents have occurred to date, but there can be no assurance that they will not occur in the future. Damage to our customersâ€™ in-vehicle devices as a result of such incidents could only be remedied through direct servicing of their installed in-vehicle devices by trained personnel, which would impose a very significant cost on us, particularly if the incidents are widespread. Moreover, such incidents could expose us to widespread loss of service and claims by our customers under various theories of liability, the outcome of which would be uncertain. Third party interference with our over-the-air transmission of firmware, or with our customersâ€™ in-vehicle devices during such process, could materially and adversely affect our business, financial condition and results of operations. Â LEGAL AND REGULATORY RISKS Â Evolving regulations and changes in applicable laws relating to data privacy may increase our expenditures related to compliance efforts or otherwise limit the solutions we can offer, which may harm our business and adversely affect our financial condition. Â Our products and solutions enable us to collect, manage and store a wide range of data. Some of the data we collect or use in our business is subject to data privacy laws, which are complex and increase our cost of doing business. The U.S. federal government and various state governments have adopted or proposed limitations on the collection, distribution and use of personal information. In addition, the California Consumer Privacy Act, which took effect on January 1, 2020, provides new data privacy rights for California consumers, including the right to know what personal information is being collected about them and how it is being used. If our privacy or data security measures fail to comply, or are perceived to fail to comply, with current or future laws and regulations, we may be subject to litigation, regulatory investigations or other liabilities. Â Furthermore, there can be no assurance that our employees, contractors and agents will comply with the policies and procedures we establish regarding data privacy and data security, particularly as we expand our operations through organic growth and acquisitions. While our employees may violate our policies and procedures, we remain responsible for, and obligated to implement, policies and procedures and enter into contracts with service providers that require appropriate protection. Any violations could subject us to civil or criminal penalties, including substantial fines or prohibitions on our ability to offer our products in one or more countries, and could also materially damage our reputation, our brand, our international expansion efforts, our business, results of operations and financial condition. Â Â Â Â 17Â Â Â The transmission of data over the Internet and cellular networks is a critical component of our SaaS business model. Additionally, as cloud computing continues to evolve, increased regulation by federal, state or foreign agencies becomes more likely, particularly in the areas of data privacy and data security. In addition, taxation of services provided over the Internet or other charges imposed by government agencies, or by private organizations for accessing the Internet, may be imposed. Any regulation imposing greater fees for Internet use or restricting information exchange over the Internet, could result in a decline in the use of the Internet and the viability of Internet-based services, which could harm our business. Â Our solutions and products enable us to collect, manage and store a wide range of data related. We obtain our data from a variety of sources, including our customers and third-party providers. The United States and various state governments have adopted or proposed limitations on the collection, distribution and use of personal data, as well as requirements that must be followed if a breach of such personal data occurs. We have updated and will continue to evaluate our group data protection and security policies, charters, and procedures to assist in maintaining data privacy and data security in line with international practices. Â We may also be subject to costly notification and remediation requirements if we, or a third party, determines that we have been the subject of a data breach involving personal data of individuals. Data breach notification regulations vary among the countries where we conduct business, and also vary among the states of the United States, and any breach of personal data could be subject to any number of these requirements. Â As noted above, we have sought to implement internationally recognized practices regarding data privacy and data security. If our privacy or data security measures fail to comply, or are perceived to fail to comply, with current or future laws and regulations, we may be subject to litigation, regulatory investigations or other liabilities. Moreover, if future laws and regulations limit our customersâ€™ ability to use and share this data or our ability to store, process and share data with our customers over the Internet, demand for our solutions could decrease and our costs could increase. We might also have to limit the manner in which we collect data, the types of personal data that we collect, or the solutions we offer. Any of these risks would materially and adversely affect our business, results of operations and financial condition. Â Enhanced United States fiscal, tax and trade restrictions and executive and legislative actions could adversely affect our business, financial condition, and results of operations. Â There is currently significant uncertainty about the future relationship between the United States and various other countries, most significantly China, with respect to trade policies, treaties, tariffs and taxes. The current and former U.S. administrations have called for substantial changes to U.S. foreign trade policy with respect to China and other countries, including significant new and increased tariffs on goods imported into the United States. In 2018, the Office of the U.S. Trade Representative (the â€œUSTRâ€) enacted tariffs on imports into the U.S. from China, including communications equipment products and components manufactured and imported from China. The tariff became effective in September 2018, with an initial rate of 10% that increased to 25% in May 2019. The current U.S. administration has kept the tariffs in place, however trade negotiations between the U.S. and China continue and there is a possibility that certain product exclusions from the tariffs may be reinstated at some point in the future. Our business may also be affected by tariffs set by countries into which we sell our products, whether as a response to U.S. foreign trade policy or otherwise. In addition, changes in international trade agreements, regulations, restrictions and tariffs, including new tariffs, may increase our operating costs, reduce our margins and make it more difficult for us to compete in the U.S. and overseas markets, and our business, financial condition and results of operations could be adversely impacted. Â We have taken actions to mitigate the impact of such tariffs, however, there is no assurance that all such efforts will be successful. These actions include moving our contract manufacturing out of mainland China and working directly with U.S. Customs and Border Protection (â€œCBPâ€) to address the harmonized tariff codes used for our products. The majority of our move out of mainland China has been completed in prior years. The inability to mitigate the impact of the recently enacted tariffs, including the inability to obtain favorable results from our efforts with CBP, or any similar future increases in tariffs would increase our costs, and our business, financial condition and results of operations could be adversely affected. Â Â Â Â 18Â Â Â In some cases, the U.S. governmentâ€™s imposition of trade restrictions involving products sold by certain Chinese manufacturers has caused U.S. wireless carriers to

divert business from international providers to us, and accordingly, we have invested resources in satisfying the needs of such customers. If the U.S. government were to remove or reduce such trade restrictions, it could cause such carriers to reduce their business with us and we may be unable to recoup or attain a return on such investments. Â In August 2022, the Inflation Reduction Act of 2022 was signed into law which includes provisions that will impact the U.S. federal income taxation of corporations. Among other items, this legislation includes provisions that will impose a minimum tax on the book income of certain large corporations and an excise tax on certain corporate stock repurchases that would be imposed on the corporation repurchasing such stock. It is unclear how this legislation will be implemented by the U.S. Department of the Treasury and we cannot predict how this legislation or any future changes in tax laws might affect us or purchasers of our securities. Â The increasing focus on environmental sustainability and social initiatives could increase our costs, harm our reputation and adversely impact our financial results. Â There has been increasing public focus by investors, environmental activists, the media and governmental and nongovernmental organizations on a variety of environmental, social and other sustainability matters. We may experience pressure to make commitments relating to sustainability matters that affect us, including the design and implementation of specific risk mitigation strategic initiatives relating to sustainability. If we are not effective in addressing environmental, social and other sustainability matters affecting our business, or setting and meeting relevant sustainability goals, our reputation and financial results may suffer. In addition, we may experience increased costs in order to execute upon our sustainability goals and measure achievement of those goals, which could have an adverse impact on our business and financial condition. Â In addition, this emphasis on environmental, social and other sustainability matters has resulted and may result in the adoption of new laws and regulations, including new reporting requirements. If we fail to comply with new laws, regulations or reporting requirements, our reputation and business could be adversely impacted. Â An assertion by a third party that we are infringing its intellectual property could subject us to costly and time-consuming litigation or expensive licenses and our business could be harmed. Â The technology industries involving wireless data communications, software and services are characterized by the existence of a large number of patents, copyrights, trademarks and trade secrets and by frequent litigation based on allegations of infringement or other violations of intellectual property rights. Much of this litigation involves patent holding companies or other adverse patent owners who have no relevant product revenues of their own, and against whom our own patent portfolio may provide little or no deterrence. One or more patent infringement lawsuits from non-practicing entities are brought against us or our subsidiaries each year in the ordinary course of business. Â We cannot assure you that we or our subsidiaries will prevail in any current or future intellectual property infringement or other litigation given the complex technical issues and inherent uncertainties in such litigation. Defending such claims, regardless of their merit, could be time-consuming and distracting to management, result in costly litigation or settlement, cause development delays, or require us or our subsidiaries to enter into royalty or licensing agreements. In addition, we or our subsidiaries could be obligated to indemnify our customers against third partiesâ€™ claims of intellectual property infringement based on our products or solutions. If our products or solutions violate any third-party intellectual property rights, we could be required to withdraw them from the market, re-develop them or seek to obtain licenses from third parties, which might not be available on reasonable terms or at all. Any efforts to re-develop our products or solutions, obtain licenses from third parties on favorable terms or license a substitute technology might not be successful and, in any case, might substantially increase our costs and harm our business, financial condition and operating results. Withdrawal of any of our products or solutions from the market could harm our business, financial condition and operating results. Â Â Â Â 19Â Â Â In addition, we incorporate open source software into our products and solutions. Given the nature of open source software, third parties might assert copyright and other intellectual property infringement claims against us based on our use of certain open source software programs. The terms of many open source licenses to which we are subject have not been interpreted by U.S. courts or courts of other jurisdictions, and there is a risk that those licenses could be construed in a manner that imposes unanticipated conditions or restrictions on our ability to commercialize our products and solutions. In that event, we could be required to seek licenses from third parties in order to continue offering our products and solutions, to re-develop our solutions, to discontinue sales of our solutions, or to release our proprietary software source code under the terms of an open source license, any of which could adversely affect our business. Â If we are unable to protect our intellectual property and proprietary rights, our competitive position and our business could be harmed. Â We rely on a combination of patent laws, trademark laws, copyright laws, trade secrets, confidentiality procedures and contractual provisions to protect our intellectual property and proprietary rights. However, our issued patents and any future patents that may be issued may not survive a legal challenge to their scope, validity or enforceability, or provide significant protection for us. The failure of our patents to adequately protect our technology might make it easier for our competitors to offer similar products or technologies. In addition, patents may not issue from any of our current or any future applications and significant portions of our intellectual property are held in the form of trade secrets which are not protected by patents. Â Monitoring unauthorized use of our intellectual property is difficult and costly. The steps we have taken to protect our proprietary rights may not be adequate to prevent misappropriation of our intellectual property. We may not be able to detect unauthorized use of, or take appropriate steps to enforce, our intellectual property rights. Our competitors may also independently develop similar technology. In addition, the laws of many countries do not protect our proprietary rights to as great an extent as do the laws of the United States. Any failure by us to meaningfully protect our intellectual property could result in competitors offering products that incorporate our most technologically advanced features, which could seriously reduce demand for our products and solutions. In addition, we may in the future need to initiate infringement claims or litigation. Litigation, whether we are a plaintiff or a defendant, can be expensive, time consuming and may divert the efforts of our technical staff and managerial personnel, which could harm our business, whether or not such litigation results in a determination favorable to us. Â RISKS RELATED TO INTERNATIONAL OPERATIONS Â Due to the global nature of our operations, we are subject to political and economic risks of doing business internationally. Â The risks inherent in global operations include: Â Â·difficulty managing sales, product development and logistics and support across continents; Â Â·limitations on ownership or participation in local enterprises; Â Â·lack of familiarity with, and unexpected changes in, foreign laws, regulations and legal standards, including employment laws, product liability laws, privacy laws and environmental laws, which may vary widely across the countries in which we operate; Â Â·increased expense to comply with U.S. laws that apply to foreign operations, including the U.S. Foreign Corrupt Practices Act (the â€œFCPAâ€) and Office of Foreign Assets Control regulations; Â Â·compliance with, and potentially adverse tax consequences of, foreign tax regimes; Â Â·fluctuations in currency exchange rates, currency exchange controls, price controls and limitations on repatriation of earnings; Â Â Â Â 20Â Â Â Â·transportation delays and interruptions; Â Â·local labor laws; Â Â·local economic conditions; Â Â·political, social and economic instability and disruptions; Â Â·acts of terrorism and other security concerns; Â Â·the escalation or continuation of armed conflict, hostilities or economic sanctions between countries or regions, including the current conflict between Russia and Ukraine; Â Â·government embargoes or foreign trade restrictions such as tariffs, duties, taxes or other controls; Â Â·import and export controls; Â Â·increased product development costs due to differences among countriesâ€™ safety regulations and radio frequency allocation schemes and standards; Â Â·longer warranty terms and broader product warranty requirements; Â Â·increased expense related to localization of products and development of foreign language marketing and sales materials; Â Â·longer sales cycles; Â Â·longer accounts receivable payment cycles and difficulty in collecting accounts receivable in foreign countries; Â Â·increased financial accounting and reporting burdens and complexities; Â Â·workforce reorganizations in various locations; Â Â·restrictive employment regulations; Â Â·difficulties in staffing and managing multi-national operations; Â Â·difficulties and increased expense in implementing corporate policies and controls; Â Â·international intellectual property laws, which may be more restrictive or offer lower levels of protection than U.S. law; Â Â·compliance with differing and changing local laws and regulations in multiple international locations, including regional data privacy laws, as well as compliance with U.S. laws and regulations where applicable in these international locations; and Â Â·limitations on our ability to enforce legal rights and remedies. Â If we are unable to successfully manage these and other risks associated with managing and expanding our international business, the risks could have a material adverse effect on our business, results of operations or financial condition. Â Â Â Â 21Â Â Â Weakness or deterioration in global economic conditions or jurisdictions where we have significant foreign operations could have a material adverse effect on our results of operations and financial condition. Â As a result of weak or deteriorating economic conditions globally, or in certain jurisdictions where we have significant foreign operations, we could experience lower demand for our products, which could adversely impact our results of operations. Additionally, there could be a number of related effects on our business resulting from weak economic conditions, including the insolvency of one or more of our suppliers resulting in product launch or product delivery delays, customer insolvencies resulting in that customerâ€™s inability to order products from us or pay for already delivered products, and reduced demand by the ultimate end-users of our products. Although we continue to monitor market conditions, we cannot predict future market conditions or their impact on demand for our products. Â Weakness or deterioration in global political conditions where we have significant business interests could have a material adverse effect on our business, results of operations and financial condition. Â We sell to customers throughout the world and we currently have operations and activities in Europe, China and other Asian countries. The political risks associated with our global operations include: Â Â·economic and commercial instability risks, corruption and changes in local government laws, regulations and policies, such as those related to tariffs and trade barriers, taxation, exchange controls, employment regulations and repatriation of earnings; Â Â·political instability, civil unrest, expropriation, nationalization of properties by a government, imposition of sanctions and changes to import or export regulations and fees; Â Â·conflicts, territorial disputes, war or terrorist activities; Â Â·major public health issues, such as an outbreak of a pandemic or epidemic, which could cause disruptions in our operations or workforce, or the supply of products; and Â Â·difficulties enforcing intellectual property and contractual rights in certain jurisdictions. Â The impact of any of the foregoing factors is difficult to predict, and any one or more of them could adversely affect our business, operating results and financial condition. Existing insurance arrangements may not provide protection for the costs that may arise from such events. Â Fluctuations in foreign currency exchange rates could adversely affect our results of operations. Â A significant portion of our revenues are generated from sales agreements denominated in foreign currencies, and we expect to enter into additional such agreements as we expand our international customer base. In addition, we employ a significant number of employees outside the United States, and the associated employment and facilities costs are denominated in foreign currencies. As a result, we are exposed to changes in foreign currency exchange rates. Fluctuations in the value of foreign currencies will create greater uncertainty in our revenues and can significantly and adversely affect our operating results. Â We do not currently employ any vehicles as a hedge against currency fluctuations, however, we may decide to use hedging vehicles in the future. At times, we may attempt to manage the risk associated with currency changes, in part, by minimizing the effects of volatility on cash flows by identifying forecasted transactions exposed to these risks, or we may decide to use hedging vehicles such as foreign exchange forward contracts. Since there is a high correlation between the hedging instruments and the underlying exposures, the gains and losses on these underlying exposures are generally offset by reciprocal changes in the value of the hedging instruments. We may use derivative financial instruments as risk management tools and not for trading or speculative purposes. Nevertheless, there can be no assurance that we will not incur foreign currency losses or that foreign exchange forward contracts we may enter into to reduce the risk of such losses will be successful. Â Â Â Â 22Â Â Â Unionization efforts in certain countries in which we operate could materially increase our costs or limit our flexibility. Â Efforts may be made from time to time to unionize portions of our global workforce. In addition, we may be subject to strikes or work stoppages and other labor disruptions in the future. Unionization efforts, collective bargaining agreements or work stoppages could materially increase our costs, reduce our net revenues or limit our operational flexibility. Â Our international operations may increase our exposure to potential liability under anti-corruption, trade protection, tax and other laws and regulations. Â The FCPA and other anti-corruption laws and regulations (â€œAnti-Corruption Lawsâ€) prohibit corrupt payments by our employees, vendors or agents. From time to time, we may receive inquiries from authorities in the United States and elsewhere about our business activities outside of the United States and our compliance with Anti-Corruption Laws. While we devote substantial resources to our global compliance programs and have implemented policies, training and internal controls designed to reduce the risk of corrupt payments, our employees, vendors or agents may violate our policies. Â Our failure to comply with Anti-Corruption Laws could result in significant fines and penalties, criminal sanctions against us, our officers or our employees, prohibitions on the conduct of our business, and damage to our reputation. Operations outside of the United States may be affected by changes in trade protection laws, policies and measures, and other regulatory requirements affecting trade and investment. Â As a result of our international operations we are subject to foreign tax regulations. Such regulations may not be clear, not consistently applied and subject to sudden change, particularly with regard to international transfer pricing. Our earnings could be reduced by the uncertain and changing nature of such tax regulations. Â Our software contains encryption technologies, certain types of which are subject to U.S. and foreign export control regulations and, in some foreign countries, restrictions on importation and/or use. Any failure on our part to comply with encryption or other applicable export control requirements could result in financial penalties or other sanctions under the U.S. or foreign export regulations, including restrictions on future export activities, which could harm our business and operating results. Regulatory restrictions could impair our access to technologies needed to improve our solutions and may also limit or reduce the demand for our solutions outside of the United States. Â A governmental challenge to our transfer pricing policies or practices could impose significant costs on us. Â Our company has intercompany transactions with our subsidiaries and consequently closely monitors the appropriateness of our transfer pricing policies and compliance therewith. The global transfer pricing environment, including with respect to operational and reporting requirements, is continuously evolving and subject to input from multiple sources and jurisdictions. These complexities require management to closely monitor new developments, which it does. Â Many countries routinely examine transfer pricing policies of taxpayers subject to their jurisdiction, and authorities challenge transfer pricing policies aggressively where there is potential non-compliance and impose interest and penalties where non-compliance is determined. Although the documentation of and support for our transfer pricing policies has not been the subject of a governmental proceeding beyond examination to date, there can be no assurance that a governmental authority will not challenge these policies more aggressively in the future or, if challenged, that we will prevail. We could suffer costs related to one or more challenges to our transfer pricing policies. Â Â Â Â 23Â Â Â RISKS RELATED TO BUSINESS DEVELOPMENT ACTIVITIES Â We may acquire companies and businesses, and/or divest assets or businesses. The completion of acquisition or divestiture transactions could have an adverse effect on our financial condition. Â As part of our business strategy, we may review acquisition and divestiture opportunities that we believe would be advantageous or complementary to the development of our business. Based on these opportunities, we may acquire additional businesses, assets or technologies in the future. Alternatively, we may divest businesses, assets or technologies. All of these activities are subject to risks and uncertainties and could disrupt or harm our business. For example, if we divest a business or exit a product line, it could result in any one of which could adversely affect our business, financial condition, results of operations or stock price: Â Â·cause a substantial decrease in revenue; Â Â·reduce gross margins and EBITDA; and Â Â·take substantial charges in connection with disposed assets. Â Similarly, if we make an acquisition, we could take any or all of the following actions, any one of which could adversely affect our business, financial condition, results of operations or stock price: Â Â·use a substantial portion of our available cash; Â Â·incur substantial debt, which may not be available to us on favorable terms and may adversely affect our liquidity; Â Â·issue equity or equity-based securities that would dilute the percentage ownership of existing stockholders; Â Â·assume contingent liabilities; and Â Â·take substantial charges in connection with acquired assets. Â Acquired businesses may have liabilities or adverse operating issues that we fail to discover through due diligence prior to the acquisition, such as: Â Â·failure by previous management to comply with applicable laws or regulations; Â Â·inaccurate representations; and Â Â·unfulfilled contractual obligations to customers or vendors. Â If our goodwill and acquired intangible assets become impaired, we may be required to record a significant charge to earnings. Â Goodwill is required to be tested for impairment at least annually. Factors that may be considered when determining if the carrying value of our goodwill or intangible assets may not be recoverable include a significant decline in our expected future cash flows or a sustained, significant decline in our stock price and market capitalization. Â Â Â Â 24Â Â Â As a result of our acquisition strategy, we may have significant goodwill and intangible assets recorded on our balance sheets. In addition, significant negative industry or economic trends, such as those that have occurred as a result of the recent economic downturn, including reduced estimates of future cash flows or disruptions to our business could indicate that goodwill and intangible assets might be impaired. If, in any period our stock price decreases to the point where our market capitalization is less than our book value, this too could indicate a potential impairment and we may be required to record an impairment charge in that period. Our valuation methodology for assessing impairment requires management to make judgments and assumptions based on projections of future operating performance. The estimates used to calculate the fair value of a reporting unit change from year to year based on operating results and market conditions. Changes in these estimates and assumptions could materially affect the determination of fair value and goodwill impairment for each reporting unit. We operate in highly competitive environments and projections of future operating results and cash flows may vary significantly from actual results. As a result, we may incur substantial impairment charges to earnings in our financial statements should an impairment of our goodwill and intangible assets be determined resulting in an adverse impact on our results

of operations. Â RISKS RELATED TO OWNING OUR SECURITIES Â The shares being offered in this prospectus represent a substantial percentage of our outstanding Common Stock, and the sales of such securities, or the perception that these sales could occur, could cause the market price of our Common Stock to decline significantly. Â This prospectus relates to the offer and sale from time to time by the Registering Stockholders of up to 5,956,241 shares of Common Stock, including shares issuable upon exercise of the. Assuming the issuance and resale of all of the shares being registered for resale pursuant to this prospectus, the shares would represent approximately 39.8% of the outstanding Common Stock as of December 11, 2024. The sale of the shares held by the Registering Stockholders pursuant to this prospectus, or the perception that these sales could occur, could result in a significant decline in the public trading price of our shares of Common Stock. Â Our share price has been highly volatile in the past and could be highly volatile in the future. Â The market price of our Common Stock can be highly volatile due to the risks and uncertainties described in this report, as well as other factors, including: comments by securities analysts; announcements by us or others regarding, among other things, operating results, additions or departures of key personnel, and acquisitions or divestitures; additional equity or debt financing; technological innovations; introductions of new products; litigation; price and volume fluctuations in the overall stock market; the level of demand for our stock, including the amount of short interest in our stock, and particularly with respect to market prices and trading volumes of other high technology stocks; and our failure to meet market expectations. Â In addition, the stock market has from time to time experienced extreme price and volume fluctuations that were unrelated to the operating performance of particular companies. In the past, some companies have experienced volatility that subsequently resulted in securities class action litigation. If litigation were instituted on this basis, it could result in substantial costs and a diversion of managementâ€™s attention and resources. Â Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited. Â At DecemberÂ 31, 2023, the Company had U.S. federal net operating loss carryforwards (â€œNOLsâ€) related to tax years 2021 and prior of approximately $405.1Â million. Approximately $106.9Â million of these NOLs have no expiration date. The remainder began to expire in 2024, unless previously utilized. Some of these NOLs may be limited by either past or future changes in control events. The Company had California NOLs at DecemberÂ 31, 2023 of approximately $64.2Â million, which begin to expire in 2028, unless previously utilized, and foreign NOLs for its active foreign subsidiaries of approximately $25.5Â million, which generally have no expiration date. At DecemberÂ 31, 2023, the Company had federal research and development tax credit carryforwards of approximately $10.9Â million, which begin to expire in 2026, unless previously utilized, and California research and development tax credit carryforwards of approximately $10.9Â million, which have no expiration date. It is possible that we will not generate taxable income in time to use these NOLs before their expiration and additional NOLs will expire unused. Â Â Â Â 25Â Â Â Under legislative changes made in December 2017, as modified by federal tax law changes enacted in March 2020, U.S. federal net operating losses incurred in tax years beginning after December 31, 2017 and in future years may be carried forward indefinitely, but, for tax years beginning after December 31, 2020, the deductibility of such net operating losses is limited. In addition, the federal and state net operating loss carryforwards and certain tax credits may be subject to significant limitations under Section 382 and Section 383 of the Internal Revenue Code of 1986, as amended, or the Code, respectively, and similar provisions of state law. Under those sections of the Code, if a corporation undergoes an "ownership change," the corporation's ability to use its pre-change net operating loss carryforwards and other pre-change attributes, such as research tax credits, to offset its post-change income or tax may be limited. In general, an "ownership change" will occur if there is a cumulative change in our ownership by "5-percent shareholders" that exceeds 50 percentage points over a rolling three-year period. Similar rules may apply under state tax laws. We have completed a Section 382 review and have determined that none of the operating losses will expire solely due to Section 382 limitation(s). However, we may experience ownership changes in the future as a result of future shifts in our stock ownership, some of which may be outside of our control. If an ownership change occurs and our ability to use our net operating loss carryforwards and tax credits is materially limited, it would harm our business by effectively increasing our future tax obligations. Â The price of our stock may be vulnerable to manipulation, including through short sales. Â We believe there has been and may continue to be substantial off-market transactions in derivatives of our stock, including short selling activity or related similar activities, which are beyond our control and which may be beyond the full control of the SEC and Financial Institutions Regulatory Authority (â€œFINRAâ€). Short sales are transactions in which a market participant sells a security that it does not own. To complete the transaction, the market participant must borrow the security to make delivery to the buyer. The market participant is then obligated to replace the security borrowed by purchasing the security at the market price at the time of required replacement. If the price at the time of replacement is lower than the price at which the security was originally sold by the market participant, then the market participant will realize a gain on the transaction. Thus, it is in the market participantâ€™s interest for the market price of the underlying security to decline as much as possible during the period prior to the time of replacement. While SEC and FINRA rules prohibit some forms of short selling and other activities that may result in stock price manipulation, such activity may nonetheless occur without detection or enforcement. Significant short selling or other types of market manipulation could cause our stock trading price to decline, to become more volatile, or both. Â Previous short selling efforts have impacted, and may in the future continue to impact, the value of our stock in an extreme and volatile manner to our detriment and the detriment of our stockholders. In addition, market participants with admitted short positions in our stock have published, and may in the future continue to publish, negative information regarding us and our management team on internet sites or blogs that we believe is inaccurate and misleading. We believe that the publication of this negative information may in the future lead to significant downward pressure on the price of our stock to our detriment and the further detriment of our stockholders. These and other efforts by certain market participants to manipulate the price of our Common Stock for their personal financial gain may cause our stockholders to lose a portion of their investment, may make it more difficult for us to raise equity capital when needed without significantly diluting existing stockholders, and may reduce demand from new investors to purchase shares of our stock. Â Future issuances of Common Stock upon exercise of the Warrants, or settlements of any conversion obligations with respect to the 2025 Convertible Notes, may result in dilution to existing stockholders, lower prevailing market prices for our Common Stock or require a significant cash outlay. Â The Warrants are currently exercisable at the option of the holders, at exercise prices ranging from $11.03 to $15.77 per share. The 2025 Convertible Notes are currently convertible at the option of the holders at any time until close of business on the business day immediately preceding the maturity date. The 2025 Convertible Notes are convertible into shares of the Companyâ€™s Common Stock at a conversion rate of 7.92896 shares of Common Stock per $1,000 principal amount of 2025 Convertible Notes (which is equivalent to an initial conversion price of $126.12 per share of Common Stock). The conversion rate is subject to adjustment if certain events occur, but in no event will the conversion rate exceed 9.51474 shares of Common Stock per $1,000 principal amount of 2025 Convertible Notes (which is equivalent to a conversion price of $105.10 per share of Common Stock). Holders of the 2025 Convertible Notes who convert may also be entitled to receive, under certain circumstances, an interest make-whole payment payable in, at our election, either cash or shares of Common Stock. If holders of the Warrants exercise their warrants or holders of the 2025 Convertible Notes elect to convert their 2025 Convertible Notes into Common Stock, we elect to settle any interest make-whole payments due upon conversion of the 2025 Convertible Notes with shares of Common Stock, or we issue shares of Common Stock in connection with a future refinancing of the 2025 Convertible Notes, this may cause significant dilution to our existing stockholders. Any sales in the public market of the Common Stock issued upon such exercises or conversions could adversely affect prevailing market prices of our Common Stock. If we do elect to settle any interest make-whole payments due upon conversion of the 2025 Convertible Notes with cash, such payments could adversely affect our liquidity. Â Â Â Â 26Â Â Â Certain provisions in the indenture governing the 2025 Convertible Notes (as amended or supplemented, the â€œIndentureâ€) could make it more difficult or more expensive for a third party to acquire us and could delay or prevent an otherwise beneficial takeover or takeover attempt. For example, if a takeover would constitute a fundamental change (as defined in the Indenture), holders of the 2025 Convertible Notes will have the right to require us to repurchase their notes in cash. In addition, if a takeover constitutes a make-whole fundamental change, we may be required to increase the conversion rate for holders who convert their 2025 Convertible Notes in connection with such takeover. In either case, and in other cases, our obligations under the 2025 Convertible Notes and the related Indenture could increase the cost of acquiring us or otherwise discourage a third party from acquiring us. Â Ownership of our Common Stock is concentrated, and as a result, certain stockholders may exercise significant influence over the Company. Â As of December 11, 2024, Golden Harbor Ltd. and North Sound Management, Inc. (together the â€œInvestorsâ€) and their affiliates beneficially owned an aggregate of approximately 19.3% and 19.9%, respectively, for an aggregate of approximately 39.2%, of the outstanding shares of our Common Stock. As a result, the Investors have the ability to significantly influence the outcome of any matter submitted for the vote of the holders of our Common Stock. Â The concentration of voting power could exert substantial influence over our business. For example, the concentration of voting power could delay, defer or prevent a change of control, entrench our management and the board of directors or delay or prevent a merger, consolidation, takeover or other business combination involving us on terms that other security holders may desire. In addition, conflicts of interest could arise in the future between us on the one hand, and either or both of the Investors on the other hand, concerning potential competitive business activities, business opportunities, capital financing, the issuance of additional securities and other matters. Â Our outstanding Series E Preferred Stock or future equity offerings could adversely affect the holders of our Common Stock in some circumstances. Â As of DecemberÂ 31, 2023, there were 25,000 shares of Series E Fixed-Rate Cumulative Perpetual Preferred Stock, par value $0.001 per share (the â€œSeries E Preferred Stockâ€) outstanding with an aggregate liquidation preference of $25Â million. The Series E Preferred Stock is senior to our shares of Common Stock in right of payment of dividends and other distributions. In the event of a liquidation, dissolution or winding up of the Company, the holders of the Series E Preferred Stock will be entitled to receive, after satisfaction of liabilities to creditors and subject to the rights of holders of any senior securities, but before any distribution of assets is made to holders of Common Stock or any other junior securities, the Series E Base Amount (as defined below) in NoteÂ 7Â â€“ Preferred Stock and Common Stock in the Notes to the Consolidated Financial Statements) plus (without duplication) any accrued and unpaid dividends. In the future, we may offer additional shares of Series E Preferred Stock or other equity, equity-linked or debt securities, which may have rights, preferences or privileges senior to our Common Stock. Because our decision to issue debt or equity securities or incur other borrowings in the future will depend on market conditions and other factors beyond our control, the amount, timing, nature or success of our future capital raising efforts is uncertain. Thus, holders of our Common Stock bear the risk that our future issuances of debt or equity securities or our incurrence of other borrowings may negatively affect the market price of our Common Stock. Â We do not currently intend to pay dividends on our Common Stock, and, consequently, your ability to achieve a return on your investment will depend on appreciation, if any, in the price of our Common Stock. Â We have never declared or paid any cash dividend on our Common Stock. We currently anticipate that we will retain any future earnings for the development, operation and expansion of our business and do not anticipate declaring or paying any cash dividends for the foreseeable future. In addition, the terms of our debt agreements and any future debt agreements may preclude us from paying dividends. Any return to stockholders will therefore be limited to the appreciation of their stock. There is no guarantee that shares of our Common Stock will appreciate in value or even maintain the price at which stockholders have purchased their shares. Â Â Â Â 27Â Â Â Our restated certificate of incorporation and restated bylaws and Delaware law could prevent a takeover that stockholders consider favorable and could also reduce the market price of our stock. Â Our restated certificate of incorporation and restated bylaws contain provisions that could delay or prevent a change in control of us. These provisions could also make it more difficult for stockholders to elect directors and take other corporate actions. These provisions include: providing for a classified board of directors with staggered, three-year terms; authorizing the board of directors to issue, without stockholder approval, preferred stock with rights senior to those of our Common Stock; providing that vacancies on our board of directors be filled by appointment by the board of directors; prohibiting stockholder action by written consent; requiring that certain litigation must be brought in Delaware; limiting the persons who may call special meetings of stockholders; and requiring advance notification of stockholder nominations and proposals. In addition, we are subject to Section 203 of the Delaware General Corporation Law which may prohibit large stockholders, in particular those owning fifteen percent or more of our outstanding voting stock, from merging or combining with us for a certain period of time without the consent of our board of directors. These and other provisions in our restated certificate of incorporation and our restated bylaws and under the Delaware General Corporation Law could discourage potential takeover attempts, reduce the price that investors might be willing to pay in the future for shares of our Common Stock and result in the market price of our Common Stock being lower than it would be without these provisions. Â If financial or industry analysts do not publish research or reports about our business, or if they issue negative or misleading evaluations of our stock, our stock price and trading volume could decline. Â The trading market for our Common Stock will be influenced by the research and reports that industry or financial analysts publish about us or our business. We do not control these analysts, or the content and opinions included in their reports. If one or more of the analysts who cover us were to adversely change their recommendation regarding our stock, or provide more favorable relative recommendations about our competitors, our stock price could decline. If one or more of the analysts who cover us cease coverage of our Company or fail to publish reports on us regularly, we could lose visibility in the financial markets, which in turn could cause our stock price or trading volume to decline. Â If we fail to maintain an effective system of internal controls over financial reporting, we may not be able to report our financial results timely and accurately, which could adversely affect investor confidence in us, and in turn, our results of operations and our stock price. Â Effective internal controls are necessary for us to provide reliable financial reports and operate successfully as a public company. Section 404 of the Sarbanes-Oxley Act of 2002 requires that companies evaluate and report on their systems of internal control over financial reporting. In addition, our independent registered public accounting firm must report on its evaluation of those controls. Â Any failure to maintain effective internal controls could cause a delay in compliance with our reporting obligations, SEC rules and regulations or Section 404 of the Sarbanes-Oxley Act of 2002, which could subject us to a variety of administrative sanctions, including, but not limited to, SEC enforcement action, ineligibility for short form registration, the suspension or delisting of our Common Stock from the stock exchange on which it is listed and the inability of registered broker-dealers to make a market in our Common Stock, which could adversely affect our business and the trading price of our Common Stock. Â If the accounting estimates we make, and the assumptions on which we rely, in preparing our financial statements prove inaccurate, our actual results may be adversely affected. Â Our financial statements have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these financial statements requires us to make estimates and judgments about, among other things, allowance for credit losses, provision for excess and obsolete inventory, valuation of intangible and long-lived assets, valuation of goodwill, royalty costs, accruals relating to litigation and restructuring, income taxes, share-based compensation expense and our ability to continue as a going concern. These estimates and judgments affect the reported amounts of our assets, liabilities, revenues and expenses, the amounts of charges accrued by us, and related disclosure of contingent assets and liabilities. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances and at the time they are made. If our estimates or the assumptions underlying them are not correct, actual results may differ materially from our estimates and we may need to, among other things, accrue additional charges that could adversely affect our results of operations, which in turn could adversely affect our stock price. In addition, new accounting pronouncements and interpretations of accounting pronouncements have occurred and may occur in the future that could adversely affect our reported financial results. Â Â Â Â 28Â Â Â Changes to the accounting systems or new accounting system implementations may be ineffective or cause delays in our ability to record transactions and/or provide timely financial results. Â A change in our accounting systems or new accounting system implementations could cause trial balances to be out of balance or hinder the reconciliation of items which are time consuming to diagnose, impacting our ability to provide timely audited and unaudited financial results. Any such change could have a significant impact on the effectiveness of our system of internal controls and could cause a delay in compliance with our reporting obligations, which could adversely affect our business and the trading price of our Common Stock. Â Any changes to existing accounting pronouncements or taxation rules or practices may cause adverse fluctuations in our reported results of operations or affect how we conduct our business. Â A change in accounting pronouncements or taxation rules or practices can have a significant effect on our reported results and may affect our reporting of transactions completed before the change is effective. New accounting pronouncements, taxation rules and varying interpretations of accounting pronouncements or taxation rules have occurred in the past and may occur in the future. The change to existing rules, future changes, if any, or the need for us to modify a current tax position may adversely affect our reported financial results or the way we conduct our business. Â Our quarterly operating results have fluctuated in the past and may fluctuate in the future, which could cause declines or volatility in the price of our Common Stock. Â Our quarterly operating results have fluctuated in the past and may fluctuate in the future as a result of a variety of factors, many of which are outside of our control. If our quarterly operating results or guidance fall below the expectations of research analysts or investors, the price of our Common Stock could decline substantially. The following factors, among others, could cause fluctuations in our quarterly operating results: Â Â·our ability to attract new customers and retain existing customers; Â Â·our ability to accurately forecast revenue and appropriately plan our expenses; Â Â·our ability to accurately predict changes in customer demand due to matters beyond our control; Â Â·our ability to introduce new

features, including integration of our existing solutions with third-party software and devices; Â Â·the actions of our competitors, including consolidation within the industry, pricing changes or the introduction of new services; Â Â·our ability to effectively manage our growth; Â Â·our ability to attract and retain key employees, given intense competition for qualified personnel; Â Â·our ability to successfully manage and realize the anticipated benefits of any future divestitures or acquisitions of businesses, solutions or technologies; Â Â·our ability to successfully launch new services or solutions or sell existing services or solutions into additional geographies or vertical markets; Â Â Â Â 29Â Â Â Â·the timing and cost of developing or acquiring technologies, services or businesses; Â Â·the timing, operating costs, and capital expenditures related to the operation, maintenance and expansion of our business; Â Â·service outages or security breaches and any related occurrences which could impact our reputation; Â Â·the impact of worldwide economic, industry, and market conditions, including disruptions in financial markets and the deterioration of the underlying economic conditions in some countries, rises in inflation and interest rates, and those conditions specific to Internet usage and online businesses; Â Â·the emergence of global events, which could extend lead times in our supply chain and lengthen sales cycles with our customers; Â Â·fluctuations in currency exchange rates; Â Â·trade protection measures (such as tariffs and duties) and import or export licensing requirements; Â Â·costs associated with defending intellectual property infringement and other claims; and Â Â·changes in laws and regulations affecting our business. Â We believe that our quarterly revenue and operating results may vary significantly in the future and that period-to-period comparisons of our operating results may not be meaningful. You should not rely on the results of any quarter as an indication of future performance. Â GENERAL RISK FACTORS Â We may not be able to maintain and expand our business if we are not able to hire, retain and manage additional qualified personnel. Â Our success in the future depends in part on the continued contribution of our executive, technical, engineering, sales, marketing, operations and administrative personnel. Recruiting and retaining skilled personnel in the industries in which we operate, including engineers and other technical staff and skilled sales and marketing personnel, is highly competitive. In addition, in the event that we acquire another business or company, the success of any acquisition will depend in part on our retention and integration of key personnel from the acquired company or business. Â Although we may enter into employment agreements with members of our senior management and other key personnel, these arrangements do not prevent any of our management or key personnel from leaving the Company. If we are not able to attract or retain qualified personnel in the future, or if we experience delays in hiring required personnel, particularly qualified technical and sales personnel, we may not be able to maintain and expand our business. Â Â Â Â 30Â Â Â Our business may be adversely affected by unfavorable macroeconomic conditions Â Our business, our results of operations and our financial condition could be adversely affected by various macroeconomic factors and the current and future conditions in the global financial markets. The global credit and financial markets have recently experienced extreme volatility and disruptions, including severely diminished liquidity and credit availability, declines in consumer confidence, declines in economic growth, rising interest rates, inflation, increases in unemployment rates and uncertainty about economic stability. The financial markets and the global economy may also be adversely affected by the current or anticipated impact of military conflicts, including the conflict between Russia and Ukraine, terrorism or other geopolitical events. Sanctions imposed by the U.S. and other countries in response to such conflicts, including the one in Ukraine, may also adversely impact the financial markets and the global economy, and any economic countermeasures by affected countries and others could exacerbate market and economic instability. There can be no assurance that further deterioration in credit and financial markets and confidence in economic conditions will not occur. Our general business strategy may be adversely affected by any such economic downturn, volatile business environment or continued unpredictable and unstable market conditions. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly and more dilutive. Failure to secure any necessary financing in a timely manner and on favorable terms could have a material adverse effect on our growth strategy, financial performance and stock price. Â In addition, these macroeconomic factors could affect the ability of our current or potential future third-party manufacturers or sole source suppliers to remain in business, or otherwise maintain our manufacturing or supply demands, which could result in potential supply chain disruptions. This, along with any of the foregoing factors, could impact our financial conditions, results of operations and cash flows. We cannot anticipate all of the ways in which the current and future economic climate and financial market conditions could adversely impact our business. Â Adverse economic conditions or reduced spending on information technology solutions may adversely impact our revenue and profitability. Â Uncertainty about future economic conditions makes it difficult for us to forecast operating results and to make decisions about future investments. We are unable to predict the likely duration and severity of adverse economic conditions in the United States and other countries, but the longer the duration, the greater risks we face in operating our business. We cannot assure you that current economic conditions, worsening economic conditions or prolonged poor economic conditions will not have a significant adverse impact on the demand for our solutions, and consequently on our results of operations and prospects. Â We may be exposed to risks related to litigation and administrative proceedings that could materially and adversely affect our business, results of operations and financial condition. Â In addition to intellectual property and other claims mentioned above, our business may expose us to litigation and administrative proceedings relating to labor, regulatory, tax proceedings, governmental investigations, tort claims, contractual disputes and criminal prosecution, among other matters, that could materially and adversely affect our business, results of operations, and financial condition. In the context of these proceedings, we may not only be required to pay fines or monetary damages but also be subject to sanctions or injunctions affecting our ability to continue our operations. While we may contest these matters vigorously and make insurance claims when appropriate, litigation and other proceedings are inherently costly and unpredictable, making it difficult to accurately estimate the outcome of actual or potential litigation or proceedings. Although we will establish provisions in accordance with the requirements of GAAP, the amounts that we reserve could vary significantly from any amounts we actually pay due to the inherent uncertainties in the estimation process. In addition, litigation and administrative proceedings can involve significant management time and attention and be expensive, regardless of outcome. During the course of any litigation and administrative proceedings, there may be announcements of the results of hearings and motions and other interim developments. If securities analysts or investors regard these announcements as negative, the trading price of our Common Stock may decline. Â Â Â Â 31Â Â Â USE OF PROCEEDS Â We will not receive any of the proceeds from the sale of the Common Stock by the Registering Stockholders. Certain of the shares offered hereby are issuable upon the exercise of the Warrants. Upon exercise of such Warrants, we will receive the applicable cash exercise price paid by the holders of the Warrants for gross proceeds of approximately $38.0 million (assuming the full exercise of the Warrants). However, we cannot predict when and in what amounts or if the Warrants will be exercised and it is possible that the Warrants may expire and never be exercised, in which case we would not receive any cash proceeds. Â We intend to use any proceeds received by us from the cash exercise of the Warrants, if any, for working capital, potential future acquisitions of complementary businesses, products, services or technologies, and general corporate purposes. However, we have no current understandings, agreements or commitments for any specific material acquisitions at this time. We will have broad discretion over the use of any proceeds from the exercise of the Warrants. Our ability to continue funding our existing and future operations is not dependent upon receiving cash proceeds from the exercise of any Warrants. Â Â Â Â Â Â Â Â Â 32Â Â Â MARKET PRICE OF THE COMMON STOCK AND DIVIDENDS Â Market Price of the Common Stock Â Shares of our Common Stock are currently quoted and traded on The Nasdaq Global Select Market under the symbol â€œINSG.â€ Â On December 18, 2024, the last sale price of the Common Stock as reported on Nasdaq was $11.18 per share. Â As of December 11, 2024, there were 14,959,594 shares of Common Stock outstanding held of record by 21 holders. Because many of the shares of our Common Stock are held by brokers and other institutions on behalf of stockholders, we are unable to estimate the total number of stockholders represented by these record holders. Â Dividend Policy Â We have never paid any cash dividends on the Common Stock. The payment of cash dividends in the future will be dependent upon revenues and earnings, if any, capital requirements and general financial condition from time to time. The payment of any cash dividends will be within the discretion of the Board. It is presently expected that we will retain all earnings for use in our business operations and, accordingly, it is not expected that the Board will declare any dividends in the foreseeable future. Â Â Â Â Â Â Â Â Â 33Â Â Â UNAUDITED PRO FORMA CONDENSED CONSOLIDATED FINANCIAL INFORMATION Â On September 16, 2024, the Company and its subsidiary Inseego SA (Pty) Ltd (â€œSellerâ€) entered into the Purchase Agreement) with Light Sabre SPV Limited (which subsequently novated its benefits and obligations under the Purchase Agreement to the Purchaser, Ctrack Holdings), pursuant to which they agreed to sell the Telematics Business, which has operations in the United Kingdom, the European Union, Australia and New Zealand to the Purchaser (the â€œDispositionâ€). On November 27, 2024, the Company completed the Disposition. Â The accompanying unaudited pro forma financial information should be read in conjunction with our historical consolidated financial statements and the accompanying notes for the years ended December 31, 2023 and 2022 and with our historical condensed consolidated financial statements and the accompanying notes for the three and nine month periods ended September 30, 2024, appearing elsewhere in this prospectus. Â The below unaudited pro forma condensed consolidated statements of operations for the years ended December 31, 2023 and 2022 have been prepared giving effect to the Disposition as if the transaction had occurred on January 1, 2022. The pro forma consolidated statement of operations for the nine months ended September 30, 2024 is not included below as the statement of comprehensive income included within the unaudited condensed consolidated statements for the period ended September 30, 2024, appearing elsewhere in this prospectus, already presents the results of the Telematics Business as discontinued operations, and therefore reflects the impact of the transaction for the period. The below unaudited pro forma condensed consolidated balance sheet gives effect to the Disposition as if the transaction had occurred on September 30, 2024. Â The unaudited pro forma condensed consolidated financial statements are prepared in accordance with Article 11 of Regulation S-X. The pro forma adjustments are described in the accompanying notes and are based upon information and assumptions available as of November 27, 2024. Â The unaudited pro forma financial information is based on financial statements prepared in accordance with U.S. generally accepted accounting principles, which are subject to change and interpretation. The unaudited pro forma condensed consolidated financial statements were based on and derived from our historical consolidated financial statements, adjusted for those amounts which were determined to be directly attributable to the Disposition, factually supportable, and with respect to the unaudited pro forma condensed consolidated statements of operations, expected to have a continuing impact on our consolidated results. Actual adjustments, however, may differ materially from the information presented. Pro forma adjustments do not include allocations of corporate costs, as those are not directly attributable to the Disposition. In addition, the unaudited pro forma financial information is based upon available information and assumptions that management considers to be reasonable, and such assumptions have been made solely for purposes of developing such unaudited pro forma financial information for illustrative purposes in compliance with the disclosure requirements of the SEC. The unaudited pro forma financial information is not necessarily indicative of what the financial position or income statement results would have actually been had the Disposition occurred on the dates indicated. To note, the unaudited pro forma consolidated statement of operations included within does not include any adjustment to hypothetically reduce interest expense as the use of proceeds as of a hypothetical disposition date of January 1, 2022 is unknown. As a result of the factors above, these unaudited pro forma condensed consolidated financial statements should not be considered to be indicative of our future consolidated financial performance or results. Â Â Â Â 34Â Â Â INSEEGO CORP. UNAUDITED PRO FORMA CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS For the Year Ended December 31, 2023 (In thousands, except share and per share data) Â Â Â As ReportedÂ Â Pro Forma AdjustmentsÂ Â Pro Forma InseegoÂ Â Â (a)Â Â (e)Â Â Corp.Â Revenues:Â Â Â Â Â Â Â Â Â Â Â Â Mobile solutionsÂ $80,498Â Â $â€“Â Â $80,498Â Fixed wireless access solutionsÂ Â 54,900Â Â Â â€“Â Â Â 54,900Â Product revenuesÂ Â 135,398Â Â Â â€“Â Â Â 135,398Â Services and otherÂ Â 60,290Â Â Â 28,402Â Â Â Â 31,888Â Total revenuesÂ Â 195,688Â Â Â 28,402Â Â Â 167,286Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 127,157Â Â Â â€“Â Â Â 127,157Â Services and otherÂ Â 16,077Â Â Â 11,724Â Â Â 4,353Â Total cost of revenuesÂ Â 143,234Â Â Â 11,724Â Â Â 131,510Â Gross profitÂ Â 52,454Â Â Â 16,678Â Â Â 35,776Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 21,513Â Â Â 1,788Â Â Â 19,725Â Sales and marketingÂ Â 21,504Â Â Â 4,872Â Â Â 16,632Â General and administrativeÂ Â 20,721Â Â Â 4,868Â Â Â 15,853Â Depreciation and amortizationÂ Â 19,759Â Â Â 1,351Â Â Â 18,408Â Impairment of capitalized softwareÂ Â 5,239Â Â Â 4,124Â Â Â 1,115Â Total operating costs and expensesÂ Â 88,736Â Â Â 17,003Â Â Â 71,733Â Operating lossÂ Â (36,282)Â Â (325)Â Â (35,957) Other income (expense):Â Â Â Â Â Â Â Â Â Â Â Â Interest (expense) income, netÂ Â (9,072)Â Â 14Â Â Â (9,086) Other income (expense), netÂ Â 54Â Â Â (16)Â Â 70Â Loss before income taxesÂ Â (45,300)Â Â (327)Â Â (44,973) Income tax provisionÂ Â 885Â Â Â 842Â Â Â 43Â Net lossÂ Â (46,185)Â Â (1,169)Â Â (45,016) Series E preferred stock dividends and deemed dividendsÂ Â (2,991)Â Â â€“Â Â Â (2,991) Net loss attributable to common stockholdersÂ $(49,176)Â $(1,169)Â $(48,007) Per share data:Â Â Â Â Â Â Â Â Â Â Â Â Net loss per common share:Â Â Â Â Â Â Â Â Â Â Â Â Basic and dilutedÂ $(4.32)Â Â Â Â Â $(4.22) Weighted-average shares used in computation of net loss per common share:Â Â Â Â Â Â Â Â Â Â Â Â Basic and dilutedÂ Â 11,372,069Â Â Â Â Â Â 11,372,069Â Â Â Â Â Â 35Â Â Â INSEEGO CORP. UNAUDITED PRO FORMA CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS For the Year Ended December 31, 2022 (In thousands, except share and per share data) Â Â Â As ReportedÂ Â Pro Forma AdjustmentsÂ Â Pro Forma InseegoÂ Â Â (a)Â Â (e)Â Â Corp.Â Revenues:Â Â Â Â Â Â Â Â Â Â Â Â Mobile solutionsÂ $143,524Â Â $â€“Â Â $143,524Â Fixed wireless access solutionsÂ Â 43,602Â Â Â â€“Â Â Â 43,602Â Product revenuesÂ Â 187,126Â Â Â â€“Â Â Â 187,126Â Services and otherÂ Â 58,197Â Â Â 26,922Â Â Â Â 31,275Â Total revenuesÂ Â 245,323Â Â Â 26,922Â Â Â 218,401Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 161,943Â Â Â â€“Â Â Â 161,943Â Services and otherÂ Â 16,471Â Â Â 12,718Â Â Â 3,753Â Total cost of revenuesÂ Â 178,414Â Â Â 12,718Â Â Â 165,696Â Gross profitÂ Â 66,909Â Â Â 14,204Â Â Â 52,705Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 38,290Â Â Â 1,886Â Â Â 36,404Â Sales and marketingÂ Â 32,825Â Â Â 6,634Â Â Â 26,191Â General and administrativeÂ Â 26,208Â Â Â 5,132Â Â Â 21,076Â Depreciation and amortizationÂ Â 24,490Â Â Â 1,390Â Â Â 23,100Â Impairment of capitalized softwareÂ Â 3,014Â Â Â â€“Â Â Â 3,014Â Total operating costs and expensesÂ Â 124,827Â Â Â 15,042Â Â Â 109,785Â Operating lossÂ Â (57,918)Â Â (838)Â Â (57,080) Other income (expense):Â Â Â Â Â Â Â Â Â Â Â Â Interest (expense) income, netÂ Â (8,606)Â Â 101Â Â Â (8,707) Other income (expense), netÂ Â (1,910)Â Â 2,131)Â Â 221Â Loss before income taxesÂ Â (68,434)Â Â (2,868)Â Â (65,566) Income tax provision (benefit)Â Â (465)Â Â (585)Â Â 120Â Net lossÂ Â (67,969)Â Â (2,283)Â Â (65,686) Series E preferred stock dividends and deemed dividendsÂ Â (2,736)Â Â â€“Â Â Â (2,736) Net loss attributable to common stockholdersÂ $(70,705)Â $(2,283)Â $(68,422) Per share data:Â Â Â Â Â Â Â Â Â Â Â Â Net loss per common share:Â Â Â Â Â Â Â Â Â Â Â Â Basic and dilutedÂ $(6.59)Â Â Â Â Â $(6.38) Weighted-average shares used in computation of net loss per common share:Â Â Â Â Â Â Â Â Â Â Â Â Basic and dilutedÂ Â 10,726,933Â Â Â Â Â Â 10,726,933Â Â Â Â Â Â 36Â Â Â INSEEGO CORP. UNAUDITED PRO FORMA CONDENSED CONSOLIDATED BALANCE SHEET As of September 30, 2024 (In thousands) Â Â Â As ReportedÂ Â Pro FormaÂ Â Pro Forma InseegoÂ Â Â (a)Â Â AdjustmentsÂ Â Corp.Â ASSETSÂ Â Â Â Â Â Â Â Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalentsÂ $11,972Â Â $43,500(b)Â $55,472Â Accounts receivable, netÂ Â 15,612Â Â Â â€“Â Â Â 15,612Â InventoriesÂ Â 18,118Â Â Â â€“Â Â Â 18,118Â Prepaid expenses and otherÂ Â 3,627Â Â Â â€“Â Â Â 3,627Â Current assets held for saleÂ Â 35,771Â Â Â (35,771)(c)Â Â â€“Â Total current assetsÂ Â 85,100Â Â Â 7,729Â Â Â 92,829Â Property, plant and equipment, netÂ Â 1,303Â Â Â â€“Â Â Â 1,303Â Intangible assets, netÂ Â 19,465Â Â Â â€“Â Â Â 19,465Â GoodwillÂ Â 3,949Â Â Â â€“Â Â Â 3,949Â Operating lease right-of-use assetsÂ Â 3,117Â Â Â â€“Â Â Â 3,117Â Other assetsÂ Â 456Â Â Â â€“Â Â Â 456Â Total assetsÂ $113,390Â Â $7,729Â Â $121,119Â LIABILITIES AND STOCKHOLDERSâ€™ DEFICITÂ Â Â Â Â Â Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Accounts payableÂ $35,457Â Â $â€“Â Â $35,457Â Accrued expenses and other current liabilitiesÂ Â 31,147Â Â Â â€“Â Â Â 31,147Â Short-term loanÂ Â 6,000Â Â Â â€“Â Â Â 6,000Â 2025 Convertible Notes, netÂ Â 106,250Â Â Â â€“Â Â Â 106,250Â Current liabilities held for saleÂ Â 10,000Â Â Â (10,000)(c)Â Â â€“Â Total current liabilitiesÂ Â 188,854Â Â Â (10,000)Â Â 178,854Â Long-term liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Operating lease liabilitiesÂ Â 2,979Â Â Â â€“Â Â Â 2,979Â Deferred tax liabilities, netÂ Â 121Â Â Â â€“Â Â Â 121Â Other long-term liabilitiesÂ Â 6,499Â Â Â â€“Â Â Â 6,499Â Total liabilitiesÂ Â 198,453Â Â Â (10,000)Â Â 188,453Â Stockholdersâ€™ deficit:Â Â Â Â Â Â Â Â Â Â Â Â Preferred stock, par value $0.001Â Â Â â€“Â Â Â â€“Â Â Common stock, par value $0.001Â Â 13Â Â Â â€“Â Â Â 13Â Additional paid-in capitalÂ Â 825,851Â Â Â â€“Â Â Â 825,851Â Accumulated other comprehensive lossÂ Â (6,712)Â Â â€“Â Â Â (6,712) Accumulated deficitÂ Â (904,215)Â Â 17,729(d)Â Â (886,486) Total stockholdersâ€™ deficitÂ Â (85,063)Â Â 17,729Â Â Â (67,334) Total liabilities and stockholdersâ€™ deficitÂ $113,390Â Â $7,729Â Â $121,119Â Â Â Â 37Â Â Â INSEEGO CORP. NOTES TO UNAUDITED PRO FORMA CONDENSED COMBINED FINANCIAL STATEMENTS Â 1. Basis of Presentation Â The unaudited pro forma condensed consolidated statements of operations for the years ended December 31, 2023 and 2022 give effect to the Disposition as if it were completed on January 1, 2022. The unaudited pro forma condensed consolidated balance sheet as of September 30, 2024 gives effect to the Disposition as if it were completed on September 30, 2024. Â The pro forma financial statements have been derived from the historical consolidated financial statements of the Company. The historical consolidated financial statements have been adjusted in the pro forma financial statements to give effect to pro forma events that are (i) directly attributable to the Disposition, (ii) factually supportable and (iii) with respect to the unaudited pro forma condensed consolidated statements of operations, expected to have a continuing impact on the Companyâ€™s consolidated operating results. Â 2.

Pro Forma Adjustments Â The following is a summary of the pro forma adjustments reflected in the unaudited pro forma condensed consolidated financial statements based on preliminary estimates, which may change as additional information is obtained. Â Â (a) Reflects the Companyâ€™s consolidated statement of operations for the years end December 31, 2023 and 2022, as contained in the financial statements presented in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the Securities and Exchange Commission (the â€œSECâ€) on February 22, 2024, and the Companyâ€™s condensed consolidated balance sheet as of September 30, 2024, as contained in the financial statements presented in the Companyâ€™s Quarterly Report on Form 10-Q for the period ended September 30, 2024, filed with the SEC on November 13, 2024. Â Â (b) Reflects the estimated cash proceeds from the Disposition, net of $8.5 million of estimated transaction costs and estimated related tax expenses in connection with the Disposition, as if the transaction were completed on September 30, 2024. These transaction costs have not been reflected in the unaudited pro forma condensed consolidated statements of operations as they will not have an ongoing impact on the Company. Â Â (c) Reflects the acquired assets and liabilities assumed by the Purchaser in the Disposition. Â Â (d) Reflects the estimated after-tax gain on the Disposition, which was calculated as follows (in thousands): Â Estimated proceeds of the Disposition, net of $8.5 million of estimated transaction related fees and expenses, taxes, and working capital adjustmentsÂ $43,500Â Assets of the Telematics BusinessÂ Â (35,771) Liabilities of the Telematics BusinessÂ Â 10,000Â After-tax gain of the DispositionÂ $17,729Â Â Â (e) Reflects the elimination of revenues and expenses representing the historical results of the Telematics Businesses as a result of the Disposition. Â Â Â Â 38Â Â Â MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS Â The following discussion of our financial condition and results of operations should be read in conjunction with the audited and unaudited financial statements and the related notes thereto included in this prospectus. Certain information included in this discussion contains forward-lookingÂ statements that involve numerous risks and uncertainties. Our actual results may differ materially from those projected or implied by the forward-lookingÂ statements. Forward-lookingÂ statements are based on current expectations and assumptions and currently available data and are neither predictions nor guarantees of future events or performance. You should not place undue reliance on forward-lookingÂ statements, which speak only as of the date hereof. See the sections titled â€œRisk Factorsâ€ and â€œCautionary NoteÂ Regarding Forward-LookingÂ Statementsâ€ for a discussion of factors that could cause our actual results to differ from those expressed or implied by forward-lookingÂ statements. Â Overview Â Inseego Corp. is a leader in the design and development of cloud-managed wireless broadband and intelligent edge solutions. Our 4G and 5G wireless broadband portfolio is comprised of secure and high-performance mobile broadband and fixed wireless access (â€œFWAâ€) solutions with associated cloud solutions for real time WAN visibility, monitoring, automation and control with centralized orchestration of network functions. These solutions are specifically built for the enterprise and small and medium business (â€œSMBâ€) market segments with a focus on performance, scalability, quality and enterprise grade security. Until recently, we also offered telematics solutions designed to improve business outcomes for enterprise and SMB market segments (see â€œRecent Developmentsâ€ below). We also provide a wireless subscriber management SaaS solution for carriers to manage their government and complex enterprise customer subscriptions. Â Our 5G products and associated cloud solutions are designed and developed in the U.S. and are used in mission-critical applications requiring the highest levels of security and zero unscheduled downtime. These solutions support applications such as business broadband for both mobile and fixed use cases, enterprise networking and software-defined wide area network (â€œSD-WANâ€) failover management. Â Inseego is at the forefront of providing high speed broadband through state-of-the-art 4G and 5G solutions to keep enterprise and SMB customers seamlessly connected. With multiple first-to-market innovations through several generations of 4G and 5G technologies, Inseego has been advancing wireless WAN technology and driving industry transformations for over 30 years. Our products currently operate on all major cellular networks in the US. Our mobile hotspots, sold under the MiFiÂ® brand, have been sold to millions of end users and provide secure and convenient high-speed broadband access to the Internet on the go. Â Recent Developments Â On November 27, 2024, we completed the previously announced sale of our Telematics Business pursuant to the Purchase Agreement with Light Sabre SPV Limited. Pursuant to the terms of the Purchase Agreement, Ctrack Holdings, the Purchaser (as assignee of Light Sabre SPV Limited), acquired the entire issued share capital of our Inseego International Holdings Limited subsidiary for $52 million in an all-cash transaction. Cash proceeds net of estimated transaction costs and estimated related tax expenses in connection with the Disposition are expected to be $43.5 million. The Purchase Agreement provides for a closing accounts mechanism, whereby, following closing of the Disposition, the Purchaser will prepare closing accounts and a closing statement, which, once agreed or deemed agreed, will form the basis of an adjustment to the initial purchase consideration as a result of changes in closing working capital and net debt. As a result of the Disposition, the Company divested the fleet management and telematics solutions business of the Company, which has operations in the United Kingdom, Europe, Australia and New Zealand. Â Â Â Â 39Â Â Â Our decision to divest the Telematics Business was based on a review of the strategic fit of the business with our North American-centric 5G wireless solutions business and our previously stated goal to continue to significantly de-leverage our capital structure. The sale of the telematics operations further supports our streamlining of our focus and resources on the strongest growth opportunities around our core product offerings. Â The assets and liabilities of the Telematics Business have been classified as held for sale within the Condensed Consolidated Balance Sheet as of September 30, 2024 and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income for the three and nine month periods ended September 30, 2024 and 2023. Refer to the Unaudited Pro Forma Condensed Consolidated Financial Information and NoteÂ 2Â â€“ Discontinued Operations and Held for Sale to the Unaudited Condensed Consolidated Financial Statements included elsewhere in this prospectus for further discussion regarding the divestiture. Â Business Segment Reporting Â We operate as one business segment. Our principal executive officer, who is also our Chief Operating Decision Maker, evaluates the business as a single entity and reviews financial information and makes business decisions based on the overall results of the business. As such, our operations constitute a single operating segment and one reportable segment. Â Financial Statement Presentation Â During the fourth quarter of 2023 the Company reclassified revenues in order to align with how management reviews revenue results. Historically, the Company classified revenues from products and services into two categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. See theÂ Supplemental disclosure of quarterly revenues and cost of revenuesÂ section below for a table of revenues and related costs of revenues under the current classification for each of the four quarters during the years ended December 31, 2023 and 2022. Â Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses into a separate line labeled Depreciation and amortization. All prior periods have been reclassified to conform to the current period presentation for these changes. Â Factors Which May Influence Future Results of Operations Â Revenues. We classify our revenues from the sale of our products and services into two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Historically, the Company classified revenues from products and services into two different categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. All prior periods have been reclassified to conform to the current period presentation for this change. A description of each of the current revenue classifications is as follows: Â Mobile solutions: Our mobile broadband solutions, sold under the MiFi brand, are actively used by millions of end users to provide secure and convenient high-speed access to corporate, public and personal information through the Internet and enterprise networks. Our mobile portfolio is supported by our cloud offerings - Inseego Connect for device management, and 5G SD EDGE for secure networking enabling corporate managed mobile remote workforce. Our Mobile Solutions portfolio also includes 4G VoLTE products and 4G USB modems. Our Mobile Solutions customer base is primarily comprised of mobile operators. These mobile operators include Verizon Wireless, T-Mobile and U.S. Cellular in the United States, Rogers and Telus in Canada, Telstra in Australia, as well as other international wireless operators, distributors and various companies in other vertical markets and geographies. Â Â Â Â 40Â Â Â Fixed wireless access solutions: Our fixed wireless access solutions are deployed by enterprise and SMB customers for their distributed sites and employees as a fully secure and corporate managed wireless WWAN solution. The portfolio consists of indoor, outdoor and industrial routers and gateways supported by our cloud solutions â€“ Inseego Connect for device management and 5G SD Edge for secure cloud networking. These solutions, sold under the Wavemaker and Skyus brands, are sold by mobile operators such as T-Mobile, U.S. Cellular and Verizon Wireless along with distribution and channel partners. Â Services and other: We sell certain other types of SaaS solutions. First, we provide a wireless subscriber management solution (Inseego Subscribe) for carrierâ€™s management of their government and complex enterprise customer subscriptions. We also categorize non-recurring engineering services we provide to our customers as Service and other revenue. Â We believe that our future revenues will be influenced by a number of factors including: Â Â·deployment of 5G infrastructure equipment; Â Â·adoption of 5G end point products; Â Â·competition in the area of 5G technology; Â Â·acceptance of our products by new vertical markets; Â Â·rate of change to new products; Â Â·economic environment and related market conditions; Â Â·product pricing; and Â Â·changes in technologies. Â Our revenues are also significantly dependent upon the availability of materials and components used in our hardware products. Â Cost of Revenues. Cost of revenues includes all costs associated with our contract manufacturers, distribution, fulfillment and repair services, delivery of SaaS services, warranty costs, amortization of intangible assets, depreciation of rental assets for telematics services, royalties, operations overhead, costs associated with cancellation of purchase orders and costs related to outside services. Also included in cost of revenues are costs related to inventory adjustments, as well as any write downs for excess and obsolete inventory and abandoned product lines. Inventory adjustments are impacted primarily by demand for our products, which is influenced by the factors discussed above. Â Operating Costs and Expenses. Our operating costs consist of four primary categories: research and development, sales and marketing, general and administrative, and depreciation and amortization costs,. Â Research and development is at the core of our ability to produce innovative, leading-edge products. These expenses consist primarily of engineers and technicians who design and test our highly complex products and the procurement of testing and certification services. Â Â Â Â 41Â Â Â Sales and marketing expenses consist primarily of our sales force and product-marketing professionals. In order to maintain strong sales relationships, we provide co-marketing, trade show support and product training. We are also engaged in a wide variety of marketing activities, such as awareness and lead generation programs as well as product marketing. Other marketing initiatives include public relations, seminars and co-branding with partners. Â General and administrative expenses include primarily corporate functions such as accounting, human resources, legal, administrative support, information technology, and professional fees. This category includes the expenses needed to operate as a publicly traded company, including compliance with the Sarbanes-Oxley Act of 2002, as amended, SEC filings, stock exchange fees and investor relations expense. Although general and administrative expenses are not directly related to revenue levels, certain expenses such as legal expenses and provisions for bad debts may cause significant volatility in future general and administrative expenses. Â Depreciation and amortization expenses. Our depreciation and amortization expenses primarily include depreciation on our property, plant, and equipment, amortization of capitalized software projects, and amortization of intangibles purchased through acquisitions. Depreciation related to rental assets of our telematics services are included in Cost of Revenues as noted above. Â Impairment of capitalized software. Impairment expenses can be recorded on capitalized software intended for internal and external use. Impairments of capitalized software intended for internal use are recorded when the carrying value of the asset group to which the software belongs is not recoverable and exceeds its fair value. Impairments of capitalized software intended for external use are recorded when the net realizable value of the asset falls below its carrying value. Â Operating Results. Our results are affected by numerous macroeconomic factors including inflation, consumer spending confidence and global supply chains. The existence of inflation in the U.S. and global economy has resulted in, and may continue to result in, higher interest rates and capital costs, increased costs of labor, fluctuating exchange rates and other similar effects. If the inflation rate continues to increase, it could affect our expenses, especially employee compensation expense. Inflation and related increases in interest rates could also increase our customers' operating costs, which could result in reduced operating budgets. To the extent our products are perceived by customers and potential customers as discretionary, our revenue may be disproportionately affected by delays or reductions in general information technology spending. Such delays or reductions in technology spending are often associated with enhanced budget scrutiny by our customers including additional levels of approvals, cloud optimization efforts and additional time to evaluate and test our products, which can lead to long and unpredictable sales cycles. Such increases have, and may continue to have, a negative impact on the Companyâ€™s revenue and profit margins, if the selling prices of products do not increase with the increased costs. Â Results of Operations Â Three Months Ended SeptemberÂ 30, 2024 Compared to Three Months Ended SeptemberÂ 30, 2023 Â Revenues. Revenues for the three months ended SeptemberÂ 30, 2024 were $54.0 million, compared to $41.4 million for the same period in 2023. Â The following table summarizes revenues by our two product categories (in thousands): Â Â Â Three Months Ended SeptemberÂ 30,Â Change Product CategoryÂ 2024Â 2023Â $Â % Mobile solutionsÂ $32,282Â Â $22,534Â Â $9,748Â Â Â 43.3% Fixed wireless access solutionsÂ Â 9,723Â Â Â 11,114Â Â Â (1,391)Â Â (12.5) ProductÂ Â 42,005Â Â Â 33,648Â Â Â 8,357Â Â Â 24.8Â Services and otherÂ Â 12,027Â Â Â 7,709Â Â Â 4,318Â Â Â 56.0Â Total revenuesÂ $54,032Â Â $41,357Â Â $12,675Â Â Â 30.6Â Â Â Â Â 42Â Â Â Mobile solutions. The $9.7 million increase in mobile solutions revenues is primarily due to increased sales of our higher margin premium 5G MiFi hotspot at multiple carriers, including a promotional offer at one of our carrier partners. Â Fixed wireless access solutions. The $1.4 million decrease in fixed wireless access solutions revenues is primarily due to decreased sales with one of our carrier partners, partially offset by sales from our channel program, that began in 2024, as initiatives in that space are beginning to drive revenue. Â Services and other The $4.3 million increase in services and other revenues is primarily due to increased Inseego Subscribe revenues related to the terms of a two-year service contract renewal with a major customer that was executed in April 2024. Â Cost of revenues. Cost of revenues for the three months ended SeptemberÂ 30, 2024 was $35.2 million, or 65.2% of revenues, compared to $43.5 million, or 105.2% of revenues, for the same period in 2023. Â The following table summarizes cost of revenues by category (in thousands): Â Â Â Three Months Ended SeptemberÂ 30,Â Change Product CategoryÂ 2024Â 2023Â $Â % ProductÂ $33,592Â Â $42,788Â Â $(9,196)Â Â (21.5)% Services and otherÂ Â 1,640Â Â Â 734Â Â Â 906Â Â Â 123.4Â Total cost of revenuesÂ $35,232Â Â $43,522Â Â $(8,290)Â Â (19.0) Â Product. The $9.2 million decrease in productÂ cost of revenues is primarily due to significant inventory reserves and related charges of $14.4 million recorded in the three months ended SeptemberÂ 30, 2023, partially offset by the impact of increased product revenues. Â Services and other. The $0.9 million increase in services and other cost of revenues is primarily due to increased Inseego Subscribe revenues and the related increase in costs incurred to provide these services. Â Gross profit. Gross profit for the three months ended SeptemberÂ 30, 2024 was $18.8 million, or a gross margin of 34.8%, compared to a loss of $2.2 million, or a gross margin of (5.2)%, for the same period in 2023. The increase in gross profit is primarily due to significant inventory reserves recorded in the three months ended SeptemberÂ 30, 2023 and higher revenues in the three months ended SeptemberÂ 30, 2024. The increase in gross profit margin is primarily due to the inventory reserves recorded in the three months ended SeptemberÂ 30, 2023 and a larger proportion of higher margin service revenues as a percentage of total revenues and increased margins on the Companyâ€™s premium 5G MiFi hotspot offerings in the current year in comparison to the lower margin products offered in the prior year. Â Operating costs and expenses. The following table summarizes operating costs and expenses (in thousands): Â Â Â Three Months Ended SeptemberÂ 30,Â Change Operating costs and expensesÂ 2024Â 2023Â $Â % Research and developmentÂ $5,176Â Â $5,200Â Â $(24)Â Â (0.5)% Sales and marketingÂ Â 4,125Â Â Â 3,893Â Â Â 232Â Â Â 6.0Â General and administrativeÂ Â 4,822Â Â Â 3,429Â Â Â 1,393Â Â Â 40.6Â Depreciation and amortizationÂ Â 3,154Â Â Â 3,848Â Â Â (694)Â Â (18.0) Impairment of capitalized softwareÂ Â 507Â Â Â 611Â Â Â (104)Â Â (17.0) TotalÂ $17,784Â Â $16,981Â Â $803Â Â Â 4.7Â Â Â Â Â 43Â Â Â Research and development expenses. Research and development expenses for the three months ended SeptemberÂ 30, 2024 were $5.2 million, or 9.6% of revenues, compared to $5.2 million, or 12.6% of revenues, for the same period in 2023. The decrease in research and development expenses was primarily due to lower research and development personnel-related costs as a result of a decrease in overall research and development headcount, partially offset by increased annual incentive bonus accruals for current year performance. Â Sales and marketing expenses. Sales and marketing expenses for the three months ended SeptemberÂ 30, 2024 were $4.1 million, or 7.6% of revenues, compared to $3.9 million, or 9.4% of revenues, for the same period in 2023. The increase in sales and marketing expenses was primarily due to increased sales commissions and higher advertising and marketing costs, partially offset by lower sales personnel-related costs as a result of a decrease in overall sales headcount and a decrease in consulting and outside services in relation to cost reduction efforts. Â General and administrative expenses. General and administrative expenses for the three months ended SeptemberÂ 30, 2024 were $4.8 million, or 8.9% of revenues, compared to $3.4 million, or 8.3% of revenues, for the same period in 2023. The increase in general and administrative expense was primarily due to an increase in legal and consulting expenses related to our capital structure management efforts and planned divestiture of our Telematics Business, as well as increased annual incentive bonus accruals for current year performance, partially offset by a decreased share-based compensation. Â Depreciation and amortization expenses. Depreciation and amortization expenses for the three months ended SeptemberÂ 30, 2024 were $3.2 million, or 5.8% of revenues, compared to $3.8 million, or 9.3% of

revenues, for the same period in 2023. The decrease in depreciation and amortization expenses was primarily due to lower balances of capitalized software projects and property, plant and equipment during the three months ended SeptemberÂ 30, 2024 compared to the same period in 2023. Â Impairment of capitalized software. For the three months ended SeptemberÂ 30, 2024 and 2023, we recorded impairments of $0.5 million and $0.6 million, respectively. Â Other (expense) income. The following table summarizes other (expense) income (in thousands): Â Â Â Three Months Ended SeptemberÂ 30,Â Change Other (expense) incomeÂ 2024Â 2023Â $Â % Interest expense, netÂ $(5,731)Â $(2,894)Â $(2,837)Â Â 98.0% Gain on debt restructurings, netÂ Â 12,366Â Â Â â€“Â Â Â 12,366Â Â Â *Â Other income (expense), netÂ Â (72)Â Â 45Â Â Â (117)Â Â *Â TotalÂ $6,563Â Â $(2,849)Â $9,412Â Â Â *Â * Percentage not meaningful Â Interest expense, net. The $2.8 million increase in interest expense, net for the three months ended SeptemberÂ 30, 2024 over the same period in 2023 was primarily a result of amortization of the debt discount and coupon interest on the Short-Term Loan (as defined below) received in June 2024, partially offset by reductions in the principal balance of the 2025 Convertible Notes (as defined below) and termination of the Companyâ€™s Credit Facility (as defined in NoteÂ 5Â â€“ Debt in the accompanying condensed consolidated financial statements) in April 2024. Â Gain on debt restructurings, net The $12.4 million net gain on debt restructurings for the three months ended SeptemberÂ 30, 2024 is a result of the Companyâ€™s various 2025 Convertible Notes restructurings entered into during 2024 as part of our overall capital structure management efforts, as described below. Â Â Â Â 44Â Â Â Other income (expense), net. Other income (expense), net for the three months ended SeptemberÂ 30, 2024 and 2023 was $0.1 million and $0.0 million, respectively. Â Income from discontinued operations, net of tax. Income from discontinued operations, net of tax for the three months ended SeptemberÂ 30, 2024 and 2023 was $1.4 million and $0.2 million, respectively. The increase was primarily due to increased sales of telematics services. Â Preferred stock dividends. During the three months endedÂ SeptemberÂ 30, 2024 and 2023, we recorded dividends of $0.8 million and $0.8 million, respectively, on our Preferred Stock. Â Nine Months Ended SeptemberÂ 30, 2024 Compared to Nine Months Ended SeptemberÂ 30, 2023 Â Revenues. Revenues for the nine months ended SeptemberÂ 30, 2024 were $143.2 million, compared to $131.4 million for the same period in 2023. Â The following table summarizes revenues by our two product categories (in thousands): Â Â Â Nine Months Ended SeptemberÂ 30,Â Change Product CategoryÂ 2024Â 2023Â $Â % Mobile solutionsÂ $73,431Â Â $64,469Â Â $8,962Â Â Â 13.9% Fixed wireless access solutionsÂ Â 37,222Â Â Â 42,489Â Â Â (5,267)Â Â (12.4) ProductÂ Â 110,653Â Â Â 106,958Â Â Â 3,695Â Â Â 3.5Â Services and otherÂ Â 32,504Â Â Â 24,409Â Â Â 8,095Â Â Â 33.2Â Total revenuesÂ $143,157Â Â $131,367Â Â $11,790Â Â Â 9.0Â Â Mobile solutions. The $9.0 million increase in mobile solutions revenues is primarily due to increased sales of our premium 5G MiFi hotspots with one of our carrier partners. Â Fixed wireless access solutions. The $5.3 million decrease in fixed wireless access solutions revenues is primarily due to higher sales in the nine months ended SeptemberÂ 30, 2023 relating to pre-launch sales of our indoor FWA solution in preparation for the release that occurred in the third quarter of 2023 and reduced sales of our indoor router category during the nine months ended SeptemberÂ 30, 2024 as compared to the nine months ended SeptemberÂ 30, 2023. Â Services and other The $8.1 million increase in services and other revenues is primarily due to increased Inseego Subscribe revenues related to the terms of a two-year service contract renewal with a major customer that was executed in April 2024. Â Cost of revenues. Cost of revenues for the nine months ended SeptemberÂ 30, 2024 was $92.3 million, or 64.5% of revenues, compared to $104.9 million, or 79.9% of revenues, for the same period in 2023. Â The following table summarizes cost of revenues by category (in thousands): Â Â Â Nine Months Ended SeptemberÂ 30,Â Change Product CategoryÂ 2024Â 2023Â $Â % ProductÂ $86,812Â Â $101,375Â Â $(14,563)Â Â (14.4)% Services and otherÂ Â 5,492Â Â Â 3,559Â Â Â 1,933Â Â Â 54.3Â Total cost of revenuesÂ $92,304Â Â $104,934Â Â $(12,630)Â Â (12.0) Â Â Â Â 45Â Â Â Product. The $14.6 million decrease in ProductÂ cost of revenues is primarily due to significant inventory reserves recorded in the nine months ended SeptemberÂ 30, 2023, partially offset partially offset by the impact of increased product revenues. Â Services and other. The $1.9 million increase in Services and other cost of revenues is primarily due to increased Inseego Subscribe revenues and the related increase in costs incurred to provide said services. Â Gross profit. Gross profit for the nine months ended SeptemberÂ 30, 2024 was $50.9 million, or a gross margin of 35.5%, compared to $26.4 million, or a gross margin of 20.1%, for the same period in 2023. The increase in gross profit is primarily due to the inventory reserves recorded in the nine months ended SeptemberÂ 30, 2023 and higher revenues in the nine months ended SeptemberÂ 30, 2024. The increase in gross profit margin is primarily due to the inventory reserves recorded in the three months ended SeptemberÂ 30, 2023 and a larger proportion of higher margin service revenues as a percentage of total revenues and increased margins on the Companyâ€™s premium 5G MiFi hotspot offerings in the current year in comparison to the lower margin products offered in the prior year. Â Operating costs and expenses. The following table summarizes operating costs and expenses (in thousands): Â Â Â Nine Months Ended SeptemberÂ 30,Â Change Operating costs and expensesÂ 2024Â 2023Â $Â % Research and developmentÂ $15,032Â Â $14,369Â Â $663Â Â Â 4.6% Sales and marketingÂ Â 12,176Â Â Â 13,703Â Â Â (1,527)Â Â (11.1) General and administrativeÂ Â 12,695Â Â Â 12,326Â Â Â 369Â Â Â 3.0Â Depreciation and amortizationÂ Â 10,098Â Â Â 13,125Â Â Â (3,027)Â Â (23.1) Impairment of capitalized softwareÂ Â 927Â Â Â 1,115Â Â Â (188)Â Â (16.9) TotalÂ $50,928Â Â $54,638Â Â $(3,710)Â Â (6.8) Â Research and development expenses. Research and development expenses for the nine months ended SeptemberÂ 30, 2024 were $15.0 million, or 10.5% of revenues, compared to $14.4 million, or 10.9% of revenues, for the same period in 2023. The increase in research and development expenses was primarily due to fewer research and development projects that were capitalizable during the nine months ended SeptemberÂ 30, 2024, which resulted in a higher percentage of research and development costs being recorded as operating expenses, and increased annual incentive bonus accruals for current year performance, partially offset by lower personnel-related costs as a result of a decrease in overall sales headcount and a decrease in consulting and outside services in relation to cost reduction efforts. Â Sales and marketing expenses. Sales and marketing expenses for the nine months ended SeptemberÂ 30, 2024 were $12.2 million, or 8.5% of revenues, compared to $13.7 million, or 10.4% of revenues, for the same period in 2023. The decrease in sales and marketing expenses was primarily due to lower sales personnel-related costs as a result of a decrease in overall sales headcount and a decrease in consulting and outside services in relation to cost reduction efforts. Â General and administrative expenses. General and administrative expenses for the nine months ended SeptemberÂ 30, 2024 were $12.7 million, or 8.9% of revenues, compared to $12.3 million, or 9.4% of revenues, for the same period in 2023. The increase in general and administrative expense was primarily due to an increase in legal and consulting expenses related to our capital structure management efforts and planned divestiture of our Telematics Business, as well as increased annual incentive bonus accruals for current year performance, partially offset by a decrease in share-based compensation expense and temporary employment costs as part of cost reduction efforts. Â Â Â Â 46Â Â Â Depreciation and amortization expenses. Depreciation and amortization expenses for the nine months ended SeptemberÂ 30, 2024 were $10.1 million, or 7.1% of revenues, compared to $13.1 million, or 10.0% of revenues, for the same period in 2023. The decrease in depreciation and amortization expenses was primarily due to lower balances of capitalized software projects and property, plant and equipment during the nine months ended SeptemberÂ 30, 2024 compared to the same period in 2023. Â Impairment of capitalized software. For the nine months ended SeptemberÂ 30, 2024 and 2023, we recorded impairments of $0.9 million and $1.1 million, respectively. Â Other (expense) income. The following table summarizes other (expense) income (in thousands): Â Â Â Nine Months Ended SeptemberÂ 30,Â Change Other (expense) incomeÂ 2024Â 2023Â $Â % Interest expense, netÂ $(9,686)Â $(6,910)Â $(2,776)Â Â 40.2Â Loss on extinguishment of revolving credit facilityÂ Â (788)Â Â â€“Â Â Â (788)Â Â *Â Gain on debt restructurings, netÂ Â 13,690Â Â Â â€“Â Â Â 13,690Â Â Â *Â Other income (expense), netÂ Â (864)Â Â 50Â Â Â (914)Â Â *Â TotalÂ $2,352Â Â $(6,860)Â $9,212Â Â Â *Â * Percentage not meaningful Â Interest expense, net. The $2.8 million decrease in interest expense, net for the nine months ended SeptemberÂ 30, 2024 over the same period in 2023 was primarily a result of amortization of the debt discount and coupon interest on the Short-Term Loan (as defined below) received in June 2024, partially offset by reductions in the principal balance of the 2025 Convertible Notes (as defined below) and termination of the Companyâ€™s Credit Facility (as defined in NoteÂ 5Â â€“ Debt in the accompanying condensed consolidated financial statements) in April 2024. Â Loss on extinguishment of revolving credit facility The $0.8 million loss on extinguishment of revolving credit facility for the nine months ended SeptemberÂ 30, 2024 relates to the terminations of the Companyâ€™s Credit Facility in April 2024. Â Gain on debt restructurings, net The $13.7 million net gain on troubled debt restructurings for the nine months ended SeptemberÂ 30, 2024 is a result of the Companyâ€™s various 2025 Convertible Notes restructurings entered into during 2024 as part of our overall capital structure management efforts. Â Other income (expense), net. Other income (expense), net for the nine months ended SeptemberÂ 30, 2024 and 2023 was $(0.9) million and $0.1 million, respectively. Â Income tax provision. Income tax provision for the nine months ended SeptemberÂ 30, 2024 and 2023 was a provision of $0.2 million and $0.0 million, respectively. Â Income from discontinued operations, net of tax. Income from discontinued operations, net of tax for the nine months ended SeptemberÂ 30, 2024 and 2023 was $3.0 million and $3.3 million, respectively. The decrease was primarily due to increased sales of telematics services. Â Preferred stock dividends. During the nine months endedÂ SeptemberÂ 30, 2024 and 2023, we recorded dividends of $2.4 million and $2.2 million, respectively, on our Preferred Stock. Â Â Â Â 47Â Â Â Year Ended DecemberÂ 31, 2023 Compared to Year Ended DecemberÂ 31, 2022 Â The following table sets forth our consolidated statements of operations in dollars (in thousands) and expressed as a percentage of revenues, derived from the accompanying consolidated financial statements for the periods indicated. Â Â Â YearÂ EndedÂ DecemberÂ 31, Â Â 2023Â 2022 Revenues:Â Â Â Â Â Â Â Â Mobile solutionsÂ $80,498Â Â Â 41.1Â %Â $143,524Â Â Â 58.5% Fixed wireless access solutionsÂ Â 54,900Â Â Â 28.1Â Â Â 43,602Â Â Â 17.8Â Product revenuesÂ Â 135,398Â Â Â 69.2Â Â Â 187,126Â Â Â 76.3Â Services and otherÂ Â 60,290Â Â Â 30.8Â Â Â 58,197Â Â Â 23.7Â Total revenuesÂ Â 195,688Â Â Â 100.0Â Â Â 245,323Â Â Â 100.0Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 127,157Â Â Â 65.0Â Â Â 161,943Â Â Â 66.0Â Services and otherÂ Â 16,077Â Â Â 8.2Â Â Â 16,471Â Â Â 6.7Â Total cost of revenuesÂ Â 143,234Â Â Â 73.2Â Â Â 178,414Â Â Â 72.7Â Gross profitÂ Â 52,454Â Â Â 26.8Â Â Â 66,909Â Â Â 27.3Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 21,513Â Â Â 11.0Â Â Â 38,290Â Â Â 15.6Â Sales and marketingÂ Â 21,504Â Â Â 11.0Â Â Â 32,825Â Â Â 13.4Â General and administrativeÂ Â 20,721Â Â Â 10.6Â Â Â 26,208Â Â Â 10.7Â Depreciation and amortizationÂ Â 19,759Â Â Â 10.1Â Â Â 24,490Â Â Â 10.0Â Impairment of capitalized softwareÂ Â 5,239Â Â Â 2.7Â Â Â 3,014Â Â Â 1.2Â Total operating costs and expensesÂ Â 88,736Â Â Â 45.3Â Â Â 124,827Â Â Â 50.9Â Operating lossÂ Â (36,282)Â Â (18.5)Â Â (57,918)Â Â (23.6) Other income (expense):Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest expense, netÂ Â (9,072)Â Â (4.6)Â Â (8,606)Â Â (3.5) Other income (expense), netÂ Â 54Â Â Â â€“Â Â Â (1,910)Â Â (0.8) Loss before income taxesÂ Â (45,300)Â Â (23.1)Â Â (68,434)Â Â (27.9) Income tax provision (benefit)Â Â 885Â Â Â 0.5Â Â Â (465)Â Â (0.2) Net lossÂ Â (46,185)Â Â (23.6)Â Â (67,969)Â Â (27.7) Series E preferred stock dividendsÂ Â (2,991)Â Â (1.5)Â Â (2,736)Â Â (1.1) Net loss attributable to common stockholdersÂ $(49,176)Â Â (25.1)%Â $(70,705)Â Â (28.8)% Â Â Â Â 48Â Â Â Revenues. Revenues for the year ended DecemberÂ 31, 2023 were $195.7Â million, a decrease of $49.6 million, or 20.2%, compared to the same period in 2022. Â The following table summarizes net revenues by category (dollars in thousands): Â Â Â Year Ended December 31,Â Change Product CategoryÂ 2023Â 2022Â $Â % Mobile solutionsÂ $80,498Â Â $143,524Â Â $(63,026)Â Â (43.9)% Fixed wireless access solutionsÂ Â 54,900Â Â Â 43,602Â Â Â 11,298Â Â Â 25.9Â Product revenuesÂ Â 135,398Â Â Â 187,126Â Â Â (51,728)Â Â (27.6) Services and otherÂ Â 60,290Â Â Â 58,197Â Â Â 2,093Â Â Â 3.6Â TotalÂ $195,688Â Â $245,323Â Â $(49,635)Â Â (20.2) Â Mobile solutions. The $63.0 million decrease in mobile solutions revenues is primarily due to decreases in our carrier offerings and lower sales of LTE gigabit hotspots as we transition from 4G products to 5G product offerings, partially offset by sales of 5G hotspots related to our MiFi hotspot business (launched in the second half of 2022). Â Fixed wireless access solutions. The $11.3 million increase in fixed wireless access solutions revenues is primarily due increased adoption of fixed wireless access products, specifically sales of a 5G Fixed Wireless Access device that we launched in the second quarter of 2023. Â Services and other. The $2.1 million increase in services and other net revenues is primarily due to increased telematics subscription revenues. Â Cost of revenues. Cost of revenues for the year ended DecemberÂ 31, 2023 was $143.2 million, or 73.2% of net revenues, compared to $178.4 million, or 72.7% of net revenues, for the same period in 2022. Â The following table summarizes cost of revenues by category (dollars in thousands): Â Â Â Year Ended DecemberÂ 31,Â Change Product CategoryÂ 2023Â 2022Â $Â % ProductÂ $127,157Â Â $161,943Â Â $(34,786)Â Â (21.5)% Services and otherÂ Â 16,077Â Â Â 16,471Â Â Â (394)Â Â (2.4) TotalÂ $143,234Â Â $178,414Â Â $(35,180)Â Â (19.7) Â Product. TheÂ $34.8 million decrease in ProductÂ cost of revenues is primarily is a result of lower sales of LTE gigabit hotspots, partially offset by an increase in inventory and contract manufacturer reserves as further described below. Â Services and other. The $0.4 million decrease in Services and other cost of revenues is primarily due to reduced costs associated with providing our telematics services. Â Gross profit. Gross profit for the year ended DecemberÂ 31, 2023 was $52.5 million, or a gross margin of 26.8%, compared to $66.9 million, or a gross margin of 27.3%, for the same period in 2022. The decrease in gross profit is primarily due to lower revenues. The slight decrease in gross profit margin is due to an increase in inventory and contract manufacturer reserves discussed below, which were partially offset by a higher percentage of high margin service revenues, higher margins in our Telematics Business, and various initiatives to improve efficiencies in production. Â Â Â Â 49Â Â Â As discussed in Part IV Item 15 NoteÂ 2Â â€“ Financial Statement Details, in the year ended DecemberÂ 31, 2023, the Company recorded a write-down of $9.6Â million to reflect inventories at net realizable value, in addition to a $1.3Â million write-off of capitalized inventory order fees. Further, management accrued an additional $6.8Â million in net charges for contract manufacturing liabilities (whose remaining balance is accrued in the Accrued Expenses and Other Current Liabilities) related to excess materials at the contract manufacturersâ€™ sites. All $17.7Â million of these charges were recorded in cost of product revenues during the year ended DecemberÂ 31, 2023 and thereby negatively impacted Gross Profit. Managementâ€™s analysis was based on new information that became available during the year, updated sales projections and other dynamics in the market. Â Supplemental disclosure of quarterly revenues and cost of revenues. As noted above, the Company has elected to classify revenues into two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. The company has reclassified all prior periods to conform to the current period presentation for this change. Below is a supplemental disclosure of revenues and costs of revenues under the current classification for the each quarter in the years ended December 31, 2023 and 2022 (in thousands): Â Â Â Year EndedÂ Three Months Ended Â Â December 31, 2023Â December 31, 2023Â September 30, 2023Â June 30, 2023Â March 31, 2023 Revenues:Â Â Â Â Â Â Â Â Â Â Mobile solutionsÂ $80,498Â Â $16,029Â Â $22,534Â Â $18,895Â Â $23,040Â Fixed wireless access solutionsÂ Â 54,900Â Â Â 12,411Â Â Â 11,114Â Â Â 19,505Â Â Â 11,870Â Product revenuesÂ Â 135,398Â Â Â 28,440Â Â Â 33,648Â Â Â 38,400Â Â Â 34,910Â Services and otherÂ Â 60,290Â Â Â 14,314Â Â Â 14,935Â Â Â 15,157Â Â Â 15,884Â Total revenuesÂ Â 195,688Â Â Â 42,754Â Â Â 48,583Â Â Â 53,557Â Â Â 50,794Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 127,157Â Â Â 25,782Â Â Â 42,788Â Â Â 30,620Â Â Â 27,967Â Services and otherÂ Â 16,077Â Â Â 3,496Â Â Â 3,900Â Â Â 4,041Â Â Â 4,640Â Total cost of revenuesÂ Â 143,234Â Â Â 29,278Â Â Â 46,688Â Â Â 34,661Â Â Â 32,607Â Gross profitÂ $52,454Â Â $13,476Â Â $1,895Â Â $18,896Â Â $18,187Â Â Â Â Â Year EndedÂ Three Months Ended Â Â December 31, 2022Â December 31, 2022Â September 30, 2022Â June 30, 2022Â March 31, 2022 Revenues:Â Â Â Â Â Â Â Â Â Â Mobile solutionsÂ $143,524Â Â $21,469Â Â $40,292Â Â $37,469Â Â $44,294Â Fixed wireless access solutionsÂ Â 43,602Â Â Â 16,467Â Â Â 14,173Â Â Â 9,935Â Â Â 3,027Â Product revenuesÂ Â 187,126Â Â Â 37,936Â Â Â 54,465Â Â Â 47,404Â Â Â 47,321Â Services and otherÂ Â 58,197Â Â Â 14,980Â Â Â 14,702Â Â Â 14,452Â Â Â 14,063Â Total revenuesÂ Â 245,323Â Â Â 52,916Â Â Â 69,167Â Â Â 61,856Â Â Â 61,384Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 161,943Â Â Â 33,021Â Â Â 46,777Â Â Â 39,953Â Â Â 42,192Â Services and otherÂ Â 16,471Â Â Â 4,082Â Â Â 4,434Â Â Â 4,011Â Â Â 3,944Â Total cost of revenuesÂ Â 178,414Â Â Â 37,103Â Â Â 51,211Â Â Â 43,964Â Â Â 46,136Â Gross profitÂ $66,909Â Â $15,813Â Â $17,956Â Â $17,892Â Â $15,248Â Â Â Â Â 50Â Â Â Operating costs and expenses. The following table summarizes operating costs and expenses (dollars in thousands): Â Â Â Year Ended DecemberÂ 31,Â Change Operating costs and expensesÂ 2023Â 2022Â $Â % Research and developmentÂ $21,513Â Â $38,290Â Â $(16,777)Â Â (43.8)% Sales and marketingÂ Â 21,504Â Â Â 32,825Â Â Â (11,321)Â Â (34.5) General and administrativeÂ Â 20,721Â Â Â 26,208Â Â Â (5,487)Â Â (20.9) Depreciation and amortizationÂ Â 19,759Â Â Â 24,490Â Â Â (4,731)Â Â (19.3) Impairment of capitalized softwareÂ Â 5,239Â Â Â 3,014Â Â Â 2,225Â Â Â 73.8Â TotalÂ $88,736Â Â $124,827Â Â $(36,091)Â Â (28.9) Â Research and development expenses. Research and development expenses for the year ended DecemberÂ 31, 2023 were $21.5 million, or 11.0% of net revenues, compared to $38.3 million, or 15.6% of net revenues, for the same period in 2022. The decrease in research and development expenses was primarily due to a reduction in headcount and lower consulting and outside service fees, in pursuit of cost reduction efforts, compared to the same period in 2022. Â Sales and marketing expenses. Sales and marketing expenses for the year ended DecemberÂ 31, 2023 were $21.5Â million, or 11.0% of net revenues, compared to $32.8 million, or 13.4% of net revenues, for the same period in 2022. The decrease in sales and marketing expenses was primarily due to lower professional fees and reduction in sales headcount compared to the same period in 2022. Â General and administrative expenses. General and administrative expenses for the year ended DecemberÂ 31, 2023 were $20.7 million, or 10.6% of net revenues, compared to $26.2 million, or 10.7% of net revenues, for the same period in 2022. The decrease in general and administrative expenses was primarily due to a decrease in share-based compensation expense due to lower restricted stock unit (â€œRSUâ€) based bonuses during the year ended DecemberÂ 31, 2023 compared to the

same period in 2022. Â Depreciation and amortization expenses. Depreciation and amortization expenses for the years ended DecemberÂ 31, 2023 was $19.8 million, or 10.1% of net revenues, compared to $24.5 million, or 10.0% of net revenues, for the same period in 2022. The decrease in depreciation and amortization expenses was primarily due to lower amortization related to capitalized software projects during the year ended DecemberÂ 31, 2023 compared to the same period in 2022. Â Impairment of capitalized software. For the years ended DecemberÂ 31, 2023 and 2022, we recorded impairments of $5.2 million and $3.0 million, respectively. The impairments during 2023 were primarily related to the decision to discontinue a software project related to our Telematics Business in the fourth quarter of 2023. Â Other income (expense). The following table summarizes other income (expense) (dollars in thousands): Â Â Â Year Ended DecemberÂ 31,Â Change Other income (expense)Â 2023Â 2022Â $Â % Interest expense, netÂ Â (9,072)Â Â (8,606)Â Â (466)Â Â 5.4Â Other income (expense), netÂ Â 54Â Â Â (1,910)Â Â 1,964Â Â Â (102.8) TotalÂ $(9,018)Â $(10,516)Â $1,498Â Â Â (14.2) Â Â Â Â 51Â Â Â Interest expense, net. The $0.5Â million increase in interest expense, net for the year ended DecemberÂ 31, 2023 over the same period in 2022 was primarily due higher interest rates in 2023 and the Credit Agreement which commenced in the second half of 2022. Â Other income (expense), net. The $2.0Â million increase in other income, net over the same period in 2022 was primarily due to favorable changes in foreign exchange rates in the current period. Â Income tax provision (benefit). Income tax provision for the years ended DecemberÂ 31, 2023 and 2022 was a provision of $0.9 million and a benefit of $0.5Â million, respectively. This $1.4Â million increase in income tax expense was driven by an increase in pre-tax profits at certain foreign subsidiaries for the current year period compared to a loss in the prior year period. Â Series E Preferred Stock dividends and deemed dividend from the preferred stock exchange.Â During theÂ years endedÂ DecemberÂ 31, 2023 and 2022, we recorded dividends of $3.0 million and $2.7 million, respectively, on our Series E Preferred Stock. Â Reverse Stock Split Â On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding Common Stock (the â€œReverse Stock Splitâ€). As a result of the Reverse Stock Split, each share of Common Stock issued and outstanding immediately prior to January 24, 2024 were automatically converted into one-tenth (1/10) of a share of Common Stock. The Reverse Stock Split did not change the par value of the Common Stock or the authorized number of shares of Common Stock. All outstanding convertible notes, stock options and RSUs entitling their holders to purchase or obtain or convert into shares of our Common Stock were adjusted, as required by the terms of these securities. All applicable common share and per share amounts have been retrospectively restated to show the effect of the reverse split. Â Liquidity and Capital Resources Â During 2024, the Company entered into a series of agreements, as part of its overall capital structure management, to reduce its total debt and restructure its outstanding 2025 Convertible Notes, some of which are summarized in NoteÂ 5Â â€“ Debt in the unaudited financial statements included elsewhere in this prospectus, as follows: Â (1) Convertible Debt Repurchases and Exchanges Completed prior to SeptemberÂ 30, 2024 (the â€œCompleted Repurchases and Exchangesâ€): Â (a) the Company repurchased, for cash, all of the $45.9 million principal amount of the 2025 Convertible Notes held by certain entities managed by Highbridge Capital Management, LLC (such entities, â€œHighbridgeâ€), the second largest note holder as of the date of such purchase, at a discount of 30% to face value, plus accrued interest; Â (b) the Company repurchased, for cash, $3.0 million in principal amount of the 2025 Convertible Notes from a separate single holder at discount of 45% to face value, plus accrued interest; Â (c) the Company repurchased from a holder approximately $4.7 million in principal amount of the 2025 Convertible Notes in exchange for 349,740 shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of 236,074 shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) in the accompanying unaudited financial statements for further details regarding these warrants; Â (d) the Company repurchased from two related holders approximately $1.5 million in aggregate principal amount of the 2025 Convertible Notes in exchange for 137,533 shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of 88,534 shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) in the accompanying unaudited financial statements for further details regarding these warrants; Â Â Â 52Â Â Â (2) Short-Term Loan Agreement: to finance a portion of the Completed Repurchases and Exchanges, the Company agreed to a $19.5 million loan (â€œShort-Term Loanâ€) from (i) South Ocean Funding, LLC (â€œSouth Oceanâ€), which is an affiliate of Golden Harbor Ltd. (â€œGolden Harborâ€), and Tavistock Financial, LLC, and (ii) certain participant lenders (the â€œParticipating Lendersâ€). The Short-Term Loan was originally scheduled to mature on SeptemberÂ 30, 2024 but maturity has subsequently been extended to NovemberÂ 30, 2024. Borrowings under the Short-Term Loan bear interest at 12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company will be required to pay an exit fee equal to 4.0% of the aggregate principal amount prepaid or repaid. See NoteÂ 5Â â€“ Debt in the accompanying condensed consolidated financial statements for further details regarding the Short-Term Loan; and Â (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to SeptemberÂ 30, 2024 (the â€œSubsequently Completed Repurchases and Exchangesâ€): On NovemberÂ 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on JuneÂ 28, 2024 with North Sound Partners and Golden Harbor Ltd.. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of new senior secured notes due in 2029 (the â€œNew Senior Secured Notesâ€), and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. See Part 1 Item 1 NoteÂ 12Â â€“ Subsequent Events in this Quarterly Report on Form 10-Q for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions. Â As of SeptemberÂ 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal under the Short-Term Loan Agreement, so that on SeptemberÂ 30, 2024, the outstanding principal under the Short-Term Loan was $6.0Â million. Â The 2025 Convertible Notes had a principal balance of $106.8 million as of SeptemberÂ 30, 2024 and mature on MayÂ 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or 90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of December 31, 2023. Â The Company generated positive cash flow from operations both for the year ended DecemberÂ 31, 2023 and in the nine months ended SeptemberÂ 30, 2024. In April 2024, the Company received a $15.0Â million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility effective April 18, 2024. These factors have had a positive impact on our liquidity. Â While the Companyâ€™s liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Companyâ€™s ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Companyâ€™s obligations, or if events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Companyâ€™s ability to achieve its intended business objectives. Â Our liquidity could be compromised if there is any interruption in our business operations, a material failure to satisfy our contractual commitments or a failure to generate revenue from new or existing products. If additional funds are raised by the issuance of equity securities, or in connection with any restructuring or refinancing of the 2025 Convertible Notes, Company stockholders could experience significant dilution of their ownership interests and securities issued may have rights senior to those of the holders of the Companyâ€™s Common Stock. Â Â Â Â 53Â Â Â During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Companyâ€™s liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Companyâ€™s ability to continue as a going concern within one year of issuance of these financial statements. Â Contractual Obligations and Commitments Â As of SeptemberÂ 30, 2024, our material contractual obligations consisted of the following: Â Â·To mitigate the risk of material shortages and price increases, we enter into non-cancellable purchase obligations with certain key contract manufacturers for the purchase of goods and services in the three to four quarters following the balance sheet date. Our purchase obligations consist of agreements to purchase goods and services entered into in the ordinary course of business. As of SeptemberÂ 30, 2024, our future payments under these noncancellable purchase obligations were approximately $64.3Â million. Â Â·$106.8 million and $6.0Â million in outstanding principal amount of 2025 Convertible Notes and Short-Term Loan, respectively, with required interest payments; see NoteÂ 5Â â€“ Debt in the accompanying condensed consolidated financial statements; and Â Â·Operating lease liabilities that are included on our consolidated balance sheet. Â There were no material changes in our other contractual obligations during the three or nine months ended SeptemberÂ 30, 2024. Â Historical Cash Flows Â The following table summarizes our unaudited condensed consolidated statements of cash flows for the periods indicated (in thousands):Â Â Â Â Nine Months Ended SeptemberÂ 30, Â Â 2024Â 2023 Net cash provided by operating activitiesÂ $45,375Â Â $22,403Â Net cash used in investing activitiesÂ Â (3,654)Â Â (6,517) Net cash used in financing activitiesÂ Â (32,811)Â Â (2,026) Effect of exchange rates on cashÂ Â (1,682)Â Â (2,057) Net increase in cash and cash equivalentsÂ Â 7,228Â Â Â 11,803Â Cash, cash equivalents and restricted cash from continuing operations, beginning of periodÂ Â 2,409Â Â Â 3,241Â Cash, cash equivalents and restricted cash from discontinued operations, beginning of periodÂ Â 5,110Â Â Â 3,902Â Cash and cash equivalents, beginning of periodÂ Â 7,519Â Â Â 7,143Â Cash, cash equivalents and restricted cash from continuing operations, end of periodÂ Â 11,972Â Â Â 14,424Â Cash, cash equivalents and restricted cash from discontinued operations, end of periodÂ Â 2,775Â Â Â 4,522Â Cash, cash equivalents, and restricted cash, end of periodÂ $14,747Â Â $18,946Â Â Â Â Â 54Â Â Â Operating activities. Â Net cash provided by operating activities for the nine months ended SeptemberÂ 30, 2024 is primarily comprised of $5.1 million net income earned during the period, net cash provided by working capital of $31.0 million, and non-cash charges, including depreciation and amortization of $13.2 million, amortization of debt discount and debt issuance costs of $4.4 million, and share-based compensation expense of $2.8 million, partially offset by a non-cash gain on debt restructurings of $13.7 million. Â Net cash provided by operating activities for nine months ended SeptemberÂ 30, 2023 is comprised of a $31.8 million net loss incurred during the period, which was offset by and net cash provided by working capital of $20.6 million and non-cash charges, including depreciation and amortization of $16.3 million, share-based compensation expense of $6.0 million, and amortization of debt discount and debt issuance costs of $2.0 million. Â Investing activities. Â Net cash used in investing activities during the nine months ended SeptemberÂ 30, 2024 is comprised of $3.6 million of cash outflows related to the development of software in support of our products and services. Â Net cash used in investing activities for the nine months ended SeptemberÂ 30, 2023 is primarily comprised of $6.1 million of cash outflows related to the development of software in support of our products and services and $0.4 million of property, plant and equipment purchases. Â Financing activities. Â Net cash used in financing activities during the nine months ended SeptemberÂ 30, 2024 is comprised of cash outflows of $33.8Â million from the repurchases of a portion of our convertible notes and $4.9Â million from the termination and repayment of the Credit Facility, partially offset by net cash inflows of $5.9Â million from the issuance and partial repayment of our short-term loan and Common Stock warrants. Â Net cash used in financing activities for the nine months ended SeptemberÂ 30, 2023 is primarily comprised of $7.9Â million of cash outflow related to net repayments of the Credit Facility, partially offset by $6.1Â million in proceeds from the ATM offering (as defined in NoteÂ 8Â â€“ Stockholders' Equity (Deficit) in the accompanying condensed consolidated financial statements). Â Critical Accounting Estimates Â The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues, expenses and disclosures of contingent assets and liabilities. Actual results could differ from these estimates. Â Software Development Costs for External Use Â Software development costs for external use are expensed as incurred until technological feasibility has been established, at which time those costs are capitalized as intangible assets until the software is available for general release to customers. Â The establishment of technological feasibility and the ongoing assessment for recoverability of capitalized computer software development costs requires considerable judgment by us with respect to certain external factors including, but not limited to, technological feasibility, anticipated future gross revenues, estimated economic life and changes in software and hardware technologies. Capitalized software development costs are comprised primarily of salaries, other direct payroll-related costs and payments to third party vendors. Â Â Â Â 55Â Â Â Capitalized software development costs are amortized on a straight-line basis over the estimated economic life. Costs incurred to enhance existing software or after the software is available for general release to customers are expensed in the period they are incurred and included in research and development expense in our consolidated statements of operations. The straight-line recognition method approximates the manner in which the expected benefit will be derived. At each balance sheet date, the unamortized capitalized software development costs for external use is compared to the net realizable value of that product by analyzing critical inputs such as expected future lifetime revenue. The amount by which unamortized software costs exceed the net realizable value, if any, is recognized as a charge to amortization expense in the period it is determined. Â Inventories and Provision for Excess and Obsolete Inventory Â Inventories are stated at the lower of cost (first-in, first-out method) or net realizable value. The valuation of inventory requires significant judgment and estimates, including evaluating the need for any adjustments to net realizable value related to excess or obsolete inventory to ensure that the inventory is reported at the lower of cost or net realizable value. The Company reviews the components of its inventory and its inventory purchase commitments on a regular basis for excess and obsolete inventory based on estimated future usage and sales. Write-downs in inventory value or losses on inventory purchase commitments depend on various items, including factors related to customer demand, economic and competitive conditions, technological advances or new product introductions by the Company or its customers that vary from its current expectations. Â Â Â Â Â Â Â Â Â Â Â Â 56Â Â Â BUSINESS Â Overview Â Inseego Corp. is a leader in the design and development of cloud-managed WAN and intelligent edge solutions. Our 4G and 5G WAN portfolio is comprised of secure and high-performance mobile broadband and FWA solutions with associated cloud solutions for real time WAN visibility, monitoring, automation and control with centralized orchestration of network functions. These solutions are specifically built for the enterprise and SMB market segments with a focus on performance, scalability, quality and enterprise grade security. Our intelligent edge telematics solutions are designed to improve business outcomes for enterprise and SMB market segments. We also provide a wireless subscriber management solution for carrierâ€™s management of their government and complex enterprise customer subscriptions. Â Our 5G products and associated cloud solutions are designed and developed in the U.S. and are used in mission-critical applications requiring the highest levels of security and zero unscheduled downtime. These solutions support applications such as business broadband for both mobile and fixed use cases, enterprise networking and SD-WAN failover management. Â Inseego is at the forefront of providing high speed broadband through state-of-the-art 4G and 5G solutions to keep enterprise and SMB customers seamlessly connected. With multiple first-to-market innovations through several generations of 4G and 5G technologies, Inseego has been advancing wireless WAN technology and driving industry transformations for over 30 years. Â Sale of Telematics Business Â On November 27, 2024, we completed the previously announced sale of our Telematics Business pursuant to the Purchase Agreement. Pursuant to the terms of the Purchase Agreement, the Purchaser, Ctrack Holdings, acquired the entire issued share capital of our Inseego International Holdings Limited subsidiary for $52 million in an all-cash transaction. The Purchase Agreement provides for a closing accounts mechanism, whereby, following closing of the Disposition, the Purchaser will prepare closing accounts and a closing statement, which, once agreed or deemed agreed, will form the basis of an adjustment to the initial purchase consideration as a result of changes in closing working capital and net debt. As a result of the Disposition, the Company divested the fleet management and telematics solutions business of the Company, which has operations in the United Kingdom, Europe, Australia and New Zealand. Â Our decision to divest the Telematics Business was based on a review of the strategic fit of the business with our North American-centric 5G wireless solutions business and our previously stated goal to continue to significantly de-leverage our capital structure. The sale of the telematics operations further supports our streamlining of our focus and resources on the strongest growth opportunities around our core product offerings. Â Industry Trends Â As the largest technology platform in the world, mobile connectivity has changed the way we work, the way we live and the way we connect with each other. The scale and pace of innovation in mobile networks, especially around broadband speeds and network capacity, is expanding the market beyond traditional wireless which was predominantly focused on smartphones. The new capabilities of 5G technology and additional capacity provided by recent mid-band spectrum auctions is allowing mobile

operators to enter the home and business broadband markets. These network enhancements will allow enterprise and SMB customers to enable a multitude of business applications to all their distributed sites and employees in an economical way. It is also expected that 5G will enable a variety of new low latency use cases once the complete mid band and core networks are built out. These use cases include telemedicine, industrial automation, robotics, AR/VR, edge computing, cloud gaming, and other applications. Â Â Â Â 57Â Â Â We believe that 5G mid band networks will bring a number of enhanced benefits not available on 4G networks, including the capacity to add significant numbers of broadband connections to either bring primary or alternative broadband options to a large number of consumer and business users. It is expected that these newly evolving 5G networks will also enable low latency use cases including manufacturing automation, augmented and virtual reality, video AI, and distributed networking. Â The adoption of 5G and the cloud continues to grow as companies across a wide range of industries are leveraging digital transformation technologies to increase efficiency, gain better customer insights, facilitate compliance and build new business models. We believe this growth will be initially driven by fixed wireless access with the new low latency enterprise use cases to follow. Â Our Strategy Â Our objective is to be a leader in high performance 5G broadband solutions for mobile broadband and fixed wireless access applications for enterprise and SMBs. We expect to meet this objective through our innovations in 5G hotspots, routers and gateways and our cloud solutions that enable ease of deployment and corporate policy orchestration for network wide distributed deployments. We believe that we have a competitive advantage in the market that is rooted in deep technological differentiation in the 4G/5G modem technology that we design in-house. Â The key elements of our strategy are to: Â Â·Capitalize on our direct relationships with mobile operators, infrastructure vendors, 5G chipset vendors and component suppliers. We intend to continue to capitalize on our direct and long-standing relationships with the key ecosystem players to strengthen our market position within the enterprise and SMB market segments. Â Â·Keep enhancing our 5G WWAN solutions portfolio by leveraging our core mobile technologies and platforms. We intend to keep enhancing our 5G WWAN portfolio in partnership with our key carrier customers to bring the latest 5G capabilities to the enterprise and SMB market segments. Â Â·Expand our go-to-market to enterprise and SMB customers. We will continue to enhance our routes to market through mobile operators, channel partners, system integrators and OEM partners who sell into these market segments. Â Â·Improve SaaS solution penetration. We are focused on continuing to improve our recurring subscription revenue by providing value added capabilities to our customers through the four different types of cloud solutions that we develop. Â â—¦Our cloud management solution (Inseego Connect) manages all of the 4G and 5G gateways and routers deployed at distributed locations with a single pane of glass for ease of deployment and monitoring of all the connections. Â â—¦Our newly built 5G SD Edge solution provides real time WAN visibility, monitoring, automation and control. It provides central orchestration of network functions such as SD WAN routing, firewall and cloud security services. Â â—¦Our wireless subscriber management solution (Inseego Subscribe) is specifically built for carrier servicing of government and is enterprise customers and is currently deployed in North America with a large carrier with several million end users. Â Â Â Â 58Â Â Â Our Business Â We provide a portfolio of high performance 4G and 5G WAN solutions as well as several types of cloud solutions for the enterprise and SMB market segments. Our 4G and 5G solutions connect end users with high performance broadband for both mobile and fixed wireless use cases. These solutions include â€œMiFi"Â® hotspots, routers, and gateways for a wide variety of end user deployments. We also offer several types of cloud solutions that are used for managing edge devices including security, SD WAN routing and corporate management of all customer locations. We also provide a wireless subscriber management solution that is used to manage a carrierâ€™s government and complex enterprise customer subscriptions. Prior to the closing of the Disposition in November 2024, in international markets we provided a comprehensive end-to-end telematics solution that provided customers with actionable insights and workflow efficiencies. Â Our products currently operate on all major cellular networks in the US. Our mobile hotspots, sold under the MiFiÂ® brand, have been sold to millions of end users and provide secure and convenient high-speed broadband access to the Internet on the go. Â As the 5G networks continue to expand both coverage and capacity, new enterprise and SMB market opportunities are opening up. The largest initial opportunity is for enterprise and SMBs to provide primary or alternate broadband access to their distributed sites and employees through 5G fixed wireless access offerings. Mobile operators are now providing fixed wireless access specific broadband plans that allow businesses to deploy 5G technology broadly without waiting for the availability of wired connections at those locations. Â We classify our revenues from the sale of our products and services into two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Mobile Solutions and Fixed Wireless Access Solutions revenues include both the hardware and software required for the respective solution. Â Mobile Solutions Â Our 5G and 4G mobile broadband (MiFi) business has been driving advanced wireless mobile technologies for a multitude of consumer and enterprise applications for over 20 years. In the 2000s, Inseego invented mobile hotspots sold under the MiFiÂ® brand. During the 2010s, Inseego was a leader in the 4G mobile hotspot marketâ€”delivering the highest 4G mobile hotspot performance in the market. In 2019, Inseego developed and produced the worldâ€™s first 5G mobile hotspot. In 2022, we launched our third generation 5G mobile hotspot with Telstra, Verizon, and T-Mobile. Â Our customer base for MiFi hotspots is primarily comprised of mobile operators. These mobile operators include Verizon Wireless, T-Mobile and U.S. Cellular in the United States, Rogers and Telus in Canada, Telstra in Australia, as well as other international wireless operators, distributors and various companies in other vertical markets and geographies. Â Our mobile broadband solutions, sold under the MiFi brand, are actively used by millions of end users to provide secure and convenient high-speed access to corporate, public and personal information through the Internet and enterprise networks. Our mobile portfolio is supported by our cloud offerings - Inseego Connect for device management, and 5G SD EDGE for secure networking enabling corporate managed mobile remote workforce. Our Mobile Solutions portfolio also includes 4G VoLTE products and 4G USB modems. Â Fixed Wireless Access Solutions Â Our Fixed Wireless Access solutions are deployed by enterprise and SMB customers for their distributed sites and employees as a fully secure and corporate managed wireless WAN solution. The portfolio consists of indoor, outdoor and industrial routers and gateways supported by our cloud solutions â€“ Inseego Connect for device management and 5G SD Edge for secure cloud networking. These solutions, sold under the Wavemaker and Skyus brands, are sold by mobile operators such as T-Mobile, U.S. Cellular and Verizon Wireless along with distribution and channel partners. Â Â Â Â 59Â Â Â Services and Other Â We sell certain other types of SaaS solutions. First, we provide a wireless subscriber management solution (Inseego Subscribe) for carrierâ€™s management of their government and complex enterprise customer subscriptions. We also categorize non-recurring engineering services we provide to our customers as Service and other revenue. Â Sales and Marketing Â We engage in a wide variety of sales and marketing activities, driving market leadership and global demand through integrated marketing campaigns. This includes product marketing, corporate communications, brand marketing and demand generation. Â Competition Â The market for our 5G mobile and fixed wireless access solutions is rapidly evolving and highly competitive. It is likely to continue to be affected by new product introductions and industry participants. Â We believe the principal competitive factors impacting the market for our products are features and functionality, performance, quality and brand. To maintain and improve our competitive position, we must continue to expand our customer base, invest in research and development, grow our distribution network, and leverage our strategic relationships. Â Our products compete with a variety of solutions providers in different market segments. Our current competitors include: Â Â·Mobile broadband â€“ Companies such as Netgear, Franklin Wireless, TCL and ZTE Â Â·Fixed wireless access â€“ Companies such as Nokia, Cradlepoint, ZTE, Huawei and Cisco Â As the market for our solutions and services expands, other entrants may seek to compete with us either directly or indirectly. Â Research and Development Â Our research and development efforts are focused on developing innovative 4G and 5G mobile broadband and fixed wireless access solutions that includes mobile hotspots, gateways and routers. We also develop associated cloud management and enterprise networking cloud solutions to provide an end-to-end solution to our customers. We will continue to improve the functionality, design and performance of our current products and solutions. Â We intend to continue to identify and respond to our customersâ€™ needs by introducing new 5G designs that meet the needs of the market and our customers. Â We manage our research and development through a structured life-cycle process, from identifying initial customer requirements through development and commercial introduction to eventual phase-out. During product development, emphasis is placed on quality, reliability, performance, time-to-market, meeting industry standards and customer-product specifications, ease of integration, cost reduction, and manufacturability. Â Intellectual Property Â Our solutions rely on and benefit from our portfolio of intellectual property, including patents and trademarks. We currently own 46 patents and have one patent application pending. The patents that we currently own will expire at various times between 2026 and 2042. Â Â Â Â 60Â Â Â We, along with our subsidiaries, also hold a number of trademarks or registered trademarks including â€œInseegoâ€, â€œInseego Subscribeâ€, â€œInseego Manageâ€, â€œInseego Secureâ€, â€œInseego Visionâ€, the Inseego logo, â€œMiFiâ€, â€œMiFi Intelligent Mobile Hotspotâ€, â€œWavemakerâ€ and â€œSkyus.â€ Â Key Partners and Customers Â We have strategic technology, development and marketing relationships with several of our carrier customers and partners. Our strong carrier, enterprise, and partner relationships provide us with the opportunity to expand our market reach and sales. We partner with leading OEMs, mobile operators, value-added resellers and distributors which allows us to offer our customers integrated solutions. Â Customers for our products include transportation companies, industrial companies, governmental agencies, manufacturers, mobile operators, system integrators, distributors, and enterprises in various industries, including fleet and vehicle transportation, finance, accounting, legal, insurance, energy and industrial automation, security and safety, medical monitoring and government. Â Our customers for our 4G and 5G products include EnerNOC, Thermo Fisher Scientific, US Army, Fastenal, T-Mobile and Verizon Wireless, amongst others. Customers for our device management solutions include mobile operators such as T-Mobile. Â A significant portion of our revenue during the year ended DecemberÂ 31, 2023 came from two customers, Verizon and T-Mobile, which together represented approximately 59% of our total revenues for the year ended DecemberÂ 31, 2023. It is our intention to continue to diversify our customer base. Â Manufacturing and Operations Â The hardware used in our solutions is produced by contract manufacturers. Our primary contract manufacturers include Hon Hai Precision Industry Co., Ltd. (â€œFoxconnâ€) and Inventec Appliance Corporation (â€œIACâ€), each of whom manufactures our product outside of mainland China. Under our manufacturing agreements, such contract manufacturers provide us with services including component procurement, product manufacturing, final assembly, testing, quality control and fulfillment. These contract manufacturers are located in Asia and are able to produce our products using modern state-of-the-art equipment and facilities with relatively low-cost labor. Â We outsource our manufacturing in order to: Â Â·focus on our core competencies of design, development and marketing; Â Â·minimize our capital expenditures and lease obligations; Â Â·realize manufacturing economies of scale; Â Â·achieve production scalability by adjusting manufacturing volumes to meet changes in demand; and Â Â·access best-in-class component procurement and manufacturing resources. Â Our operations team manages our relationships with the contract manufacturers as well as other key suppliers. Our operations team focuses on supply chain management and logistics, product quality, inventory and cost optimization, customer fulfillment and new product introduction. We develop and control the software that goes on our devices. Â Employees Â At DecemberÂ 31, 2023, we had 345 employees of which 331 were full-time employees. We also use the services of consultants and temporary workers from time to time. Our employees are not represented by any collective bargaining unit and we consider our relationship with our employees to be good. Â Â Â Â 61Â Â Â Human Capital Resources Â Our Culture: Culture is critically important to our growth and performance. We are driven by our values of Accountability, Sense of Urgency, Market Driven Innovation, Customer Focus, and Integrity. We are committed to creating a world class employee experience through leadership development, career planning, open two-way communications, total compensation, and a positive work environment. Â Diversity & Inclusion: Our people are our most important asset. At Inseego, we embrace an inclusive culture because good ideas come from everywhere. Diversity comes in all forms, from different backgrounds and experiences to different perspectives and skill sets. It is this diversity that fuels innovation. It is this common passion to innovate that makes Inseego an equal opportunity employer. Inseego does not unlawfully discriminate in any employment decisions, including hiring, compensation, promotion, discipline, or termination on the basis of race, religion, color, national origin, sex, sexual orientation, gender identity, age, protected veteran status or disability. Inseego is also committed to providing reasonable accommodations to qualified individuals with disabilities and individuals with sincerely held religious beliefs and practices. Â Talent: We believe that talent is key to our success. Our human capital resources objectives include, as applicable, identifying, recruiting, retaining, incentivizing, and integrating our existing and new employees. Our company size and culture allows employees to build and expand their skill set in ways that will enrich their careers. Our goal setting and performance evaluation process enables the company to focus on accelerating development for those who are top performers and strengthening the talent pipeline. Â Employee Health and Wellness: As the success of our business is fundamentally connected to the well-being of our employees, we are committed to their health, safety and wellness. We provide our employees and their families with access to convenient health and wellness programs. These programs include benefits that provide protection and security to help give our employees peace of mind concerning events that may require time away from work or that may impact their financial well-being. We offer choice where possible so employees can customize their benefits to meet their needs and the needs of their families. We also sponsor various Health & Wellness Initiatives in the U.S. to help employees find ways to create more balance in their lives. Â Governmental Regulations Â Environmental Laws: Our products and manufacturing process are subject to numerous governmental regulations, which cover both the use of various materials as well as environmental concerns. Environmental issues such as pollution and climate change have had significant legislative and regulatory effects on a global basis, and there are expected to be additional changes to the regulations in these areas. These changes could directly increase the cost of energy, which may have an impact on the way we manufacture products or utilize energy to produce our products. In addition, any new regulations or laws in the environmental area might increase the cost of raw materials we use in our products and the cost of compliance. Other regulations in the environmental area may require us to continue to monitor and ensure proper disposal or recycling of our products. To the best of our knowledge, we maintain compliance with all current government regulations concerning our production processes for all locations in which we operate. Since we operate on a global basis, this is a complex process that requires continual monitoring of regulations and compliance effort to ensure that we and our suppliers are in compliance with all existing regulations. Â Other Regulations: As a company with global operations, we are subject to complex foreign and U.S. laws and regulations, including trade regulations, tariffs, import and export regulations, anti-bribery and corruption laws, antitrust or competition laws, data privacy laws, such as the EU General Data Protection Regulation (the â€œGDPRâ€), and environmental regulations, among others. We have policies and procedures in place to promote compliance with these laws and regulations. To date, our compliance actions and costs relating to these laws, rules and regulations have not resulted in a material cost or effect on our capital expenditures, earnings or competitive position. Government regulations are subject to change, and accordingly we are unable to assess the possible effect of compliance with future requirements or whether our compliance with such regulations will materially impact our business in the future. Â Â Â Â 62Â Â Â MANAGEMENT Â Executive Officers and Directors Â The following sets forth certain information, as of the date of this prospectus, concerning each of our executive officers and directors. Â Name Â Age Â Title Executive Officers Â Â Â Â Philip G. Brace Â 54 Â Executive Chairman Steven Gatoff Â 57 Â Chief Financial Officer Non-Employee Directors Â Â Â Â James B. Avery Â 60 Â Director Christopher Harland Â 67 Â Director Jeffrey Tuder Â 51 Â Director Â Philip G. Brace.Â Â Â Â Mr. Brace was appointed to the Board in September 2023 and has served as Executive Chairman, on an interim basis, since February 2024. Mr. Brace has 30 years of experience in the semiconductor, server, IoT and storage industries and has served in multiple roles across various disciplines, including software, hardware, engineering, marketing, and sales. His most recent role was as President and CEO of Sierra Wireless Inc. from July 2021 to January 2023, until its acquisition by Semtech. Prior to this, Mr. Brace served as Executive Vice President of Veritas Technologies from 2019 to 2021 and President of Cloud Systems and Electronic Solutions at Seagate Technology from 2015 to 2017. Mr. Brace began his career at Intel Corporation and LSI Corporation, holding various engineering and management roles. Mr. Brace received his Bachelor of Applied Science degree in Computer Engineering from the University of Waterloo and his Masterâ€™s degree in Electrical Engineering from California State University, Sacramento. Mr. Brace is also a member of the Board of Directors at Lantronix, Inc. and Blackberry, Inc. Mr. Braceâ€™s extensive executive experience in the semiconductor, server, IoT and storage industries provide a valuable background for him to serve as a member of our Board. Â Steven Gatoff.Â Â Â Â Mr. Gatoff has served as the Companyâ€™s Chief Financial Officer since September 2023. Before joining Inseego, Mr. Gatoff, served as chief financial officer ("CFO") of Edge Case Research, Inc. from early 2023 to September 2023. Before that, he worked as CFO of each of the following corporations: HALO Dx, Inc. in 2022; Absolute Software Corporation from 2020 to 2022; 8x8, Inc. from 2018 to 2020; PagerDuty, Inc. from 2016 to 2018; Rapid7, Inc. from 2013 to 2016; and iPass, Inc. from 2009 to 2013. Prior to these positions, Mr. Gatoff held senior finance roles at United Online, Inc., Sterling Commerce, Inc. and VeriSign Inc. Earlier in his career, Mr. Gatoff worked as an investment banker at several Wall Street firms including Bear Stearns & Co., Credit Suisse First Boston and Morgan Stanley. He began his career as an auditor with Deloitte & Touche. Mr. Gatoff earned a Master of Business Administration (MBA) degree from Columbia University and a Bachelor of Science (BS) degree from the University of Vermont. He is a certified public accountant (CPA). Â James B. Avery.Â Â Â Â Mr. Avery was appointed to the Board in August 2018 pursuant to the terms of that certain Securities Purchase Agreement, dated August 6, 2018, by and among the Company, North Sound Trading, L.P. and Golden Harbor Ltd. Mr. Avery joined Tavistock Group in July 2014 and is currently a Senior Managing Director. From 2003 to June 2014, Mr. Avery

was a Managing Director and Co-Founder of GCA Savvian, a boutique investment bank, in addition to holding the position of Representative Director for GCA Corporation, GCA Savvianâ€™s parent company publicly traded on the Tokyo Stock Exchange. Prior to GCA Savvian, Mr. Avery spent 10 years at Morgan Stanley, working in the New York and Silicon Valley offices where he advised clients across a number of industries on strategy, merger & acquisitions and capital market transactions. Mr. Avery has also held roles at Edward M. Greenberg Associates, Burson-Marsteller, Westdeutsche Landesbank, and Republic National Bank of New York. Mr. Avery is currently a member of the board of directors of FrontWell Capital Partners. Mr. Avery received his Bachelor of Science in Finance from Miami University. Mr. Averyâ€™s management background and expertise in strategic corporate matters and capital markets provide a valuable background for him to serve as a member of our Board, as Chairman of our Nominating and Corporate Governance Committee of the Board (the â€œNominating and Corporate Governance Committeeâ€), and as a member of the Compensation Committee of the Board (the â€œCompensation Committeeâ€) and the Audit Committee of the Board (the â€œAudit Committeeâ€). Â Â Â Â 63Â Â Â Jeffrey Tuder.Â Â Â Â Mr. Tuder was appointed to the Board in June 2017. Mr. Tuder is the Founder and Managing Member of Tremson Capital Management, LLC since April 2015. Mr. Tuder is also Chief Executive Officer of Concord Acquisition Corp II. Prior to founding Tremson, he held investment roles at KSA Capital Management, LLC and at JHL Capital Group, LLC. Previously, Mr. Tuder was a Managing Director of CapitalSource Finance, LLC, and was a member of the private equity investment team at Fortress Investment Group, LLC. Mr. Tuder began his career in various investment capacities at Nassau Capital and ABS Capital Partners. Mr. Tuder currently serves on the board of directors of GCT Semiconductor Holding, Inc. (NASDAQ: GCTS). Mr. Tuder previously served on the board of directors of MRV Communications, Inc., Seachange International, Unico American, and NamTai Property. Mr. Tuder also has served as a director of a number of privately held companies. Mr. Tuder received a Bachelor of Arts degree from Yale College. Mr. Tuderâ€™s private equity and hedge fund investment experience, his expertise in evaluating both public and private investment opportunities across numerous industries, and his ability to think creatively in considering ways to maximize long-term shareholder value provide a valuable background for him to serve as a member of our Board, as Chair of our Audit Committee, Chair of the Compensation Committee, and as a member of the Nominating and Corporate Governance Committee.Â Â Corporate Governance Â Director Independence Â Under the NASDAQ listing requirements, a majority of the members of our Board must be independent. The Board has determined that Messrs. Avery, Harland and Tuder are each â€œindependentâ€ of the Company and management within the meaning of the NASDAQ listing requirements. Mr. Brace is not currently â€œindependentâ€ under the NASDAQ listing requirements because he is currently serving as Executive Chairman on an interim basis. Â Compensation Committee Interlocks and Insider Participation Â None of the Companyâ€™s executive officers currently serve, or in the past year have served, as members of the Board or compensation committee of any entity that has one or more executive officers serving on the Board. Â Board Committees Â The Board currently has three standing committees: an Audit Committee; a Compensation Committee; and a Nominating and Corporate Governance Committee. The Board also appoints various ad hoc committees from time to time, as necessary. Each standing committee operates under written charters adopted by the Board, which are publicly available on our website atÂ investor.inseego.comÂ under â€œCorporate Governance.â€ You may also obtain a copy of these charters by sending a written request to our Secretary at our principal executive offices. Â Â Upon the recommendation of the Nominating and Corporate Governance Committee, the Board appoints committee members annually. The table below sets forth the current composition of our standing Board committees: Â Name Audit Committee Compensation Committee NominatingÂ and Corporate Governance Committee James B. Avery Member Member Chair Christopher Harland Member Â Â Jeffrey Tuder Chair Chair Member Â Â Â Â 64Â Â Â Audit Committee Â The Audit Committee oversees our accounting and financial reporting processes and the audits of our financial statements and internal control over financial reporting. Â The functions and responsibilities of the Audit Committee include: Â Â·engaging our independent registered public accounting firm and conducting an annual review of the independence of that firm; Â Â·reviewing with management and the independent registered public accounting firm the scope and the planning of the annual audit; Â Â·reviewing the annual audited financial statements and quarterly unaudited financial statements with management and the independent registered public accounting firm; Â Â·reviewing the findings and recommendations of the independent registered public accounting firm and managementâ€™s response to the recommendations of that firm; Â Â·discussing with management and the independent registered public accounting firm, as appropriate, the Companyâ€™s policies with respect to financial risk assessment and financial risk management; Â Â·overseeing compliance with applicable legal and regulatory requirements, including ethical business standards; Â Â·establishing procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters; Â Â·establishing procedures for the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters; Â Â·preparing the Audit Committee Report to be included in our annual proxy statement; Â Â·monitoring ethical compliance, including review of related party transactions; and Â Â·periodically reviewing the adequacy of the Audit Committee charter. Â Our independent registered public accounting firm reports directly to the Audit Committee. Each member of the Audit Committee must have the ability to read and understand fundamental financial statements and at least one member must have past employment experience in finance or accounting, and the requisite professional certification in accounting or another comparable experience or background. The Board has determined that each member of the Audit Committee is â€œindependentâ€ as defined by the NASDAQ listing requirements and SEC rules. The Board has also determined that Mr.Â Tuder, the Chair of the Audit Committee, meets the requirements of an â€œaudit committee financial expertâ€ as defined by SEC rules. Â Compensation Committee Â The Compensation Committee establishes, administers and oversees compliance with our policies, programs and procedures for compensating our executive officers and the Board. Â Â Â Â 65Â Â Â The functions and responsibilities of the Compensation Committee include: Â Â·establishing and reviewing our general compensation policies and levels of compensation applicable to our executive officers andÂ ourÂ non-managementÂ directors Â Â·evaluating the performance of, and determining the compensation for, our executive officers, including our Chief Executive Officer Â Â·reviewing regional and industry-wide compensation practices in order to assess the adequacy and competitiveness of our executive compensation programs; and Â Â·periodically reviewing the adequacy of the Compensation Committee charter. Â The Board has determined that each member of the Compensation Committee is â€œindependentâ€ as defined by the NASDAQ listing requirements and SEC rules. Â Nominating and Corporate Governance Committee Â The Nominating and Corporate Governance Committee considers, evaluates and nominates director candidates, including the members of the Board eligibleÂ forÂ re-electionÂ andÂ the recommendations of potential director candidates from stockholders. Â Â·The functions and responsibilities of the Nominating and Corporate Governance Committee include: Â Â·developing and recommending a set of corporate governance guidelines applicable to the Company; Â Â·identifying and evaluating candidates to serve on the Board, including determining whether incumbent directors should be nominated for re-election to the Board, and reviewing and evaluating director nominees submitted by stockholders; Â Â·reviewing possible conflicts of interest of prospective Board members; Â Â·recommending director nominees; Â Â·establishing procedures and guidelines for individuals to be considered to become directors; Â Â·recommending the appropriate size and composition of the Board and each of its committees; Â Â·overseeing periodic evaluations of the performance of the Board, the Board committees and the directors; Â Â·monitoring the continued legal compliance of our established principles and policies; and Â Â·periodically reviewing the adequacy of the Nominating and Corporate Governance Committee charter. Â The Board has determined that each member of the Nominating and Corporate Governance Committee is â€œindependentâ€ as defined by the NASDAQ listing requirements. Â Â Â Â 66Â Â Â Code of Conduct and Ethics Â The Board has adopted a Code of Conduct and Ethics that is applicable to all of our directors, officers and employees. The purpose of the Code of Conduct and Ethics is to, among other things, focus our directors, officers and employees on areas of ethical risk, provide guidance to help them recognize and deal with ethicalÂ issues, provide mechanisms to report concerns regarding possible unethical or unlawful conduct and to help enhance and formalize our culture of integrity, respect and accountability. We distribute copies of the Code of Conduct and Ethics to, and conduct periodic training sessions regarding its content for, our newly elected directors and newly hired officers and employees. We will post information regarding any amendment to, or waiver from, our Code of Conduct and Ethics on our website as required by applicable law. A copy of our Code of Conduct and Ethics is available on our website at investor.inseego.com under â€œCorporate Governance.â€. Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 67Â Â Â EXECUTIVE AND DIRECTOR COMPENSATION Â COMPENSATION OF NAMED EXECUTIVE OFFICERS Â The following information describes the material elements of compensation for the Companyâ€™s named executive officers for the year ended December 31, 2023, which consist of: (1) Ashish Sharma, our former President and Chief Executive Officer; (2) Steven Gatoff, our Chief Financial Officer; (3) Doug Kahn, our former Executive Vice President of Operations; and (4) Robert Barbieri, our former Chief Financial Officer. Â Summary Compensation Table Â The following table sets forth information regarding the compensation of our named executive officers for the years ended December 31, 2023 and 2022. Â NameÂ andÂ Principal PositionÂ YearÂ Salary ($)Â Bonus ($)(1)Â Stock Awards ($)(2)Â Option Awards ($)(2)Â All Other Compensation ($)(3)Â Total ($) Ashish Sharma(4)Â 2023Â Â 500,000Â Â Â â€“Â Â Â â€“Â Â Â 12,500Â Â Â 512,500Â Former Chief Executive Officer & PresidentÂ 2022Â Â 482,308Â Â Â â€“Â Â Â 1,225,999Â Â Â 3,741,983Â Â Â 12,056Â Â Â 5,462,346Â Steven Gatoff (5)Â 2023Â Â 96,923Â Â Â â€“Â Â Â â€“Â Â Â 83,475Â Â Â â€“Â Â Â 180,398Â Chief Financial OfficerÂ Robert Barbieri(6)Â 2023Â Â 292,307Â Â Â â€“Â Â Â â€“Â Â Â 101,076Â Â Â 393,384Â Former Chief Financial OfficerÂ 2022Â Â 400,000Â Â Â â€“Â Â Â â€“Â Â Â 10,154Â Â Â 410,154Â Doug Kahn(7)Â 2023Â Â 281,250Â Â Â â€“Â Â Â â€“Â Â Â 82,968Â Â Â 364,218Â Former Executive Vice President, OperationsÂ 2022Â Â 325,000Â Â Â â€“Â Â Â â€“Â Â Â 9,000Â Â Â 334,000Â _____ (1) No bonuses were earned with respect to the Companyâ€™s performance for fiscal 2022 or 2023. (2) Represents the aggregate grant date fair value of the stock and option awards granted in the respective fiscal year as computed in accordance with ASC Topic 718, excluding the effect of estimated forfeitures. Assumptions used in the calculation of these amounts are included in Note 8,Â Share-based Compensation, in the Original Form 10-K. (3) See the All Other CompensationÂ table below for additional information. (4) Mr. Sharma served as the Companyâ€™s Chief Executive Officer until February 24, 2024. (5) Mr. Gatoff joined as the Companyâ€™s Chief Financial Officer starting September 14, 2023. (6) Mr. Barbieri served as the Companyâ€™s Chief Financial Officer until September 14, 2023. (7) Mr. Kahn served as the Companyâ€™s Executive Vice President, Operations until November 4, 2023. Â Â Â Â 68Â Â Â All Other Compensation Â The following table sets forth information concerning All Other Compensation in the table above: Â NameÂ YearÂ 401(k) Employer Match ($)Â Other Compensation ($)Â Total ($) Ashish SharmaÂ 2023Â Â 12,500Â Â Â â€“Â Â Â 12,500Â Â Â 2022Â Â 12,056Â Â Â â€“Â Â Â 12,056Â Steven GatoffÂ 2023Â Â â€“Â Â Â â€“Â Â Â â€“Â Robert BarbieriÂ 2023Â Â 8,769Â Â Â 92,307(1)Â Â 101,076Â Â Â 2022Â Â 10,154Â Â Â â€“Â Â Â 10,154Â Doug KahnÂ 2023Â Â 8,437Â Â Â 74,531(2)Â Â 82,968Â Â Â 2022Â Â 9,000Â Â Â â€“Â Â Â 9,000Â Â Â (1) Represents severance pay pursuant to Mr. Barbieriâ€™s change in control and severance agreement, as described below under â€œNarrative Discussion of Summary Compensation Table - Severance and Change-in-Control Arrangements.â€ (2) Represents (1) severance pay of $50,000 pursuant to Mr. Kahnâ€™s change in control and severance agreement, as described below under â€œNarrative Discussion of Summary Compensation Table - Severance and Change-in-Control Arrangementsâ€; and (2) accrued vacation paid upon termination of $24,531. Â Narrative Discussion of Summary Compensation Table Â Components of Executive Compensation Â The elements of the Companyâ€™s compensation program are base salaries, bonus compensation based upon incentive goals and objectives and stock-based equity awards. Our compensation program is designed to balance our need to provide our named executive officers with incentives to achieve our short- and long-term performance goals with the need to pay competitive base salaries. There is no pre-established policy for allocating between cash and non-cash or short-term or long-term compensation. Each named executive officerâ€™s current and prior compensation is considered in setting future compensation. Â Base Salaries. Base salary is the guaranteed element of employeesâ€™ annual cash compensation. Base salaries are generally based on relative responsibility and are targeted to provide competitive guaranteed cash compensation. The value of base salary reflects the employeeâ€™s long-term performance, skill set and the market value of that skill set. Base salaries for our named executive officers are reviewed on an annual basis and adjustments are made to reflect performance-based factors, as well as competitive conditions. Â The base salaries for each of the named executive officers for 2023 are shown in the following table. Â NameÂ 2023 Base Salary Ashish SharmaÂ $500,000Â Steven GatoffÂ $350,000Â Robert BarbieriÂ $400,000Â Doug KahnÂ $325,000Â Â Â Â 69Â Â Â Annual Incentive Bonuses. Each of our named executive officers is eligible to earn an incentive bonus each fiscal year, with such bonuses awarded based on achievement of corporate financial goals established by the Compensation Committee. Each named executive officer has a target bonus expressed as a percentage of the named executive officerâ€™s base salary. We require that participants continue to be employed through the payment date to receive a bonus. Participants hired during the year are eligible to receive a pro rata bonus based on the portion of the year that they were employed by the Company. For 2023, the target annual bonuses for our named executive officers were as follows: Â Â Â Target Bonus NameÂ % of Salary Ashish SharmaÂ 65%Â Steven GatoffÂ 50%Â Robert BarbieriÂ 50%Â Doug KahnÂ 40%Â Â In 2023, the Company failed to meet the performance measures established by the Compensation Committee, and no bonuses were awarded to the named executive officers. Based on individual performance, the Compensation Committee has discretion to adjust bonus payouts â€“ either up or down â€“ to reflect the individual performance of each named executive officer during the year. No discretionary bonuses were awarded during 2023 to the named executive officers. Â Equity Compensation. We offer stock options and restricted stock units to our employees, including our named executive officers, as the long-term incentive component of our compensation program. Our stock options allow our employees to purchase shares of our Common Stock at a price equal to the fair market value of our Common Stock on the date of grant. Generally, our stock options granted to new hires have vested as to 25% of the total number of option shares on the first anniversary of the award and in equal monthly installments over the following 36 months. Restricted stock units generally vest at a rate of 25% of the total number of shares on each anniversary of the grant date. Â Perquisites and Other Benefits. The Company does not provide significant perquisites or personal benefits to our named executive officers. Our named executive officers are eligible to participate in our health and welfare plans to the same extent as all full-time employees generally. Â Retirement Plans. We currently maintain a 401(k) retirement savings plan that allows eligible employees to defer a portion of their compensation, within limits prescribed by the Internal Revenue Code, on a pre-tax or after-tax basis through contributions to the plan. Our named executive officers are eligible to participate in the 401(k) plan on the same terms as other full-time employees generally. Currently, we match contributions made by participants in the 401(k) plan at $0.50 for each $1.00 contributed on up to 6% an employeeâ€™s eligible compensation. We believe that providing a vehicle for retirement savings through our 401(k) plan adds to the overall desirability of our executive compensation package and further incentivizes our employees, including our named executive officers, in accordance with our compensation policies. Â Severance and Change-in-Control Arrangements. We generally enter into offer letters, rather than formal employment agreements, with our named executive officers. The letters set forth the initial salary and bonus targets for each named executive officer. In addition, each of the named executive officers, as well as certain other key employees, is a party to a change in control and severance agreement with the Company. The principal purpose of the agreements is to protect the Company from certain business risks (e.g., threats from loss of confidentiality or trade secrets, disparagement, solicitation of customers and employees) and to define the Companyâ€™s right to terminate the employment relationship. In return, the executive officers are provided assurances with regard to salary and other compensation and benefits, as well as certain severance benefits. Â The Company entered into Change-in-Control and Severance Agreements with Messrs. Sharma, Gatoff, Barbieri and Kahn - all with substantially identical provisions - to provide severance benefits in the event the executiveâ€™s employment is terminated. A description of the material terms of the agreements, including the severance benefits payable under these agreements is set forth below. Â Â Â Â 70Â Â Â Under the terms of the agreements, if the employment of a named executive officer is terminated by the Company without cause or by the named executive officer for good reason not in connection with a Change-in-Control, then the named executive officer is entitled to the following severance benefits: Â Â·an amount equal to the named executive officerâ€™s unpaid base salary and incentive pay through the date of termination and any other amounts owed to the named executive officer under our compensation plans Â Â·an amount equal to six months of the named executive officerâ€™s base salary, payable in cash in the form of salary continuation; Â Â·immediate vesting of the portion of the named executive officerâ€™s outstanding equity awards under our compensation plans that would have vested or become exercisable had his employment continued through the next vesting date; Â Â·a lump-sum bonus payment equal to the pro-rated portion of the target bonus in the year of termination based on actual achievement of corporate performance goals and assumed full achievement of any individual performance goals; and Â Â·continued participation for up to nine months by the named executive officer and his dependents in our group health plan, at the same benefit and contribution levels in effect immediately prior to the termination; Â provided, however, that in order to receive the aforementioned severance benefits (other than the named executive officerâ€™s unpaid base salary and incentive pay through the date of termination and any other amounts owed to the named executive officer under our compensation plans), the named executive officer must execute a general release of claims. Each of Messrs. Sharma, Barbieri and Kahn became entitled to receive the foregoing severance and other benefits in connection with their departures from the Company. Â Under the agreements, subject to the executiveâ€™s execution of a general release of claims (other than with respect to the first

severance benefit noted below), the named executive officer is entitled to the following severance benefits, in lieu of the benefits described above, if the named executive officerâ€™s employment is terminated by the Company without cause or by the named executive officer for good reason during a Change-in-Control Period: Â Â·an amount equal to the named executive officerâ€™s unpaid base salary and incentive pay through the date of termination and any other amounts owed to the named executive officer under our compensation plans; Â Â·an amount equal to the sum of 18 months of the named executive officerâ€™s base salary; Â Â·an amount equal to 12 months of the named executive officerâ€™s target annual bonus opportunity; Â Â·immediate vesting of outstanding equity awards under our compensation plans; and Â Â·continued participation for up to 18 months by the named executive officer and his dependents in our group health plan, at the same benefit and contribution levels in effect immediately before the termination. Â Â Â Â 71Â Â Â The Change-in-Control and Severance Agreements described above utilize the following definitions: Â Â·â€œCauseâ€ means: Â Â·any act of material misconduct or material dishonesty by the named executive officer in the performance of his or her duties; Â Â·any willful failure, gross neglect or refusal by the named executive officer to attempt in good faith to perform his or her duties to the Company or to follow the lawful instructions of the Board (except as a result of physical or mental incapacity or illness) which is not promptly cured after written notice; Â Â·the named executive officerâ€™s commission of any fraud or embezzlement against the Company (whether or not a misdemeanor); Â Â·any material breach of any written agreement with the Company, which breach has not been cured by the named executive officer (if curable) within 30 days after written notice thereof to the named executive officer by the Company; Â Â·the named executive officerâ€™s being convicted of (or pleading guilty or nolo contendere to) any felony or misdemeanor involving theft, embezzlement, dishonesty or moral turpitude; and/or Â Â·the named executive officerâ€™s failure to materially comply with the material policies of the Company in effect from time to time relating to conflicts of interest, ethics, codes of conduct, insider trading, or discrimination and harassment, or other breach of the named executive officerâ€™s fiduciary duties to the Company, which failure or breach is or could reasonably be expected to be materially injurious to the business or reputation of the Company. Â Â·â€œGood Reasonâ€ means the occurrence, without the named executive officer â€™s consent, for more than 30 days after such named executive officer provides the Company a written notice detailing such conditions of: Â Â·a material diminution in his or her base compensation; Â Â·a material diminution in his or her job responsibilities, duties or authorities; or Â Â·a relocation of his or her principal place of work by more than 50 miles. Â Â·â€œChange-in-Controlâ€ means: Â Â·a transaction after which an individual, entity or group owns 50% or more of the outstanding shares of our Common Stock, subject to limited exceptions; Â Â·a sale of all or substantially all of the Companyâ€™s assets; or Â Â·a merger, consolidation or similar transaction, unless immediately following such transaction (a) the holders of our Common Stock immediately prior to the transaction continue to beneficially own more than 50% of the combined voting power of the surviving entity in substantially the same proportion as their ownership immediately prior to the transaction, (b) no person becomes the beneficial owner, directly or indirectly, of more than 50% of the total voting power of the outstanding shares of the voting securities eligible to elect directors of the surviving entity and (c) at least a majority of the members of the board of directors of the surviving entity immediately following the transaction were also members of the Board at the time the Board approved the transaction. Â Â·â€œChange-in-Control Periodâ€ means the period commencing 30 days prior to a Change-in-Control and ending on the 12-month anniversary of such Change-in-Control. Â Â Â Â 72Â Â Â 2023 Say-On-Pay Vote. At our 2023 annual meeting of stockholders, our stockholders approved, on a non-binding, advisory basis, the compensation paid to our named executive officers described in our 2023 proxy statement. Approximately 90.6% of the votes cast on the matter were voted in favor of this â€œsay-on-payâ€ approval. The Board and the Compensation Committee considers the voting results when establishing our executive compensation programs. Â Clawback Policy. On October 24, 2023, the Compensation Committee of the Board adopted an Executive Officer Clawback Policy (the â€œClawback Policyâ€). The Clawback Policy, which became effective immediately, is administered by the Compensation Committee. The Clawback Policy provides that in the event that the Company is required to prepare an accounting restatement to correct the Companyâ€™s material noncompliance with any financial reporting requirement under securities laws, including restatements that correct an error in previously issued financial statements (a) that is material to the previously issued financial statements or (b) that would result in a material misstatement if the error were corrected in the current period or left uncorrected in the current period (collectively, a â€œRestatementâ€), the Company shall recover erroneously awarded incentive-based compensation from its Officers. The recovery of such compensation applies regardless of (i) whether an Officer engaged in misconduct or otherwise caused or contributed to the requirement for a Restatement, and (ii) whether or when the Company files restated financial statements. Â Tax Considerations. Section 162(m) of the Internal Revenue Code generally prohibits a publicly-held company from deducting compensation paid to a current or former named executive officer that exceeds $1 million during the tax year. Certain awards granted before November 2, 2017 that were based upon attaining pre-established performance measures that were set by the Compensation Committee under a plan approved by our stockholders, as well as amounts payable to former executives pursuant to a written binding contract that was in effect on November 2, 2017, may qualify for an exception to the $1 million deductibility limit. Â The Compensation Committee notes this deductibility limitation as one of the factors in its consideration of compensation matters. However, the Compensation Committee generally has the flexibility to take any compensation-related actions that it determines are in the Companyâ€™s and its stockholdersâ€™ best interest, including designing and awarding compensation for our executive officers that is not fully deductible for tax purposes. Â Stock Ownership Requirements. The Board has historically encouraged its members and members of senior management to acquire and maintain stock in the Company to link the interests of such persons to the stockholders. However, neither the Board nor the Compensation Committee has established stock ownership guidelines for members of the Board or the executive officers of the Company. Â Securities Trading Policy/Hedging Prohibition. Officers and other employees may not engage in any transaction in which they may profit from short-term speculative swings in the value of the Companyâ€™s securities. This includes â€œshort salesâ€ (selling borrowed securities which the seller hopes can be purchased at a lower price in the future) or â€œshort sales against the boxâ€ (selling owned, but not delivered securities), â€œputâ€ and â€œcallâ€ options (publicly available rights to sell or buy securities within a certain period of time at a specified price) and hedging transactions, such as zero-cost collars and forward sale contracts. In addition, this policy is designed to ensure compliance with all insider trading rules. Â Indemnification Agreements. The Company has entered into indemnification agreements with each of its directors and executive officers (each, an â€œIndemniteeâ€). In general, the indemnification agreements provide that, subject to certain limitations, the Company will indemnify and hold harmless each Indemnitee against all expenses, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by such Indemnitee or on such Indemniteeâ€™s behalf, in connection with certain pending, completed or threatened proceedings, as defined in the indemnification agreements, if the Indemnitee acted in good faith and reasonably in the best interests of the Company and, with respect to any criminal proceeding, had no reasonable cause to believe that his or her conduct was unlawful. Â Â Â Â 73Â Â Â Outstanding Equity Awards at Fiscal Year-End Â The following table provides information regarding the stock options and RSUs held by our named executive officers that were outstanding at December 31, 2023. Â Â Â Â Â Â Â Â OptionÂ AwardsÂ Â Â Â Â Â Stock AwardsÂ NameÂ Â Grant DateÂ Â Â Number of Securities Underlying Unexercised Options Exercisable (#)(1)Â Â Â Number of Securities Underlying Unexercised Options Unexercisable (#)(1) (2)Â Â Â Option Exercise Price ($)(1)Â Â Â Option Expiration DateÂ Â Number of shares of stock that have not vested (#)(1)(3)Â Â Market value of shares of stock that have not vested ($)(4)Â Ashish SharmaÂ Â 3/1/2022Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â 15,000Â Â 33,000Â Â Â Â 3/1/2022Â Â Â â€“Â Â Â 25,000(5)Â Â 47.80Â Â Â 3/1/2032Â Â Â Â Â Â Â Â Â Â 3/1/2022Â Â Â â€“Â Â Â 25,000(5)Â Â 75.00Â Â Â 3/1/2032Â Â Â Â Â Â Â Â Â Â 3/1/2022Â Â Â â€“Â Â Â 25,000(5)Â Â 100.00Â Â Â 3/1/2032Â Â Â Â Â Â Â Â Â Â 3/1/2022Â Â Â â€“Â Â Â 25,000(5)Â Â 150.00Â Â Â 3/1/2032Â Â Â Â Â Â Â Â Â Â 3/1/2022Â Â Â â€“Â Â Â 25,000(5)Â Â 200.00Â Â Â 3/1/2032Â Â Â Â Â Â Â Â Â Â 6/6/2021Â Â Â 15,625Â Â Â 9,375Â Â Â 96.60Â Â Â 6/6/2031Â Â Â Â Â Â Â Â Â Â 2/5/2020Â Â Â 23,958Â Â Â 1,042Â Â Â 77.00Â Â Â 2/5/2030Â Â Â Â Â Â Â Â Â Â 7/30/2018Â Â Â 25,000Â Â Â â€“Â Â Â 18.00Â Â Â 7/30/2028Â Â Â Â Â Â Â Â Â Â 9/25/2017Â Â Â 15,000Â Â Â â€“Â Â Â 13.80Â Â Â 9/25/2027Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Steven GatoffÂ Â 09/14/2023Â Â Â â€“Â Â Â 25,000Â Â Â 4.73Â Â Â 9/14/2033Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Robert BarbieriÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Doug KahnÂ Â 06/30/2021Â Â Â 4,960Â Â Â â€“Â Â Â 100.90Â Â Â 06/30/2031Â Â Â Â Â Â Â Â Â Â 7/29/2020Â Â Â 2,032Â Â Â â€“Â Â Â 137.20Â Â Â 7/29/2030Â Â Â Â Â Â Â Â Â Â 10/4/2019Â Â Â 3,334Â Â Â â€“Â Â Â 47.80Â Â Â 10/4/2029Â Â Â Â Â Â Â Â Â Â 2/13/2019Â Â Â 10,005Â Â Â â€“Â Â Â 48.40Â Â Â 2/13/2029Â Â Â Â Â Â Â _______________________________________ (1) Number of shares and shares prices are presented on a split-adjusted basis, following the Companyâ€™s 1-for-10 reverse stock split, effective January 23, 2024. (2) Unless otherwise indicated, stock options are scheduled to vest over a four-year period,Â withÂ one-fourthÂ vestingÂ on the first anniversary of the grant date and the remainder vesting ratably on a monthly basis thereafter through the fourth anniversary of the grant date. (3) Represents RSU awards.Â Â RSUs are scheduled to vest over a four-year period,Â withÂ one-fourthÂ vestingÂ on the first anniversary of the grant date and the remainder vesting ratably on a monthly basis thereafter through the fourth anniversary of the grant date. (4) Calculated based on the closing price per share of our Common Stock on December 30, 2023. (5) Twenty-five percent (25%) of the shares subject to the options shall be first eligible to vest and become exercisable on the first anniversary of the grant date and (b) 1/48 of the shares vest on each monthly anniversary thereafter (such options which have become so eligible, "Eligible Options"), such that one hundred percent (100%) of the options shall become Eligible Options on the four-year anniversary of the Grant Date. The options shall vest and become only if (a) they have become Eligible Options; and (b) the average of the per-share closing price of the Company's Common Stock as reported on the principal exchange on which the shares are listed has equaled or exceeded the exercise price for ten (10) trading days within any 30 day period prior to the date of exercise. Â Â Â Â 74Â Â Â Pay Versus Performance Â The following table presents information regarding our executive compensation pay relative to corporate performance of our principal executive officers (â€œPEOâ€) and non-PEO named executive officers (â€œNEOsâ€) for 2021, 2022 and 2023. This table and the accompanying disclosures are prescribed by SEC rules. Those rules require amounts included in the â€œcompensation actually paidâ€ columns of the table to be calculated according to a particular formula intended to demonstrate the relationship between â€œcompensation actually paidâ€ to a companyâ€™s NEOs and the companyâ€™s performance. The formula reflects a number of fair value adjustments to equity awards intended to show the change in value of those awards from one year to another. They do not reflect, however, the precise amounts actually earned by or paid to our executives during the years shown in the table. Â Year (1) Summary Compensation Table Total for PEO Compensation Actually Paid to PEO (2) Average Summary Compensation Table Total for Non-PEO NEOs (2) Average Compensation Actually Paid to Non-PEO NEOs (2) Total Shareholder Return (3) Net Income (Loss) (in thousands) (4) PEO1 (Mondor) PEO2 (Sharma) PEO1 (Mondor) PEO2 (Sharma) Â 2023 â€“ 512,500 â€“ (239,254) 312,667 238,520 $1.42 (46,185) 2022 1,100,516 5,462,347 1,048,917 389,531 584,577 (81,888) $5.43 (67,969) 2021 5,862,494 â€“ 453,320 â€“ 2,520,607 1,016,130 $37.69 (47,911) Â (1) Dan Mondor served as PEO in 2020, 2021 and through February 28, 2022. Ashish Sharma served as PEO from March 1, 2022 through February 23, 2024. The other NEOs for those years were as follows: for 2023, Steven Gatoff, Robert Barbieri and Doug Kahn; for 2022, Robert Barbieri and Doug Kahn; and for 2021, Ashish Sharma, Robert Barbieri, Doug Kahn, Craig Foster, and Wei Ding. (2) The Summary Compensation Table (â€œSCTâ€) totals reported for the PEOs and the average of the other NEOs for each year were subject to the adjustments summarized in the two tables below as required by Regulation S-K Item 402(v)(2)(iii) to calculate â€œcompensation actually paid.â€ Equity values are calculated in accordance with FASB ASC Topic 718. Valuation assumptions used to calculate fair values at the times indicated in the two tables below did not materially differ from those disclosed at the time of grant except for the stock price, percentage of volatility, risk free rate and the term used to calculate the valuations. The following table shows the adjustments made to the SCT totals to calculate â€œcompensation actually paidâ€: Â Â 2023 2022 2021 Â PEO $ Average Non-PEO NEOs $ PEO1 (Mondor) $ PEO2 (Sharma) $ Average Non-PEO NEOs $ PEO $ Average Non-PEO NEOs $ Total Compensation from Summary Compensation Table 512,500 312,667 1,100,516 5,462,347 584,577 5,862,494 2,520,607 Adjustments for Equity Awards Â Â Â Â Â Â Â Adjustment for grant date values in the Summary Compensation Table â€“ (27,825) (949,997) (4,967,983) (212,500) (5,299,333) (1,061,526) Year-end fair value of unvested awards granted in the current year â€“ 16,536 â€“ 555,500 28,350 304,300 904,301 Year-over-year difference of year-end fair values for unvested awards granted in prior years (758,715) (62,156) â€“ (545,589) (467,304) â€“ (1,010,564) Fair values at vest date for awards granted and vested in current year â€“ â€“ 949,998 269,999 212,500 469,333 178,827 Difference in fair values between prior year-end fair values and vest date fair values for awards granted in prior years 6,961 (702) (51,600) (384,742) (227,512) (883,474) (515,515) Total Adjustments for Equity Awards (751,754) (74,147) (51,599) (5,072,815) (666,466) (5,409,174) (1,504,477) Compensation Actually Paid (as calculated) (239,254) 238,520 1,048,917 389,531 (81,888) 453,320 1,016,130 Â (3) Represents the value of a $100 investment in the Companyâ€™s shares as of December 31, 2020, valued again on each of December 31, 2021, 2022 and 2023. (4) Net income (loss) as reported in the Companyâ€™s audited financial statements. Â Â Â 75Â Â Â Equity Compensation Plan Information Â As of December 31, 2023, the ESPP and the Incentive Plan were the only compensation plans under which securities of the Company were authorized for grant. The ESPP and the Incentive Plan were approved by our stockholders. In 2019, the Board terminated the Companyâ€™s 2015 Incentive Compensation Plan (the â€œ2015 Incentive Planâ€), which was adopted by the Board without stockholder approval pursuant to NASDAQ Listing Rule 5635. The following table provides information as of December 31, 2023 regarding the Companyâ€™s existing and predecessor plans. Number of shares and exercise prices are presented on a split-adjusted basis, following the Companyâ€™s 1-for-10 reverse stock split, effective January 23, 2024: Â PlanÂ category Â Number of securities to be issued upon exercise of outstanding options Â Â Weighted-average exercise price of options outstanding(1) Â Â Number of securities remaining available for future issuance under equity compensation plans Â Equity compensation plans approved by security holders Â Â 491,593 Â Â $ 48.49 Â Â Â 921,749 (2) Equity compensation plans not approved by security holders Â Â 54,302 (3) Â $ 4.96 Â Â Â â€“ Â Â (1) Amount is based on the weighted-average exercise price of vested and unvested outstanding stock options. RSUs, which have no exercise price, are excluded from this calculation. (2) Represents shares available for future issuance under the ESPP and the Incentive Plan. As of DecemberÂ 31, 2023, there were 26,107 shares of our Common Stock available for issuance under the ESPP (all of which were eligible to be purchased during the offering period in effect on such date) and 895,642 shares of our Common Stock available for issuance under the Incentive Plan. (3) Represents outstanding options under the 2015 Incentive Plan and inducement options were issued as employment inducement awards in accordance with NASDAQ Listing Rule 5635(c)(4). The 2015 Incentive Plan, which includes the same material terms as the Incentive Plan, could only be used for inducement grants to individuals to induce them to become employees of the Company or any of its subsidiaries, or, in conjunction with a merger or acquisition, to convert, replace or adjust outstanding stock options or other equity compensation awards, or for any other reason for which there is an applicable exception from the stockholder approval requirements of NASDAQ Listing RuleÂ 5635, in each such case, subject to the applicable requirements of the NASDAQ Listing Rules. Â Director Compensation Â We use a combination of cash and equity-based incentive compensation to attract and retain qualified candidates to serve on the Board. Upon the recommendation of the Compensation Committee, the Board makes all compensation decisions for ourÂ non-management directors. In recommending director compensation, the Compensation Committee considers, among other things, the amount of time required of directors to fulfill their duties. A director who is also an employee of the Company does not receive additional compensation for serving as a director. Â Â Â Â 76Â Â Â Cash Compensation.Â The Board has approved the following components of the annual cash retainer fee to ourÂ non-managementÂ directors for Board and Board committee service inÂ 2023 (which amounts are prorated for directors who only served for a portion of the year): Â Â Â ChairÂ Member Board of DirectorsÂ $80,000(1)Â $40,000Â Audit CommitteeÂ $20,000Â Â $10,000Â Compensation CommitteeÂ $14,000Â Â $6,000Â Nominating and Corporate Governance CommitteeÂ $10,000Â Â $5,000Â ___________________________ (1) For independent directors only. If the Chair is also an employee or officer of the Company they will not receive payment for service as Board Chair beyond their salary (other than the arrangement regarding Mr. Braceâ€™s service as Executive Chairman on an interim basis, described below). Effective June 1, 2023, the Board approved an temporary increase in Mr. Tuderâ€™s compensation through June 30, 2024 to a monthly fee of $35,000 per month (in lieu of any other cash compensation) as compensation for various special projects Mr. Tuder has been engaged in at the request and direction of the Board, with a goal of achieving sustainable positive free cash flow, including but not limited to: (i) assisting management to identify and implement cost savings and operational efficiencies; (ii) overseeing initiatives to improve the Companyâ€™s balance sheet and optimize the Companyâ€™s capital structure; (iii) reviewing and assessing the Companyâ€™s strategy and consideration of strategic alternatives; and (iv) optimizing the Companyâ€™s management and organizational structure. In February 2024, in connection with Mr. Braceâ€™s appointment as Executive Chairman on an interim basis, the Board approved a temporary increase in Mr. Braceâ€™s director compensation to $20,000 per month for so long as he serves in such capacity. In addition, on July 30, 2024 the Board awarded Mr. Brace 32,397 fully vested RSUs as compensation for his service as Executive Chairman of the Company through such date, and 100,000 RSUs, which shall vest 50% in six months and 50% in 12 months, subject to Mr. Braceâ€™s continued service as Executive Chairman. Â Equity-Based Compensation.Â The Board approved the following components for equity compensation to be awarded to

each non-management director of the Company for fiscal 2023. Â Â·An initial equity award upon joining the Board in the form of RSUs with an economic value of $145,000. The RSUs vest in three equal annual installments beginning with the first anniversary of the grant date. Â Â·Thereafter, an annual equity award in the form of RSUs with an economic value of $125,000 that vests in full on the first anniversary of the grant date. Â Director Compensation Table. The table below summarizes the compensation paid to our non-management directors for service on the Board for the fiscal year ended DecemberÂ 31, 2023. In addition to the payments below, the Company reimburses directors forÂ reasonableÂ out-of-pocketÂ expensesÂ incurred in connection with attending Board and Board committee meetings. Â NameÂ Fees Earned in Cash ($)Â Stock AwardsÂ ($)(1)(2)Â All Other CompensationÂ ($)Â Total ($) James B. Avery(3)Â Â 66,000Â Â Â 125,000Â Â Â â€“Â Â Â 191,000Â Stephanie BowersÂ Â 45,000Â Â Â 125,000Â Â Â â€“Â Â Â 170,000Â Philip Brace(4)Â Â 11,087Â Â Â 145,000Â Â Â â€“Â Â Â 156,087Â Christopher HarlandÂ Â 50,000Â Â Â 125,000Â Â Â â€“Â Â Â 175,000Â Christopher LytleÂ Â 40,000Â Â Â 125,000Â Â Â â€“Â Â Â 165,000Â Jeffrey TuderÂ Â 324,333Â Â Â 125,000Â Â Â â€“Â Â Â 449,333Â _____ (1) Represents the aggregate grant date fair value of the equity awards granted in 2022 as computed in accordance with Accounting Standards Codification (â€œASCâ€) Topic 718, excluding the effect of estimated forfeitures. Assumptions used in the calculation of these amounts are included in Note 8, Share-based Compensation, in the 2023 Annual Report. (2) The following table shows, for each of our non-management directors, the aggregate number of shares subject to stock options and unvested stock awards outstanding as of December 31, 2023. The number of shares are presented on a split-adjusted basis, following the Companyâ€™s 1-for-10 reverse stock split, effective January 23, 2024. Â Â Â 77Â Â Â NameÂ Stock AwardsÂ (#)Â Option AwardsÂ (#) James B. Avery (issued to Tavistock Financial LLC)Â Â 21,551Â Â Â â€“Â Stephanie BowersÂ Â 22,013Â Â Â â€“Â Philip BraceÂ Â 35,365Â Â Â Â Christopher HarlandÂ Â 21,551Â Â Â â€“Â Christopher LytleÂ Â 21,551Â Â Â â€“Â Jeffrey TuderÂ Â 21,551Â Â Â 5,690Â Â (3) As required by the terms of his employment with Tavistock Financial, LLC, all cash director fees earned by Mr. Avery are paid to Tavistock Foundation, Inc., a non-profit incorporated and existing under the laws of the State of Florida, and all equity awards to which he would be entitled for service as a director of the Company are issued to Tavistock Financial LLC. (4) Mr. Brace was appointed to the Board effective as of September 19, 2023. (5) As noted above, effective June 1, 2023, Board approved an temporary increase in Mr. Tuderâ€™s compensation through June 30, 2024 to a monthly fee of $35,000 per month (in lieu of any other cash compensation) as compensation for various special projects Mr. Tuder has been engaged in at the request and direction of the Board, with a goal of achieving sustainable positive free cash flow, including but not limited to: (i) assisting management to identify and implement cost savings and operational efficiencies; (ii) overseeing initiatives to improve the Companyâ€™s balance sheet and optimize the Companyâ€™s capital structure; (iii) reviewing and assessing the Companyâ€™s strategy and consideration of strategic alternatives; and (iv) optimizing the Companyâ€™s management and organizational structure. Â Â Â Â Â Â Â Â Â Â Â Â 78Â Â Â DESCRIPTION OF CAPITAL STOCK Â The following summary of the material terms of our capital stock is not intended to be a complete summary of the rights and preferences of such securities. The full text of our amended and restated certificate of incorporation, as amended, including the certificate of designation of our Series E fixed-rate cumulative perpetual preferred stock (the â€œSeries E Preferred Stockâ€), as amended (collectively, the â€œCharterâ€), and our amended and restated bylaws (the â€œBylawsâ€) have been filed as exhibits to the registration statement of which this prospectus forms a part and are incorporated herein by reference. We urge you to read our Charter and Bylaws in their entirety for a complete description of the rights and preferences of our capital stock. Â Authorized and Outstanding Stock Â Our Charter authorizes the issuances of 152,000,000 shares, par value $0.001 per share, consisting of 150,000,000 shares of Common Stock and 2,000,000 shares of preferred stock (â€œPreferred Stockâ€), of which 39,500 shares have been designated as Series E Preferred Stock. Â As of December 11, 2024, there were 14,959,594 shares of Common Stock outstanding, 25,000 shares of Series E Preferred Stock, and no other shares of Preferred Stock outstanding. Â Common Stock Â Subject to the rights of holders of all classes of stock at the time outstanding having prior rights as to dividends, the holders of Common Stock are entitled to receive such dividends, if any, as may from time to time be declared by our Board out of funds legally available for that purpose. Pursuant to our Charter, holders of Common Stock are entitled to one vote per share and are entitled to vote upon such matters and in such manner as may be provided by law. Holders of Common Stock have no preemptive, conversion, redemption or sinking fund rights. Subject to the rights of holders of all classes of stock at the time outstanding having prior rights as to liquidation, holders of Common Stock, upon the liquidation, dissolution or winding up of the Company, are entitled to share equally and ratably in the assets of the Company. The outstanding shares of Common Stock are validly issued, fully paid and nonassessable. The rights, preferences and privileges of holders of Common Stock are subject to the rights, preferences and privileges of any series of Preferred Stock that we have issued or we may issue in the future. Â Preferred Stock Â Our Charter provides that we may issue shares of Preferred Stock from time to time in one or more series. Our Board is authorized to fix the voting rights, if any, designations, powers, preferences, qualifications, limitations and restrictions thereof, applicable to the shares of each series of Preferred Stock. The Board may, without stockholder approval, issue Preferred Stock with voting and other rights that could adversely affect the voting power and other rights of the holders of Common Stock, which may have the effect of decreasing the market price of the Common Stock. The ability of the Board to issue Preferred Stock without stockholder approval could have anti-takeover effects, including by delaying, deferring or preventing a change of control or the removal of our existing management. The General Corporation Law of the State of Delaware (the â€œDGCLâ€), the state of our incorporation, provides that the holders of Preferred Stock will have the right to vote separately as a class on any proposal involving fundamental changes in the rights of holders of that Preferred Stock. This right is in addition to any voting rights that may be provided for in the applicable certificate of designation. Â Â Â Â 79Â Â Â Series E Preferred Stock Â Each share of Series E Preferred Stock entitles the holder thereof to receive, when, as and if declared by the Board out of assets legally available therefor, cumulative cash dividends at an annual rate of 9.00% payable quarterly in arrears on January 1, April 1, July 1 and October 1 of each year, beginning on October 1, 2019. If dividends are not declared and paid in any quarter, or if such dividends are declared but holders of the Series E Preferred Stock elect not to receive them in cash, the quarterly dividend will be deemed to accrue and will be added to the Series E Base Amount. The Series E Preferred Stock has no voting rights unless otherwise required by law. The Series E Preferred Stock is perpetual and has no maturity date. However, Inseego may, at its option, redeem shares of the Series E Preferred Stock, in whole or in part, on or after July 1, 2022, at a price equal to 110% of the Series E Base Amount plus (without duplication) any accrued and unpaid dividends. The â€œSeries E Base Amountâ€ means $1,000 per share, plus any accrued but unpaid dividends, whether or not declared by our Board, subject to appropriate adjustment in the event of any stock dividend, stock split, combination or other similar recapitalization with respect to the Series E Preferred Stock. In the event of a liquidation, dissolution or winding up of Inseego, the holders of the Series E Preferred Stock will be entitled to receive, after satisfaction of liabilities to creditors and subject to the rights of holders of any senior securities, but before any distribution of assets is made to holders of Common Stock or any other junior securities, the Series E Base Amount plus (without duplication) any accrued and unpaid dividends. Â Warrants Â As of December 11, 2024, there were Warrants to purchase an aggregate of 3,018,304 shares of Common Stock outstanding. The Warrants were issued on various dates in 2024, at exercise prices ranging from $11.03 to $15.77 per share, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions, and expire four years from their dates of issuance. Â Anti-Takeover Effects of Some Provisions of Delaware Law Â Provisions of Delaware law and our Charter and Bylaws could make the acquisition of the Company through a tender offer, a proxy contest or other means more difficult and could make the removal of incumbent officers and directors more difficult. We expect these provisions to discourage coercive takeover practices and inadequate takeover bids and to encourage persons seeking to acquire control of the Company to first negotiate with our Board. We believe that the benefits provided by our ability to negotiate with the proponent of an unfriendly or unsolicited proposal outweigh the disadvantages of discouraging these proposals. We believe the negotiation of an unfriendly or unsolicited proposal could result in an improvement of its terms. Â We are subject to SectionÂ 203 of the DGCL, an anti-takeover law. In general, SectionÂ 203 prohibits a publicly held Delaware corporation from engaging in a â€œbusiness combinationâ€ with an â€œinterested stockholderâ€ for a period of three years following the date the person became an interested stockholder, unless: Â Â·the board of directors approves either the business combination or the transaction that resulted in the stockholder becoming an interested stockholder, prior to the time the interested stockholder attained that status; Â Â·upon the closing of the transaction that resulted in the stockholder becoming an interested stockholder, the interested stockholder owned at least 85% of the voting stock of the corporation outstanding at the time the transaction commenced, excluding, for purposes of determining the number of shares outstanding, those shares owned by persons who are directors and also officers and by employee stock plans in which employee participants do not have the right to determine confidentially whether shares held subject to the plan will be tendered in a tender or exchange offer; or Â Â·at or subsequent to such time, the business combination is approved by the board of directors and authorized at an annual or special meeting of stockholders, and not by written consent, by the affirmative vote of at least 66-2/3% of the outstanding voting stock that is not owned by the interested stockholder. Â Â Â Â 80Â Â Â With certain exceptions, an â€œinterested stockholderâ€ is a person or group who or which owns 15% or more of the corporationâ€™s outstanding voting stock (including any rights to acquire stock pursuant to an option, warrant, agreement, arrangement or understanding, or upon the exercise of conversion or exchange rights, and stock with respect to which the person has voting rights only), or is an affiliate or associate of the corporation and was the owner of 15% or more of such voting stock at any time within the previous three years. Â In general, SectionÂ 203 defines a business combination to include: Â Â·any merger or consolidation involving the corporation and the interested stockholder; Â Â·any sale, transfer, pledge or other disposition of 10% or more of the assets of the corporation involving the interested stockholder; Â Â·subject to certain exceptions, any transaction that results in the issuance or transfer by the corporation of any stock of the corporation to the interested stockholder; Â Â·any transaction involving the corporation that has the effect of increasing the proportionate share of the stock of any class or series of the corporation beneficially owned by the interested stockholder; or Â Â·the receipt by the interested stockholder of the benefit of any loans, advances, guarantees, pledges or other financial benefits provided by or through the corporation. Â A Delaware corporation may â€œopt outâ€ of this provision with an express provision in its original certificate of incorporation or an express provision in its amended and restated certificate of incorporation or bylaws resulting from a stockholdersâ€™ amendment approved by at least a majority of the outstanding voting shares. However, the Company has not â€œopted outâ€ of this provision. SectionÂ 203 could prohibit or delay mergers or other takeover or change-in-control attempts and, accordingly, may discourage attempts to acquire the Company. Â Anti-Takeover Effects of Our Charter and Bylaws Â Our Charter provides for the Board to be divided into three classes serving staggered terms. Approximately one-third of the Board will be elected each year. The provision for a classified board could prevent a party who acquires control of a majority of the outstanding voting stock from obtaining control of the Board until the second annual stockholders meeting following the date the acquirer obtains the controlling stock interest. The classified board provision could discourage a potential acquirer from making a tender offer or otherwise attempting to obtain control of the Company and could increase the likelihood that incumbent directors will retain their positions. Â Our Bylaws establish an advance notice procedure for stockholder proposals to be brought before an annual or special meeting of our stockholders, including proposed nominations of persons for election to the Board. Among other requirements, the advance notice provisions provide that (a)Â a stockholder must provide to the secretary of the Company timely notice (generally 90-120 days prior to the one-year anniversary of the previous yearâ€™s annual meeting of stockholders) of any business, including director nominations, proposed to be brought before the annual or special meeting, which notice must conform to the substantive requirements set forth in the Bylaws, (b)Â a stockholder must deliver certain information regarding the person(s) making the proposal, and in the case of any nominee for election to the Board, information regarding such nominee, in each case as set forth in the Bylaws, and (c)Â any nominee for election to the Board must provide both an executed questionnaire regarding his or her background, qualifications, stock ownership and independence, and an executed representation agreement regarding voting commitments, indemnification or similar arrangements and compliance with Company policies applicable to members of the Board. These provisions may discourage or deter a potential acquirer from conducting a solicitation of proxies to elect the acquirerâ€™s own slate of directors or otherwise attempting to obtain control of the Company. Â Â Â Â 81Â Â Â Our Bylaws provide that our Board, our chairperson of the Board or our chief executive officer may call a special meeting of stockholders. Because our stockholders do not have the right to call a special meeting, a stockholder could not force stockholder consideration of a proposal over the opposition of the Board by calling a special meeting of stockholders prior to such time as a majority of the Board believed the matter should be considered or until the next annual meeting provided that the requestor met the notice and other requirements. The restriction on the ability of stockholders to call a special meeting means that a proposal to replace the Board also could be delayed until the next annual meeting. Â Our Charter provides that our Bylaws may be altered or amended or new bylaws adopted by the affirmative vote of at least 66 2/3% of the voting power of all of the then-outstanding shares of our voting stock entitled to vote. Â Our Board is expressly authorized to adopt, amend or repeal our Bylaws. This provision may not be repealed, amended or altered in any respect without the affirmative vote of the holders of at least 66 2/3% of the voting power of all of the then-outstanding shares of our voting stock entitled to vote. Â Our Charter does not allow stockholders to act by written consent without a meeting. Without the availability of stockholder action by written consent, a holder of the requisite number of shares of our capital stock would not be able to amend our Bylaws or remove directors without holding a stockholdersâ€™ meeting. The holder would have to obtain the consent of a majority of our Board, our chairperson of the Board or our chief executive officer to call a stockholdersâ€™ meeting and satisfy the notice periods determined by our Board. Â Transfer Agent and Registrar Â The transfer agent and registrar for the Common Stock is Computershare Trust Company, N.A. Its address is 250 Royall Street, Canton, MA 02021, and its telephone number is (877) 290-2245. Â Â Â Â Â Â Â Â 82Â Â Â SECURITIES ACT RESTRICTIONS ON RESALE OF COMMON STOCK Â RuleÂ 144 Â A person who has beneficially owned restricted Common Stock for at least sixÂ months would be entitled to sell such securities, provided that (i)Â such person is not deemed to have been one of our affiliates at the time of, or at any time during the threeÂ months preceding, a sale and (ii)Â we are subject to the ExchangeÂ Act periodic reporting requirements for at least threeÂ months before the sale and have filed all required reports under SectionÂ 13 or 15(d)Â of the ExchangeÂ Act during the 12Â months preceding the sale. Â Persons who have beneficially owned restricted Common Stock for at least sixÂ months but who are our affiliates at the time of, or any time during the threeÂ months preceding, a sale, would be subject to additional restrictions, by which such person would be entitled to sell within any three-month period only a number of securities that does not exceed the greater of either of the following: Â Â Â· 1% of the then outstanding shares of Common Stock; or Â Â Â· the average weekly trading volume of the Common Stock during the four calendarÂ weeks preceding the date on which notice of the sale is filed with the SEC. Â Sales by our affiliates under RuleÂ 144 are also subject to certain requirements relating to manner of sale, notice and the availability of current public information about us. Â Registration Rights Â In connection with Short-Term Loan Agreement and the Exchange Transactions we granted certain registration rights to the Registering Stockholders, pursuant to which we agreed to file the registration statement of which this prospectus forms a part. In particular, the Loan Warrants and the agreements governing the issuance of shares of Common Stock and Exchange Warrants issued prior to November 6, 2024, each contained provisions requiring us to file a registration statement to register the resale of such shares of Common Stock, and the shares of Common Stock issuable upon exercise of such Warrants, within six months of the date of the applicable agreements. In addition, on November 6, 2024, we entered into a registration rights agreement with certain of the Registering Stockholders pursuant to which we agreed to file a registration statement with the Securities and Exchange Commission, within six months following such date, in order to effect a registration for the resale by such Registering Stockholders of the shares issued to such Registering Stockholders, and any shares of Common Stock issuable upon exercise of the Exchange Warrants, in connection with the Exchange Transactions. Such registration rights agreement also provides such Registering Stockholders with â€œpiggy-backâ€ registration rights, subject to certain requirements and customary conditions. Â Â Â Â Â Â Â Â 83Â Â Â SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT Â The tables below provide information regarding the beneficial ownership of our Common Stock as of December 11, 2024 by: (i)Â each of our directors; (ii)Â each of our NEOs; (iii)Â all directors and executive officers as a group; and (iv)Â each beneficial owner of more than five percent of our Common Stock. Â Beneficial ownership is determined in accordance with SEC rules and regulations, and generally includes voting power or investment power with respect to securities held. Unless otherwise indicated and subject to applicable community property laws, we believe that each of the stockholders named in the table below has sole voting and investment power with respect to the shares shown as beneficially owned. Securities that may be beneficially acquired within 60 days after December 11, 2024 are deemed to be beneficially owned by the person holding such securities for the purpose of computing the ownership of such person, but are not treated as outstanding for the purpose of computing the ownership of any other person. Â The address for directors and executive officers is 9710 Scranton Road, Suite 200, San Diego, California 92121. The tables below list the number and percentage of shares beneficially owned based on 14,959,594 shares of Common Stock outstanding as of December 11, 2024. The Company is not aware of any arrangements that have resulted, or may at a subsequent date result, in a change of control of the Company. Â Directors and Named Executive Officers Â Â Shares OwnedÂ Â Right to AcquireÂ Â Total Shares of Common Stock Beneficially OwnedÂ Â Â Â Name of Beneficial OwnerÂ (#)Â Â (#)(1)Â Â (#)Â Â PercentageÂ Ashish SharmaÂ Â 28,286Â Â Â â€“Â Â Â 28,286Â Â Â Â *Â Steven GatoffÂ Â â€“Â Â Â 8,333Â Â Â 8,333Â Â Â *Â Robert

BarbieriÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â *Â Doug KahnÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â *Â James B. Avery(2)Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â *Â Philip BraceÂ Â 55,585Â Â Â 78,205Â Â Â 133,790Â Â Â *Â Christopher HarlandÂ Â 37,180Â Â Â â€”Â Â Â 37,180Â Â Â *Â Jeffrey TuderÂ Â 51,633Â Â Â 5,690Â Â Â 57,323Â Â Â *Â All directors and executive officers as a group (eight persons)Â Â 144,398Â Â Â 99,228Â Â Â 228,293Â Â Â 1.5%Â Â * Represents beneficial ownership of less than 1% of the outstanding shares of our Common Stock. (1) Represents shares of Common Stock that may be acquired pursuant to stock options or warrants that are or will become exercisable within 60 days after December 11, 2024. (2) Does not include shares of Common Stock held by Braslyn, Ltd., Golden Harbor Ltd. or Tavistock Holdings, Inc., in which Mr. Avery disclaims beneficial ownership, which are reported in the table below under Five Percent Holders. Mr. Avery is obligated to transfer any shares issued pursuant to any equity awards made to him by the Company, or the economic benefits thereof, to Tavistock Holdings, Inc. Â Â Â Â 84Â Â Â Five Percent Holders Â Â ÂÂÂ ÂÂÂ Total Shares ofÂ Â ÂÂ ÂÂÂ ÂÂÂ Common StockÂ Â ÂÂ ÂÂ ÂÂÂ ÂÂÂ BeneficiallyÂ Â ÂÂ ÂÂ Shares OwnedÂ Â Right to AcquireÂ Â OwnedÂ Â ÂÂ Name and Address of Beneficial OwnerÂ (#)Â Â (#)Â Â (#)Â Â PercentageÂ Entities affiliated with Golden Harbor Ltd.(1)Â Â 2,109,649Â Â Â 954,602Â Â Â 3,064,251Â Â Â 19.3%Â Cay HouseÂ ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ EP Taylor Drive N7776Â ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ Lyford CayÂ ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ New Providence C5Â ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ Entities affiliated with North Sound Management, Inc.(2)Â Â 2,088,588Â Â Â 1,110,000Â Â Â 3,198,588Â Â 19.9%Â c/o Edward E. MurphyÂ ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ 115 East Putnam AvenueÂ ÂÂÂ ÂÂÂ ÂÂÂ ÂÂ Greenwich, CT 06830Â ÂÂÂ ÂÂÂ ÂÂÂ Â (1) Based on a Schedule 13D/A filed by Golden Harbor Ltd. and Joe Lewis with the SEC on November 12, 2024 and information provided by the holder. Represents shares beneficially owned by Golden Harbor Ltd., Tavistock Holdings, Inc., South Ocean Funding, LLC and/or Braslyn Ltd., each of which is controlled by Mr. Lewis. Total shares of Common Stock beneficially owned includes 465,385 shares issuable upon the exercise of Loan Warrants, 453,528 shares issuable upon the exercise of Exchange Warrants and 35,689 shares issuable pursuant to vested restricted stock units. (2) Based on a Schedule 13D filed by North Sound Management, Inc., North Sound Trading, LP and Brian Miller with the SEC on November 14, 2024 and information provided by the holder. Represents shares beneficially owned by North Sound Management, Inc., North Sound Trading, LP, and Mr. Miller. Total shares of Common Stock beneficially owned includes 56,410 shares issuable upon the exercise of Loan Warrants, 1,089,835 shares issuable upon the exercise of Exchange Warrants, subject to exercise limitation provisions in the Exchange Warrants and Loan Warrants. North Sound Trading, LP (â€œNS Tradingâ€) was formed in order to engage in the acquiring, holding and disposing of investments in various companies. North Sound Management, Inc. ("NS Manager") was formed to act as the general partner of NS Trading, to make investments through NS Trading and to fulfill such other purposes as may be determined by NS Manager and Mr. Brian Miller from time to time. Mr. Miller is the sole shareholder of NS Manager. Accordingly, NS Manager and Mr. Miller each may be deemed to be a beneficial owner of the Common Stock and warrants held by NS Trading. Â Â Â Â 85Â Â Â registering STOCKHOLDERS Â The Common Stock being offered by the Registering Stockholders are those issued in connection with the Exchange Transactions and those issuable to the Registering Stockholders upon exercise of the Loan Warrants and the Exchange Warrants. For additional information regarding the issuances of those Warrants, see â€œSummary of the Prospectus â€” Recent Developments â€” Debt Reduction and Restructuringâ€ above. We are registering the shares of Common Stock in order to permit the Registering Stockholders to offer the shares for resale from time to time. Â The Registering Stockholders may from time to time offer and sell any or all of the shares of Common Stock set forth below pursuant to this prospectus and any accompanying prospectus supplement. We cannot advise you as to whether the Registering Stockholders will in fact sell any or all of such shares of Common Stock. Â When we refer to the â€œRegistering Stockholdersâ€ in this prospectus, we mean the persons listed in the table below, and the pledgees, donees, transferees, assignees, successors, designees and others who later come to hold any of the Registering Stockholdersâ€™ interest in the Common Stock being offered for sale other than through a public sale. Â The table below lists the Registering Stockholders and other information regarding the beneficial ownership of the shares of Common Stock by each of the Registering Stockholders. The second column lists the number of shares of Common Stock beneficially owned by each Registering Stockholder as of December 11, 2024, assuming exercise of the Warrants that are exercisable within 60 days of December 11, 2024, held by the Registering Stockholders on that date, without regard to any limitations on exercises. The third column lists the shares of Common Stock being offered by this prospectus by the Registering Stockholders. Â In accordance with the terms of the July 2024 Registration Rights Agreement, this prospectus generally covers the resale of the maximum number of shares of Common Stock issuable upon exercise of the Warrants issued to the Registering Stockholders, as described above under â€œSummary of the Prospectus â€” Recent Developments â€” July 2024 Private Placement,â€ determined as if the outstanding Warrants were exercised in full as of the trading day immediately preceding the date this registration statement was initially filed with the SEC, each as of the trading day immediately preceding the applicable date of determination and all subject to adjustment as provided in the July 2024 Registration Rights Agreement, without regard to any limitations on the exercise of the Warrants. The fourth column assumes the sale of all of the shares offered by the Registering Stockholders pursuant to this prospectus. Â Under the terms of the Warrants, a Registering Stockholder may not exercise any such Warrants to the extent such exercise would cause such Registering Stockholder, together with its affiliates and attribution parties, to beneficially own a number of shares of Common Stock which would exceed 19.99% of our then outstanding Common Stock following such exercise, excluding for purposes of such determination shares of Common Stock issuable upon exercise of such Warrants which have not been exercised. The number of shares in the second column does not reflect this limitation. The Registering Stockholders may sell all, some or none of their shares in this offering. See â€œPlan of Distribution.â€ Â Â Â Â 86Â Â Â Name of Selling Securityholder â€‹ Number of shares of Common Stock beneficially owned prior to the offering â€‹ Maximum number of shares of Common Stock to be sold pursuant to this prospectus Number of shares of Common Stock beneficially owned after the offering â€‹ North Sound Partners(1) â€‹ 3,235,013 â€‹ 2,766,504 â€‹ 468,509 â€‹ North Sound Ventures(2) â€‹ 3,235,013 Â 56,410 Â 0 â€‹ Golden Harbor Ltd.(3) â€‹ 3,064,251 Â 1,151,264 Â 1,912,987 â€‹ South Ocean Funding, LLC(4) â€‹ 465,385 Â 465,385 Â 0 â€‹ Wolverine Flagship Fund Trading Limited(5) â€‹ 585,814 Â 585,814 Â 0 â€‹ D. E. Shaw Valence Portfolios, L.L.C.(6) Â 370,000 Â 370,000 Â 0 Â Live Microsystems, Inc.(7) Â 132,389 Â 132,389 Â 0 Â JDS1 LLC(8) Â 93,678 Â 93,678 Â 0 Â Jay Newman(9) Â 180,000 Â 180,000 Â 0 Â McKenna & Associates, LLC(10) Â 76,364 Â 75,360 Â 0 Â Christopher Lytle(11) Â 99,475 Â 51,232 Â 48,243 Â Philip Brace(12) Â 133,790 Â 28,205 Â 105,585 Â Â (1) Number of shares of Common Stock beneficially owned prior to the offering represents shares beneficially owned by North Sound Management, Inc., North Sound Trading, LP, and Brian Miller. Total shares of Common Stock beneficially owned includes 56,410 shares issuable upon the exercise of Loan Warrants and 1,089,835 shares issuable upon the exercise of Exchange Warrants, subject to exercise limitation provisions in the Exchange Warrants and Loan Warrants. NS Trading was formed in order to engage in the acquiring, holding and disposing of investments in various companies. NS Manager was formed to act as the general partner of NS Trading, to make investments through NS Trading and to fulfill such other purposes as may be determined by NS Manager and Mr. Brian Miller from time to time. Mr. Miller is the sole shareholder of NS Manager. Accordingly, NS Manager and Mr. Miller each may be deemed to be a beneficial owner of the Common Stock and warrants held by NS Trading. Maximum number of shares of Common Stock to be sold by North Sound Partners pursuant to this prospectus includes 1,089,835 shares issuable upon exercise of Exchange Warrants. (2)See footnote (1) above. Maximum number of shares of Common Stock to be sold by North Sound Ventures pursuant to this prospectus consists of shares issuable upon exercise of Loan Warrants. (3)Number of shares of Common Stock beneficially owned prior to the offering includes the 465,385 shares of Common Stock issuable upon exercise of the Loan Warrants held by South Ocean Funding, LLC, described in footnote (4). Maximum number of shares of Common Stock to be sold pursuant to this prospectus includes 453,528 shares issuable upon exercise of Exchange Warrants. The selling stockholder is controlled by Joe Lewis. (4)Number of shares of Common Stock beneficially owned consists of 465,385 shares of Common Stock issuable upon exercise of Loan Warrants. The Registering Stockholder is controlled by Joe Lewis. (5)Number of shares of Common Stock beneficially owned includes 236,074 shares of Common Stock issuable upon exercise of Exchange Warrants. Wolverine Asset Management, LLC (â€œWAMâ€) is the registered investment adviser which manages the selling securityholder and has voting and investment power of these securities. The sole member and manager of WAM is Wolverine Holdings, L.P. (â€œWHâ€). Robert R. Bellick and Christopher L. Gust may be deemed to control Wolverine Trading Partners, Inc. (â€œWTPâ€), the general partner of WH. Each of Robert R. Bellick, Christopher L. Gust, WTP, WH and WAM disclaims beneficial ownership of securities held by the Registering Stockholder. Â Â Â Â 87Â Â Â (6)Number of shares of Common Stock beneficially owned consists of shares of Common Stock issuable upon exercise of Exchange Warrants. D. E. Shaw Valence Portfolios, L.L.C. has the power to vote or to direct the vote of (and the power to dispose or direct the disposition of) such Common Stock. D. E. Shaw & Co., L.P. (â€œDESCO LPâ€), as the investment adviser of D. E. Shaw Valence Portfolios, L.L.C., may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) such Common Stock. D. E. Shaw & Co., L.L.C. (â€œDESCO LLCâ€), as the manager of D. E. Shaw Valence Portfolios, L.L.C., may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) such Common Stock. Edwin Jager, Maximilian Stone, Adam Deaton and Anoop Prasad, or their designees, exercise voting and investment control over such Common Stock on DESCO LPâ€™s and DESCO LLCâ€™s behalf. D. E. Shaw & Co., Inc. (â€œDESCO Inc.â€), as general partner of DESCO LP, may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) such Common Stock. D. E. Shaw & Co. II, Inc. (â€œDESCO II Inc.â€), as managing member of DESCO LLC, may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) such Common Stock. None of DESCO LP, DESCO LLC, DESCO Inc., or DESCO II Inc. owns any shares of the Company directly, and each such entity disclaims beneficial ownership of such Common Stock. David E. Shaw does not own any shares of the Company directly. By virtue of David E. Shawâ€™s position as President and sole shareholder of DESCO Inc., which is the general partner of DESCO LP, and by virtue of David E. Shawâ€™s position as President and sole shareholder of DESCO II Inc., which is the managing member of DESCO LLC, David E. Shaw may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) such Common Stock and, therefore, David E. Shaw may be deemed to be the beneficial owner of such Common Stock. David E. Shaw disclaims beneficial ownership of such Common Stock. (7)Number of shares of Common Stock beneficially owned includes 51,487 shares of Common Stock issuable upon exercise of Exchange Warrants. Matthew Gerristen exercises sole or shared voting or dispositive power over the securities of the Company held by the Registering Stockholder. (8)Number of shares of Common Stock beneficially owned includes 36,687 shares of Common Stock issuable upon exercise of Exchange Warrants. Julian Singer exercises sole or shared voting or dispositive power over the securities of the Company held by the Registering Stockholder. (9)Number of shares of Common Stock beneficially owned consists of shares of Common Stock issuable upon exercise of Exchange Warrants. (10)Number of shares of Common Stock beneficially owned includes 29,687 shares of Common Stock issuable upon exercise of Exchange Warrants. Andrew J. McKenna is the sole member of the Registering Stockholder, which owns 45,673 shares of Common Stock and Exchange Warrants to purchase 29,687 shares of Common Stock. Kathleen L. McKenna is the wife of Andrew J. McKenna and the sole owner of a trust which is the sole owner of 1,004 shares of Common Stock (which are not being registered hereunder). (11)Number of shares of Common Stock beneficially owned includes 20,646 shares of Common Stock issuable upon exercise of Exchange Warrants. (12)Maximum number of shares of Common Stock to be sold pursuant to this prospectus consists of shares issuable upon exercise of Loan Warrants. Mr. Brace is the Executive Chairman of the Company. Â Â Â Â Â Â 88Â Â Â CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS Â Related Party Transactions Policy Â Pursuant to the Audit Committee charter, the Audit Committee is responsible for implementing the Companyâ€™s written policies and procedures regarding transactions with a related person (as defined in SEC regulations). In considering related person transactions, the Audit Committee takes into account the relevant available facts and circumstances, including: Â Â·the risks, costs and benefits to the Company; Â Â·the impact on a directorâ€™s independence in the event the related person is a director, immediate family member of a director or an entity with which a director is affiliated; Â Â·the terms of the transaction; Â Â·the availability of other sources for comparable services or products; and Â Â·the terms available to or from, as the case may be, unrelated third parties or to or from employees generally. Â In the event a director has an interest in the proposed transaction, the director must recuse himself from the deliberations. When reviewing a related person transaction, the Audit Committee determines in good faith whether the transaction is in, or is not inconsistent with, the best interests of the Company and its stockholders. Â Short-Term Loan Agreement and Exchange Transactions Â On June 28, 2024, the Company entered into the Short-Term Loan Agreement with (i) South Ocean Funding, LLC (â€œSouth Oceanâ€), which is an affiliate of Golden Harbor Ltd. (â€œGolden Harborâ€) and Tavistock Financial, LLC, and (ii) certain participant lenders (the â€œParticipating Lendersâ€). The Loan Agreement established a senior secured $19.5 million loan facility (the â€œTerm Loanâ€) under which the Company borrowed the $19.5 million on June 28, 2024 to partially fund the Companyâ€™s repurchase of $45.9 million in face value of 2025 Convertible Notes at a discount of 30% to face value. Â The Term Loan matured on September 30, 2024, provided that the Company may request an extension of the maturity date of up to six months, to March 31, 2025, which South Ocean and each Participating Lender may grant or deny with respect to each of their respective portions of the Loan. The remaining outstanding balance of the Term Loan was paid off in November 2024 upon the closing of the Disposition. Borrowings under the Loan accrued interest at 12.0% per annum. Upon the repayment of the Term Loan, the Company paid an exit fee equal to 4.0% of the aggregate principal amount repaid. Â As part of the Loan Agreement, the Participating Lenders contributed an aggregate of $3.0 million of participation interests in the Loan Agreement (the â€œParticipation Interestsâ€). The Participating Lenders consist of Philip Brace, the Companyâ€™s Executive Chairman, who acquired a $1.0 million Participation Interest, and North Sound Ventures, LP, which acquired a $2.0 million Participation Interest in the $19.5 million Loan. The remaining balance of the Term Loan was paid in full in November 2024, upon the consummation of the Disposition. Â In connection with entering into the Loan Agreement, the Company paid an arrangement and administration fee of $150,000 to South Ocean. Â Â Â 89Â Â Â In connection with the Loan Agreement, the Company issued to South Ocean and the Participating Lenders the Loan Warrants to purchase an aggregate of 550,000 shares of Common Stock. The Loan Warrants have an exercise price of $12.12 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The Loan Warrants will expire four years from the date of issuance, are exercisable on a cash basis, and contain customary registration rights with respect to the shares of Common Stock issuable upon exercise of the Loan Warrants. Â Also on June 28, 2024, the Company entered into separate binding Exchange Term Sheets with respect to privately-negotiated exchanges of $80 million face value of the 2025 Convertible Notes held by North Sound Partners and Golden Harbor Ltd., for a combination of long-term debt and equity. Pursuant to each respective Exchange Term Sheet, each of the noteholders agreed to exchange the 2025 Convertible Notes that they held at a discounted price of $700 per $1,000 face value, for an aggregate of (i) approximately 2.4 million shares of Common Stock, (ii) $31.8 million in principal amount of New Senior Secured Notes, and (iii) Exchange Warrants to purchase an aggregate of approximately 1.5 million shares of Common Stock at an exercise price of $12.12 per share. On November 6, 2024, the transactions consummated by the Exchange Term Sheets were consummated and the Company issued (i) to North Sound Partners 1,676,669 shares of Common Stock, Exchange Shares exercisable to purchase 1,089,835 shares and approximately $21.8 million in aggregate principal amount of New Senior Secured Notes and (ii) to Golden Harbor Ltd. 697,736 shares of Common Stock, Exchange Shares exercisable to purchase 435,528 shares and $10.0 million in aggregate principal amount of New Senior Secured Notes. Â The New Senior Secured Notes bear interest at 9.0% per annum, payable paid in cash, in arrears, and on a semi-annual basis, and have a maturity date of May 1, 2029. The documentation of the New Senior Secured Notes includes a Base Indenture (the â€œBase Indentureâ€) and Supplemental Indenture (the â€œSupplemental Indentureâ€ and, collectively with the Base Indenture, the â€œNew Senior Secured Notes Indentureâ€) entered into by the Company and certain of its subsidiaries, as guarantors (the â€œGuarantorsâ€) and a Pledge and Security Agreement (the â€œSecurity Agreementâ€), pursuant to which the New Senior Secured Notes are secured by a first priority lien on substantially all of Companyâ€™s assets. Pursuant to the terms of the New Senior Secured Notes Indenture, the Company may redeem all or part of the New Senior Secured Notes at any time prior to May 1, 2029 at a redemption price equal to 100% of the principal amount of the New Senior Secured Notes to be redeemed plus the present value at such redemption of the sum of all required interest payments from such redemption date through May 1, 2029, plus accrued and unpaid interest on such New Senior Secured Note to, but excluding, the redemption date. If the Company experiences a fundamental change (as defined in the New Senior Secured Notes Indenture), the holders of the New Senior Secured Notes will have the right to require the Company to repurchase the New Senior Secured Notes at a purchase price equal to the greater of (i) the amount that would be paid to redeem the New Senior Secured Notes as if the date of the repurchase was the redemption date and (ii) 101% of the principal amount thereof, plus accrued and unpaid interest, if any, to, but excluding, the date of such repurchase. The New Senior Secured Notes Indenture contains covenants customary for such senior secured debt, which put certain restrictions on the Company or the Guarantorsâ€™ ability to incur liens, sell or transfer assets, incur other indebtedness, pay dividends, make investments, enter into transactions with affiliates, make other distributions or payments on account of any redemption, retirement or purchase of any capital stock or pay certain other indebtedness. The New Senior Secured Notes Indenture also provides for customary events of default (subject in certain cases to customary grace and cure periods), which include

payment defaults, a failure to pay certain judgments and certain events of bankruptcy and insolvency. These events of default are subject to a number of important qualifications, limitations and exceptions that are described in the New Senior Secured Notes Indenture. Â In connection with the Exchange Transactions, the Company entered into a customary registration rights agreement with the Exchanging Noteholders (the â€œRegistration Rights Agreementâ€), pursuant to which the Company agreed to file a registration statement with the Securities and Exchange Commission, within six months following the closing date of the Exchange Transactions, in order to effect a registration for the resale by the Exchanging Noteholders of the Shares and any shares of Common Stock issuable upon exercise of the Exchange Warrants. The Registration Rights Agreement also provides the Exchanging Noteholders with â€œpiggy-backâ€ registration rights, subject to certain requirements and customary conditions. Â As of the date hereof, affiliates of each of Golden Harbor Ltd. and North Sound Partners may be deemed to beneficially own more than 5% of the Companyâ€™s outstanding Common Stock. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of Golden Harbor Ltd. Â Â Â Â 90Â Â Â On July 1, 2024, the Company entered into a binding term sheet with an individual retirement account held by Christopher Lytleâ€™s mother (the â€œChris Lytle IRAâ€) to exchange $375,000 in face amount of 2025 Convertible Notes at a discounted price of $700 per $1,000 face value, for a combination of shares and warrants. On October 24, 2024, the Company entered into a Repurchase Agreement with the Chris Lytle IRA, reflecting the terms of the binding term sheet, pursuant to which the Company agreed to issue the Chris Lytle IRA 30,586 shares of Common Stock and Exchange Warrants exercisable to purchase up to 20,646 shares of Common Stock. Christopher Lytle was a member of the Board until September 2024. Â Interest Payments on 2025 Convertible Notes Â In each of 2021, 2022 and 2023, the Company made interest payments to Golden Harbor Ltd., North Sound Trading, L.P., and the Lytle IRA in the amounts of $794,820, $1,805,180, and $12,188 respectively, pursuant to the 2025 Convertible Notes: Â Participation Interests in Siena Loan Agreement Â On May 2, 2023, (1) South Ocean Funding, LLC and North Sound Ventures, LP (the â€œParticipantsâ€) collectively purchased a $4.0 million last-out subordinated participation interest (the â€œParticipation Interestâ€) in the Companyâ€™s Loan and Security Agreement (the â€œCredit Agreementâ€) with Siena Lending, LLC (â€œSienaâ€) pursuant to a Participation Agreement between the Participants and Siena (the â€œParticipation Agreementâ€). In connection with the purchase of the Participation Interest, the Company agreed to pay the Participants an exit fee upon the earlier of (a) the scheduled maturity date of the Credit Agreement, (b) the termination of Sienaâ€™s commitment to make revolving loans prior to the scheduled maturity date of the Credit Agreement, and (c) the early redemption of the Participantsâ€™ Participation Interest under the Participation Agreement (the earliest to occur of the foregoing, the â€œExit Eventâ€). The aggregate exit fee payable to the Participants is equal to (i) 7.5% of the Participation Interest, if the Exit Event occurs on or before December 31, 2023, (ii) 10.0% of the Participation interest, if the Exit Event occurs between January 1, 2024 and June 30, 2024 and (iii) 12.5% of the Participation Interest, if the Exit Events occurs after June 30, 2024. Â On April 19, 2024, in connection with the termination of the Credit Agreement, the Company was required to pay exit fees of $300,000 to South Ocean Funding, LLC and $100,000 to North Sound Ventures, LP as a result of the early redemption of the Participation Interest. Â South Ocean Funding, LLC is an affiliate of Golden Harbor, Ltd. and North Sound Ventures, LP is an affiliate of North Sound Management, Inc. As of the date hereof, affiliates of each of Golden Harbor, Ltd. and North Sound Management, Inc. hold in excess of 5% of the Companyâ€™s outstanding Common Stock. James Avery, a member of our Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of South Ocean Funding, LLC. Â Â Â Â Â Â Â 91Â Â Â PLAN OF DISTRIBUTION Â The Registering Stockholders may, from time to time, sell, transfer or otherwise dispose of the shares of Common Stock or interests in the shares of Common Stock covered hereby: Â Â Â· on any stock exchange, market or trading facility on which the shares are traded or in private transactions; or Â Â· through underwriters, broker-dealers or agents, who may receive compensation in the form of discounts, commissions or agentâ€™s commissions from the Registering Stockholders or the purchasers of the Common Stock (these discounts, concessions or commissions may be in excess of those customary in the types of transactions involved). Â These dispositions may be at fixed prices, at prevailing market prices at the time of sale, at prices related to the prevailing market price, at varying prices determined at the time of sale, at negotiated prices, or without cash consideration. Â The Registering Stockholders may use any one or more of the following methods when disposing of shares or interests therein: Â Â Â· sales on any national securities exchange or quotation on which the Common Stock may be listed or quoted at the time of the sale; Â Â· sales in theÂ over-the-counterÂ market; Â Â· sales in transactions other than on such exchanges or services or in theÂ over-the-counterÂ market; Â Â· ordinary brokerage transactions and transactions in which the broker-dealer solicits purchasers; Â Â· block trades in which the broker-dealer will attempt to sell the shares as agent, but may position and resell a portion of the block as principal to facilitate the transaction; Â Â· purchases by a broker-dealer as principal and resale by the broker-dealer for its account; Â Â· sales â€œat the marketâ€ to or through a market maker or into an existing trading market, on an exchange or otherwise; Â Â· an exchange distribution in accordance with the rules of the applicable exchange; Â Â· privately negotiated transactions; Â Â· short sales effected after the date the registration statement of which this prospectus is a part is declared effective by the Commission; Â Â· through the writing or settlement of options or other hedging transactions, whether through an options exchange or otherwise; Â Â· broker-dealers may agree with the Registering Stockholders to sell a specified number of such shares at a stipulated price per share; Â Â· a combination of any such methods of sale or distribution; and Â Â· any other method permitted by applicable law. Â The Registering Stockholders may, from time to time, pledge or grant a security interest in some or all of the shares of Common Stock owned by them and, if they default in the performance of their secured obligations, the pledgees or secured parties may offer and sell the shares of Common Stock, from time to time, under this prospectus, or under an amendment to this prospectus under Rule 424(b)(3) or other applicable provision of the Securities Act amending the list of Registering Stockholders to include the pledgee, transferee or other successors in interest of the Registering Stockholders under this prospectus. Â In connection with the sale of our Common Stock or interests therein, the Registering Stockholders may enter into hedging transactions with broker-dealers or other financial institutions, which may in turn engage in short sales of the Common Stock in the course of hedging the positions they assume. The Registering Stockholders may also sell shares of our Common Stock short and deliver these securities to close out their short positions, or loan or pledge the Common Stock to broker-dealers or other financial institutions that in turn may sell these securities. The Registering Stockholders may also enter into option or other transactions with broker-dealers or other financial institutions for the creation of one or more derivative securities which require the delivery to such broker-dealer or other financial institution of shares offered by this prospectus, which shares such broker-dealer or other financial institution may resell pursuant to this prospectus (as supplemented or amended to reflect such transaction). Â Â Â Â 92Â Â Â The aggregate proceeds to the Registering Stockholders from the sale of the Common Stock offered by them will be the purchase price of the Common Stock less discounts or commissions, if any. The Registering Stockholders reserve the right to accept and, together with their agents from time to time, to reject, in whole or in part, any proposed purchase of Common Stock to be made directly or through such agents. We will not receive any of the proceeds from this offering. Â The Registering Stockholders also may resell all or a portion of the shares in open market transactions in reliance upon RuleÂ 144 under the Securities Act provided that they meet the criteria and conform to the requirements of that rule. Â The Registering Stockholders and any underwriters, broker-dealers or agents that participate in the sale of the Common Stock or interests therein may be â€œunderwritersâ€ within the meaning of SectionÂ 2(11) of the Securities Act. Any discounts, commissions, concessions or profit they earn on any resale of the shares may be underwriting discounts and commissions under the Securities Act. If a Registering Stockholder is an â€œunderwriterâ€ within the meaning of SectionÂ 2(11) of the Securities Act, it will be subject to the prospectus delivery requirements of the Securities Act. Â To the extent required, the shares of our Common Stock to be sold, the names of the Registering Stockholders, the purchase prices and public offering prices, the names of any agents, dealers or underwriters and any applicable commissions or discounts with respect to a particular offer will be set forth in an accompanying prospectus supplement or, if appropriate, a post-effective amendment to the registration statement that includes this prospectus. Â In order to comply with the securities laws of some states, if applicable, the Common Stock may be sold in these jurisdictions only through registered or licensed brokers or dealers. In addition, in some states the Common Stock may not be sold unless it has been registered or qualified for sale or an exemption from registration or qualification requirements is available and is complied with. Â We have advised the Registering Stockholders that the anti-manipulation rules of Regulation M under the Exchange Act may apply to sales of shares in the market and to the activities of the Registering Stockholders and their affiliates. In addition, to the extent applicable, we will make copies of this prospectus (as it may be supplemented or amended from time to time) available to the Registering Stockholders for the purpose of satisfying the prospectus delivery requirements of the Securities Act. The Registering Stockholders may indemnify any broker-dealer that participates in transactions involving the sale of the shares against certain liabilities, including liabilities arising under the Securities Act. Â We have agreed to indemnify the Registering Stockholders against certain liabilities, including under the Securities Act and state securities laws, relating to the registration of the shares offered by this prospectus. Â Â Â Â Â 93Â Â Â LEGAL MATTERS Â Greenberg Traurig, LLP has passed upon the validity of the Common Stock offered by this prospectus and certain other legal matters related to this prospectus. Â EXPERTS Â The financial statements of Inseego Corp. as of December 31, 2023 and December 31, 2022 and for theÂ years then ended included in this prospectus have been so included in reliance on the report of Marcum LLP, an independent registered public accounting firm, given on the authority of said firm as experts in auditing and accounting. Â WHERE YOU CAN FIND ADDITIONAL INFORMATION Â We have filed with the SEC a registration statement on FormÂ S-1 under the Securities Act with respect to the shares of Common Stock offered hereby. This prospectus does not contain all of the information set forth in the registration statement and the exhibits and schedules thereto. For further information with respect to the Company and the Common Stock, reference is made to the registration statement and the exhibits and any schedules filed therewith. Â Statements contained in this prospectus as to the contents of any contract or other document referred to are not necessarily complete and in each instance, if such contract or document is filed as an exhibit, reference is made to the copy of such contract or other document filed as an exhibit to the registration statement, each statement being qualified in all respects by such reference. Â The SEC maintains a website at www.sec.gov, from which interested persons can electronically access the registration statement, including the exhibits and any schedules thereto and which contains the periodic reports, proxy and information statements and other information that we file electronically with the SEC. Â We are subject to the information reporting requirements of the ExchangeÂ Act and we are required to file reports, proxy statements and other information with the SEC.Â These reports, proxy statements, and other information are available for inspection and copying at the SECâ€™s website referred to above. We also maintain a website atÂ https://www.investors.inseego.com, at which you may access these materials free of charge as soon as reasonably practicable after they are electronically filed with, or furnished to, the SEC.Â Information contained on or accessible through our website is not a part of this prospectus, and the inclusion of our website address in this prospectus is an inactive textual reference only. Â Â Â Â 94Â Â Â INDEX TO FINANCIAL STATEMENTS Â Â Â Page Unaudited Condensed Consolidated Statements for the Three and Nine Months Ended SeptemberÂ 30, 2024 and 2023 Â Â Condensed Consolidated Balance Sheets Â F-2 Condensed Consolidated Statements of Operations and Comprehensive Loss Â F-3 Condensed Consolidated Statements of Stockholdersâ€™ Deficit Â F-4 Condensed Consolidated Statements of Cash Flows Â F-5 Notes to Financial Statements Â F-6 Â Â Â Audited Consolidated Statements for the Years Ended December 31, 2023 and 2022 Â Â Report of Independent Registered Public Accounting Firm Â F-Â Consolidated Balance Sheets Â F-Â Consolidated Statements of Operations Â F-Â Consolidated Statements of Comprehensive Loss Â F-Â Consolidated Statements of Stockholdersâ€™ Deficit Â F-Â Consolidated Statements of Cash Flows Â F-Â Notes to Consolidated Financial Statements Â F-Â Â Â Â Â Â F-1Â Â Â INSEEGO CORP. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands, except par value and share data) Â Â Â Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Â Â (Unaudited)Â Â Â Â ASSETSÂ Â Â Â Â Â Current assets:Â Â Â Â Â Â Cash and cash equivalentsÂ $11,972Â Â $2,409Â Accounts receivable, net of allowance for expected credit losses of $130 and $617, respectivelyÂ Â 15,612Â Â Â 18,202Â InventoriesÂ Â 18,118Â Â Â 20,555Â Prepaid expenses and otherÂ Â 3,627Â Â Â 4,937Â Current assets held for saleÂ Â 35,771Â Â Â 12,123Â Total current assetsÂ Â 85,100Â Â Â 58,226Â Property, plant and equipment, net of accumulated depreciation of $28,629 and $27,513, respectivelyÂ Â 1,303Â Â Â 2,389Â Intangible assets, net of accumulated amortization of $33,130 and $31,444, respectivelyÂ Â 19,465Â Â Â 25,718Â GoodwillÂ Â 3,949Â Â Â 3,949Â Operating lease right-of-use assetsÂ Â 3,117Â Â Â 4,022Â Other assetsÂ Â 456Â Â Â 1,256Â Non-current assets held for saleÂ Â â€“Â Â Â 26,237Â Total assetsÂ $113,390Â Â $121,797Â LIABILITIES AND STOCKHOLDERSâ€™ DEFICITÂ Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payableÂ $35,457Â Â $23,408Â Accrued expenses and other current liabilitiesÂ Â 31,147Â Â Â 21,049Â Short-term loanÂ Â 6,000Â Â Â â€“Â 2025 Convertible Notes, netÂ Â 106,250Â Â Â â€“Â Revolving credit facilityÂ Â â€“Â Â Â 4,094Â Current liabilities held for saleÂ Â 10,000Â Â Â 7,360Â Total current liabilitiesÂ Â 188,854Â Â Â 55,911Â Long-term liabilities:Â Â Â Â Â Â Â Â 2025 Convertible Notes, netÂ Â â€“Â Â Â 159,912Â Operating lease liabilitiesÂ Â 2,979Â Â Â 3,972Â Deferred tax liabilities, netÂ Â 121Â Â Â 112Â Other long-term liabilitiesÂ Â 6,499Â Â Â 2,351Â Non-current liabilities held for saleÂ Â â€“Â Â Â 1,644Â Total liabilitiesÂ Â 198,453Â Â Â 223,902Â Commitments and contingencies (Note 10)Â Â â€“Â Â Â Â Â Stockholdersâ€™ deficit:Â Â Â Â Â Â Â Â Preferred stock, par value $0.001; 2,000,000 shares authorized: Preferred stock, par value $0.001; 39,500 shares designated, 25,000 shares issued and outstanding as of both SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 (aggregate liquidation preference of $37,547,619)Â Â â€“Â Â Â â€“Â Common stock, par value $0.001; 150,000,000 shares authorized, 12,542,691 and 11,878,557Â shares issued and outstanding as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectivelyÂ Â 13Â Â Â 12Â Additional paid-in capitalÂ Â 825,851Â Â Â 810,138Â Accumulated other comprehensive lossÂ Â (6,712)Â Â (5,327) Accumulated deficitÂ Â (904,215)Â Â (906,928) Total stockholdersâ€™ deficitÂ Â (85,063)Â Â (102,105) Total liabilities and stockholdersâ€™ deficitÂ $113,390Â Â $121,797Â Â See accompanying notes to condensed consolidated financial statements (unaudited). Â Â Â Â Â F-2Â Â Â INSEEGO CORP. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (In thousands, except share and per share data) (Unaudited) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Revenues:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Mobile solutionsÂ $32,282Â Â $22,534Â Â $73,431Â Â $64,469Â Fixed wireless access solutionsÂ Â 9,723Â Â Â 11,114Â Â Â 37,222Â Â Â 42,489Â ProductÂ Â 42,005Â Â Â 33,648Â Â Â 110,653Â Â Â 106,958Â Services and otherÂ Â 12,027Â Â Â 7,709Â Â Â 32,504Â Â Â 24,409Â Total revenuesÂ Â 54,032Â Â Â 41,357Â Â Â 143,157Â Â Â 131,367Â Cost of revenues:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â ProductÂ Â 33,592Â Â Â 42,788Â Â Â 86,812Â Â Â 101,375Â Services and otherÂ Â 1,640Â Â Â 734Â Â Â 5,492Â Â Â 3,559Â Total cost of revenuesÂ Â 35,232Â Â Â 43,522Â Â Â 92,304Â Â Â 104,934Â Gross profit (loss)Â Â 18,800Â Â Â (2,165)Â Â 50,853Â Â Â 26,433Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 5,176Â Â Â 5,200Â Â Â 15,032Â Â Â 14,369Â Sales and marketingÂ Â 4,125Â Â Â 3,893Â Â Â 12,176Â Â Â 13,703Â General and administrativeÂ Â 4,822Â Â Â 3,429Â Â Â 12,695Â Â Â 12,326Â Depreciation and amortizationÂ Â 3,154Â Â Â 3,848Â Â Â 10,098Â Â Â 13,125Â Impairment of capitalized softwareÂ Â 507Â Â Â 611Â Â Â 927Â Â Â 1,115Â Total operating costs and expensesÂ Â 17,784Â Â Â 16,981Â Â Â 50,928Â Â Â 54,638Â Operating income (loss)Â Â 1,016Â Â Â (19,146)Â Â (75)Â Â (28,205) Other (expense) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest expense, netÂ Â (5,731)Â Â (2,894)Â Â (9,686)Â Â (6,910) Loss on extinguishment of revolving credit facilityÂ Â â€“Â Â Â â€“Â Â Â (788)Â Â â€“Â Gain on debt restructurings, netÂ Â 12,366Â Â Â â€“Â Â Â 13,690Â Â Â â€“Â Other income (expense), netÂ Â (72)Â Â 45Â Â Â (864)Â Â 50Â Income (Loss) before income taxesÂ Â 7,579Â Â Â (21,995)Â Â 2,277Â Â Â (35,065) Income tax provisionÂ Â 36Â Â Â 30Â Â Â 171Â Â Â 44Â Income (Loss) from continuing operationsÂ Â 7,543Â Â Â (22,025)Â Â 2,106Â Â Â (35,109) Income from discontinued operations (net of income tax provision (benefit) of $266, $(46), $674, and $555, respectively)Â Â 1,426Â Â Â 220Â Â Â 3,032Â Â Â 3,263Â Net income (loss)Â Â 8,969Â Â Â (21,805)Â Â 5,138Â Â Â (31,846) Preferred stock dividendsÂ Â (827)Â Â (756)Â Â (2,425)Â Â (2,218) Net income (loss) attributable to common stockholdersÂ $8,142Â Â $(22,561)Â $2,713Â Â $(34,064) Per share data:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net earnings (loss) per shareÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â BasicÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Continuing operationsÂ $0.54Â Â $(1.95)Â $(0.03)Â $(3.33) Discontinued operationsÂ Â 0.12Â Â Â 0.02Â Â Â 0.25Â Â Â 0.29Â Basic earnings per share (*)Â $0.66Â Â $(1.93)Â $0.23Â Â $(3.03) DilutedÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Continuing operationsÂ $(0.16)Â $(1.95)Â $(0.03)Â $(3.33) Discontinued operationsÂ Â 0.11Â Â Â 0.02Â Â Â 0.25Â Â Â 0.29Â Diluted earnings per share (*)Â $(0.06)Â $(1.93)Â $0.23Â Â $(3.03) Weighted-average shares used in computation of net earnings (loss) per shareÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic (*)Â Â 12,336,503Â Â Â 11,696,755Â Â Â 12,036,989Â Â Â 11,224,722Â Diluted (*)Â Â 13,218,293Â Â Â 11,696,755Â Â Â 12,036,989Â Â Â 11,224,722Â Â Â Â Â Â Â Â Â Â Â Â Â Â Other comprehensive loss:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Foreign currency translation adjustmentÂ Â (1,292)Â Â (433)Â Â (1,385)Â Â (958) Comprehensive income (loss)Â $7,677Â Â $(22,238)Â $3,753Â Â $(32,804) Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. Â See accompanying notes to condensed consolidated financial statements (unaudited). Â Â Â Â F-3Â Â Â INSEEGO CORP. CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERSâ€™ DEFICIT (In thousands) (Unaudited) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Preferred StockÂ Â Common StockÂ Â Additional Paid-inÂ Â AccumulatedÂ Â Accumulated Other Comprehensive (Loss)Â Â Total Stockholdersâ€™Â Â Â SharesÂ Â

AmountÂ Â Shares (*)Â Â Amount (*)Â Â Capital (*)Â Â DeficitÂ Â IncomeÂ Â DeficitÂ Balance, June 30, 2023Â Â 25Â Â $â€”Â Â Â 11,687Â Â $12Â Â $805,282Â Â $(869,254)Â $(6,855)Â $(70,815) Net lossÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â (21,805)Â Â â€”Â Â Â (21,805) Foreign currency translation adjustmentÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â (433)Â Â (433) Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheldÂ Â â€”Â Â Â â€”Â Â Â 16Â Â Â â€”Â Â Â 3Â Â Â â€”Â Â Â â€”Â Â Â 3Â Issuance of common shares in connection with a public offering, net of issuance costsÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â

regarding the Short-Term Loan; and Â (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to SeptemberÂ 30, 2024 (the â€œSubsequently Completed Repurchases and Exchangesâ€): On November 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of new senior secured notes due in 2029 (the â€œNew Senior Secured Notesâ€), and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. See NoteÂ 12Â â€“ Subsequent Events below for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions. Â As of SeptemberÂ 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that on SeptemberÂ 30, 2024, the outstanding principal balance under the Short-Term Loan was $6.0Â million. Â The 2025 Convertible Notes had a principal balance of $106.8 million as of SeptemberÂ 30, 2024 and mature on May 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or 90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of DecemberÂ 31, 2023. Â The Company generated positive cash flow from operations both for the year ended DecemberÂ 31, 2023 and in the nine months ended SeptemberÂ 30, 2024. In April 2024, the Company received a $15.0Â million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility (as defined below) effective April 18, 2024. These factors have had a positive impact on our liquidity. Â Â Â Â F-9Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â Â While the Companyâ€™s liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Companyâ€™s ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Companyâ€™s obligations, or if events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Companyâ€™s ability to achieve its intended business objectives. Â During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Companyâ€™s liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity anticipated to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Companyâ€™s ability to continue as a going concern within one year of issuance of these financial statements. Â NoteÂ 2. Discontinued Operations and Held for Sale Â As noted in NoteÂ 1Â â€“ Nature of Business and Significant Accounting Policies, on SeptemberÂ 16, 2024, the Company entered into the Purchase Agreement to sell its Telematics Business. As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income. Â The following table summarizes Income from discontinued operations, net of tax included in the Condensed Consolidated Statements of Operations and Comprehensive Income for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands): Â Schedule of Condensed Consolidated Statements of Operations and Comprehensive IncomeÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Services and other revenuesÂ $7,862Â Â $7,226Â Â $22,895Â Â $21,567Â Services and other cost of revenuesÂ Â 3,222Â Â Â 3,166Â Â Â 9,876Â Â Â 9,022Â Gross profit from discontinued operationsÂ Â 4,640Â Â Â 4,060Â Â Â 13,019Â Â Â 12,545Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 293Â Â Â 473Â Â Â 967Â Â Â 1,345Â Sales and marketingÂ Â 1,289Â Â Â 1,255Â Â Â 3,625Â Â Â 3,698Â General and administrativeÂ Â 1,884Â Â Â 1,146Â Â Â 4,799Â Â Â 3,404Â Depreciation and amortizationÂ Â 360Â Â Â 392Â Â Â 1,060Â Â Â 1,112Â Total operating costs and expensesÂ Â 3,826Â Â Â 3,266Â Â Â 10,451Â Â Â 9,559Â Operating income from discontinued operationsÂ Â 814Â Â Â 794Â Â Â 2,568Â Â Â 2,986Â Other (expense) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest income, netÂ Â 3Â Â Â 3Â Â Â 10Â Â Â 8Â Other income (expense), netÂ Â 875Â Â Â (623)Â Â 1,128Â Â Â 824Â Income from discontinued operations before income taxesÂ Â 1,692Â Â Â 174Â Â Â 3,706Â Â Â 3,818Â Income tax provision (benefit)Â Â 266Â Â Â (46)Â Â 674Â Â Â 555Â Income from discontinued operations, net of taxÂ $1,426Â Â $220Â Â $3,032Â Â $3,263Â Â Â Â Â F-10Â Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â The following table summarizes the held for sale assets and liabilities included in the Condensed Consolidated Balance Sheet (in thousands): Â Schedule of Condensed Consolidated Balance SheetÂ Â Â Â Â Â Â Â Â Â September 30,Â Â December 31,Â Â Â 2024Â Â 2023Â ASSETSÂ Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Cash and cash equivalentsÂ $2,775Â Â $5,110Â Accounts receivable, netÂ Â 4,803Â Â Â 4,414Â InventoriesÂ Â 2,092Â Â Â 2,325Â Prepaid expenses and otherÂ Â 380Â Â Â 274Â Current assets held for sale (*)Â Â 10,050Â Â Â 12,123Â Non-current assets:Â Â Â Â Â Â Â Â Property, plant and equipment, netÂ Â 323Â Â Â 369Â Rental assets, netÂ Â 4,932Â Â Â 5,083Â Intangible assets, netÂ Â 990Â Â Â 1,422Â GoodwillÂ Â 17,973Â Â Â 17,973Â Operating lease right-of-use assetsÂ Â 1,503Â Â Â 1,390Â Non-current assets held for sale (*)Â Â 25,721Â Â Â 26,237Â Total assets held for sale (*)Â $35,771Â Â $38,360Â LIABILITIESÂ Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payableÂ $1,650Â Â $1,387Â Accrued expenses and other current liabilitiesÂ Â 6,410Â Â Â 5,973Â Current liabilities held for sale (*)Â Â 8,060Â Â Â 7,360Â Long-term liabilities:Â Â Â Â Â Â Â Â Operating lease liabilitiesÂ Â 1,335Â Â Â 1,067Â Deferred tax liabilities, netÂ Â 600Â Â Â 568Â Other long-term liabilitiesÂ Â 5Â Â Â 9Â Non-current liabilities held for sale (*)Â Â 1,940Â Â Â 1,644Â Total liabilities held for sale (*)Â $10,000Â Â $9,004Â Â (*) Assets and liabilities of the held for sale Telematics Business are presented as current in the Condensed Consolidated Balance Sheet at SeptemberÂ 30, 2024, as the Company expects to complete the disposition within one year. Â As permitted under ASC 205-20-50-5b(2), the Company has elected not to adjust the Condensed Consolidated Statements of Cash Flows for the nine months ended SeptemberÂ 30, 2024 and 2023 to exclude cash flows attributable to discontinued operations. The table below sets forth, for the periods presented, significant selected financial information related to discontinued activities included in the accompanying condensed consolidated financial statements (in thousands): Â Schedule of Condensed Consolidated Statements of Cash FlowsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Non-cash items included in net (loss) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Depreciation and amortizationÂ $969Â Â $1,032Â Â $2,921Â Â $2,867Â Share-based compensationÂ $35Â Â $144Â Â $101Â Â $390Â Cash flows from investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Purchases of property, plant and equipmentÂ $(14)Â $(173)Â $(17)Â $(334) Non-cash investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Transfer of inventories to rental assetsÂ $698Â Â $412Â Â $2,043Â Â $1,077Â Right-of-use assets obtained in exchange for operating leases liabilitiesÂ $362Â Â $93Â Â $508Â Â $1,030Â Â Â Â Â Â F-11Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â NoteÂ 3. Financial Statement Details Â Inventories Â Inventories consist of the following (in thousands): Â Schedule of InventoriesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Finished goodsÂ $17,796Â Â $18,939Â Raw materials and componentsÂ Â 322Â Â Â 1,616Â Total inventoriesÂ $18,118Â Â $20,555Â Â Prepaid expenses and other Â Prepaid expenses and other consists of the following (in thousands): Â Schedule of Prepaid Expenses and OtherÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Rebate receivablesÂ $1,407Â Â $1,950Â Receivables from contract manufacturersÂ Â 716Â Â Â 1,823Â Software licensesÂ Â 770Â Â Â 504Â OtherÂ Â 734Â Â Â 660Â Total prepaid expenses and otherÂ $3,627Â Â $4,937Â Â Accrued expenses and other current liabilities Â Accrued expenses and other current liabilities consist of the following (in thousands): Â Schedule of Accrued Expenses and Other Current LiabilitiesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â RoyaltiesÂ $968Â Â $845Â Payroll and related expensesÂ Â 7,778Â Â Â 3,608Â Professional feesÂ Â â€“Â Â Â â€“Â Accrued interestÂ Â 2,042Â Â Â 1,038Â Deferred revenueÂ Â 9,212Â Â Â 2,717Â Operating lease liabilitiesÂ Â 1,303Â Â Â 1,226Â Accrued contract manufacturing liabilitiesÂ Â 5,049Â Â Â 7,537Â OtherÂ Â 4,795Â Â Â 4,078Â Total accrued expenses and other current liabilitiesÂ $31,147Â Â $21,049Â Â Other long-term liabilities Â Other long-term liabilities consist of the following (in thousands): Â Schedule of Other Long-term LiabilitiesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Long-term deferred revenueÂ $6,352Â Â $1,704Â OtherÂ Â 147Â Â Â 647Â Total other long-term liabilitiesÂ $6,499Â Â $2,351Â Â As of SeptemberÂ 30, 2024, of the $6.4Â million long-term deferred revenue balance, $5.9Â million relates to performance obligations expected to be satisfied between one and 2two years, and $0.5Â million relates to performance obligations expected to be satisfied between two and 3three years from SeptemberÂ 30, 2024. Â Â Â Â F-12Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â NoteÂ 4. Fair Value Measurements Â The Companyâ€™s only financial instrument measured at fair value on a recurring basis is its interest make-whole payment derivative liability on its 2025 Convertible Notes (see NoteÂ 5Â â€“ Debt). The fair value of that liability was zero as of both SeptemberÂ 30, 2024 and DecemberÂ 31, 2023. Â The fair value of the interest make-whole payment derivative liability was determined using a Monte Carlo model using the following key assumptions: Â Schedule of Fair Value Valuation Model and Assumptions Â Â Â Â September 30, 2024 Â December 31, 2023 Volatility 90.80Â % Â 77.00Â % Stock price $16.33 per share Â $2.20 per share Credit spread 17.08Â % Â 92.20Â % Term 0.59 years Â 1.34 years Dividend yield â€“Â % Â â€“Â % Risk-free rate 4.31Â % Â 4.60Â % Â There was no change in the fair value of the interest make-whole liability for the three and nine months ended SeptemberÂ 30, 2024 or SeptemberÂ 30, 2023. Â Other Financial Instruments Â The carrying values of the Companyâ€™s other financial assets and liabilities approximate their fair values because of their short-term nature, with the exception of the 2025 Convertible Notes. The 2025 Convertible Notes are carried at amortized cost, adjusted for changes in the fair value of the embedded derivative. Â NoteÂ 5. Debt Â Short-Term Loan Â On June 28, 2024, the Company entered into a Loan and Security Agreement (the â€œShort-Term Loan Agreementâ€), among South Ocean, as lender (â€œLenderâ€), the Participating Lenders, the Company, as borrower, and two of the Companyâ€™s wholly-owned subsidiaries, Inseego Wireless, Inc. and Inseego North America LLC as guarantors (collectively, the â€œGuarantors,â€ and together with the Company, the â€œLoan Partiesâ€). The Loan Agreement establishes the Short-Term Loan. Â The Companyâ€™s obligations under the Short-Term Loan Agreement are guaranteed by the Guarantors. Subject to the requirements of the Short-Term Loan Agreement, certain of the Companyâ€™s other subsidiaries may become guarantors and Loan Parties of the Loan Agreement after closing. The Loan Partiesâ€™ obligations under the Loan Agreement are secured by a continuing security interest in substantially all property of each Loan Party, subject to certain excluded collateral, as defined in the Short-Term Loan Agreement. Â The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to NovemberÂ 30, 2024. Borrowings under the Short-Term Loan bear interest at 12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company is required to pay an exit fee equal to 4.0% of the aggregate principal amount prepaid or repaid. Â The Short-Term Loan Agreement contains certain customary covenants, which include, but are not limited to, restrictions on indebtedness, liens, fundamental changes, restricted payments, asset sales, and investments, and places limits on various other payments. The Short-Term Loan Agreement contains certain customary provisions with respect to the definition of, and remedies with respect to, events of default. Â Also on June 28, 2024, as part of the Short-Term Loan Agreement, the Participating Lenders contributed an aggregate of $3.0Â million of participation interests in the Short-Term Loan Agreement (the â€œParticipation Interestsâ€). The Participating Lenders consist of Philip Brace, the Companyâ€™s Executive Chairman, who acquired a $1.0Â million Participation Interest, and North Sound Ventures, LP, which acquired a $2.0Â million Participation Interest in the $19.5Â million Loan. As of the date hereof, affiliates of each of the Lender and North Sound Ventures, LP may be deemed to beneficially own more than 5% of the Companyâ€™s outstanding Common Stock. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of the Lender. Accordingly, the Lender and the Participating Lenders are considered related parties of the Company. Â Â Â Â F-13Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â In connection with entering into the Short-Term Loan Agreement, the Company paid an arrangement and administration fee of $0.2Â million to the Lender (the â€œLoan Costsâ€). Additionally in connection with the Short-Term Loan Agreement, the Company issued to the Lender and the Participating Lenders warrants (the â€œLoan Warrantsâ€) to purchase an aggregate of 550,000 shares of the Companyâ€™s common stock, par value $0.001 per share (â€œCommon Stockâ€). See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding the Loan Warrants. Â The gross proceeds received under the Short-Term Loan Agreement, along with the Loan Costs, were allocated between the Short-Term Loan and the Loan Warrants based on their relative fair values at issuance. Â During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that as of SeptemberÂ 30, 2024, the outstanding principal balance under the Short-Term Loan Agreement was $6.0Â million. The debt discount originally recorded as a result of the allocation of the net proceeds between the Short-Term Loan and the Loan Warrants of $3.3Â million was fully amortized to interest expense during the months ended SeptemberÂ 30, 2024. As a result, the amount recorded in the Condensed Consolidated Balance Sheets as of SeptemberÂ 30, 2024 is solely comprised of the principal balance outstanding. Â 2025 Convertible Notes Â In 2020, the Company completed both a registered public offering and a privately negotiated exchange agreement that resulted in the issuance of the 2025 Convertible Notes. After taking into account exchanges and redemptions occurring in prior periods, the outstanding principal balance of the 2025 Convertible Notes was $106.8Â million and $161.9Â million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Â The 2025 Convertible Notes were issued under an indenture, dated May 12, 2020 (the â€œBase Indentureâ€), between the Company and Wilmington Trust, National Association, as trustee (the â€œTrusteeâ€), as supplemented by the first supplemental indenture, dated May 12, 2020 (the â€œSupplemental Indentureâ€ and, together with the Base Indenture, the â€œIndentureâ€), between the Company and the Trustee. Â The 2025 Convertible Notes will mature on May 1, 2025, unless earlier repurchased, redeemed or converted. The 2025 Convertible Notes are senior unsecured obligations of the Company and bear interest at an annual rate of 3.25%, payable semi-annually in arrears on May 1 and November 1 of each year. Â Holders of the 2025 Convertible Notes may convert the 2025 Convertible Notes into shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), at their option, at any time until the close of business on the scheduled trading day immediately before the maturity date. Upon conversion of the 2025 Convertible Notes, the Company will deliver for each $1,000 principal amount of 2025 Convertible Notes converted a number of shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), equal to the conversion rate. Â As of SeptemberÂ 30, 2024, the conversion rate for the 2025 Convertible Notes is 7.92896 shares of common stock per $1,000 principal amount of 2025 Convertible Notes, which represents a conversion price of approximately $126.12 per share, and is subject to adjustment upon the occurrence of certain events, including, but not limited to, certain stock dividends, splits and combinations, the issuance of certain rights, options or warrants to holders of the common stock, certain distributions of assets, debt securities, capital stock or other property to holders of the common stock, cash dividends on the common stock and certain Company tender or exchange offers. Â If a fundamental change (as defined in the Indenture) occurs at any time prior to the maturity date, then the noteholders may require the Company to repurchase their 2025 Convertible Notes at a cash repurchase price equal to the principal amount of the 2025 Convertible Notes to be repurchased, plus accrued and unpaid interest, if any, to, but excluding, the fundamental change repurchase date. If a make-whole fundamental change (as defined in the Indenture) occurs, then the Company will in certain circumstances increase the conversion rate for a specified period of time. Â The 2025 Convertible Notes are be redeemable, in whole or in part, at the Companyâ€™s option at any time, and from time to time, on or after May 6, 2023 through the last scheduled trading day before the maturity date, at a cash redemption price equal to the principal amount of the 2025 Convertible Notes to be redeemed, plus accrued and unpaid interest, if any, to, but excluding, the redemption date, as long as the last reported sale price per share of the common stock exceeds 130% of the conversion price on (i) each of at least 20 trading days, whether or not consecutive, during the 30 consecutive trading days ending on, and including, the trading day immediately before the date the Company sends the related redemption notice; and (ii) the trading day immediately before the date the Company sends such notice. Â Â Â F-14Â Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â The Indenture contains customary events of default. If an event of default (other than certain events of bankruptcy, insolvency or reorganization involving

the Company) occurs and is continuing, the Trustee, by notice to the Company, or the holders of the 2025 Convertible Notes representing at least 25% in aggregate principal amount of the outstanding 2025 Convertible Notes, by notice to the Company and the Trustee, may declare 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes to be due and payable immediately. Upon the occurrence of certain events of bankruptcy, insolvency or reorganization involving the Company, 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes will automatically become immediately due and payable. Notwithstanding the foregoing, the Indenture provides that, to the extent the Company elects, the sole remedy for an event of default relating to certain failures by the Company to comply with certain reporting covenants in the Indenture will, for the first 360 days after such event of default, consist exclusively of the right to receive additional interest on the 2025 Convertible Notes. Â Interest make-whole payment Â The 2025 Convertible Notes also include an interest make-whole payment feature whereby if the last reported sale price of the Companyâ€™s common stock for each of the five trading days immediately preceding a conversion date is greater than or equal to $105.10, the Company will, in addition to the other consideration payable or deliverable in connection with such conversion, make an interest make-whole payment to the converting holder equal to the sum of the present values of the scheduled payments of interest that would have been made on the 2025 Convertible Notes to be converted had such notes remained outstanding from the conversion date through the earlier of (i) the date that is three years after the conversion date and (ii) the maturity date. The present values will be computed using a discount rate equal to 1%. The Company will satisfy its obligation to pay the interest make-whole payment, at its election, in cash or shares of common stock (together with cash in lieu of fractional shares). The Company has determined that this feature is an embedded derivative and has recognized the fair value of this derivative as a liability in the consolidated balance sheets, with subsequent changes to fair value to be recorded at each reporting period on the consolidated statement of operations in other income, net. See NoteÂ 4Â â€“ Fair Value Measurements, for more information on this derivative liability. Â 2025 Convertible Note Repurchases and Exchanges Â On May 24, 2024, the Company entered into a repurchase agreement with a single holder of the 2025 Convertible Notes, resulting in the settlement of $3.0 million of outstanding principal at a purchase price of 55% of par. The repurchase price was equal to the aggregate principal amount at 55% of par, plus accrued and unpaid interest up to, but excluding, the repurchase date. The total repurchase payment was $1.7 million. The repurchase resulted in a gain of $1.3 million, net of costs incurred directly with executing the transaction, recorded within gain (loss) on debt restructurings, net in the nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations. Â On June 28, 2024, the Company agreed to purchase, for cash, all of the $45.9 million in face value of the 2025 Convertible Notes held by Highbridge, then the second largest noteholder, at a discount of 30% to face value. This transaction closed in July 2024 and resulted in a gain of $13.4 million recorded within gain (loss) on debt restructurings, net in the nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations. Â On July 18, 2024, the Company entered into an agreement with a holder of approximately $4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holderâ€™s 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants. Â On August 2, 2024, the Company entered into an agreement with two related holders of approximately $1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holdersâ€™ 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants. Â As a result of the July 18 and August 2, 2024 repurchases, the Company recorded a loss of $1.0 million within gain (loss) on debt restructurings, net in the three and nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations Â As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, $106.8Â million and $161.9Â million of principal amount of the 2025 Convertible Notes was outstanding, respectively, $80.4Â million of which was held by related parties. Â Â Â F-15Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â The 2025 Convertible Notes consist of the following (in thousands): Â Schedule of Net Carrying Amount of DebtÂ Â Â Â

based on their relative fair values. This allocation resulted in the Warrants having a net value of $3.2Â million that the Company recorded within Additional Paid-In Capital within the Companyâ€™s Condensed Consolidated Statements of Stockholdersâ€™ Deficit. Â 2025 Convertible Note Repurchases Â As discussed in NoteÂ 5Â â€“ Debt, on July 18, 2024, the Company entered into an agreement with a holder of approximately $4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holderâ€™s 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s common stock, plus accrued interest. The warrants have an exercise price of $13.37, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. Â As discussed in NoteÂ 5Â â€“ Debt, on August 2, 2024, the Company entered into an agreement with two related holders of approximately $1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holdersâ€™ 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock, plus accrued interest. The warrants have an exercise price of $11.03, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. Â These warrants expire four years from their dates of issuance, are exercisable on a cash basis and are otherwise in substantially the same form as the Loan Warrants. The Company granted the holder customary registration rights with respect to the common shares and the shares of common stock issuable upon exercise of the warrants. As of SeptemberÂ 30, 2024, none of these warrants have been exercised. Â Â Â Â Â F-20Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â Public Equity Offering Â In January 2021, the Company entered into an Equity Distribution Agreement with Canaccord Genuity LLC (the â€œAgentâ€), pursuant to which the Company could offer and sell, from time to time, through or to the Agent, up to $40.0Â million of shares of its common stock (the â€œATM Offeringâ€). The Company did not sell any shares under the ATM Offering during the three months ended SeptemberÂ 30, 2023. During the nine months ended SeptemberÂ 30, 2023 the Company sold 803,596 shares of common stock, at an average price of $7.54 per share, for net proceeds of $6.1Â million, after deducting underwriter fees and discounts. Effective as of November 2, 2023, the Equity Distribution Agreement was terminated by the Company, and there will be no further sales under the ATM Offering. Â Preferred Stock Â The Company has a total of 2,000,000 shares of preferred stock authorized for issuance at a par value of $0.001 per share, 150,000 of which have been designated Series D Preferred Stock and 39,500 of which have been designated Series E Preferred Stock. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company had 25,000 shares of Series E preferred stock issued and outstanding. Â NoteÂ 9. Geographic Information and Concentrations of Risk Â Geographic Information Â The following table details the Companyâ€™s revenues by geographic region based on shipping destination (in thousands): Â Schedule of Geographic Concentrations of Net RevenueÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â United States and CanadaÂ $51,072Â Â $40,181Â Â $137,356Â Â $129,458Â Europe (including United Kingdom)Â $2,866Â Â $1,172Â Â Â 4,243Â Â Â 1,242Â OtherÂ $94Â Â $4Â Â Â 1,558Â Â Â 667Â TotalÂ $54,032Â Â $41,357Â Â $143,157Â Â $131,367Â Â Concentrations of Credit Risk Â For the three months ended SeptemberÂ 30, 2024, two customers accounted for 38.6% and 36.7% of revenues, respectively. For the three months ended SeptemberÂ 30, 2023, two customers accounted for 41.3% and 34.8% of revenues, respectively. Â For the nine months ended SeptemberÂ 30, 2024, two customers accounted for 43.3% and 31.9% of revenues, respectively. For the nine months ended SeptemberÂ 30, 2023, two customers accounted for 36.8% and 33.5%, respectively, of revenues. Â As of SeptemberÂ 30, 2024, three customers accounted for 42.4%, 24.0%, and 20.9% of accounts receivable, net, respectively. As of DecemberÂ 31, 2023, two customers accounted for 51.9% and 12.7% of accounts receivable, net, respectively. Â NoteÂ 10. Commitments and Contingencies Â Noncancellable Purchase Obligations Â The Company typically enters into commitments with its contract manufacturers that require future purchases of goods or services in the three to four quarters following the balance sheet date. Such commitments are noncancellable (â€œnoncancellable purchase obligationsâ€). As of SeptemberÂ 30, 2024, future payments under these noncancellable purchase obligations were approximately $64.3Â million. Â Legal Â The Company is, from time to time, party to various legal proceedings arising in the ordinary course of business. The Company is regularly required to directly or indirectly participate in other U.S. patent infringement actions pursuant to its contractual indemnification obligations to certain customers. Based on an evaluation of these matters the Company currently believes that liabilities arising from, or sums paid in settlement of these existing matters, if any, would not have a material adverse effect on its consolidated results of operations or financial condition. Â Â Â Â Â F-21Â Â Â INSEEGO CORP. Notes to Condensed Consolidated Financial Statements (Unaudited) Â Â Indemnification Â In the normal course of business, the Company periodically enters into agreements that require the Company to indemnify and defend its customers for, among other things, claims alleging that the Companyâ€™s products infringe upon third-party patents or other intellectual property rights. The Companyâ€™s maximum exposure under these indemnification provisions cannot be estimated but the Company does not believe that there are any matters individually or collectively that would have a material adverse effect on its consolidated results of operations or financial condition. Â NoteÂ 11. Income Taxes Â Income taxes for both periods consisted primarily of foreign income taxes at certain of the Companyâ€™s international entities and state taxes for its U.S.-based entities. The Companyâ€™s income tax expense differs from the expected expense based on statutory rates primarily due to full valuation allowances at all of its U.S.-based entities. The increase in the Companyâ€™s income tax provision for the nine months ended SeptemberÂ 30, 2024 compared to the same period in 2023, was driven primarily by U.S. state taxes in states which have either chosen to temporarily suspend the use of net operating losses or have franchise taxes calculated on modified gross profit. Â NoteÂ 12. Subsequent Events Â Subsequently Completed Repurchases and Exchanges Â As discussed in NoteÂ 1Â â€“ Nature of Business and Significant Accounting Policies above, on NovemberÂ 6, 2024 the Company completed the previously-announced private exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on JuneÂ 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of New Senior Secured Notes, and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. Â The New Senior Secured Notes bear interest at 9.0% per annum, to be paid in cash, in arrears, and on a semi-annual basis, and will have a maturity date of May 1, 2029. The New Notes are secured by a first priority lien on substantially all of Companyâ€™s assets. Â The warrants have exercise prices ranging from $11.27 to $15.77 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The warrants expire four years from the date of issuance and will be exercisable on a cash basis. Â Affiliates of two of the noteholders involved in the Subsequently Completed Repurchases and Exchanges - Golden Harbor Ltd. and North Sound Partners - may be deemed to beneficially own more than 5% of the Companyâ€™s outstanding Common Stock. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of Golden Harbor Ltd. Â Â Â Â Â F-22Â Â REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM Â To the Stockholders and Board of Directors of Inseego Corp. Â Opinion on the Financial Statements Â We have audited the accompanying consolidated balance sheets of Inseego Corp. (the â€œCompanyâ€) as of DecemberÂ 31, 2023 and 2022, the related consolidated statements of operations, comprehensive loss, stockholdersâ€™ deficit and cash flows for each of the two years in the period ended DecemberÂ 31, 2023, and the related notes (collectively referred to as the â€œfinancial statementsâ€). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of DecemberÂ 31, 2023 and 2022, and the results of its operations and its cash flows for each of the two years in the period ended DecemberÂ 31, 2023, in conformity with accounting principles generally accepted in the United States of America. Â Basis for Opinion Â These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB. Â We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. Â Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion. Â Critical Audit Matters Â Critical audit matters are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. We determined that there are no critical audit matters. Â /s/Â MarcumÂ LLP Â MarcumÂ LLP Â We have served as the Companyâ€™s auditor since 2018. Â Philadelphia, Pennsylvania Â FebruaryÂ 21, 2024 Â Â Â Â Â Â Â F-23Â Â Â INSEEGO CORP. CONSOLIDATED BALANCE SHEETS (in thousands, except share and per share data) Â Â Â DecemberÂ 31, Â Â 2023Â 2022 ASSETSÂ Â Â Â Current assets:Â Â Â Â Â Â Â Cash and cash equivalentsÂ $7,519Â Â $7,143Â Accounts receivable, net of allowance for expected credit losses of $1,113Â and $541, respectivelyÂ Â 22,616Â Â Â 25,259Â InventoriesÂ Â 22,880Â Â Â 37,976Â Prepaid expenses and otherÂ Â 5,211Â Â Â 7,978Â Total current assetsÂ Â 58,226Â Â Â 78,356Â Property, plant and equipment, net of accumulated depreciation of $28,920Â and $26,049, respectivelyÂ Â 2,758Â Â Â 5,390Â Rental assets, net of accumulated depreciation of $7,003Â and $5,484, respectivelyÂ Â 5,083Â Â Â 4,816Â Intangible assets, net of accumulated amortization of $39,987Â and $31,629, respectivelyÂ Â 27,140Â Â Â 41,383Â GoodwillÂ Â 21,922Â Â Â 21,922Â Operating lease right-of-use assetsÂ Â 5,412Â Â Â 6,662Â Other assetsÂ Â 1,256Â Â Â 1,420Â Total assetsÂ $121,797Â Â $159,949Â LIABILITIES AND STOCKHOLDERSâ€™ DEFICITÂ Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Accounts payableÂ $24,795Â Â $29,018Â Accrued expenses and other current liabilitiesÂ Â 27,022Â Â Â 27,945Â Revolving credit facility, netÂ Â 4,094Â Â Â â€“Â Total current liabilitiesÂ Â 55,911Â Â Â 56,963Â Long-term liabilities:Â Â Â Â Â Â Â 2025 Notes, netÂ Â 159,912Â Â Â 158,427Â Revolving credit facility, netÂ Â â€“Â Â Â 7,851Â Operating lease liabilitiesÂ Â 5,039Â Â Â 5,903Â Deferred tax liabilities, netÂ Â 680Â Â Â 323Â Other long-term liabilitiesÂ Â 2,360Â Â Â 600Â Total liabilitiesÂ Â 223,902Â Â Â 230,067Â Commitments and ContingenciesÂ Â Â Â Â Â Â Â Stockholdersâ€™ deficit:Â Â Â Â Â Â Â Preferred stock, par value $0.001;Â 2,000,000Â shares authorized:Â Â Â Â Â Â Â Series E Preferred stock, par value $0.001;Â 39,500Â shares designated,Â 25,000Â shares issued and outstanding as of DecemberÂ 31, 2023 and 2022 (aggregate liquidation preference of $35,123)Â Â Â â€“Â Â Â â€“Â Common stock, par value $0.001;Â 150,000,000Â shares authorized,Â 11,878,557Â shares issued and outstanding as of DecemberÂ 31, 2023 andÂ 10,846,815Â shares issued and outstanding as of DecemberÂ 31, 2022Â (*)Â Â 12Â Â Â 11Â Additional paid-in capitalÂ (*)Â Â 810,138Â Â Â 793,952Â Accumulated other comprehensive lossÂ Â (5,327)Â Â (6,329) Accumulated deficitÂ Â (906,928)Â Â (857,752) Total stockholdersâ€™ deficitÂ Â (102,105)Â Â (70,118) Total liabilities and stockholdersâ€™ deficitÂ $121,797Â Â $159,949Â Â (*)Â Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1 Â See accompanying notes to consolidated financial statements. Â Â Â Â F-24Â Â Â INSEEGO CORP. CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except share and per share data) Â Â Â Â Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Revenues:Â Â Â Â Mobile solutionsÂ $80,498Â Â $143,524Â Fixed wireless access solutionsÂ Â 54,900Â Â Â 43,602Â Product revenuesÂ Â 135,398Â Â Â 187,126Â Services and otherÂ Â 60,290Â Â Â 58,197Â Total revenuesÂ Â 195,688Â Â Â 245,323Â Cost of revenues:Â Â Â Â Â Â Â ProductÂ Â 127,157Â Â Â 161,943Â Services and otherÂ Â 16,077Â Â Â 16,471Â Total cost of revenuesÂ Â 143,234Â Â Â 178,414Â Gross profitÂ Â 52,454Â Â Â 66,909Â Operating costs and expenses:Â Â Â Â Â Â Â Research and developmentÂ Â 21,513Â Â Â 38,290Â Sales and marketingÂ Â 21,504Â Â Â 32,825Â General and administrativeÂ Â 20,721Â Â Â 26,208Â Depreciation and amortizationÂ Â 19,759Â Â Â 24,490Â Impairment of capitalized softwareÂ Â 5,239Â Â Â 3,014Â Total operating costs and expensesÂ Â 88,736Â Â Â 124,827Â Operating lossÂ Â (36,282)Â Â (57,918) Other income (expense):Â Â Â Â Â Â Â Interest expense, netÂ Â (9,072)Â Â (8,606) Other income (expense), netÂ Â 54Â Â Â (1,910) Loss before income taxesÂ Â (45,300)Â Â (68,434) Income tax provision (benefit)Â Â 885Â Â Â (465) Net lossÂ Â (46,185)Â Â (67,969) Series E preferred stock dividends and deemed dividendsÂ Â (2,991)Â Â (2,736) Net loss attributable to common stockholdersÂ $(49,176)Â $(70,705) Per share data:Â Â Â Â Â Â Â Net loss per common share:Â Â Â Â Â Â Â Basic and dilutedÂ (*)Â $(4.32)Â $(6.59) Weighted-average shares used in computation of net loss per common share:Â Â Â Â Â Â Â Basic and dilutedÂ (*)Â Â 11,372,069Â Â Â 10,726,933Â Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1 Â See accompanying notes to consolidated financial statements. Â Â Â Â F-25Â Â Â INSEEGO CORP. CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS (in thousands) Â Â Â Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Net lossÂ Â (46,185)Â Â (67,969) Other comprehensive (loss) gain:Â Â Â Â Â Â Â Foreign currency translation adjustmentÂ Â 1,002Â Â Â 2,202Â Total comprehensive lossÂ Â (45,183)Â Â (65,767) Â See accompanying notes to consolidated financial statements. Â Â Â Â Â Â Â Â Â Â Â Â Â F-26Â Â Â INSEEGO CORP. CONSOLIDATED STATEMENTS OF STOCKHOLDERSâ€™ DEFICIT (in thousands) Â Â Â Â Preferred StockÂ Â Â Common StockÂ Â Â Additional Paid-inÂ Â Â AccumulatedÂ Â Â Accumulated Other Comprehensive (Loss)Â Â Â Total Stockholdersâ€™Â Â Â Â SharesÂ Â Â AmountÂ Â Â SharesÂ (*)Â Â Â AmountÂ Â Â CapitalÂ Â Â DeficitÂ Â Â IncomeÂ Â Â DeficitÂ Balance, December 31, 2021Â Â 25Â Â $â€“Â Â Â 10,538Â Â $105Â Â $770,619Â Â $(787,047)Â $(8,531)Â $(24,854) Net lossÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â (67,969)Â Â â€“Â Â Â (67,969) Foreign currency translation adjustmentÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 2,202Â Â Â 2,202Â Adjustment relating to extinguishment of 2022 NotesÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 1,728Â Â Â â€“Â Â Â â€“Â Â Â 1,728Â Exercise of stock options, vesting of RSUs and stock issued under ESPPÂ Â â€“Â Â Â â€“Â Â Â 310Â Â Â 3Â Â Â 1,187Â Â Â â€“Â Â Â â€“Â Â Â 1,190Â Taxes withheld on net settled vesting of RSUsÂ Â â€“Â Â Â â€“Â Â Â (1)Â Â Â â€“Â Â Â (290)Â Â Â â€“Â Â Â â€“Â Â Â (290) Share-based compensationÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 17,875Â Â Â â€“Â Â Â â€“Â Â Â 17,875Â Series E preferred stock dividendsÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 2,736Â Â Â (2,736)Â Â Â â€“Â Â Â â€“Â Impact of retroactively adjusted stock splitÂ Â Â Â Â Â Â Â Â Â Â Â Â Â (97)Â Â 97Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance, December 31, 2022Â Â 25Â Â Â â€“Â Â Â 10,847Â Â Â 11Â Â Â 793,952Â Â Â (857,752)Â Â (6,329)Â Â (70,118) Net lossÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â (46,185)Â Â â€“Â Â Â (46,185) Foreign currency translation adjustmentÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 1,002Â Â Â 1,002Â Vesting of RSUs and stock issued under ESPP, net of taxes withheldÂ Â â€“Â Â Â â€“Â Â Â 228Â Â Â 3Â Â Â (308)Â Â â€“Â Â Â â€“Â Â Â (305) Issuance of common shares in connection with a public offering, net of issuance costsÂ Â â€“Â Â Â â€“Â Â Â 804Â Â Â 8Â Â Â 6,049Â Â Â â€“Â Â Â â€“Â Â Â 6,057Â Share-based compensationÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 7,444Â Â Â â€“Â Â Â â€“Â Â Â 7,444Â Series E preferred stock dividendsÂ Â â€“Â Â Â â€“Â Â Â â€“Â Â Â â€“Â Â Â 2,991Â Â Â (2,991)Â Â â€“Â Â Â â€“Â Impact of retroactively adjusted reverse stock splitÂ Â Â Â Â Â Â Â Â Â Â Â Â Â (10)Â Â 10Â Â Â Â Â Â Â Â Â Â Â Â Â â€“Â Balance, December 31, 2023Â Â 25Â Â $â€“Â Â Â 11,879Â Â $12Â Â $810,138Â Â $(906,928)Â $(5,327)Â $(102,105)Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1 Â See accompanying notes to consolidated financial statements. Â Â Â Â Â Â Â F-27Â Â Â INSEEGO CORP. CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands) Â Â Â Â Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Cash flows from operating activities:Â Â Â Â Â Â Â Net lossÂ $(46,185)Â $(67,969) Adjustments to reconcile net loss to net cash provided by (used in) operating activitiesÂ Â Â Â Â Â Â Â Depreciation and amortizationÂ Â 22,522Â Â Â 27,206Â Fair value adjustment on derivative instrumentÂ Â â€“Â Â Â (926) Provision for expected credit lossesÂ Â 446Â Â Â 189Â Impairment of capitalized softwareÂ Â 5,239Â Â Â 3,014Â Provision for excess and obsolete inventoryÂ Â 9,562Â Â Â 2,614Â Write-off of capitalized inventory order feesÂ Â 1,275Â Â Â â€“Â Impairment of operating lease right-of-use assetsÂ Â 469Â Â Â â€“Â Share-based compensation expenseÂ Â 7,444Â Â Â 17,875Â Amortization of debt discount and debt issuance costsÂ Â 1,953Â Â Â 2,960Â Loss on debt conversion and extinguishment, netÂ Â â€“Â Â Â 450Â Deferred income taxesÂ Â 388Â Â Â (570) Non-cash operating lease expenseÂ Â 1,726Â Â Â 1,268Â Changes in assets and liabilities, net of effects of divestiture:Â Â Â Â Â Â Â Accounts receivableÂ Â 1,891Â Â Â 2,441Â InventoriesÂ Â 669Â Â Â (3,065) Prepaid expenses and other assetsÂ Â 2,441Â Â Â 5,642Â Accounts payableÂ Â (1,860)Â Â (26,313) Accrued expenses other liabilitiesÂ Â 1,110Â Â Â 3,450Â Operating lease liabilitiesÂ Â (1,925)Â Â (1,555) Net cash provided by (used in) operating activitiesÂ Â 7,165Â Â Â (33,289) Cash flows from investing activities:Â Â Â Â Â Â Â Purchases of property, plant and equipmentÂ Â (704)Â Â (1,481) Additions to capitalized software development costs and purchases of intangible assetsÂ Â (9,465)Â Â (11,838) Net cash used in investing activitiesÂ Â (10,169)Â Â (13,319) Cash flows from

financing activities:Â Â Â Â Â Â Â Â Â Â Â Â Net repayment of bank and overdraft facilitiesÂ Â (186)Â Â (569) Net (repayments) borrowings on asset-backed revolving credit facilityÂ Â (3,757)Â Â 7,851Â Â Payment of debt issuance costs on asset-backed revolving credit facilityÂ Â â€“Â Â Â (1,126) Principal payments under finance lease obligationsÂ Â â€“Â Â Â (62) Principal payments on financed assetsÂ Â â€“Â Â Â (1,567) Proceeds from a public offering, net of issuance costsÂ Â 6,057Â Â Â â€“Â Proceeds from stock option exercises and ESPPÂ Â 97Â Â Â 900Â Â Net cash provided by financing activitiesÂ Â 2,211Â Â Â 5,427Â Â Effect of exchange rates on cashÂ Â 1,169Â Â Â (1,488) Net increase (decrease) in cash, cash equivalents and restricted cashÂ Â 376Â Â Â (42,669) Cash, cash equivalents and restricted cash, beginning of periodÂ Â 7,143Â Â Â 49,812Â Â Cash and cash equivalents, end of periodÂ $7,519Â Â $7,143Â Â Â Â Â Â Â Â Â Â Â Â Â Â Supplemental disclosures of cash flow information:Â Â Â Â Â Â Â Â Cash paid during the year for:Â Â Â Â Â Â Â Â InterestÂ $6,013Â Â $5,535Â Â Income taxesÂ $142Â Â $168Â Â Â Â Â Â Â Â Â Â Â Â Supplemental disclosures of non-cash activities:Â Â Â Â Â Â Â Â Transfer of inventories to rental assetsÂ $3,415Â Â $442Â Â Right-of-use assets obtained in exchange for operating leases liabilitiesÂ $1,030Â Â $705Â Â Capital expenditures financed through accounts payable or accrued liabilitiesÂ $98Â Â $2,276Â Â See accompanying notes to consolidated financial statements. Â Â Â Â F-28Â Â INSEEGO CORP. NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â NoteÂ 1.Â Nature of Business and Significant Accounting Policies Â Inseego Corp. (the â€œCompanyâ€, â€œInseegoâ€, â€œWeâ€ or â€œOurâ€) is a leader in the design and development of fixed and mobile wireless products as well as cloud solutions for businesses, consumers, and governments around the globe. Our products and solutions are powered by our key wireless innovations in mobile and FWA technologies, including a suite of products employing the 5G NR standards, and purpose-built SaaS cloud platforms. Â Inseego is a Delaware corporation formed in 2016 and is the successor to Novatel Wireless, Inc., a Delaware corporation formed in 1996, resulting from an internal reorganization that was completed in November 2016. The Companyâ€™s principal executive office is located at 9710 Scranton Road, Suite 200, San Diego, CA 92121. The Companyâ€™s corporate offices are also located at 9710 Scranton Road, Suite 200, San Diego CA 92121 and its sales and engineering offices are located throughout the world. Inseegoâ€™s common stock trades on the NASDAQ Global Select Market under the trading symbol â€œINSG.â€ Â Principles of Consolidation Â The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Â Basis of presentation Â The consolidated financial statements of Inseego Corp. present information in accordance with generally accepted accounting principles in the U.S. (â€œGAAPâ€), have been prepared pursuant to the rules and regulations of the SEC and, in the opinion of management, present fairly the consolidated financial position, results of operations and cash flows of the Company and its wholly-owned subsidiaries for the periods presented. Â Reclassifications Â Certain amounts recorded in the prior period consolidated financial statements have been reclassified to conform to the current period financial statement presentation. These reclassifications had no effect on previously reported operating results. Â During 2023 the Company has reclassified revenue on the Consolidated Statement of Operations. Historically, the Company classified revenues from products and services intoÂ twoÂ categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues from products and services into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. SeeÂ Revenue RecognitionÂ below for a description of these groupings. Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses on the Consolidated Statement of Operations into a separate line labeledÂ Depreciation and amortization.Â All prior periods have been reclassified to conform to the current period presentation for these changes. Â Reverse Stock Split Â On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding common stock (the â€œReverse Stock Splitâ€). As a result of the Reverse Stock Split, each share of common stock issued and outstanding immediately prior to January 24th were automatically converted into one-tenth (1/10) of a share of common stock. The Reverse Stock Split affected all common stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would result in a stockholder owning a fractional share.Â NoÂ fractional shares were issued in connection with the Reverse Stock Split. Stockholders who otherwise would be entitled to receive a fractional share instead were entitled to receive cash in lieu of such fractional share. Â The Reverse Stock Split did not change the par value of the common stock or the authorized number of shares of common stock. All outstanding convertible notes entitling their holders to purchase or obtain or convert into shares of our common stock were adjusted, as required by the terms of these securities. Â All common share and per-share amounts in this Form 10-K have been retroactively restated to reflect the effect of the Reverse Stock Split. Â Â Â Â F-29Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Segment Information Â The Company hasÂ oneÂ reportable segment. The Chief Executive Officer, who is also the Chief Operating Decision Maker, does not manage any part of the Company separately, and the allocation of resources and assessment of performance is based solely on the Companyâ€™s consolidated operations and financial results. Â Use of Estimates Â The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent liabilities. Actual results could differ materially from these estimates. Estimates are assessed each period and updated to reflect current information. Significant estimates include revenue recognition, capitalized software costs, allowance for credit losses, provision for excess and obsolete inventory, accrued liabilities related to our contract manufacturers, valuation of tangible and intangible long-lived assets, valuation of goodwill, valuation of derivatives, accruals relating to litigation, income taxes and share-based compensation expense. Â Risks and Uncertainties Â We may be affected by various macroeconomic factors and the current and future conditions in the global financial markets. The global credit and financial markets have recently experienced volatility and disruptions, including diminished liquidity and credit availability, declines in consumer confidence, declines in economic growth, rising interest rates, inflation, increases in unemployment rates and uncertainty about economic stability. The inflationary pressures impacting the global supply chain could potentially increase the cost of revenues in the current and future years. The ongoing inflation challenges could adversely impact future revenues, gross margins and financial results. Â Furthermore, a global semiconductor supply shortage continues to have wide-ranging impacts across the technology industry. While the shortage has not materially impacted the Companyâ€™s operations and financial results, it may negatively impact the Companyâ€™s customers and the supply of materials needed for testing and production timeline. The Companyâ€™s suppliers, contract manufacturers, and customers are all taking actions to reduce the impact of the semiconductor shortage; however, if the shortage persists, the impact on operations and financial results could be material. Â Liquidity Â As of DecemberÂ 31, 2023, the Company had available cash and cash equivalents totaling $7.5Â million, working capital of $2.3Â million, and $3.2Â million of availability to borrow under its secured asset-backed Credit Facility (as defined below). Â The Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Companyâ€™s management believes that its cash and cash equivalents on-hand, together with anticipated cash flows from operations, expected availability under its secured asset-backed Credit Facility, and anticipated savings from ongoing cost reduction efforts, will be sufficient to meet its cash flow needs for the next twelve months from the filing date of this report. The Companyâ€™s ability to attain profitable operations and generate positive cash flow is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. If events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures as a result of potential litigation or otherwise, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Companyâ€™s ability to achieve its intended business objectives. Â The Companyâ€™s Credit Facility has a maturity date of December 31, 2024. The Companyâ€™s convertible 2025 Notes (as defined below) have a principal balance of $161.9Â million and matures on May 1, 2025. The Companyâ€™s intention is to restructure or refinance the Credit Facility and the 2025 Notes, however there can be no assurance that any required or desired restructuring or financing will be available on terms favorable to the Company, or at all. See NoteÂ 5Â â€“ Debt for more information on the Credit Facility and the 2025 Notes. Â Â Â Â F-30Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Cash, Cash Equivalents, and Restricted Cash Â Cash and cash equivalents include highly liquid investments with original maturities of three months or less. The Companyâ€™s cash and cash equivalents are generally held with large financial institutions worldwide to reduce the amount of exposure to credit risk. Cash and cash equivalents are recorded at market value, which approximates cost.Â There areÂ noÂ cash equivalents as of DecemberÂ 31, 2023 or DecemberÂ 31, 2022. Gains and losses associated with the Companyâ€™s foreign currency denominated demand deposits are recorded as a component of other income, net, in the consolidated statements of operations. Restricted cash held in escrow as of December 31, 2021 was released during 2022 and weÂ noÂ longer have any restricted cash on our balance sheet as of DecemberÂ 31, 2023 and DecemberÂ 31, 2022. Â Revenue Recognition Â The Companyâ€™s products and services primarily include intelligent mobile hotspots, wireless routers for IoT applications, USB modems, integrated telematics and mobile tracking hardware devices, which are supported by applications software and cloud services designed to enable customers to easily analyze data insights and configure and manage their hardware. Â The Company classifies its revenues from the sale of its products and services into two categories, Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Â See geographic disaggregation information inÂ NoteÂ 12Â â€“ Geographic Information and Concentrations of Risk. Â Mobile solutions:Â Our Mobile wireless product portfolio consists of intelligent mobile broadband solutions, HD quality VoLTE products, 4G mobile solutions and an advanced 5G portfolio of mobile products. Our mobile broadband solutions, sold under the MiFi brand, are actively used by millions of end users annually to provide secure and convenient high-speed access to corporate, public and personal information through the Internet and enterprise networks. Our mobile portfolio includes cloud offerings with Inseego Connect for device management, and 5G SD EDGE for secure networking enabling corporate managed mobile remote workforce. Â Fixed wireless access solutions:Â Our Fixed Wireless Solutions product portfolio consists of indoor, outdoor and industrial wireless broadband solutions. Our Fixed Wireless solutions, sold under the Wavemaker and Skyus brands, are sold by wireless operators such as T-Mobile, U.S. Cellular and Verizon Wireless along with distribution and channel partners. Â Services and other:Â Services and other primarily consists of various subscription offerings within the Companyâ€™s telematics platforms, which provide fleet vehicle, aviation ground vehicle and asset tracking and performance information, and other telematics applications; services performed under our Inseego Subscribe SaaS application, which provides managed the selection, deployment, and spend of customersâ€™ wireless assets; and non-recurring engineering services provided to our customers. Â Revenue Recognition Criteria Â The Company follows Accounting Standards Update (â€œASUâ€) 2014-09,Â Revenue from Contracts with Customers (TopicÂ 606)Â (as amended, â€œASC 606â€), which provides guidance on recognizing revenue, including a five-step model to determine when revenue recognition is appropriate. The standard requires that an entity recognize revenue to depict the transfer of control of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Â The Company recognizes revenue upon transfer of control of products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. The Company determines revenue recognition according to the following five steps: (i) identification of the contract, or contracts, with a customer; (ii) identification of the performance obligations in the contract; (iii) determination of the transaction price; (iv) allocation of the transaction price to the performance obligations in the contract; and (v) recognition of revenue when, or as, performance obligations are satisfied. Substantially all of our product revenues are recognized at a point in time, while substantially all of our service and other revenues are recognized over time. Â Â Â Â F-31Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Customer Contracts Â The Company routinely enters into a variety of agreements with customers, including quality agreements, pricing agreements and master supply agreements which outline the general commercial terms and conditions under which the Company does business with a specific customer, including shipping terms and pricing for the products and services that the Company offers. The Company also sells to some customers solely based on purchase orders. The Company has concluded, for the vast majority of its revenues, that its contracts with customers are either a purchase order or the combination of a purchase order with a master supply agreement. Â The Company accounts for a contract when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. Â Performance Obligations Â The Companyâ€™s performance obligations are established when a customer submits a purchase order notification (in writing, electronically or verbally) for goods and services, and the Company accepts the order. The Company identifies performance obligations as the delivery of the requested product or service in appropriate quantities and to the location specified in the customerâ€™s contract and/or purchase order. The Company generally recognizes revenue upon the satisfaction of these criteria when control of the product or service has been transferred to the customer at which time the Company has an unconditional right to receive payment. The Companyâ€™s prices are fixed and have no history of being affected by contingent events that could impact the transaction price. The Company does not offer price concessions and does not accept payment that is less than the price stated upon acceptance of a customer purchase order. Â The Company enters into contracts that may include various combinations of products and services which are generally capable of being distinct and accounted for as separate performance obligations. Â Hardware.Â Hardware revenue from the sale of the Companyâ€™s devices is recognized when the Company transfers control to the customer, typically at the time when the product is delivered, shipped or installed, at which time, title passes to the customer and there are no further performance obligations with regards to the hardware device. The Company also considered the performance obligations in its customer master supply agreements and determined that, for the majority of its revenue, the Company generally satisfies performance obligations at a point in time upon delivery of the product to the customer. Â Maintenance and support services revenue.Â Periodically, the Company sells separately-priced warranty contracts that extend beyond the Companyâ€™s base warranty period. The separately priced service contracts range fromÂ 12Â toÂ 36Â months. The Company typically receives payment at the inception of the contract and recognizes revenue as earned on a straight-line basis over the term of the contract. The Companyâ€™s estimated allowances for product warranties can vary from actual results and the Company may have to record additional charges to cost of revenue. Â Within cost of revenue, the Company records an estimate to reflect its standard warranty obligation to end users to provide for replacement of a defective product. The standard obligation period for most regions isÂ 12Â months. Factors that affect the warranty obligation include product failure rates, material usage, and service delivery costs incurred in correcting product failures. Â SaaS and other services.Â SaaS subscription revenue is recognized over time on a ratable basis over the contract term beginning on the date that its service is made available to the customer. Subscription periods range from monthly to multi-year, with the majority of contracts beingÂ oneÂ toÂ three yearsÂ in length. Revenues from the Companyâ€™s SaaS subscription services represent a single promise to provide continuous access to its software solutions and their processing capabilities, in the form of a service, through one of the Companyâ€™s data centers or a hosted data center. As each day of providing access to the software is substantially the same, and the customer simultaneously receives and consumes the benefits as access is provided, the Company has determined that its subscription services arrangements include a single performance obligation comprised of a series of distinct services. The Companyâ€™s SaaS subscriptions also include an unspecified volume of call center support and any remote system diagnostic and software upgrades as needed. These services are combined with the recurring monthly subscription service since they are highly interrelated and interdependent. Â Â Â Â F-32Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Our telematics services include devices which collect and transmit information from vehicles or other assets. The Companyâ€™s customers have an option to purchase the monitoring device or lease it over the term of the contract. If the customer purchases the hardware device, the Company recognizes the revenue at a point in time as discussed above. Because the Companyâ€™s rental asset contracts qualify as operating leases under Accounting Standards Codification (â€œASCâ€) 842,Â Leases, and the contracts also include services to operate and maintain the underlying asset, the Company has elected to combine the lease and non-lease components because the service is the predominant element in the eyes of the customer and the pattern of service delivery is the same for both elements. The Company recognizes revenue ratably over time throughout the term of the contract. Â Professional services revenue.Â From time to time, the Company enters into special engineering design service agreements. Revenues from engineering design services are designed to meet specifications of a particular product, and therefore do not create an asset with an alternative use. The Company recognizes revenue based on the achievement of certain applicable milestones and the amount of payment the Company believes it is entitled to at the time. Â Multiple performance obligations.Â The Companyâ€™s contracts with customers may include commitments to transfer multiple products and services to a customer. When hardware, software and services are sold in various combinations, judgment is required to determine whether each performance obligation is considered distinct and accounted for separately, or not distinct and accounted for together with other performance obligations. The Company considered the performance obligations in its customer master supply agreements and determined that, for the majority of its revenue, the Company generally satisfies performance obligations at a point in time upon delivery of the product to the customer. Â In instances where the software elements included within hardware for various products are considered to be functioning together with non-software elements to provide the tangible productâ€™s essential functionality, these arrangements are accounted for as a

single distinct performance obligation. Â Judgment is required to determine the stand-alone selling price (â€œSSPâ€) for each distinct performance obligation. When available, the Company uses observable inputs to determine SSP. In instances where SSP is not directly observable, such as when the Company does not sell the product or service separately, it determines the SSP based on a cost-plus model as market and other observable inputs are seldom present based on the proprietary nature of the Companyâ€™s products. Â Contract Assets Â The Company capitalizes sales commissions earned by its sales force as contract acquisition costs if such costs are significant and both incremental and recoverable. Any capitalized sales commissions are either deferred and amortized over a period of benefit exceeding one year or are expensed as incurred if the period of benefit is one year or less. There were no contract assets related to customer acquisition costs as of DecemberÂ 31, 2023 or 2022 since the Companyâ€™s customer contracts are predominantly hardware sales that are immediately recognized as revenue upon either shipment or delivery, and therefore the related contract acquisition costs are also immediately recognized. Sales commissions are included in sales and marketing expense as incurred. Sales commissions associated with SaaS offerings are not material. Â Contract Liabilities Â Timing of revenue recognition may differ from the timing of invoicing to customers. If customers are invoiced for subscription services in advance of the service period, then deferred revenue is recorded. Contract liabilities are also recorded when the Company collects payments in advance of performing the services. As of DecemberÂ 31, 2023 and 2022, the Company had contract liabilities comprised of $5.6Â million and $5.1Â million of short-term deferred revenue included within accrued expenses and other current liabilities and $1.7Â million and $0.6Â million of long-term deferred revenue included within other long-term liabilities on the consolidated balance sheets, respectively. Â Cost of Revenues Â Cost of revenues includes the costs associated with the manufacturing of our portfolio of hardware devices, as well as direct personnel costs for employees and contractors, depreciation and amortization, and other period adjustments related to costs of inventories sold or for sale or use in manufacturing. Â Â Â Â F-33Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Shipping and Handling Charges Â Fees charged to customers for shipping and handling of products are included in product revenues, and costs for shipping and handling of products are included as a component of sales and marketing expense. Shipping and handling costs were approximately $1.0Â million and $2.3Â million for the years ended DecemberÂ 31, 2023 and DecemberÂ 31, 2022, respectively. Â Taxes Collected from Customers Â Taxes collected on the value of transaction revenue are excluded from product and services revenues and cost of sales and are accrued in current liabilities until remitted to governmental authorities. Â Accounts Receivable and Allowance for Expected Credit Losses Â Accounts receivable are customer obligations generally due under normal trade terms for the industry. Credit terms are granted and periodically revised based on evaluations of the customerâ€™s financial condition. The Company performs ongoing credit evaluations of its customers. The Companyâ€™s payment terms are generally net 30 days from invoice date and could go up to 90 days for large carrier customers. Â The Company recognizes an allowance for credit losses at the time a receivable is recorded based on its estimate of expected credit losses and adjusts this estimate over the life of the receivable as needed. The Company evaluates the aggregation and risk characteristics of a receivable pool and develops loss rates that reflect historical collections, current forecasts of future economic conditions over the time horizon the Company is exposed to credit risk, and payment terms or conditions that may materially affect future forecasts. As needed, amounts are written-off when determined to be uncollectible. Â As of DecemberÂ 31, 2023 and 2022, the Company reported $22.6Â million and $25.3Â million, respectively, of accounts receivable, net of allowances of $1.1Â million and $0.5Â million, respectively. Â Inventories and Provision for Excess and Obsolete Inventory Â Inventories are stated at the lower of cost (first-in, first-out method) or net realizable value. Inbound shipping and handling costs are classified as a component of cost of revenues in the consolidated statements of operations. The Company reviews the components of its inventory and its inventory purchase commitments on a regular basis for excess and obsolete inventory based on estimated future usage and sales. Write-downs in inventory value or losses on inventory purchase commitments depend on various items, including factors related to customer demand, economic and competitive conditions, technological advances or new product introductions by the Company or its customers that vary from its current expectations. Whenever inventory is written down, a new cost basis is established and the inventory is not subsequently written up if market conditions improve. Â Intangible Assets other than Goodwill Â Intangible assets include purchased finite-lived and indefinite-lived intangible assets resulting from previous acquisitions, along with the costs of non-exclusive and perpetual worldwide software technology licenses and capitalized software development costs for both internal and external use. Finite-lived intangible assets are amortized on a straight-line basis over the estimated useful lives of the assets, which range fromÂ twoÂ toÂ ten years. Indefinite-lived intangible assets, including in-process capitalized software development costs, are not amortized; however, they are tested for impairment annually, and between annual tests, if certain events occur indicating that the carrying amounts may be impaired. Â Â Â Â F-34Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Software Development Costs for External Use Â Software development costs for external use are expensed as incurred until technological feasibility has been established, at which time those costs are capitalized as intangible assets until the software is available for general release to customers. Capitalized software development costs are amortized on a straight-line basis over the estimated economic life. The straight-line recognition method approximates the manner in which the expected benefit will be derived. Costs incurred to enhance existing software or after the software is available for general release to customers are expensed in the period they are incurred and included in research and development expense in the consolidated statements of operations. At each balance sheet date, the unamortized capitalized software development cost for external use is compared to its net realizable value by analyzing critical inputs such as expected future lifetime revenue. The amount by which unamortized software costs exceed the net realizable value, if any, is recognized as a charge to amortization expense in the period it is determined. Â Software Development Costs for Internal Use Â Costs incurred in the preliminary stages of development are expensed as incurred and included in research and development expense in the consolidated statements of operations. Once an application has reached the development stage, internal and external costs, if direct and incremental, are capitalized. Capitalization ceases upon completion of all substantial testing performed to ensure the product is ready for its intended use. The Company also capitalizes costs related to specific upgrades and enhancements of internal-use software when it is probable that the expenditures will result in additional functionality. Maintenance and training costs are expensed as incurred. Capitalized internal-use software costs are recorded as intangible assets and are amortized on a straight-line basis to general and administrative expense in the consolidated statement of operations over the estimated useful life of the software. The Company tests these assets for impairment whenever events or circumstances occur that could impact their recoverability. Â Valuation of Indefinite-Lived Intangible Assets Â The Company performs an annual impairment review of indefinite-lived assets during the fourth quarter of each year, and more frequently if the Company believes indicators of impairment exist. To review for impairment, the Company first assesses qualitative factors to determine whether events or circumstances lead to a determination that it is more likely than not that the fair value of the asset is less than its carrying amount. The Companyâ€™s qualitative assessment is based on various macroeconomic, industry-specific, and company specific factors. These factors include: (i) industry or economic trends; (ii) current, historical, or projected financial performance, and; (iii) the Companyâ€™s market capitalization. After assessing the totality of events and circumstances, if the Company determines that it is not more likely than not that the fair value of the asset is less than its carrying amount, then no further assessment is performed. If the Company determines that it is more likely than not that the fair value of the asset is less than its carrying amount, then the Company calculates the fair value of the asset and compares the fair value to the assetâ€™s carrying value. An impairment charge is recognized if the assetâ€™s estimated fair value is less than itâ€™s carrying value.Â The Company didÂ notÂ record any impairment losses related to indefinite-lived intangible assets during the years ended DecemberÂ 31, 2023 and 2022. Goodwill Â Goodwill represents the excess purchase price over estimated fair value of net assets of businesses acquired in a business combination. Goodwill is tested for impairment during the fourth quarter of each year, and more frequently if the Company believes indicators of impairment exist. Â Valuation of Goodwill Â Goodwill is tested for impairment at the reporting unit level by first assessing qualitative factors to determine whether events or circumstances lead to a determination that it is more likely than not that the fair value of the Companyâ€™s reporting unit is less than its carrying amount. The Companyâ€™s qualitative assessment is based on various macroeconomic, industry-specific, and company specific factors. These factors include: (i) industry or economic trends; (ii) current, historical, or projected financial performance, and; (iii) the Companyâ€™s market capitalization. After assessing the totality of events and circumstances, if the Company determines that it is not more likely than not that the fair value of the Companyâ€™s reporting unit is less than its carrying amount, no further assessment is performed. If the Company determines that it is more likely than not that the fair value of the Companyâ€™s reporting unit is less than its carrying amount, the Company calculates the fair value of the reporting unit and compares the fair value to the reporting unitâ€™s carrying amount. An impairment charge is recognized if the fair value of the business (reporting unit) is less than its carrying value. The Company has identifiedÂ twoÂ reporting units for the purpose of goodwill impairment testing, Ctrack and Inseego North America (â€œINAâ€), and performed a qualitative test for goodwill impairment of theÂ twoÂ reporting units during the fourth fiscal quarter. Based upon the results of qualitative testing, the Company believed that it was more-likely-than not that the fair value of these reporting units were greater than their respective carrying values.Â For the years ended DecemberÂ 31, 2023 and 2022, the Company recordedÂ noÂ impairment loss related to goodwill. Â Â Â Â F-35Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Long-Lived Assets Â The Company periodically evaluates the carrying value of the unamortized balances of its long-lived assets, including property, plant and equipment and rental assets, to determine whether impairment of these assets has occurred or whether a revision to the related amortization periods should be made. If the carrying value of the long-lived asset group exceeds the estimated future undiscounted cash flows, an impairment loss is recorded based on the amount by which the asset groupâ€™s carrying amount exceeds its fair value. Fair value is determined based on an evaluation of the assetsâ€™ associated discounted future cash flows or appraised value.Â For the years ended DecemberÂ 31, 2023 and 2022, the Company hadÂ noÂ impairment loss related to long-lived assets, except for the impairment of the capitalized software development costs for internal and external use, described furtherÂ NoteÂ 3Â â€“ Goodwill and Other Intangible Assets. Â Property, Plant and Equipment Â Property, plant and equipment are initially stated at cost and depreciated using the straight-line method. Land is not depreciated. Buildings are depreciated overÂ 50Â years. Leasehold improvements are depreciated over the shorter of the related remaining lease period or useful life, not to exceedÂ 5Â years. Product tooling is depreciated overÂ 13Â months. Computer equipment, purchased software, vehicles, production equipment, and furniture and fixtures, are depreciated over lives ranging fromÂ 2Â toÂ 7Â years. Amortization of equipment under finance leases is included in depreciation expense. Â Expenditures for repairs and maintenance are expensed as incurred. Expenditures for major renewals and betterment that extend the useful lives of existing property, plant and equipment are capitalized and depreciated. Upon retirement or disposition of property, plant and equipment, any resulting gain or loss is recognized in other income (expense), net, in the consolidated statements of operations. Â Rental Assets Â The cost of rental assets, which represents fleet management and vehicle tracking hardware installed in customersâ€™ vehicles where such hardware is provided as part of a fixed term contract with the customer, is capitalized and disclosed separately in the consolidated balance sheets. The Company recognizes depreciation expense on rental assets to costs of services and other revenues on a straight-line basis over the term of the contract, generallyÂ threeÂ toÂ four years, commencing on installation of the rental asset. Â Convertible Debt Instruments Â The Company evaluates embedded features within convertible debt that will be settled in shares upon conversion under ASC 815,Â Derivatives and HedgingÂ (â€œASC 815â€) to determine whether the embedded feature(s) should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. Â If an embedded derivative is bifurcated from share-settled convertible debt, then the Company records the debt component at cost less a debt discount equal to the bifurcated derivativeâ€™s fair value. The Company amortizes the debt discount over the life of the debt instrument as additional non-cash interest expense utilizing the effective interest method. The convertible debt and the derivative liability are presented in total on the consolidated balance sheet. The derivative liability is remeasured at each reporting period with changes in fair value recorded in the consolidated statements of operations within other income (expense), net. Â Derivative Financial Instruments Â The Company evaluates stock warrants, debt instruments and other contracts to determine if those contracts or embedded components of those contracts qualify as derivative financial instruments to be separately accounted for under the relevant sections of ASC 815. The result of this accounting treatment could be that the fair value of a financial instrument is classified as a derivative financial instrument and is marked-to-market at each balance sheet date and recorded as an asset or liability. In the event that the fair value is recorded as an asset or liability, the change in fair value is recorded in the consolidated statements of operations as other income or other expense. Upon conversion, exercise or expiration of a derivative financial instrument, the instrument is marked to fair value. Â Â Â Â F-36Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Research and Development Â Research and development expense consists primarily of personnel costs for our engineers engaged in the design and development of our products, software and technologies, project material costs, services, depreciation and amortization. Such costs are charged to research and development expense as they are incurred, to the extent not capitalized as software development costs for external or internal use. Â Lease Accounting Â Lessee Arrangements Â The Company determines if an arrangement contains a lease at inception. The Company primarily leases office space, automobiles and equipment. Certain of the Companyâ€™s leases contain provisions that provide for one or more options to renew at the Companyâ€™s sole discretion. Certain real estate leases also include executory costs such as common area maintenance. The Company accounts for lease and non-lease components, including common area maintenance, as a single lease component as a practical expedient election.Â None of the Companyâ€™s operating lease agreements contain any material residual value guarantees or material restrictive covenants. Â Right-of-use (â€œROUâ€) 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. ROU assets and lease liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. The lease term includes the base non-cancelable term, and any renewal options that are reasonably certain to be exercised at the commencement date. The Company uses its incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. ROU assets also include any lease prepayments made and exclude lease incentives. Rental expense related to operating leases is recognized on a straight-line basis over the lease term. The Company has elected the practical expedient to exclude any short-term lease, defined as a lease with an original term of 12 months or less, from the provisions of ASC 842,Â Leases. Â Variable lease payments that do not depend on an index or rate are excluded from the measurement of ROU assets and lease liabilities and are recognized in the period in which the obligation for those payments is incurred. Â The Company has elected not to present short-term leases on the consolidated balance sheet as these leases have a lease term ofÂ 12Â months or less at lease inception and do not contain purchase options or renewal terms that the Company is reasonably certain to exercise. Â Lessor Arrangements Â The Company serves as lessor for certain monitoring device leases and classifies such arrangements as operating leases. Accordingly, the Company carries rental devices at historical cost less accumulated depreciation and impairment, if any. The Company combines the lease and the non-lease components under these arrangements because the service is the predominant element from the customerâ€™s perspective and the pattern of service delivery is the same for both elements. The Company accounts for the combined component as a single performance obligation under ASC 606. Â Foreign Currency Transactions Â Foreign currency transactions are transactions denominated in a currency other than a subsidiaryâ€™s functional currency. A change in the exchange rate between a subsidiaryâ€™s functional currency and the currency in which a transaction is denominated increases or decreases the expected amount of functional currency cash flows upon settlement of the transaction. Such increase or decrease is reported by the Company as a foreign currency transaction gain or loss within Other income (expense), net, in the consolidated statements of operations. We recognize foreign currency transaction gains and losses primarily on intercompany transactions between certain subsidiaries in foreign countries. Based upon historical experience, the Company anticipates repayment of these transactions in the foreseeable future and recognizes realized and unrealized gains and losses on these transactions in the period in which they occur. Â Â Â Â F-37Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Foreign Currency Translation Â Assets and liabilities of the Companyâ€™s international subsidiaries in which the local currency is the functional currency are translated into U.S. Dollars at period-end exchange rates. Income and expenses are translated into U.S. Dollars at the average exchange rates during the period. The resulting translation adjustments are included in the Companyâ€™s consolidated balance sheets as a component of accumulated other comprehensive loss. Â Income Taxes Â The Company recognizes federal, state and foreign current tax liabilities or assets based on its estimate of taxes payable to or refundable by tax authorities in the current fiscal year. The Company also recognizes federal, state and foreign deferred tax liabilities or assets based on the Companyâ€™s estimate of future tax effects attributable to temporary differences and carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Â Deferred tax assets are reduced by valuation allowances if, based on the consideration of all available evidence, it is more likely than not that some portion of the deferred tax asset will not be realized. The Company evaluates deferred income taxes on a quarterly basis to determine if valuation allowances are required by considering available evidence. If the Company is unable to generate sufficient future taxable income in certain tax jurisdictions, or if there is a material

change in the actual effective tax rates or time period within which the underlying temporary differences become taxable or deductible, the Company could be required to increase its valuation allowance against its deferred tax assets which could result in an increase in the Companyâ€™s effective tax rate and an adverse impact on operating results. The Company will continue to evaluate the necessity of the valuation allowance based on the remaining deferred tax assets. Â The Company recognizes the impact of an uncertain income tax position on an income tax return at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained. Uncertain tax positions are recognized in the first subsequent financial reporting period in which that threshold is met or from changes in circumstances such as the expiration of applicable statutes of limitations. The Companyâ€™s policy is to include interest and penalties related to such positions as a component of income tax expense. Â Litigation Â The Company is, from time to time, party to various legal proceedings arising in the ordinary course of business. The Company records a loss when information indicates that a loss is both probable and reasonably estimable. Where a liability is probable and there is a range of estimated loss with no best estimate in the range, the Company records the minimum estimated liability related to the claim. As additional information becomes available, the Company revises its estimates, if necessary. The Company expenses litigation costs as incurred. Â Share-Based Compensation Â The Company has granted stock options and restricted stock units (â€œRSUsâ€) to employees, non-employee consultants and non-employee members of our Board of Directors. The Company also has an employee stock purchase plan (â€œESPPâ€) for eligible employees. The Company measures the compensation cost associated with all share-based payments based on grant date fair values. The fair value of each stock option and stock purchase right is estimated on the date of grant using an option pricing model that meets certain requirements. The Company generally uses the Black-Scholes option pricing model to estimate the fair value of its stock options and stock purchase rights. The determination of the fair value of share-based payment awards utilizing the Black-Scholes model is affected by the Companyâ€™s stock price and a number of assumptions, including expected volatility, expected term, risk-free interest rate and expected dividends. Â Â Â Â F-38Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â For grants of stock options, the Company uses a blend of historical and implied volatility for traded options on its stock in order to estimate the expected volatility assumption required in the Black-Scholes model. The Companyâ€™s use of a blended volatility estimate in computing the expected volatility assumption for stock options is based on its belief that while the implied volatility is representative of expected future volatility, the historical volatility over the expected term of the award is also an indicator of expected future volatility. Due to the short duration of stock purchase rights under the Companyâ€™s ESPP, the Company utilizes a blended volatility estimate that consists of implied volatility and historical volatility in order to estimate the expected volatility assumption of the Black-Scholes model. Â The expected term of stock options granted is estimated using historical experience. The risk-free interest rate assumption is based on observed interest rates appropriate for the expected terms of the Companyâ€™s stock options and stock purchase rights. The dividend yield assumption is based on the Companyâ€™s history and expectation of no dividend payouts. The Company estimates forfeitures at the time of grant and revises these estimates, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The Company estimates its forfeiture rate assumption for all types of share-based compensation awards based on historical forfeiture rates related to each category of award. Â Compensation cost associated with grants of restricted stock units are measured at fair value, which has historically been the closing price of the Companyâ€™s common stock on the date of grant. Â The Company recognizes share-based compensation expense over the requisite service period of each individual award, which generally equals the vesting period, using the straight-line method for awards that contain only service conditions. For awards that contain performance conditions, the Company recognizes the share-based compensation expense on a straight-line basis for each vesting tranche, when achievement of that tranche is considered probable. Â The Company evaluates the assumptions used to value stock awards on a quarterly basis. If factors change and the Company employs different assumptions, share-based compensation expense may differ significantly from what it has recorded in the past. If there are any modifications or cancellations of the underlying unvested securities, the Company may be required to accelerate, increase or cancel any remaining unearned share-based compensation expense. Â Retirement Savings Plan Â The Company has a defined contribution 401(k) retirement savings plan (the â€œPlanâ€). Substantially all of the Companyâ€™s U.S. employees are eligible to participate in the Plan after meeting certain minimum age and service requirements. The Company matchesÂ 50% of the firstÂ 6% of an employeeâ€™s designated deferral of their eligible compensation. Employees may make discretionary contributions to the Plan subject to Internal Revenue Service limitations.Â Employer matching contributions under the Plan were $0.7Â million and $0.9Â million for the years ended DecemberÂ 31, 2023 and 2022, respectively. Employer matching contributions vest immediately. Â Net Loss Per Share Attributable to Common Stockholders Â Net loss attributable to common stockholders is computed by dividing the net loss attributable to common stockholders by the weighted-average number of shares that were outstanding during the period. Diluted net loss attributable to common stockholders (â€œEPSâ€) reflects the potential dilution that could occur if securities or other contracts to acquire common stock were exercised or converted into common stock. Potentially dilutive securities are excluded from the diluted EPS computation in loss periods as their effect would be anti-dilutive. Â Fair Value of Financial Instruments Â Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). A fair value measurement reflects the assumptions market participants would use in pricing an asset or liability based on the best available information. These assumptions include the risk inherent in a particular valuation technique (such as a pricing model) and the risks inherent in the inputs to the model. Â Â Â Â F-39Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The Company classifies inputs to measure fair value using a three-level hierarchy that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. The categorization of financial instruments within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The hierarchy is prioritized into three levels and is defined as follows: Â Level 1:Â Â Â Â Pricing inputs are based on quoted market prices for identical assets or liabilities in active markets (e.g., NYSE or NASDAQ). Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Â Level 2:Â Â Â Â Pricing inputs include benchmark yields, trade data, reported trades and broker dealer quotes, two-sided markets and industryÂ and economic events, yield to maturity, Municipal Securities Rule Making Board reported trades and vendor trading platform data. Level 2 includes those financial instruments that are valued using various pricing services and broker pricing information including Electronic Communication Networks and broker feeds. Â Level 3:Â Â Â Â Pricing inputs include significant inputs that are generally less observable from objective sources, including the Companyâ€™s own assumptions. Â The Company reviews the fair value hierarchy classification on a quarterly basis. Changes in the observability of valuation inputs may result in a reclassification of levels for certain securities within the fair value hierarchy. Â Comprehensive Loss Â Comprehensive loss consists of two components: net loss and other comprehensive loss. Other comprehensive loss refers to losses that are recorded as an element of stockholdersâ€™ deficit and are excluded from net loss. The Companyâ€™s other comprehensive loss is currently composed of foreign currency translation adjustments. Â Recently Adopted Accounting Pronouncements Â In August 2020, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2020-06,Â Debt with Conversion and Other OptionsÂ (Subtopic 470-20) andÂ Derivatives and Hedging-Contracts in Entity's Own EquityÂ (Subtopic 815-40)-Accounting For Convertible Instruments and Contracts in an Entity's Own Equity. The ASU simplifies accounting for convertible instruments by removing major separation models required under current GAAP. Consequently, more convertible debt instruments will be reported as a single liability instrument with no separate accounting for embedded conversion features. The ASU removes certain settlement conditions that are required for equity contracts to qualify for the derivative scope exception, which will permit more equity contracts to qualify for it. The ASU also simplifies the diluted net income per share calculation in certain areas. The guidance is effective for annual and interim periods beginning after December 15, 2021. The Company adopted the ASU in the first quarter of 2022 and there was no impact to the consolidated financial statements. Â In May 2021, the FASB issued ASU 2021-04,Â Earnings Per ShareÂ (Topic 260),Â Debt-Modifications and ExtinguishmentsÂ (Subtopic 470-50),Â Compensation-Stock CompensationÂ (Topic 718), andÂ Derivatives and Hedging-Contracts in Entityâ€™s Own EquityÂ (Subtopic 815-40). The ASU addresses issuerâ€™s accounting for certain modifications or exchanges of freestanding equity-classified written call options. The ASU is effective for annual and interim periods beginning after December 15, 2021. The Company adopted the ASU in the first quarter of 2022 and there was no impact to the consolidated financial statements. Â In September 2022, the FASB issued ASU No. 2022-04,Â Liabilitiesâ€”Supplier Finance ProgramsÂ (Subtopic 405-50). The ASU requires disclosure of the key terms of outstanding supplier finance programs and a rollforward of the related obligations. The ASU does not affect the recognition, measurement or financial statement presentation of supplier finance program obligations. The ASU is effective for annual and interim periods beginning after December 15, 2022, except for the rollforward requirement, which is effective for annual periods beginning after December 15, 2023. The Company adopted the ASU in the first quarter of 2023 and there was no impact to the consolidated financial statements. Â Â Â Â F-40Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Recent Accounting Pronouncements Not Yet Adopted Â In October 2023, the FASB issued ASU 2023-06,Â Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative. The FASB issued the standard to introduce changes to US GAAP that originate in either SEC Regulation S-X or S-K, which are rules about the form and content of financial reports. The provisions of the standard are contingent when the SEC removes the related disclosure provisions from Regulation S-X and S-K. The company does not expect the provisions of the standard to have a material impact on the Company's financial statements and related disclosures. Â In November 2023, the FASB issued ASU 2023-07,Â Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures,Â which requires that an entity report segment information in accordance with Topic 280, Segment Reporting. The amendment in the ASU is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments in this Update are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. The Company is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures. Â In December 2023, the FASB issued ASU 2023-09,Â Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 is intended to enhance the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for enhanced income tax information primarily through changes to the rate reconciliation and income taxes paid information. Early adoption is permitted. A public entity should apply the amendments in ASU 2023-09 prospectively to all annual periods beginning after December 15, 2024. The Company is currently evaluating the impact of this standard on our consolidated financial statements and related disclosures. Â NoteÂ 2.Â Financial Statement Details Â Inventories Â Inventories consist of the following (in thousands): Â Â Â Â Â Â Â Â December 31, Â Â 2023Â 2022 Finished goodsÂ $21,264Â Â $31,153Â Raw materials and componentsÂ Â 1,616Â Â Â 6,823Â Total inventoriesÂ $22,880Â Â $37,976Â Â During the year endedÂ DecemberÂ 31, 2023, the Company recorded a write-down of $9.6Â million to reflect inventories at net realizable value, in addition to a $1.3Â million write-off of capitalized inventory order fees. Further, management accrued an additional $6.8Â million in net charges for contract manufacturing liabilities (whose remaining balance is accrued in theÂ Accrued Expenses and Other Current LiabilitiesÂ section below) related to excess materials at the contract manufacturersâ€™ sites. All $17.7Â million of theseÂ charges are recorded in product cost of revenuesÂ on the consolidated statement of operations. Â Â Â Â F-41Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Prepaid expenses and other Â Prepaid expenses and other consists of the following (in thousands): Â Â Â December 31, Â Â 2023Â 2022 Rebate receivablesÂ $1,950Â Â $2,038Â Receivables from contract manufacturersÂ Â 1,823Â Â Â 3,561Â OtherÂ Â 1,438Â Â Â 2,379Â Total prepaid expenses and otherÂ $5,211Â Â $7,978Â Â Property, plant and equipment Â Property, plant and equipment consists of the following (in thousands): Â Â Â December 31, Â Â 2023Â 2022 Test equipmentÂ $19,717Â Â $19,724Â Computer equipment and purchased softwareÂ Â 4,590Â Â Â 4,603Â Product toolingÂ Â 5,153Â Â Â 5,007Â Furniture and fixturesÂ Â 1,331Â Â Â 1,214Â VehiclesÂ Â 115Â Â Â 119Â Leasehold improvementsÂ Â 772Â Â Â 772Â Total property, plant and equipment, grossÂ Â 31,678Â Â Â 31,439Â Lessâ€”accumulated depreciation and amortizationÂ Â (28,920)Â Â (26,049) Total property, plant and equipment, netÂ $2,758Â Â $5,390Â Â Rental assets Â Rental assets consist of the following (in thousands): Â Â Â Â Â Â Â Â December 31, Â Â 2023Â 2022 Rental assetsÂ $12,086Â Â $10,300Â Lessâ€”accumulated depreciationÂ Â (7,003)Â Â (5,484) Total rental assetsÂ $5,083Â Â $4,816Â Â Â Â Â F-42Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Depreciation and amortization Â Depreciation and amortization expense related to property, plant and equipment, including rental assets and property, plant and equipment under finance leases, was $6.1Â million and $7.1Â million for the years ended DecemberÂ 31, 2023 and 2022, respectively. Â Accrued expenses and other current liabilities Â Accrued expenses and other current liabilities consist of the following (in thousands): Â Â Â Â Â Â Â Â December 31, Â Â 2023Â 2022 RoyaltiesÂ $845Â Â $992Â Payroll and related expensesÂ Â 4,159Â Â Â 8,873Â Warranty obligationsÂ Â 480Â Â Â 480Â Professional feesÂ Â 310Â Â Â 738Â Accrued interestÂ Â 1,038Â Â Â 1,112Â Deferred revenueÂ Â 5,583Â Â Â 5,060Â Customer advancesÂ Â â€“Â Â Â 2,828Â Operating lease liabilitiesÂ Â 1,681Â Â Â 1,759Â Accrued contract manufacturing liabilitiesÂ Â 7,537Â Â Â 1,416Â Value added tax payablesÂ Â 531Â Â Â 449Â OtherÂ Â 4,858Â Â Â 4,238Â Total accrued expenses and other current liabilitiesÂ $27,022Â Â $27,945Â Â NoteÂ 3.Â Goodwill and Other Intangible Assets Â The Company had a goodwill balance of $21.9Â million at both DecemberÂ 31, 2023 and 2022. Â The Companyâ€™s intangible assets are comprised of the following (in thousands): Â Â Â December 31, 2023 Â Â Gross Carrying ValueÂ Accumulated AmortizationÂ Net Carrying Value Finite-lived intangible assets:Â Â Â Â Â Â Â Â Â Â Â Â Developed technologiesÂ $4,751Â Â $(4,465)Â $286Â Trademarks and trade namesÂ Â 9,513Â Â Â (7,950)Â Â 1,563Â Customer relationshipsÂ Â 8,500Â Â Â (7,447)Â Â 1,053Â Capitalized software development costsÂ Â 41,275Â Â Â (17,320)Â Â 23,955Â OtherÂ Â 2,884Â Â Â (2,805)Â Â 79Â Total finite-lived intangible assetsÂ $66,923Â Â $(39,987)Â Â 26,936Â Indefinite-lived intangible assets:Â Â Â Â Â Â Â Â Â Â Â Â In-process capitalized software development costsÂ Â Â Â Â Â Â Â Â Â 204Â Total intangible assetsÂ Â Â Â Â Â Â Â Â $27,140Â Â Â Â F-43Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Â Â Â Â Â Â Â Â Â December 31, 2022 Â Â Gross Carrying ValueÂ Accumulated AmortizationÂ Net Carrying Value Finite-lived intangible assets:Â Â Â Â Â Â Â Â Â Â Â Â Developed technologiesÂ $4,534Â Â $(4,016)Â $518Â Trademarks and trade namesÂ Â 9,513Â Â Â (7,105)Â Â 2,408Â Customer relationshipsÂ Â 8,500Â Â Â (6,597)Â Â 1,903Â Capitalized software development costsÂ Â 40,767Â Â Â (11,686)Â Â 29,081Â OtherÂ Â 2,884Â Â Â (2,225)Â Â 659Â Total finite-lived intangible assetsÂ $66,198Â Â $(31,629)Â Â 34,569Â Indefinite-lived intangible assets:Â Â Â Â Â Â Â Â Â Â Â Â In-process capitalized software development costsÂ Â Â Â Â Â Â Â Â Â 6,814Â Total intangible assetsÂ Â Â Â Â Â Â Â Â $41,383Â Â Amortization expense for the years ended December 31, 2023 and 2022 was approximately $16.4Â million and $20.1Â million, respectively, including approximately $14.3Â million and $17.9Â million related to capitalized software development costs for the years ended December 31, 2023 and 2022, respectively. Â For the years ended DecemberÂ 31, 2023 and 2022, the Company recorded $5.2Â million and $3.0Â million, respectively, of impairment losses on intangible assets related to capitalized software. Â The following table represents details of the amortization of finite-lived intangible assets that is estimated to be expensed in the future (in thousands): Â 2024Â $11,115Â 2025Â Â 6,617Â 2026Â Â 3,151Â 2027Â Â 2,716Â 2028Â Â 2,166Â ThereafterÂ Â 1,171Â TotalÂ $26,936Â Â NoteÂ 4.Â Fair Value Measurements Â The Companyâ€™s only financial instrument measured at fair value on a recurring basis is its interest make-whole payment derivative liability on its 2025 Notes (seeÂ NoteÂ 5Â â€“ Debt). The fair value of that liability wasÂ zeroÂ as of both DecemberÂ 31, 2023 and 2022. Â The fair value of the interest make-whole payment derivative liability was determined using a Monte Carlo model with the following key assumptions: Â Â Â December 31, 2023Â December 31, 2022 VolatilityÂ Â 77%Â Â Â 50%Â Stock priceÂ Â $2.20Â per shareÂ Â Â $8.40Â per shareÂ Credit spreadÂ Â 92.20%Â Â Â 56.52%Â TermÂ Â 1.34Â yearsÂ Â Â 2.34Â yearsÂ Dividend yieldÂ Â â€“%Â Â Â â€“%Â Risk-free rateÂ Â 4.60%Â Â Â 4.35%Â Â Â Â Â F-44Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The estimated fair value of the interest make-whole derivative liability at DecemberÂ 31, 2023 and DecemberÂ 31, 2022 was determined using assumptions which include an implied credit spread rate for notes with a similar term, the expected volatility and dividend yield of the Companyâ€™s common stock and the risk-free interest rate. Â During the years ended DecemberÂ 31, 2023 and 2022, there wereÂ noÂ conversions of theÂ 3.25% convertible senior notes due 2025 (the â€œ2025 Notesâ€) into shares of the Companyâ€™s common stock. Â During the year ended DecemberÂ 31, 2023, there wasÂ noÂ change in the fair value of the interest make-whole liability. For the year ended December 31, 2022, the Company recorded a $0.9Â million gain as a result of the changes in fair value of the interest make-whole liability within other income (expense), net on the consolidated statement of operations. Â Other Financial Instruments Â The carrying values of the Companyâ€™s other financial assets and liabilities approximate their fair values because of their short-term nature, with the exception of the 2025 Notes. The 2025 Notes are carried at amortized cost, adjusted for changes in fair value of the embedded derivative. Â NoteÂ 5.Â Debt Â Convertible Notes Â 2025 Notes Â In May 2020, the Company completed both a registered public offering, and a privately negotiated exchange agreement, that resulted in the issuance of the 2025 Notes. After taking into account exchanges and redemptions occurring in prior periods, the outstanding principal balance of the

2025 Notes was $161.9Â million as of both DecemberÂ 31, 2023 andÂ DecemberÂ 31, 2022. Â The 2025 Notes were issued under an indenture, dated May 12, 2020 (the â€œBase Indentureâ€), between the Company and Wilmington Trust, National Association, as trustee (the â€œTrusteeâ€), as supplemented by the first supplemental indenture, dated May 12, 2020 (the â€œSupplemental Indentureâ€ and, together with the Base Indenture, the â€œIndentureâ€), between the Company and the Trustee. Â The 2025 Notes will mature on May 1, 2025, unless earlier repurchased, redeemed or converted. The 2025 Notes are senior unsecured obligations of the Company and bear interest at an annual rate ofÂ 3.25%, payable semi-annually in arrears on May 1 and November 1 of each year. Â Holders of the 2025 Notes may convert the 2025 Notes into shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), at their option, at any time until the close of business on the scheduled trading day immediately before the maturity date. Upon conversion of the 2025 Notes, the Company will deliver for each $1,000 principal amount of 2025 Notes converted a number of shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), equal to the conversion rate. Â The initial conversion rate for the 2025 Notes is 7.92896 shares of common stock per $1,000 principal amount of 2025 Notes, which represents an initial conversion price of approximately $126.12Â per share, and is subject to adjustment upon the occurrence of certain events, including, but not limited to, certain stock dividends, splits and combinations, the issuance of certain rights, options or warrants to holders of the common stock, certain distributions of assets, debt securities, capital stock or other property to holders of the common stock, cash dividends on the common stock and certain Company tender or exchange offers. Â Â Â Â F-45Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â If a fundamental change (as defined in the Indenture) occurs at any time prior to the maturity date, then the noteholders may require the Company to repurchase their 2025 Notes at a cash repurchase price equal to the principal amount of the 2025 Notes to be repurchased, plus accrued and unpaid interest, if any, to, but excluding, the fundamental change repurchase date.Â If a make-whole fundamental change (as defined in the Indenture) occurs, then the Company will in certain circumstances increase the conversion rate for a specified period of time. Â The 2025 Notes will be redeemable, in whole or in part, at the Companyâ€™s option at any time, and from time to time, on or after May 6, 2023 through the last scheduled trading day before the maturity date, at a cash redemption price equal to the principal amount of the 2025 Notes to be redeemed, plus accrued and unpaid interest, if any, to, but excluding, the redemption date, as long as the last reported sale price per share of the common stock exceedsÂ 130% of the conversion price on (i) each of at leastÂ 20Â trading days, whether or not consecutive, during theÂ 30Â consecutive trading days ending on, and including, the trading day immediately before the date the Company sends the related redemption notice; and (ii) the trading day immediately before the date the Company sends such notice. Â The Indenture contains customary events of default. If an event of default (other than certain events of bankruptcy, insolvency or reorganization involving the Company) occurs and is continuing, the Trustee, by notice to the Company, or the holders of the 2025 Notes representing at leastÂ 25% in aggregate principal amount of the outstanding 2025 Notes, by notice to the Company and the Trustee, may declareÂ 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Notes to be due and payable immediately. Upon the occurrence of certain events of bankruptcy, insolvency or reorganization involving the Company,Â 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Notes will automatically become immediately due and payable. Notwithstanding the foregoing, the Indenture provides that, to the extent the Company elects, the sole remedy for an event of default relating to certain failures by the Company to comply with certain reporting covenants in the Indenture will, for the first 360 days after such event of default, consist exclusively of the right to receive additional interest on the 2025 Notes. Â Interest make-whole payment Â The 2025 Notes also include an interest make-whole payment feature whereby if the last reported sale price of the Companyâ€™s common stock for each of theÂ fiveÂ trading days immediately preceding a conversion date is greater than or equal to $105.10, the Company will, in addition to the other consideration payable or deliverable in connection with such conversion, make an interest make-whole payment to the converting holder equal to the sum of the present values of the scheduled payments of interest that would have been made on the 2025 Notes to be converted had such notes remained outstanding from the conversion date through the earlier of (i) the date that isÂ three yearsÂ after the conversion date and (ii) the maturity date. The present values will be computed using a discount rate equal toÂ 1%. The Company will satisfy its obligation to pay the interest make-whole payment, at its election, in cash or shares of common stock (together with cash in lieu of fractional shares).Â The Company has determined that this feature is an embedded derivative and has recognized the fair value of this derivative as a liability in the consolidated balance sheets, with subsequent changes to fair value to be recorded at each reporting period on the consolidated statement of operations in other income, net. SeeÂ NoteÂ 4Â â€“ Fair Value Measurements, for more information on this derivative liability. Â As of DecemberÂ 31, 2023 and 2022, $161.9Â millionÂ ofÂ principal of the 2025 Notes was outstanding, $80.4Â million of which were held by related parties. Assuming no repurchases or conversions of the 2025 Notes prior to May 1, 2025, the entire principal balance of $161.9Â million of the 2025 Notes is due on May 1, 2025. Â The 2025 Notes consist of the following (in thousands): Â Â Â December 31, Â Â 2023Â 2022 PrincipalÂ $161,898Â Â $161,898Â Add: fair value of embedded derivativeÂ Â â€“Â Â Â â€“Â Less: unamortized debt discountÂ Â (1,106)Â Â Â (1,933) Less: unamortized issuance costsÂ Â (880)Â Â Â (1,538) Net carrying amountÂ $159,912Â Â $158,427Â Â Â Â Â Â Â F-46Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The effective interest rate of the liability component of the 2025 Notes wasÂ 4.17% for the twelve months ended DecemberÂ 31, 2023 and 2022.Â The following table sets forth total interest expense recognized related to the 2025 Notes (in thousands): Â Â Â Â Â Â Â Â Year Ended December 31, Â Â 2023Â 2022 Contractual interest expenseÂ $5,262Â Â $5,262Â Amortization of debt discountÂ Â 828Â Â Â 828Â Amortization of debt issuance costsÂ Â 659Â Â Â 659Â Total interest expenseÂ $6,749Â Â $6,749Â Â The contractual interest expense on the 2025 Notes recorded within interest expense, net on the consolidated statements of operations attributable to related parties was $2.6Â million and $2.6Â million in the years ended DecemberÂ 31, 2023 and 2022, respectively. As of both DecemberÂ 31, 2023 and 2022, accrued interest due to related parties of $0.4Â million was included within accrued expenses and other current liabilities on the consolidated balance sheets. Â Asset-Backed Revolving Credit Facility Â On August 5, 2022, the Company entered into a Loan and Security Agreement (the â€œCredit Agreementâ€), by and among Siena Lending Group LLC, as lender (â€œLenderâ€), Inseego Wireless, Inc., a Delaware corporation (â€œInseego Wirelessâ€), a subsidiary of the Company, and Inseego North America LLC, an Oregon limited liability company, an indirect subsidiary of the Company, as borrowers (together with Inseego Wireless, the â€œBorrowersâ€), and the Company, as guarantor (together with the Borrowers, the â€œLoan Partiesâ€) as subsequently amended (see NoteÂ 13Â â€“ Subsequent Events for further information on the most recent amendment) . The Credit Agreement establishes a secured asset-backed revolving credit facility which is comprised of a maximum $50Â million revolving credit facility (â€œCredit Facilityâ€), with a minimumÂ borrowing amount for interest calculationsÂ of $4.5Â million upon execution of the Credit Agreement. The Credit Facility matures on December 31, 2024. Availability under the Credit Facility is determined monthly by a borrowing base comprised of a percentage of eligible accounts receivable and eligible inventory of the Borrowers. Outstanding amounts exceeding the borrowing base must be repaid immediately. The Borrowersâ€™ obligations under the Credit Agreement are guaranteed by the Company. The Loan Partiesâ€™ obligations under the Credit Agreement are secured by a continuing security interest in all property of each Loan Party, subject to certain Excluded Collateral (as defined in the Credit Agreement). Â Borrowings under the Credit Facility may take the form of base rate (â€œBase Rateâ€) loans or Secured Overnight Financing Rate (â€œSOFRâ€) loans. SOFR loans will bear interest at a rate per annum equal to Term SOFR (as defined in the Credit Agreement as the Term SOFR Reference Rate for a term of one month on the day) plus the Applicable Margin (as defined in the Credit Agreement), with a Term SOFR floor ofÂ 1%. Base Rate loans will bear interest at a rate per annum equal to the Applicable Margin plus the greatest of (a) the per annum rate of interest which is identified as the â€œPrime Rateâ€ and normally published in the Money Rates section of The Wall Street Journal, (b) the sum of the Federal Funds Rate (as defined in the Credit Agreement) plusÂ 0.5% and (c)Â 3.50% per annum. Â The Applicable Margin varies depending on the average outstanding amount for a preceding month. If the average outstanding amount for a preceding month is less than $15Â million, the Applicable Margin will beÂ 2.50% for Base Rate loans andÂ 3.50% for SOFR loans. If the average outstanding amount for a preceding month is between $15Â million and $25Â million, the Applicable Margin will beÂ 3.00% for Base Rate loans andÂ 4.00% for SOFR loans. If the average outstanding amount for a preceding month is greater than $25Â million, the Applicable Margin will beÂ 4.5% for Base Rate loans andÂ 5.50% for SOFR loans. The Company pays monthly fees ofÂ 0.4% per annum on the unused portion of the Credit Facility. Â The Credit Agreement contains a financial covenant whereby the Loan Parties shall not permit the consolidated Liquidity (as defined in the Amended Credit Agreement) to be less than $8Â million at any time (the â€œLiquidity Covenantâ€). The Credit Agreement also contains certain customary covenants, which include, but are not limited to, restrictions on indebtedness, liens, fundamental changes, restricted payments, asset sales, and investments, and places limits on various other payments. The Company determined that the term â€œEligible Accountsâ€, as defined in the Credit Agreement would have excluded certain balances used in the determination of eligible collateral upon which the Companyâ€™s borrowing base is calculated and that exclusion would have resulted in a violation of the Liquidity Covenant as of December 31, 2022.Â Accordingly, to clarify this matter and others, the Loan Parties agreed to amend the Credit Agreement (as amended, the â€œAmended Credit Agreementâ€) to modify and clarify the definitions of â€œEligible Accountsâ€, â€œPermitted Indebtednessâ€ and also â€œEligible Inventory.â€ The Amended Credit Agreement was entered into on February 25, 2023 with an effective date of December 15, 2022. The Company was in compliance with the financial covenants of the Amended Credit Agreement as of DecemberÂ 31, 2023. Â Â Â Â F-47Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â On May 2, 2023, (1) two related parties (the â€œParticipantsâ€) collectively purchased a $4.0Â million last-out subordinated participation interest in the Amended Credit Agreement (the â€œParticipation Interestâ€) from the Lender, and (2) the Borrowers entered into an amendment to the Amended Credit Agreement which increased the borrowing base under the Credit Facility by $4.0Â million, increased the minimum borrowing amount for interest calculations to $8.5Â million, and modified certain covenants. In connection with the purchase of the Participation Interest, we agreed to pay the Participants an aggregate exit fee ranging fromÂ 7.5% toÂ 12.5% of the amount of the Participation Interest, payable upon the earlier to occur of (a) the maturity date of the Credit Facility, (b) termination of the Lenderâ€™s commitment to make revolving loans prior to the scheduled maturity date of the Credit Facility, and (c) the early redemption of the Participation Interest, as applicable. Further, the purchase of the Participation Interest granted an option for the Participants to purchase the subject revolving loan or to redeem its Participation Interest under certain circumstances. The Participants are each affiliates of beneficial holders of greater than five percent of our outstanding common stock.Â Accretion of the exit fee attributable to related parties recorded within interest expense, net on the consolidated statements of operations was $0.2Â million for the year ended DecemberÂ 31, 2023. Â Upon execution of the Credit Agreement on August 5, 2022, the Company paid $1.1Â million of debt issuance costs, which are being amortized to interest expense throughout the term of the agreement. Amortization expense of $0.5Â million and $0.2Â million related to debt issuance cost was recognized for the years ended DecemberÂ 31, 2023 and 2022, respectively. As of DecemberÂ 31, 2023 and 2022, there were $0.5Â million and $0.9Â million of unamortized debt issuance costs on the Credit Facility included within prepaid expenses and other and other assets on the consolidated balance sheets, respectively. As of DecemberÂ 31, 2023, the Company had outstanding borrowings of $4.1Â million and availability of $3.2Â million. The Companyâ€™s policy is to classify outstanding borrowings as long-term so long as such borrowings are not expected to exceed the borrowing base over the 12 months subsequent to the balance sheet date, in which case, any excess borrowings would be classified as short-term. Â The effective interest rate of the average outstanding balance of the Credit Facility wasÂ 54.5%, which includesÂ 14.4% related to amortization of original issuance costs, andÂ 17.7%, which includesÂ 8.5% related to amortization of original issuance costs, for the twelve months ended DecemberÂ 31, 2023 and 2022, respectively. The higher interest rates relate to the fact that there is a minimum borrowing amount for interest calculations under the Credit Facility.Â The following table sets forth total interest expense recognized related to the Credit Facility (in thousands): Â Â Â Year Ended December 31, Â Â 2023Â 2022 Contractual interest expenseÂ $861Â Â $211Â Amortization of debt issuance costsÂ Â 466Â Â Â 194Â Total interest expenseÂ $1,327Â Â $405Â Â NoteÂ 6.Â Income Taxes Â The Companyâ€™s loss before income taxes for the years ended DecemberÂ 31, 2023 and 2022 is comprised of the following (in thousands): Â Â Â Â Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 DomesticÂ $(47,703)Â $(63,939) ForeignÂ Â 2,403Â Â Â (4,495) Loss before income taxesÂ $(45,300)Â $(68,434) Â Â Â Â F-48Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The (benefit) provision for income taxes for the years ended DecemberÂ 31, 2023 and 2022 is comprised of the following (in thousands): Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Current:Â Â Â Â FederalÂ $ â€“ Â Â $ â€“ Â StateÂ Â 20Â Â Â 50Â ForeignÂ Â 477Â Â Â 55Â Total currentÂ Â 497Â Â Â 105Â Deferred:Â Â Â Â Â Â Â FederalÂ Â 9Â Â Â 15Â StateÂ Â â€“Â Â Â â€“Â ForeignÂ Â 379Â Â Â (585) Total deferredÂ Â 388Â Â Â (570) (Benefit) Provision for income taxesÂ $885Â Â $(465) Â The Companyâ€™s net deferred tax liabilities consist of the following (in thousands): Â Â Â DecemberÂ 31, Â Â 2023Â 2022 Deferred tax assets:Â Â Â Â Â Â Â Accrued expensesÂ $1,175Â Â $715Â Provision for excess and obsolete inventoryÂ Â 4,679Â Â Â 759Â Capitalized research and experimental expendituresÂ Â 8,629Â Â Â 8,986Â Convertible debtÂ Â 3,526Â Â Â 9,782Â Depreciation and amortizationÂ Â 1,725Â Â Â â€“Â Interest expense limitationÂ Â 18,689Â Â Â 12,722Â Net operating loss and tax credit carryforwardsÂ Â 114,813Â Â Â 112,297Â Share-based compensationÂ Â 3,065Â Â Â 3,375Â Right-of-use-assetÂ Â 2,209Â Â Â 2,294Â Unrecognized tax benefitsÂ Â â€“Â Â Â 1,942Â Deferred tax assetsÂ Â 158,510Â Â Â 152,872Â Valuation allowancesÂ Â (155,158)Â Â (145,431) Deferred tax assets, net of valuation allowancesÂ Â 3,352Â Â Â 7,441Â Deferred tax liabilities:Â Â Â Â Â Â Â Operating lease liabilityÂ Â (2,607)Â Â (2,518) Acquired intangible assetsÂ Â (555)Â Â (599) Depreciation and amortizationÂ Â â€“Â Â Â (4,288) Unrealized foreign currency gainsÂ Â (870)Â Â (359) Deferred tax liabilitiesÂ Â (4,032)Â Â (7,764) Deferred tax liabilities, netÂ $(680)Â $(323) Â Â Â Â F-49Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The Company recognizes federal, state and foreign current tax liabilities or assets based on its estimate of taxes payable to or refundable by tax authorities in the current fiscal year. The Company also recognizes federal, state and foreign deferred tax liabilities or assets based on the Companyâ€™s estimate of future tax effects attributable to temporary differences and carryforwards. The Company records a valuation allowance to reduce any deferred tax assets by the amount of any tax benefits that, based on available evidence and judgment, are not expected to be realized. Â The Company assesses whether a valuation allowance should be recorded against its deferred tax assets based on the consideration of all available evidence, using a â€œmore likely than notâ€ realization standard. The four sources of taxable income that must be considered in determining whether deferred tax assets will be realized are: (1) future reversals of existing taxable temporary differences (i.e., offset of gross deferred tax assets against gross deferred tax liabilities); (2) taxable income in prior carryback years, if carryback is permitted under the applicable tax law; (3) tax planning strategies; and (4) future taxable income exclusive of reversing temporary differences and carryforwards. Â During the years ended DecemberÂ 31, 2023 and 2022, the Company recognized valuation allowances of $10.1Â million, and $13.6Â million, respectively, related to its deferred tax assets created in those respective years for entities with historical losses and full valuation allowances. Based on the Companyâ€™s current position on valuation allowance, no net income tax benefits resulted in the Companyâ€™s consolidated statements of operations from the operating losses created during those years. Â Beginning January 1, 2022, we are required to capitalize certain research and development expenditures in accordance with Section 174 of the Internal Revenue Code, as amended by the Tax Cuts and Jobs Act of 2017, instead of expensing such expenditures, as previously allowed. Amortization of such capitalized expenditures are allowed over a 5-year period if incurred domestically or a 15-year period if incurred outside the United States. Â The (benefit) provision for income taxes reconciles to the amount computed by applying the statutory federal income tax rate of 21% in 2023 and 2022 to loss before income taxes as follows (in thousands): Â Â Â Â Â Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Federal tax benefit, at statutory rateÂ $(9,154)Â $(14,371) State benefit, net of federal benefitÂ Â 711Â Â Â (370) Foreign tax rate differenceÂ Â 148Â Â Â (259) Valuation allowance against future tax benefitsÂ Â 9,727Â Â Â 13,564Â Research and development creditsÂ Â (760)Â Â (2,222) Share-based compensationÂ Â 1,622Â Â Â 1,010Â Non-deductible officers compensationÂ Â â€“Â Â Â 108Â True-up of prior year provisionsÂ Â (1,474)Â Â 2,123Â OtherÂ Â 65Â Â Â (48) (Benefit) Provision for income taxesÂ $885Â Â $(465) Â At DecemberÂ 31, 2023, the Company had U.S. federal net operating loss carryforwards (â€œNOLsâ€) related to tax years 2021 and prior of approximately $405.1Â million. Approximately $106.9Â million of these NOLs have no expiration date. The remainder will begin to expire in 2024, unless previously utilized. Some of these NOLs may be limited by either past or future changes in control events. The Company has California NOLs at DecemberÂ 31, 2023 of approximately $64.2Â million, which begin to expire in 2028, unless previously utilized, and foreign NOLs for its active foreign subsidiaries of approximately $25.5Â million, which generally have no expiration date. At DecemberÂ 31, 2023, the Company had federal research and development tax credit carryforwards, net of unrecognized tax benefits, of approximately $10.9Â million, which begin to expire in 2026, unless previously utilized, and California research and development tax credit carryforwards, net of unrecognized tax benefits, of approximately $10.9Â million, which have no expiration date. Â Â Â Â F-50Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Pursuant to Internal Revenue Code (â€œIRCâ€) Sections 382 and 383, annual use of the Companyâ€™s net operating loss and research and development credit carryforwards may be limited in the event a cumulative change in ownership of more than 50% occurs within a rolling three-year period. An analysis was performed for the

period through DecemberÂ 31, 2023 and did not identify any events of cumulative change in ownership during the review period. The Company will continue monitoring any future changes in stock ownership. Â It is the Companyâ€™s intention to reinvest undistributed earnings of its foreign subsidiaries and thereby indefinitely postpone their remittance. Accordingly, no provision has been made for foreign withholding taxes on U.S. income taxes which may become payable if undistributed earnings of the foreign subsidiary were paid as dividends to the Company. Â On March 27, 2020, the U.S. government enacted the Coronavirus Aid, Relief, and Economic Security Act (â€œCARES Actâ€) which includes modifications to the limitation on business interest expense and net operating loss provisions, and provides a payment delay of employer payroll taxes during 2020 after the date of enactment. Payments of approximately $1.4Â million of employer payroll taxes otherwise due in 2020, were delayed with 50% due and paid by December 31, 2021 and the remaining 50% in February 2023. The CARES Act did not have a material impact on the Companyâ€™s consolidated financial statements. Â The Company follows the accounting guidance related to financial statement recognition, measurement and disclosure of uncertain tax positions. The Company recognizes the impact of an uncertain income tax position on an income tax return at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained.Â NoÂ income tax benefit was recognized during the years ended DecemberÂ 31, 2023 and 2022. At DecemberÂ 31, 2023 and 2022, the Company didÂ not have interest expense related to uncertain tax positions or a liability for unrecognized tax benefits. The Company does not expect changes to its uncertain tax position in the next twelve months. Â A reconciliation of the beginning and ending amounts of unrecognized tax benefits is as follows (in thousands): Â Balance at DecemberÂ 31, 2021Â $41,629Â Increases related to current and prior year tax positionsÂ Â 1,286Â Balance at DecemberÂ 31, 2022Â Â 42,915Â Increases related to current and prior year tax positionsÂ Â 506Â Decreases from lapses of statute of limitations and prior year tax positionsÂ Â (30,782) Balance at DecemberÂ 31, 2023Â $12,639Â Â There are no tax benefits that, if recognized, would affect the effective tax rate that are included in the balances of unrecognized tax benefits at DecemberÂ 31, 2023. Â The Company and its subsidiaries file U.S., state and foreign income tax returns in jurisdictions with various statutes of limitations. The Companyâ€™s tax returns are subject to examination by federal, state and foreign taxing authorities. The Companyâ€™s federal and state tax returns are subject to examination for the years beginning in 2020 and 2019, respectively. Net operating loss carryforwards arising prior to these years are also open to examination, if and when utilized. The Company believes appropriate provisions for all outstanding issues have been made for all jurisdictions and all open years. However, because audit outcomes and the timing of audit settlements are subject to significant uncertainty, the Companyâ€™s current estimate of the total amounts of unrecognized tax benefits could increase or decrease for all open years. Â On August 16, 2022, Congress passed, and the President signed into law, the Inflation Reduction Act of 2022 (the â€œIRAâ€), which includes certain business tax provisions. The IRA provides for excise taxes on corporate stock buy-backs and a minimum tax on corporate financial statement income in excess of $1.0 billion. These new provisions became effective January 1, 2023. The Company does not expect the IRA to have a material impact on the Companyâ€™s effective tax rate or income tax expense for the year ending December 31, 2023. Â Â Â Â F-51Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â NoteÂ 7.Â Preferred Stock and Common Stock Â Preferred Stock Â The Company has a total ofÂ 2,000,000Â shares of preferred stock authorized for issuance at a par value of $0.001Â per share,Â 150,000Â of which have been designated Series D Preferred Stock andÂ 39,500Â of which have been designated Series E Preferred Stock. As of DecemberÂ 31, 2023, the Company hadÂ 25,000Â shares of Series E preferred stock issued and outstanding. Â Each share of Series E Preferred Stock entitles the holder thereof to receive, when and if declared by the Company out of assets legally available therefor, cumulative cash dividends at an annual rate ofÂ 9.00% payable quarterly in arrears on January 1 April 1, July 1 and October 1 of each year, beginning on October 1, 2019. If dividends are not declared and paid in any quarter, or if such dividends are declared but holders of the Series E Preferred Stock elect not to receive them in cash, the quarterly dividend will be deemed to accrue and will be added to the Series E Base Amount (as defined below). The Series E Preferred Stock has no voting rights unless otherwise required by law. The Series E Preferred Stock is perpetual and has no maturity date. However, the Company may, at its option, redeem shares of the Series E Preferred Stock, in whole or in part, on or after July 1, 2022, at a price equal toÂ 110% of the Series E Base Amount plus (without duplication) any accrued and unpaid dividends. The â€œSeries E Base Amountâ€ means $1,000Â per share, plus any accrued but unpaid dividends, whether or not declared by the Companyâ€™s board of directors, subject to appropriate adjustment in the event of any stock dividend, stock split, combination or other similar recapitalization with respect to the Series E Preferred Stock. In the event of a liquidation, dissolution or winding up of the Company, the holders of the Series E Preferred Stock will be entitled to receive, after satisfaction of liabilities to creditors and subject to the rights of holders of any senior securities, but before any distribution of assets is made to holders of common stock or any other junior securities, the Series E Base Amount plus (without duplication) any accrued and unpaid dividends. Â Dividends declared, but not paid, related to the Series E Preferred Stock resulted in $10.1Â million and $7.1Â million of dividends accrued, approximating $404.93Â and $285.29Â per preferred share, as of DecemberÂ 31, 2023 and 2022, respectively. Â Common Stock Â As of DecemberÂ 31, 2023, the Company hadÂ 150,000,000Â shares of $0.001Â par value common stock authorized for issuance andÂ 11,878,557Â shares issued and outstanding. Â In January 2021, the Company entered into an Equity Distribution Agreement with Canaccord Genuity LLC (the â€œAgentâ€), pursuant to which the Company may offer and sell, from time to time, through or to the Agent, up to $40.0Â million of shares of its common stock (the â€œATM Offeringâ€). There wereÂ noÂ sales under the ATM during the year ended December 31, 2022. DuringÂ the year endedÂ DecemberÂ 31, 2023Â the Company soldÂ 803,596Â shares of common stock, at an average price of $7.54Â per share, for net proceeds of $5.9Â million, after deducting underwriter fees and discounts.Â Effective as of November 2, 2023, the Equity Distribution Agreement was terminated by the Company, and there will be no further sales under the ATM Offering. Â NoteÂ 8.Â Share-based Compensation Â During the years ended DecemberÂ 31, 2023 and 2022, the Company granted awards under the 2018 Omnibus Incentive Compensation Plan, previously named the Amended and Restated 2009 Omnibus Incentive Compensation Plan (the â€œ2018 Planâ€). The Compensation Committee of the Board of Directors administers the plans. Under the 2018 Plan, shares of common stock may be issued upon the exercise of stock options, in the form of restricted stock, or in settlement of RSUs or other awards, including awards with alternative vesting schedules such as performance-based criteria. The 2018 Plan authorizesÂ 3,275,309Â shares, of whichÂ 910,076Â remain available for future grants. Â During the year ended DecemberÂ 31, 2023 and 2022, the Board of Directors of the Company approved and the Company granted RSUs to eligible employees under the 2018 Plan, previously named the Amended and Restated 2009 Omnibus Incentive Compensation Plan (the â€œ2018 Planâ€), as annual bonus payments. During the years ended DecemberÂ 31, 2023 and 2022, the total charges related to bonus payments were $1.2Â million and $8.8Â million, respectively. Â Â Â Â F-52Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â For the years ended DecemberÂ 31, 2023 and 2022, the following table presents total share-based compensation expense in each functional line item on the consolidated statements of operations (in thousands): Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Cost of revenuesÂ $772Â Â $2,110Â Research and developmentÂ Â 1,526Â Â Â 5,369Â Sales and marketingÂ Â 1,215Â Â Â 3,528Â General and administrativeÂ Â 3,931Â Â Â 6,868Â TotalÂ $7,444Â Â $17,875Â Â Stock Options Â The Compensation Committee of the Board of Directors determines eligibility, vesting schedules and exercise prices for stock options granted. For performance stock awards subject to market-based vesting conditions, fair values are determined using the Monte-Carlo simulation model. Stock options generally have a term ofÂ ten yearsÂ and vest over aÂ three- toÂ four-yearÂ period. Â The following table presents the weighted-average assumptions used in the Black-Scholes valuation model by the Company in calculating the fair value of each stock option granted: Â Â Â Â Â Â Â Â Year Ended December 31, Â Â 2023Â 2022 Expected dividend yieldÂ Â â€“%Â Â Â â€“%Â Risk-free interest rateÂ Â 4.3%Â Â Â Â 1.8%Â VolatilityÂ Â 174%Â Â Â Â 78%Â Expected term (in years)Â Â 4.4Â Â Â Â 5.7Â Â The weighted-average fair value of stock option awards granted during the years ended DecemberÂ 31, 2023 and 2022 was $3.16Â and $29.10, respectively. Â Â Â Â F-53Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The following table summarizes the Companyâ€™s stock option activity for the years ended DecemberÂ 31, 2023 and 2022 (dollars in thousands, except per share data): Â Â Â Stock Options OutstandingÂ Weighted-Average Exercise Price Per OptionÂ Weighted-Average Remaining Contractual Term (in years)Â Aggregate Intrinsic Value Outstanding â€“ DecemberÂ 31, 2021Â Â 808,579Â Â Â 48.05Â Â Â Â Â Â Â Â GrantedÂ Â 150,500Â Â Â 46.30Â Â Â Â Â Â Â Â ExercisedÂ Â (37,069)Â Â Â 13.70Â Â Â Â Â Â Â Â CanceledÂ Â (108,714)Â Â 79.65Â Â Â Â Â Â Â Â Outstanding â€“ DecemberÂ 31, 2022Â Â 813,296Â Â Â 46.50Â Â Â Â Â Â Â Â GrantedÂ Â 82,825Â Â Â 4.13Â Â Â Â Â Â Â Â ExercisedÂ Â â€“Â Â Â â€“Â Â Â Â Â Â Â Â CanceledÂ Â (350,249)Â Â 38.39Â Â Â Â Â Â Â Â Outstanding â€“ December 31, 2023Â Â 545,872Â Â Â 44.16Â Â Â Â 6.30Â Â Â Â 1Â Vested and Expected to Vest â€“ DecemberÂ 31, 2023Â Â 504,839Â Â Â 45.74Â Â Â Â 6.08Â Â Â Â â€“Â Exercisable â€“ December 31, 2023Â Â 365,246Â Â Â 49.57Â Â Â 5.07Â Â Â â€“Â Â The total intrinsic value of stock options exercised to purchase common stock during the years ended December 31, 2022 was approximately $3.7Â million. Â As of DecemberÂ 31, 2023, total unrecognized share-based compensation expense related to non-vested stock options was $3.0Â million, which is expected to be recognized over a weighted-average period of approximatelyÂ 2.78Â years. The Company recognized approximately $4.0Â million and $5.9Â million of share-based compensation expense related to the vesting of stock option awards during the years ended DecemberÂ 31, 2023 and 2022, respectively. Â Restricted Stock Units Â Pursuant to the 2018 Plan and the 2015 Plan, the Company may issue RSUs that, upon satisfaction of vesting conditions, allow recipients to receive common stock. Issuances of such awards reduce common stock available under the 2018Â Plan and 2015Â Plan for stock incentive awards. The Company measures compensation cost associated with grants of RSUs at fair value, which is generally the closing price of the Companyâ€™s stock on the date of grant. RSUs generally vest over aÂ three- toÂ four-yearÂ period. Â A summary of restricted stock unit activity under all plans for the years ended DecemberÂ 31, 2023 and 2022 is presented below: Â Â Â Â Â Â Number of SharesÂ Weighted-Average Grant-Date Fair Value Non-vested â€“ DecemberÂ 31, 2021Â Â 124,772Â Â Â 76.54Â GrantedÂ Â 254,405Â Â Â 45.08Â VestedÂ Â (227,882)Â Â 45.32Â ForfeitedÂ Â (33,458)Â Â 34.52Â Non-vested â€“ DecemberÂ 31, 2022Â Â 117,837Â Â Â 73.30Â GrantedÂ Â 366,713Â Â Â 5.78Â VestedÂ Â (246,706)Â Â 12.92Â ForfeitedÂ Â (34,836)Â Â 39.77Â Non-vested â€“ December 31, 2023Â Â 203,008Â Â Â 19.84Â Â Â Â Â Â F-54Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â During the years ended DecemberÂ 31, 2023 and 2022, the total fair value of shares vested was $1.2Â million and $9.5Â million, respectively. Â As of DecemberÂ 31, 2023, there was $2.3Â million of unrecognized share-based compensation expense related to non-vested RSUs, which is expected to be recognized over a weighted-average period ofÂ 1.39Â years. The Company recognized approximately $3.3Â million and $11.7Â million of share-based compensation expense related to the vesting of RSUs during the years ended DecemberÂ 31, 2023 and 2022, respectively. Â 2000 Employee Stock Purchase Plan Â The ESPP permits eligible employees of the Company to purchase newly issued shares of common stock, at a price equal toÂ 85% of the lower of the fair market value on (i)Â the first day of the offering period or (ii)Â the last day of eachÂ six-monthÂ purchase period, through payroll deductions of up toÂ 10% of their annual cash compensation. Under the ESPP, a maximum ofÂ 532,400Â shares of common stock may be purchased by eligible employees. Â During the years ended DecemberÂ 31, 2023 and 2022, the Company issuedÂ 64,150Â shares andÂ 52,567Â shares, respectively, under the ESPP. The Company recognized approximately $0.1Â million and $0.3Â million of share-based compensation expense related to the ESPP during the years ended DecemberÂ 31, 2023 and 2022, respectively. Â NoteÂ 9.Â Loss per Share Â Basic EPS excludes dilution and is computed by dividing net loss attributable to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock using the treasury stock method. Potentially dilutive securities (consisting primarily of the convertible notes calculated using the if-converted and treasury stock method and warrants, stock options and RSUs calculated using the treasury stock method) are excluded from the diluted EPS computation in loss periods and when the applicable exercise price is greater than the market price on the period end date as their effect would be anti-dilutive. Â The calculation of basic and diluted earnings per share was as follows (in thousands, except share and per share data): Â Â Â Year Ended DecemberÂ 31, Â Â 2023Â 2022 Net loss attributable to common stockholdersÂ $(49,176)Â $(70,705) Weighted-average common shares outstanding*Â Â 11,372,069Â Â Â 10,726,933Â Basic and diluted net loss per shareÂ $(4.32)Â $(6.59) Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1 Â Â Â Â F-55Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The following is a summary of outstanding potential shares of common stock that have been excluded from the computation of diluted net loss per share attributable to common stockholders because their inclusion would have been anti-dilutive: Â Â Â Â Â Â Â Â Year Ended DecemberÂ 31, (in thousands)Â 2023Â 2022 Convertible notesÂ Â 1,291Â Â Â 1,409Â Non-qualified stock optionsÂ Â 546Â Â Â 813Â Restricted stock unitsÂ Â 203Â Â Â 118Â Employee Stock Purchase PlanÂ Â 25Â Â Â 43Â TotalÂ Â 2,065Â Â Â 2,383Â Â NoteÂ 10.Â Commitments and Contingencies Â Noncancellable Purchase Obligations Â The Company typically enters into commitments with its contract manufacturers that require future purchases of goods or services in the upcoming three to four quarters following the balance sheet date. Such commitments are noncancellable (â€œnoncancellable purchase obligations). As of DecemberÂ 31, 2023, future payments under these noncancellable purchase obligations were approximately $33.9Â million. Â Legal Â The Company is, from time to time, party to various legal proceedings arising in the ordinary course of business. The Company is regularly required to directly or indirectly participate in other U.S. patent infringement actions pursuant to its contractual indemnification obligations to certain customers. Based on an evaluation of these matters the Company currently believes that liabilities arising from, or sums paid in settlement of these existing matters, if any, would not have a material adverse effect on its consolidated results of operations or financial condition. Â Indemnification Â In the normal course of business, the Company periodically enters into agreements that require the Company to indemnify and defend its customers for, among other things, claims alleging that the Companyâ€™s products infringe upon third-party patents or other intellectual property rights. The Companyâ€™s maximum exposure under these indemnification provisions cannot be estimated but the Company does not believe that there are any matters individually or collectively that would have a material adverse effect on its consolidated results of operations or financial condition. Â Â Â Â F-56Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â NoteÂ 11.Â Leases Â The components of the right-of-use assets and lease liabilities were as follows (in thousands): Â Â Â Balance Sheet ClassificationÂ December 31, 2023Â December 31, 2022 Operating right-of-use assets, netÂ Operating lease right-of-use assetsÂ $5,412Â Â $6,662Â Â Â Â Â Â Â Â Â Â Current operating lease liabilitiesÂ Accrued expenses and other current liabilitiesÂ $1,681Â Â $1,759Â Non-current operating lease liabilitiesÂ Operating lease liabilitiesÂ Â 5,039Â Â Â 5,903Â Total operating lease liabilitiesÂ Â Â $6,720Â Â $7,662Â Â Â Â Â Â Â Â Â Â Weighted-average remaining lease term (in years)Â Â Â Â 4.2Â Â Â 4.1Â Weighted-average discount rateÂ Â Â Â 9.0Â Â Â 9.0Â Â The components of lease cost were as follows (in thousands): Â Â Â Year Ended December 31, 2023Â Â Â 2023Â 2022Â Â Â Â Â Â Â Â Operating lease costs included in operating costs and expensesÂ $2,303Â Â $2,453Â Â Supplemental cash flow information related to leases was as follows (in thousands): Â Â Â Year Ended December 31, 2023Â Â Â 2023Â Â Â 2022Â Â Â Â Â Â Â Â Operating cash flows related to operating leasesÂ $2,369Â Â $2,464Â Operating right-of-use assets obtained in exchange for lease liabilitiesÂ $1,030Â Â $705Â Â Â Â Â F-57Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â The future minimum payments under operating leases were as follows at DecemberÂ 31, 2023 (in thousands): Â 2024Â $2,208Â 2025Â Â 1,904Â 2026Â Â 1,878Â 2027Â Â 1,282Â 2028Â Â 148Â ThereafterÂ Â 723Â Total minimum operating lease paymentsÂ Â 8,143Â Less: amounts representing interestÂ Â (1,423) Present value of net minimum operating lease paymentsÂ Â 6,720Â Less: current portionÂ Â (1,681) Long-term portion of operating lease obligationsÂ $5,039Â Â NoteÂ 12.Â Geographic Information and Concentrations of Risk Â Geographic Information Â The following table details the Companyâ€™s long-lived tangible assets, excluding financial instruments and tax assets, classified by the location of the controlling statutory company (in thousands): Â Â Â Â Â Â Â Â DecemberÂ 31, Â Â 2023Â 2022 United StatesÂ $7,667Â Â $12,103Â United KingdomÂ Â 5,159Â Â Â 4,259Â OtherÂ Â 1,683Â Â Â 1,926Â TotalÂ $14,509Â Â $18,288Â The following table details the Companyâ€™s net revenues by geographic region based on shipping destination (in thousands): Â Â Â Â Â Â Year Ended December 31, Â Â 2023Â 2022 United States and CanadaÂ $163,491Â Â $201,799Â Europe (including United Kingdom)Â Â 26,097Â Â Â 27,562Â AustraliaÂ Â 5,982Â Â Â 11,250Â OtherÂ Â 118Â Â Â 4,712Â TotalÂ $195,688Â Â $245,323Â Â Â Â Â F-58Â INSEEGO CORP.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Â Concentrations of Risk Â For the year ended DecemberÂ 31, 2023, three customers accounted forÂ 31.6%,Â 27.2% andÂ 15.0% of net revenues, respectively. For the year ended DecemberÂ 31, 2022, two customers accounted forÂ 35.1% andÂ 32.2% of net revenues, respectively. Â At DecemberÂ 31, 2023, two customers accounted forÂ 41.8% andÂ 10.2% of total accounts receivable, net, respectively. At DecemberÂ 31, 2022, two customers accounted forÂ 37.4% andÂ 21.9% of total accounts receivable, net, respectively. Â NoteÂ 13.Â Subsequent Events Â On February 19, 2024, Ashish Sharma resigned as Chief Executive Officer and President of the Company, to be effective as of February 23, 2024. In addition, the Companyâ€™s board of directors (the â€œBoardâ€) appointed Philip G. Brace, a member of the Board, as Executive Chairman, effective as of February 19, 2024. Â On February 20, 2024, we entered into a fourth amendment (the â€œFourth Amendmentâ€) of the Credit Agreement. The Fourth Amendment relaxed the financial covenants under the Credit Agreement by decreasing the minimum liquidity level we are required to maintain from $10Â million to $8Â million.Â NoÂ costs were incurred

by the Company in connection with the Fourth Amendment. Â Â Â Â Â Â F-59Â Â Â PARTÂ IIÂ â€"Â INFORMATION NOT REQUIRED IN PROSPECTUS Â ItemÂ 13. Other Expenses of Issuance and Distribution. Â The following table sets forth the various expenses expected to be incurred in connection with the sale and distribution of the securities being registered hereby, other than underwriting discounts and commissions, all of which will be borne by the Company. Â SEC registration feeÂ $10,150Â Accounting fees and expensesÂ Â 17,500* Legal fees and expensesÂ Â 35,000* Miscellaneous expensesÂ Â 12,350* Total expensesÂ $75,000* _____*Â Â Â Â Â Â Â These fees are estimated and accordingly are subject to change. Â ItemÂ 14. Indemnification of Directors and Officers. Â Subsection (a)Â of SectionÂ 145 of the DGCL empowers a corporation to indemnify any person who was or is a party or who is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that the person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneysâ€™ fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe the personâ€™s conduct was unlawful. Â Subsection (b)Â of SectionÂ 145 empowers a corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that the person acted in any of the capacities set forth above, against expenses (including attorneysâ€™ fees) actually and reasonably incurred by the person in connection with the defense or settlement of such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation unless and only to the extent that the Court of Chancery or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court of Chancery or such other court shall deem proper. Â SectionÂ 145 further provides that to the extent a director or officer of a corporation has been successful on the merits or otherwise in the defense of any action, suit or proceeding referred to in subsections (a)Â and (b)Â of SectionÂ 145, or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses (including attorneysâ€™ fees) actually and reasonably incurred by such person in connection therewith; that indemnification provided for by SectionÂ 145 shall not be deemed exclusive of any other rights to which theÂ indemnified party may be entitled; and the indemnification provided for by SectionÂ 145 shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of such personâ€™s heirs, executors and administrators. SectionÂ 145 also empowers the corporation to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify such person against such liabilities under SectionÂ 145. Â Â Â Â II-1Â Â Â SectionÂ 102(b)(7)Â of the DGCL provides that a corporationâ€™s certificate of incorporation may contain a provision eliminating or limiting the personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that such provision shall not eliminate or limit the liability of a director (i)Â for any breach of the directorâ€™s duty of loyalty to the corporation or its stockholders, (ii)Â for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii)Â under SectionÂ 174 of the DGCL, or (iv)Â for any transaction from which the director derived an improper personal benefit. Â Additionally, our Charter limits the liability of our directors to the fullest extent permitted by the DGCL, and our Bylaws provide that we will indemnify them to the fullest extent permitted by such law. We have entered into and expect to continue to enter into agreements to indemnify our directors, executive officers and other employees as determined by our Board. Under the terms of such indemnification agreements, we are required to indemnify each of our directors and officers, to the fullest extent permitted by the laws of the state of Delaware, if the basis of the indemniteeâ€™s involvement was by reason of the fact that the indemnitee is or was our director or officer or was serving at our request in an official capacity for another entity. We must indemnify our officers and directors under the circumstances and to the extent provided for therein, from and against all losses, claims, damages, liabilities, joint or several, expenses (including legal fees and expenses), judgments, fines, penalties, interest, settlements or other amounts arising from any and all threatened, pending or completed claim, demand, action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal, and including appeals, in which he or she may be involved, or is threatened to be involved, as a party or otherwise, to the fullest extent permitted under the DGCL and the Bylaws. The indemnification agreements also require us, if so requested, to advance all reasonable fees, expenses, charges and other costs that such director or officer incurred, provided that such person will return any such advance if it is ultimately determined that such person is not entitled to indemnification by us. Any claims for indemnification by our directors and officers may reduce our available funds to satisfy successful third-party claims against us and may reduce the amount of money available to us. Â ItemÂ 15. Recent Sales of Unregistered Securities. Â The information set forth in the section titled â€œSummary of the Prospectusâ€ above with respect to the issuances under the heading â€œDebt Reduction and Restructuringâ€Â is incorporated by reference herein. The shares of Common Stock have been or will be issued pursuant to each of the respective agreements in reliance upon the exemption from registration provided under Section 4(a)(2) and/or Rule 506 of Regulation D of the Securities Act in transactions not requiring registration under the Securities Act. Â ItemÂ 16. Exhibits and Financial Statement Schedules. Â The financial statements filed as part of this registration statement are listed in the index to the financial statements immediately preceding such financial statements, which index to the financial statements is incorporated herein by reference. Â Exhibit No. Â Description Â Â Â 3.1 Â Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed November 9, 2016). 3.2 Â Amended and Restated Bylaws of Inseego Corp. (incorporated by reference to Exhibit 3.2 to the Companyâ€™s Current Report on Form 8-K, filed November 9, 2016). 3.3 Â Certificate of Designation of Series E Fixed-Rate Cumulative Perpetual Preferred Stock (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed August 13, 2019). 3.4 Â Certificate of Amendment to Certificate of Designation of Series E Fixed-Rate Cumulative Perpetual Preferred Stock (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed March 10, 2020). Â Â Â Â II-2Â Â Â Â 3.5 Â Certificate of Amendment of Certificate of Incorporation of Inseego Corp., dated January 23, 2024 (incorporated by reference to Exhibit 3.1 to the Companyâ€™s Current Report on Form 8-K, filed January 23, 2024). 4.1 Â Form of Inseego Corp. Common Stock Certificate (incorporated by reference to Exhibit 4.1 to the Companyâ€™s Current Report on Form 8-K filed November 9, 2016). 4.2 Â Description of Equity Securities Registered under Section 12 of the Exchange Act (incorporated by reference to Exhibit 4.2 to the Companyâ€™s Annual Report on Form 10-K filed on March 1, 2021). 4.3 Â Base Indenture, dated May 12, 2020, between Inseego Corp. and Wilmington Trust, National Association, as trustee (incorporated by reference to Exhibit 4.1 to the Companyâ€™s Current Report on Form 8-K, filed May 12, 2020). 4.4 Â First Supplemental Indenture, dated May 12, 2020, between Inseego Corp. and Wilmington Trust, National Association, as trustee (incorporated by reference to Exhibit 4.2 to the Companyâ€™s Current Report on Form 8-K, filed May 12, 2020). 4.5 Â Form of 3.25% convertible senior note due 2025 (incorporated by reference Exhibit 10.5 to the Companyâ€™s Quarterly Report on Form 10-Q, filed August 10, 2020). 4.6 Â Registration Rights Agreement, dated August 6, 2018, by and among Inseego Corp. and the Investors identified on Exhibit A to the Securities Purchase Agreement (incorporated by reference to Exhibit 4.3 to the Companyâ€™s Current Report on Form 8-K, filed August 7, 2018). 4.7 Â Indenture, dated as of November 6, 2024, by and among Inseego Corp. and Wilmington Savings Fund Society, FSB, as trustee (incorporated by reference to Exhibit 4.1 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 4.8 Â Supplemental Indenture, dated as of November 6, 2024, by and among Inseego Corp., as issuer, the guarantors from time to time party thereto and Wilmington Savings Fund Society, FSB, as trustee (incorporated by reference to Exhibit 4.2 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 4.8(b) Â Form of 9.0% Senior Secured Notes due 2029 (included as Exhibit A to Exhibit 4.8). 5.1** Â Legal opinion of Greenberg Traurig, LLP. 10.1* Â Inseego Corp. 2018 Omnibus Incentive Compensation Plan, as amended on July 30, 2024 (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Quarterly Report on Form 10-Q, filed November 13, 2024). 10.2* Â Amended and Restated Inseego Corp. 2000 Employee Stock Purchase Plan, as amended on July 30, 2024 (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Quarterly Report on Form 10-Q filed November 13, 2024. (File No. 001-38358) 10.3* Â Change in Control Agreement dated September 25, 2017 between Inseego Corp. and Ashish Sharma (incorporated by reference to Exhibit 10.20 to the Companyâ€™s Annual Report on form 10-K, filed March 3, 2023). 10.4* Â Form of Indemnification (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Current Report on Form 8-K, filed August 21, 2017). 10.5 Â Securities Purchase Agreement, dated AugustÂ 6, 2018, by and among Inseego Corp. and the Investors identified on Exhibit A thereto (incorporated by reference to Exhibit 4.1 to the Companyâ€™s Current Report on Form 8-K, filed August 7, 2018). 10.6* Â Inseego Corp. Executive Officer Clawback Policy (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed on October 30, 2023). 10.7 Â Equity Distribution Agreement, dated as of January 25, 2021, by and between Inseego Corp. and Canaccord Genuity LLC (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed January 26, 2021). 10.8* Â Offer Letter dated September 12, 2023 between Inseego Corp. and Steven Gatoff (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Quarterly Report on Form 10-Q, filed November 3, 2023). 10.9* Â Change in Control Agreement dated October 25, 2021 between Inseego Corp. and Robert G. Barbieri (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Current on Form 8-K/A, filed October 26, 2021). 10.10 Â Loan and Security Agreement, dated as of August 5, 2022, among Siena Lending Group LLC (as Lender), Inseego Wireless, Inc., and Inseego North America LLC (as Borrowers), and Inseego Corp. (as Guarantor) (incorporated by reference to the Companyâ€™s (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Quarterly Report on form 10-Q, filed November 3, 2022. 10.11 Â First Amendment, dated as of December 15, 2022, to Loan and Security Agreement, dated as of August 5, 2022, among Siena Lending Group LLC (as Lender), Inseego Wireless, Inc., and Inseego North America LLC (as Borrowers), and Inseego Corp. (as Guarantor) (incorporated by reference to Exhibit 10.20 to the Companyâ€™s Annual Report on form 10-K, filed March 3, 2023). Â Â Â Â II-3Â Â Â 10.12 Â Third Amendment, dated as of May 2, 2023, to Loan and Security Agreement, dated as of August 5, 2022, among Siena Lending Group LLC (as Lender), Inseego Wireless, Inc., and Inseego North America LLC (as Borrowers), and Inseego Corp. (as Guarantor) (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Quarterly Report on Form 10-Q, filed on May 4, 2023). 10.13 Â Exit Fee Letter Agreement, dated May 2, 2023, between Inseego Wireless, Inc., South Ocean Funding, LLC, and North Sound Ventures, LP. (incorporated by reference to Exhibit 10.3 to the Registrantâ€™s Quarterly Report on Form 10-Q, filed on May 4, 2023). 10.14 Â Form of Repurchase Agreement dated June 28, 2024 between Inseego Corp. and certain entities managed by Highbridge Capital Management, LLC (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed on July 1, 2024). 10.15 Â Loan and Security Agreement dated June 28, 2024 among South Ocean Funding, LLC, as lender, certain participant lenders, Inseego Corp., as borrower, and Inseego Wireless, Inc. and Inseego North America, LLC, as guarantors (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Current Report on Form 8-K, filed on July 1, 2024). 10.16 Â Form of Common Stock Purchase Warrant (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Current Report on Form 8-K, filed on July 1, 2024). 10.17 Â Exchange Term Sheet dated June 28, 2024 between Inseego Corp. and North Sound Partners (incorporated by reference to Exhibit 10.4 to the Companyâ€™s Current Report on Form 8-K, filed on July 1, 2024). 10.18 Â Exchange Term Sheet dated June 28, 2024 between Inseego Corp. and Golden Harbor Ltd. (incorporated by reference to Exhibit 10.5 to the Companyâ€™s Current Report on Form 8-K, filed on July 1, 2024). 10.19 Â Share Purchase Agreement dated September 16, 2024 (incorporated by reference to Exhibit 2.1 to the Companyâ€™s Current Report on Form 8-K, filed on September 16, 2024). 10.20 Â License Agreement dated September 16, 2024 (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed on September 16, 2024). 10.21 Â Transitional Services Agreement dated September 16, 2024 (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Current Report on Form 8-K, filed on September 16, 2024). 10.22 Â Form of Exchange Agreement dated November 6, 2024 (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 10.23â€ Â Security and Pledge Agreement dated November 6, 2024 (incorporated by reference to Exhibit 10.2 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 10.24 Â Form of Common Stock Purchase Warrant (incorporated by reference to Exhibit 10.3 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 10.25 Â Registration Rights Agreement dated November 6, 2024 (incorporated by reference to Exhibit 10.4 to the Companyâ€™s Current Report on Form 8-K, filed on November 12, 2024). 23.1** Â Consent of Independent Registered Public Accounting Firm (Marcum LLP). 23.2** Â Consent of Greenberg Traurig, LLP (included in Exhibit 5.1). 24.1** Â Power of Attorney (included on the signature page to the registration statement). 107** Â Filing Fee Table. 101.INS Â Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document. 101.SCH Â Inline XBRL Taxonomy Extension Schema Document. 101.CAL Â Inline XBRL Taxonomy Extension Calculation Linkbase Document. 101.DEF Â Inline XBRL Taxonomy Extension Definition Linkbase Document. 101.LAB Â Inline XBRL Taxonomy Extension Label Linkbase Document. 101.PRE Â Inline XBRL Taxonomy Extension Presentation Linkbase Document. 104 Â Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101) Â * Â Management contract, compensatory plan or arrangement ** Â Filed herewith â€ Â Pursuant to Item 601(a)(5) of Regulation S-K, schedules and similar attachments to this exhibit have been omitted because they do not contain information material to an investment or voting decision and such information is not otherwise disclosed in such exhibit. Â The Company will supplementally provide a copy of any omitted schedule or similar attachment to the U.S. Securities and Exchange Commission or its staff upon request. Â Â Â Â II-4Â Â Â ItemÂ 17. Undertakings. Â The undersigned registrant hereby undertakes: Â Â (1) to file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement: (i)Â to include any prospectus required by SectionÂ 10(a)(3)Â of the Securities ActÂ ofÂ 1933, as amended (the â€œSecurities Actâ€); (ii)Â to reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to RuleÂ 424(b)Â if, in the aggregate, the changes in volume and price represent no more than a 20% change in the maximum aggregate offering price set forth in the â€œCalculation of Registration Feeâ€ table in the effective registration statement; and (iii)Â to include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement; provided, however, that paragraphs (i), (ii)Â and (iii)Â do not apply if the registration statement is on FormÂ S-1 and the information required to be included in a post-effective amendment by those paragraphs is contained in reports filed with or furnished to the Commission by the registrant pursuant to SectionÂ 13 or SectionÂ 15(d)Â of the Securities ExchangeÂ ActÂ ofÂ 1934 that are incorporated by reference in the registration statement, or is contained in a form of prospectus filed pursuant to RuleÂ 424(b)Â that is part of the registration statement; Â Â Â Â (2) that, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof; Â Â Â Â (3) to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering; Â Â Â Â (4) that, for the purpose of determining liability under the Securities Act to any purchaser: Each prospectus filed pursuant to RuleÂ 424(b)Â as part of a registration statement relating to an offering, other than registration statements relying on RuleÂ 430B or other than prospectuses filed in reliance on RuleÂ 430A, shall be deemed to be part of and included in the registration statement as of the date it is first used after effectiveness. Provided, however, that no statement made in a registration statement or prospectus that is part of the registration statement or made in a document incorporated or deemed incorporated by reference into the registration statement or prospectus that is part of the registration statement will, as to a purchaser with a time of contract of sale prior to such first use, supersede or modify any statement that was made in the registration statement or prospectus that was part of the registration statement or made in any such document immediately prior to such date of first use; and Â Â Â Â (5) that, for the purpose of determining liability of the registrant under the Securities Act to any purchaser in the initial distribution of the securities, the undersigned registrant undertakes that in a primary offering of securities of the undersigned registrant pursuant to this registration statement, regardless of the underwriting method used to sell the securities to the purchaser, if the securities are offered or sold to such purchaser by means of any of the following communications, the undersigned registrant will be a seller to the

purchaser and will be considered to offer or sell such securities to such purchaser: Â Â (a) any preliminary prospectus or prospectus of the undersigned registrant relating to the offering required to be filed pursuant to RuleÂ 424; Â Â Â Â (b) any free writing prospectus relating to the offering prepared by or on behalf of the undersigned registrant or used or referred to by the undersigned registrant; Â Â Â Â II-5Â Â Â Â (c) Â the portion of any other free writing prospectus relating to the offering containing material information about the undersigned registrant or its securities provided by or on behalf of an undersigned registrant; and Â Â Â Â (d) any other communication that is an offer in the offering made by the undersigned registrant to the purchaser. Â Insofar as indemnification for liabilities arising under the Securities ActÂ ofÂ 1933 may be permitted to directors, officers, and controlling persons of the registrant pursuant to the foregoing provisions, or otherwise, the registrant has been advised that in the opinion of the Securities and Exchange Commission, such indemnification is against public policy as expressed in the Securities ActÂ ofÂ 1933 and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer, or controlling person of the registrant in the successful defense of any action, suit, or proceeding) is asserted by such director, officer, or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities ActÂ ofÂ 1933 and will be governed by the final adjudication of such issue. Â Â Â Â Â Â Â Â Â Â Â Â II-6Â Â Â Â SIGNATURES Â Pursuant to the requirements of the Securities ActÂ ofÂ 1933, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on December 19, 2024. Â Â Â Â Â INSEEGO CORP. Â Â Â Â Â Â Â Â Â /s/ Steven Gatoff Â Â Steven Gatoff Â Â Chief Financial Officer Â Â POWER OF ATTORNEY Â KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Steven Gatoff and Kurt Scheuerman, and each of them, as his or her true and lawful attorneys-in-fact and agents, each with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments, including post-effective amendments, to this registration statement, and any registration statement relating to the offering covered by this registration statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully for all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that each of said attorneys-in-fact and agents, or his or her substitute or substitutes may lawfully do or cause to be done by virtue hereof. Â Pursuant to the requirements of the Securities Act, this registration statement has been signed by the following persons in the capacities and on the dates indicated. Â Signature Â Title Â Date Â Â Â Â Â Â /s/ Philip G. Brace Â Executive Chairman Â December 19, 2024 Philip G. Brace Â (Interim Principal Executive Officer) Â Â Â Â Â Â Â Â /s/ Steven Gatoff Â Chief Financial Officer Â December 19, 2024 Steven Gatoff Â (Principal Financial Officer) Â Â Â Â Â Â Â /s/ James Paul McClaskey Â Chief Accounting Officer Â December 19, 2024 James Paul McClaskey Â (Principal Accounting Officer) Â Â Â Â Â Â Â Â /s/ James B. Avery Â Director Â December 19, 2024 James B. Avery Â Â Â Â Â Â Â Â Â Â /s/ Christopher Harland Â Director Â December 19, 2024 Christopher Harland Â Â Â Â Â Â Â Â Â Â /s/ Jeffrey Tuder Â Director Â December 19, 2024 Jeffrey Tuder Â Â Â Â Â Â Â Â Â II-7Â Â EX-5.1 2 inseego_ex0501.htm LEGAL OPINION OF GREENBERG TRAURIG, LLP Exhibit 5.1 Â Â Â December 19, 2024 Â Inseego Corp. 9710 Scranton Road Suite 200 San Diego, CA 92121 Â Re: Inseego Corp. Â Registration Statement on Form S-1 Â Ladies and Gentlemen: Â We have acted as counsel to Inseego Corp., a Delaware corporation (the â€œCompanyâ€), in connection with the filing of the Registration Statement on Form S-1 (the â€œRegistration Statementâ€) including the related prospectus contained therein and forming a part thereof (the â€œProspectusâ€), with the Securities and Exchange Commission (the â€œCommissionâ€) under the Securities Act of 1933, as amended (the â€œSecurities Actâ€). The Registration Statement relates to the offer and resale by the securityholders named therein (each a â€œRegistering Securityholderâ€ and collectively, the â€œRegistering Securityholdersâ€) of up to 5,956,241 shares of the Companyâ€™s common stock, par value $0.001 per share (the â€œCommon Stockâ€), consisting of (i) up to 2,937,937 shares of Common Stock (the â€œSharesâ€) that were issued to certain of the Registering Holders in connection with the exchange by such Registering Holders of the Companyâ€™s 3.25% convertible notes due 2025 previously held by them, and (ii) up to 2,468,304 shares of Common Stock (the â€œWarrant Sharesâ€) issuable upon the exercise of warrants to purchase shares of Common Stock held by certain of the Registering Holders (the â€œWarrantsâ€). Â In rendering the opinions set forth below, we have reviewed such certificates, corporate and public records, agreements and instruments and other documents as we have deemed appropriate as a basis for the opinions expressed below. In all such examinations we have assumed the genuineness of all signatures, the authenticity of all documents, agreements and instruments submitted to us as originals, the conformity to original documents, agreements and instruments of all documents, agreements and instruments submitted to us as copies or specimens, the authenticity of the originals of such documents, agreements and instruments submitted to us as copies or specimens, the conformity of the text of each document filed with the Commission through the Commissionâ€™s Electronic Data Gathering, Analysis and Retrieval System to the printed document reviewed by us, the accuracy of the matters set forth in the documents, agreements and instruments we reviewed, and that such documents, agreements and instruments evidence the entire understanding between the parties thereto and have not been amended, modified or supplemented in any manner material to the opinions expressed herein. As to matters of fact relevant to the opinions expressed herein, we have relied upon, and assumed the accuracy of, the representations and warranties contained in the Registration Statement, and we have relied upon certificates and oral or written statements and other information obtained from the Company, the other parties to the transactions referenced herein, and public officials. Except as expressly set forth herein, we have not undertaken any independent investigation (including, without limitation, conducting any review, search or investigation of any public files, records or dockets) to determine the existence or absence of the facts that are material to our opinions, and no inference as to our knowledge concerning such facts should be drawn from our reliance on the representations of the Company and others in connection with the preparation and delivery of this letter. Â We have also assumed (x) the legal capacity of all natural persons and (y) (except to the extent expressly opined on herein) that all documents, agreements and instruments have been duly authorized, executed and delivered by all parties thereto, other than the Company, that all such parties are validly existing and in good standing under the laws of their respective jurisdictions of organization, that all such parties had the power and legal right to execute and deliver all such documents, agreements and instruments, and that such documents, agreements and instruments constitute the legal, valid and binding obligations of such parties, enforceable against such parties in accordance with their respective terms. Â Â Â Â 1Â Â Â We express no opinion concerning the laws of any jurisdiction other than the federal laws of the United States of America, and the General Corporation LawÂ of the State of Delaware, including the applicable provisions of the Delaware Constitution and the reported judicial decisions interpreting such law, in each case as currently in effect. Â Based upon and subject to the foregoing, we are of the opinion that (i) the Shares have been duly authorized and are validly issued, fully paid and non-assessable, and (ii) the Warrant Shares have been duly authorized and, upon the valid exercise of the Warrants in accordance with their terms, including proper issuance and delivery to the persons exercising such Warrants of the underlying Warrant Shares duly registered on the books of the transfer agent and registrar therefor in the name of or on behalf of the holder of such Warrants, including, without limitation, the payment in full of the exercise price thereof, the Warrant Shares issued will be validly issued, fully paid and non-assessable. Â Our opinions set forth above are subject to: (a)Â limitations imposed by bankruptcy, insolvency, receivership, conservatorship, reorganization, fraudulent conveyance, arrangement, moratorium or other laws relating to or affecting the enforcement of creditorsâ€™ rights generally; (b)Â rights to indemnification and contribution which may be limited by applicable law or equitable principles or otherwise unenforceable as against public policy; (c)Â the unenforceability under certain circumstances of provisions imposing liquidated damages, penalties, forfeiture, late payment charges, or an increase in interest rate upon delinquency in payment or the occurrence of any event of default; (d)Â applicable laws limiting unreasonable restraints on the alienation of property; and (e)Â general principles of equity, including without limitation concepts of materiality, reasonableness, good faith and fair dealing, and the possible unavailability of specific performance or injunctive relief, regardless of whether such enforceability is considered in a proceeding in equity or at law. Â The opinions expressed above are as of the date hereof only, and we express no opinion as to, and assume no responsibility for, the effect of any fact or circumstance occurring, or of which we learn, subsequent to the date of this opinion letter, including, without limitation, legislative and other changes in the law or changes in circumstances affecting any party. We assume no responsibility to update this opinion letter for, or to advise you of, any such facts or circumstances of which we become aware, regardless of whether or not they affect the opinions expressed in this opinion letter. Â We hereby consent to the filing of this opinion as an exhibit to the Registration Statement. In addition, we consent to the reference to our name under the caption â€œLegal Mattersâ€ in the Registration Statement. In giving this consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act. In addition, we disclaim any obligation to update this letter or communicate with or advise you as to any changes in fact or law, or otherwise. Â Very truly yours, Â /s/ Greenberg Traurig, LLP Â Greenberg Traurig, LLP Â Â Â Â Â Â Â Â Â Â 2Â Â EX-23.1 3 inseego_ex2301.htm CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (MARCUM LLP) Exhibit 23.1 Â Independent Registered Public Accounting Firmâ€™s Consent Â We consent to the inclusion in this Registration Statement of Inseego Corp. on Form S-1 of our report dated February 21, 2024, with respect to our audits of the consolidated financial statements of Inseego Corp. as of December 31, 2023 and 2022 and for the years then ended, which report appears in the Prospectus, which is part of this Registration Statement. We also consent to the reference to our Firm under the heading â€œExpertsâ€ in such Prospectus. Â /s/ Marcum llp Â Marcum llp Philadelphia, Pennsylvania December 18, 2024 EX-FILING FEES 4 inseego_ex107.htm CALCULATION OF FILING FEE TABLES Exhibit 107 Â Calculation of Filing Fee Tables Â Form S-1 (Form Type) Â Inseego Corp. (Exact Name of Registrant as Specified in its Charter) Â Table 1: Newly Registered and Carry Forward Securities Â Â Security Type Security Class Title Fee Calculation or Carry Forward Rule Amount Registered(1) Proposed Maximum Offering Price Per Unit Maximum Aggregate Offering Price(2) Fee Rate Amount of Registration Fee Carry Forward Form Type Carry Forward File Number Carry Forward Initial effective date Filing Fee Previously Paid In Connection with Unsold Securities to be Carried Forward Newly Registered Securities Fees to Be Paid Equity Common Stock, par value $0.001 per share 457(c) 5,956,241 $11.13 $66,292,963 $0.00015310 $10,149.45 - - - - Fees Previously Paid - - - - - - - - - - - - Carry Forward Securities Carry Forward Securities - - - - - - - - - - - - Â Total Offering Amounts Â $66,292,963 Â $10,149.45 Â Â Â Â Â Â Total Fees Previously Paid Â Â Â - Â Â Â Â Â Â Total Fee Offsets Â Â Â - Â Â Â Â Â Â Net Fee Due Â Â Â $10,149.45 Â Â Â Â Â Â (1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the â€œSecurities Actâ€), this registration statement shall be deemed to cover any additional securities to be offered of issued from stock splits, stock dividends or similar transactions with respect to the shares being registered. (2) The proposed maximum offering price per unit is estimated solely for purposes of calculating the registration fee according to Rule 457(c) under the Securities Act based on the average of the high and low prices of the registrantâ€™s Common Stock quoted on The Nasdaq Global Select Market on December 13, 2024. Â Â EX-101.SCH 5 insg-20240930.xsd XBRL SCHEMA FILE 00000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 00000002 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 00000003 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000004 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS link:presentationLink link:calculationLink link:definitionLink 00000005 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000006 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT link:presentationLink link:calculationLink link:definitionLink 00000007 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS link:presentationLink link:calculationLink link:definitionLink 00000008 - Disclosure - Nature of Business and Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 00000009 - Disclosure - Discontinued Operations and Held for Sale link:presentationLink link:calculationLink link:definitionLink 00000010 - Disclosure - Financial Statement Details link:presentationLink link:calculationLink link:definitionLink 00000011 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 00000012 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 00000013 - Disclosure - Share-based Compensation link:presentationLink link:calculationLink link:definitionLink 00000014 - Disclosure - Earnings (Loss) per Share link:presentationLink link:calculationLink link:definitionLink 00000015 - Disclosure - Stockholders' Equity (Deficit) link:presentationLink link:calculationLink link:definitionLink 00000016 - Disclosure - Geographic Information and Concentrations of Risk link:presentationLink link:calculationLink link:definitionLink 00000017 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 00000018 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 00000019 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 00000020 - Disclosure - Nature of Business and Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 00000021 - Disclosure - Discontinued Operations and Held for Sale (Tables) link:presentationLink link:calculationLink link:definitionLink 00000022 - Disclosure - Financial Statement Details (Tables) link:presentationLink link:calculationLink link:definitionLink 00000023 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 00000024 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 00000025 - Disclosure - Share-based Compensation (Tables) link:presentationLink link:calculationLink link:definitionLink 00000026 - Disclosure - Earnings (Loss) per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 00000027 - Disclosure - Geographic Information and Concentrations of Risk (Tables) link:presentationLink link:calculationLink link:definitionLink 00000028 - Disclosure - Nature of Business and Significant Accounting Policies (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000029 - Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Statements of Operations and Comprehensive Income (Details) link:presentationLink link:calculationLink link:definitionLink 00000030 - Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Balance Sheet (Details) link:presentationLink link:calculationLink link:definitionLink 00000031 - Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Statement of Cash Flows (Details) link:presentationLink link:calculationLink link:definitionLink 00000032 - Disclosure - Financial Statement Details - Inventories, Net (Details) link:presentationLink link:calculationLink link:definitionLink 00000033 - Disclosure - Financial Statement Details - Prepaid Expenses and Other (Details) link:presentationLink link:calculationLink link:definitionLink 00000034 - Disclosure - Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 00000035 - Disclosure - Financial Statement Details - Other Long-term Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 00000036 - Disclosure - Financial Statement Details (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000037 - Disclosure - Fair Value Measurements - Fair Value Valuation Model and Assumptions (Details) link:presentationLink link:calculationLink link:definitionLink 00000038 - Disclosure - Fair Value Measurements (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000039 - Disclosure - Debt - 2025 Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 00000040 - Disclosure - Debt - Interest Expense Related to 2025 Notes (Details) link:presentationLink link:calculationLink link:definitionLink 00000041 - Disclosure - Debt - Interest Expense Related to Credit Facility (Details) link:presentationLink link:calculationLink link:definitionLink 00000042 - Disclosure - Debt (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000043 - Disclosure - Share-based Compensation - Share-based Compensation (Details) link:presentationLink link:calculationLink link:definitionLink 00000044 - Disclosure - Share-based Compensation - Activity (Details) link:presentationLink link:calculationLink link:definitionLink 00000045 - Disclosure - Share-based Compensation (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000046 - Disclosure - Earnings (Loss) per Share - Calculation of Basic and Diluted Earnings per Share (Details) link:presentationLink link:calculationLink link:definitionLink 00000047 - Disclosure - Earnings (Loss) per Share - Antidilutive Securities Excluded from Computation of Earnings Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 00000048 - Disclosure - Stockholders' Equity (Deficit) (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000049 - Disclosure - Geographic Information and Concentrations of Risk - Net Revenues (Details) link:presentationLink link:calculationLink link:definitionLink 00000050 - Disclosure - Geographic Information and Concentrations of Risk (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000051 - Disclosure - Commitments and Contingencies (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000052 - Disclosure - Subsequent Events (Details Narrative) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 6 insg-20240930_cal.xml XBRL CALCULATION FILE EX-101.DEF 7 insg-20240930_def.xml XBRL DEFINITION FILE EX-101.LAB 8 insg-20240930_lab.xml XBRL LABEL FILE Class of Stock [Axis] Series E Preferred Stock [Member] Product and Service [Axis] Mobile Solutions [Member] Fixed Wireless Access Solutions [Member] Product [Member] Services And Other [Member] Equity Components [Axis] Preferred Stock [Member] Common Stock [Member] Additional Paid-in Capital [Member] Retained Earnings [Member] AOCI Attributable to Parent [Member] Disposal Group Classification [Axis] Discontinued Operations, Held-for-Sale [Member] Disposal Group Name [Axis] Inseego

International Holdings Limited [Member] Debt Instrument [Axis] 2025 Notes [Member] Long-Term Debt, Type [Axis] Convertible Debt [Member] Counterparty Name [Axis] Highbridge Capital Management L L C [Member] Two Related Holders [Member] South Ocean Funding LLC [Member] Credit Facility [Axis] Line of Credit [Member] Short-Term Debt, Type [Axis] Short Term Loan Agreement [Member] Subsequent Event Type [Axis] Subsequent Event [Member] New Senior Secured Notes Due 2029 [Member] Secured Debt [Member] Telematics Business [Member] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Fair Value Hierarchy and NAV [Axis] Fair Value, Inputs, Level 3 [Member] Measurement Input Type [Axis] Measurement Input, Price Volatility [Member] Financial Instrument [Axis] Derivative [Member] Measurement Input, Share Price [Member] Measurement Input, Credit Spread [Member] Measurement Input, Expected Term [Member] Measurement Input, Expected Dividend Rate [Member] Measurement Input, Risk Free Interest Rate [Member] Related and Nonrelated Parties [Axis] Related Party [Member] Related Party Transaction [Axis] Participation Interests [Member] Philip Brace [Member] North Sound Ventures L P [Member] Class of Warrant or Right [Axis] Loan Warrants [Member] Affiliated Entity [Member] Revolving Credit Facility [Member] Statistical Measurement [Axis] Minimum [Member] Maximum [Member] South Ocean Funding L L C And North Sound Ventures L P [Member] Statement of Income Location, Balance [Axis] Cost of Sales [Member] Research and Development Expense [Member] Selling and Marketing Expense [Member] General and Administrative Expense [Member] Income From Discontinued Operations Net Of Tax [Member] Award Type [Axis] Share-Based Payment Arrangement, Option [Member] Restricted Stock Units (RSUs) [Member] Antidilutive Securities [Axis] Convertible Debt Securities [Member] Employee Stock [Member] Sale of Stock [Axis] ATM Offering [Member] Canaccord Genuity L L C [Member] Series D Preferred Stock [Member] Geographical [Axis] North America [Member] Europe (including United Kingdom) [Member] Other [Member] Customer [Axis] Customer One [Member] Concentration Risk Type [Axis] Customer Concentration Risk [Member] Concentration Risk Benchmark [Axis] Revenue Benchmark [Member] Customer Two [Member] Credit Concentration Risk [Member] Accounts Receivable [Member] Customer Three [Member] Cover [Abstract] Document Type Amendment Flag Amendment Description Document Registration Statement Document Annual Report Document Quarterly Report Document Transition Report Document Shell Company Report Document Shell Company Event Date Document Period Start Date Document Period End Date Document Fiscal Period Focus Document Fiscal Year Focus Current Fiscal Year End Date Entity File Number Entity Registrant Name Entity Central Index Key Entity Primary SIC Number Entity Tax Identification Number Entity Incorporation, State or Country Code Entity Address, Address Line One Entity Address, Address Line Two Entity Address, Address Line Three Entity Address, City or Town Entity Address, State or Province Entity Address, Country Entity Address, Postal Zip Code Country Region City Area Code Local Phone Number Extension Written Communications Soliciting Material Pre-commencement Tender Offer Pre-commencement Issuer Tender Offer Title of 12(b) Security No Trading Symbol Flag Trading Symbol Security Exchange Name Title of 12(g) Security Security Reporting Obligation Annual Information Form Audited Annual Financial Statements Entity Well-known Seasoned Issuer Entity Voluntary Filers Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Elected Not To Use the Extended Transition Period Document Accounting Standard Other Reporting Standard Item Number Entity Shell Company Entity Public Float Entity Bankruptcy Proceedings, Reporting Current Entity Common Stock, Shares Outstanding Documents Incorporated by Reference [Text Block] Statement of Financial Position [Abstract] ASSETS Current assets: Cash and cash equivalents Accounts receivable, net of allowance for expected credit losses of $130 and $617, respectively Inventories Prepaid expenses and other Current assets held for sale Total current assets Property, plant and equipment, net of accumulated depreciation of $28,629 and $27,513, respectively Intangible assets, net of accumulated amortization of $33,130 and $31,444, respectively Goodwill Operating lease right-of-use assets Other assets Non-current assets held for sale Total assets LIABILITIES AND STOCKHOLDERSâ€™ DEFICIT Current liabilities: Accounts payable Accrued expenses and other current liabilities Short-term loan 2025 Convertible Notes, net Revolving credit facility Current liabilities held for sale Total current liabilities Long-term liabilities: 2025 Convertible Notes, net Operating lease liabilities Deferred tax liabilities, net Other long-term liabilities Non-current liabilities held for sale Total liabilities Commitments and contingencies (Note 10) Stockholdersâ€™ deficit: Preferred stock, par value $0.001; 2,000,000 shares authorized: Preferred stock, par value $0.001; 39,500 shares designated, 25,000 shares issued and outstanding as of both SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 (aggregate liquidation preference of $37,547,619) Common stock, par value $0.001; 150,000,000 shares authorized, 12,542,691 and 11,878,557Â shares issued and outstanding as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively Additional paid-in capital Accumulated other comprehensive loss Accumulated deficit Total stockholdersâ€™ deficit Total liabilities and stockholdersâ€™ deficit Statement [Table] Statement [Line Items] Allowance for doubtful accounts Accumulated depreciation, Property, plant and equipment Accumulated amortization, Intangible assets Preferred stock, par value Preferred stock, shares authorized Preferred stock issued Preferred stock, shares outstanding Preferred stock, liquidation preference Common stock, par value Common stock, shares authorized Common stock, shares issued Common stock, shares outstanding Revenues: Total revenues Cost of revenues: Total cost of revenues Gross profit (loss) Operating costs and expenses: Research and development Sales and marketing General and administrative Depreciation and amortization Impairment of capitalized software Total operating costs and expenses Operating income (loss) Other (expense) income: Interest expense, net Loss on extinguishment of revolving credit facility Gain on debt restructurings, net Other income (expense), net Income (Loss) before income taxes Income tax provision Income (Loss) from continuing operations Income from discontinued operations (net of income tax provision (benefit) of $266, $(46), $674, and $555, respectively) Net income (loss) Preferred stock dividends Net income (loss) attributable to common stockholders Basic Continuing operations Discontinued operations Basic earnings per share (*) Diluted Continuing operations Discontinued operations Diluted earnings per share (*) Weighted-average shares used in computation of net earnings (loss) per share Basic (*) Diluted (*) Other comprehensive loss: Foreign currency translation adjustment Comprehensive income (loss) Income Statement [Abstract] Discontinued operations tax provision Beginning balance, value Beginning balance (in shares) Net income Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld (in shares) Issuance of common shares in connection with a public offering, net of issuance costs Issuance of common shares in connection with a public offering, net of issuance costs (in shares) Share-based compensation Preferred stock dividends Issuance of common stock in connection with debt restructurings Issuance of common stock in connection with debt restructurings (in shares) Issuance of common stock warrants in connection with debt restructurings Ending balance, value Ending balance (in shares) Statement of Cash Flows [Abstract] Cash flows from operating activities: Net income (loss) Adjustments to reconcile net loss to net cash provided by operating activities: Depreciation and amortization Loss on extinguishment of revolving credit facility Gain on debt restructurings, net Provision for expected credit losses Provision for excess and obsolete inventory Impairment of operating lease right-of-use assets Share-based compensation expense Amortization of debt discount and debt issuance costs Deferred income taxes Non-cash operating lease expense Other Changes in assets and liabilities: Accounts receivable Inventories Prepaid expenses and other assets Accounts payable Accrued expenses and other liabilities Operating lease liabilities Net cash provided by operating activities Cash flows from investing activities: Purchases of property, plant and equipment Additions to capitalized software development costs and purchases of intangible assets Net cash used in investing activities Cash flows from financing activities: Payments related to repurchases of 2025 Convertible Notes Proceeds from issuance of short-term loan and warrants, net of issuance costs Proceeds from a public offering of equity, net of issuance costs Principal payments on financed assets Net repayments on revolving credit facility Repayments on short-term loan Other financing activities Net cash used in financing activities Effect of exchange rates on cash Net increase in cash and cash equivalents Cash, cash equivalents and restricted cash from continuing operations, beginning of period Cash, cash equivalents and restricted cash from discontinued operations, beginning of period Cash and cash equivalents, beginning of period Cash, cash equivalents and restricted cash from continuing operations, end of period Cash, cash equivalents and restricted cash from discontinued operations, end of period Cash and cash equivalents, end of period Cash paid during the year for: Interest Income taxes Supplemental disclosures of non-cash investing and financing activities: Transfer of inventories to rental assets Capital expenditures financed through accounts payable or accrued liabilities Equity value issued in exchange for 2025 Convertible Notes Right-of-use assets obtained in exchange for operating leases liabilities Organization, Consolidation and Presentation of Financial Statements [Abstract] Nature of Business and Significant Accounting Policies Discontinued Operations and Disposal Groups [Abstract] Discontinued Operations and Held for Sale Financial Statement Details Fair Value Disclosures [Abstract] Fair Value Measurements Debt Disclosure [Abstract] Debt Share-Based Payment Arrangement [Abstract] Share-based Compensation Earnings Per Share [Abstract] Earnings (Loss) per Share Equity [Abstract] Stockholders' Equity (Deficit) Segment Reporting [Abstract] Geographic Information and Concentrations of Risk Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Income Tax Disclosure [Abstract] Income Taxes Subsequent Events [Abstract] Subsequent Events Basis of Presentation and Consolidation Planned Divestiture of the Telematics Business Held for Sale and Discontinued Operations Segment Information Use of Estimates Reclassifications Reverse Stock Split Liquidity Schedule of Condensed Consolidated Statements of Operations and Comprehensive Income Schedule of Condensed Consolidated Balance Sheet Schedule of Condensed Consolidated Statements of Cash Flows Schedule of Inventories Schedule of Prepaid Expenses and Other Schedule of Accrued Expenses and Other Current Liabilities Schedule of Other Long-term Liabilities Schedule of Fair Value Valuation Model and Assumptions Line of Credit Facility [Table] Line of Credit Facility [Line Items] Schedule of Net Carrying Amount of Debt Schedule of Interest Expense Schedule of Share-based Compensation Schedule of Stock Option Activity Schedule of Restricted Stock Unit Activity Schedule of Calculation of Basic and Diluted Earnings per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share Schedule of Geographic Concentrations of Net Revenue Collaborative Arrangement and Arrangement Other than Collaborative [Table] Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Consideration for divestiture Number of reportable segments Fractional shares issued Stated interest rate of debt issued Debt aggregate face amount Redemption of principal Number of shares issued Number of securities called by warrants or rights Exit fee percentage Repayments on short-term loan Short term borrowings, gross Carrying amount of debt Debt instrument, repurchase amount Upfront revenue Debt instrument, service contract term Disposal Groups, Including Discontinued Operations [Table] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Gross profit from discontinued operations Research and development Sales and marketing General and administrative Depreciation and amortization Total operating costs and expenses Operating income from discontinued operations Interest income, net Other income (expense), net Income from discontinued operations before income taxes Income tax provision (benefit) Income from discontinued operations, net of tax Current assets: Cash and cash equivalents Accounts receivable, net Inventories Prepaid expenses and other Current assets held for sale (*) Non-current assets: Property, plant and equipment, net Rental assets, net Intangible assets, net Goodwill Operating lease right-of-use assets Non-current assets held for sale (*) Total assets held for sale (*) Current liabilities: Accounts payable Accrued expenses and other current liabilities Current liabilities held for sale (*) Long-term liabilities: Operating lease liabilities Deferred tax liabilities, net Other long-term liabilities Non-current liabilities held for sale (*) Total liabilities held for sale (*) Non-cash items included in net (loss) income: Share-based compensation Non-cash investing activities: Finished goods Raw materials and components Total inventories Rebate receivables Receivables from contract manufacturers Software licenses Other Total prepaid expenses and other Royalties Payroll and related expenses Professional fees Accrued interest Deferred revenue Operating lease liabilities Accrued contract manufacturing liabilities Other Total accrued expenses and other current liabilities Long-term deferred revenue Other Total other long-term liabilities Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Performance obligation, amount Revenue, remaining performance obligation, expected timing of satisfaction, period Fair Value, Recurring and Nonrecurring [Table] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Measurement input Measurement input Term Financial liabilities fair value Gain on change in fair value of embedded derivative Short-Term Debt [Table] Short-Term Debt [Line Items] Principal Add: fair value of embedded derivative Less: unamortized debt discount Less: unamortized issuance costs Net carrying amount Contractual interest expense Amortization of debt discount Amortization of debt issuance costs Total interest expense Number of subsidiaries Collateral amount Maximum borrowing capacity Effective interest rate Termination fee Number of securities called by warrants or rights (in shares) Common stock, par value (in dollars per share) Conversion price (in dollars per share) Threshold percentage of stock price trigger Threshold of trading days Threshold of consecutive trading days Aggregate percentage of holders to declare notes due and payable in default event Percentage of principal and accrued interest that may be called in default event Percentage of principal and accrued interest that may be called in event of bankruptcy, insolvency or reorganization Trading day threshold Stock price trigger (in dollars per share) Make-whole payment term Interest make-whole payment discount rate Repurchased face amount Redemption price as a percentage of principal amount TDR transaction amount Number of shares issued (in shares) Interest rate during period Accrued interest due to related parties Minimum draw Line of credit increase Commitment fee rate Repayments of line of credit Effective interest rate of the average outstanding balance Amortization of original issuance costs Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-based compensation expense Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Outstanding - beginning balance (in shares) Granted (in shares) Exercised (in shares) Cancelled (in shares) Outstanding - ending balance (in shares) Exercisable - ending balance (in shares) Non-vested - beginning balance (in shares) Granted (in shares) Vested (in shares) Forfeited (in shares) Non-vested - ending balance (in shares) General term (in years) Vesting period (in years) Unrecognized expense Recognition period Unrecognized expense, RSU Basic and Diluted EPS Income (Loss) from continuing operations Less: preferred stock dividends Income (loss) from continuing operations attributable to common stockholders Income (loss) from continuing operations attributable to common stockholders (in shares) Income (loss) from continuing operations attributable to common stockholders (in dollars per share) Income from discontinued operations, net of tax Income from discontinued operations, net of tax (in dollars per share) Net income (loss) attributable to common stockholders Basic earnings per share (in dollars per share) Income (loss) from continuing operations attributable to common stockholders Effect of dilutive 2025 Convertible Notes Effect of dilutive 2025 Convertible Notes (in shares) Diluted EPS from continuing operations Diluted EPS from continuing operations (in shares) Income (loss) from continuing operations attributable to common stockholders (in dollars per share) Income from discontinued operations, net of tax (in dollars per share) Diluted EPS from net income Diluted earnings per share (in dollars per share) Antidilutive Security, Excluded EPS Calculation [Table] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Total (in shares) Class of Warrant or Right [Table] Class of Warrant or Right [Line Items] Exercise price of warrants (in dollars per share) Exercised price, loan warrants (in dollars per share) Warrants Number of related holders Number of related holders Warrant or right, reason for issuance expiry term Exercised price of warrants (in shares) Equity distribution agreement, maximum aggregate amount authorized for offer or sale Purchase price (in dollars per share) Proceeds from sale of stock Preferred stock, shares authorized (in shares) Preferred stock, par value (in dollars per share) Preferred stock issued (in shares) Preferred stock, shares outstanding (in shares) Schedule of Revenues from External Customers and Long-Lived Assets [Table] Revenues from External Customers and Long-Lived Assets [Line Items] Schedule of Revenue by Major Customers, by Reporting Segments [Table] Revenue, Major Customer [Line Items] Concentration percentage Noncancellable purchase obligations Subsequent Event [Table] Subsequent Event [Line Items] Assets, Current Assets Liabilities, Current Convertible Debt, Noncurrent Liabilities Equity, Attributable to Parent Liabilities and Equity Gross Profit Operating Expenses Operating Income (Loss) Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Preferred Stock Dividends, Income Statement Impact Comprehensive Income (Loss), Net of Tax, Attributable to Parent Equity, Including Portion Attributable to Noncontrolling Interest Shares, Issued Depreciation, Depletion and Amortization GainLossOnDebtRestructuringsNet Other Noncash Income (Expense) Increase (Decrease) in Accounts Receivable Increase (Decrease) in Inventories Increase (Decrease) in Prepaid Expense and Other Assets Increase (Decrease) in Accounts Payable Increase (Decrease) in Operating Lease Liability Net Cash Provided by (Used in) Operating Activities Payments to Acquire Property, Plant, and Equipment Payments to Acquire Intangible Assets Net Cash Provided by (Used in) Investing Activities Repayments of Convertible Debt Repayments of Debt Repayments of Long-Term Lines of Credit Net Cash Provided by (Used in) Financing Activities Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Disposal Group, Including Discontinued Operations Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations DisposalGroupIncludingDiscontinuedOperationResearchAndDevelopment DisposalGroupIncludingDiscontinuedOperationSellingAndMarketing Disposal Group, Including Discontinued Operation, General and Administrative Expense Disposal Group, Including Discontinued Operation, Depreciation and Amortization Disposal Group, Including Discontinued Operation, Operating Expense Disposal Group, Including Discontinued Operation, Operating Income (Loss) DisposalGroupIncludingDiscontinuedOperationOtherIncomeExpensesNet Discontinued Operation, Income (Loss) from Discontinued Operation, before Income Tax Income (Loss)

from Discontinued Operations, Net of Tax, Including Portion Attributable to Noncontrolling Interest Disposal Group, Including Discontinued Operation, Cash and Cash Equivalents Disposal Group, Including Discontinued Operation, Inventory, Current Disposal Group, Including Discontinued Operation, Prepaid and Other Assets, Current Disposal Group, Including Discontinued Operation, Goodwill, Noncurrent DisposalGroupIncludingDiscontinuedOperationOperatingLeaseRightOfUseAsset Disposal Group, Including Discontinued Operation, Assets Disposal Group, Including Discontinued Operation, Accounts Payable, Current DisposalGroupIncludingDiscontinuedOperationAccruedExpensesAndOtherCurrentLiabilities DisposalGroupIncludingDiscontinuedOperationOperatingLeaseLiabilityNoncurrent Disposal Group, Including Discontinued Operation, Deferred Tax Liabilities Disposal Group, Including Discontinued Operation, Other Liabilities, Noncurrent Disposal Group, Including Discontinued Operation, Liabilities Operating Lease, Liability, Current Other Accrued Liabilities, Current Other Sundry Liabilities, Noncurrent Share Price Debt Instrument, Unamortized Discount Debt Issuance Costs, Net Interest Expense Share-Based Compensation Arrangement, Expense Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Share-Based Expense Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Net Income (Loss) from Continuing Operations Available to Common Shareholders, Diluted Dilutive Securities, Effect on Basic Earnings Per Share, Dilutive Convertible Securities NetIncomeLossNetOfDilutiveEffectDiluted EX-101.PRE 9 insg-20240930_pre.xml XBRL PRESENTATION FILE GRAPHIC 10 image_001.jpg GRAPHIC begin 644 image_001.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_X0'X:'1T<#HO+VYS+F%D;V)E+F-O;2]X M87 O,2XP+P \WAP86-K970@8F5G:6X])^^[OR<@:60])UG)E4WI.5&-Z:V,Y9"< _/@T*/'@Z>&UP65T82!X;6QN&ULG,Z"UN&UL.FQAF<](G@M9&5F875L="(^/"]R9&8Z;&D^/"]R9&8Z06QT/@T* M"0D)/"]D8SIR:6=H='/^/"]R9&8Z1&5S8W)I<'1I;VX^/"]R9&8Z4D1&/CPO M>#IX;7!M971A/@T*/#]X<&%C:V5T(&5N9#TG=R<_/O_A ")%>&EF !-30 J M " !@I@ @ $ /_; $, P(" P(" P,# P0# P0%" 4% M! 0%"@<'!@@,"@P,"PH+"PT.$A -#A$."PL0%A 1$Q05%14,#Q<8%A08$A05 M%/_; $,! P0$!00%"04%"10-"PT4%!04%!04%!04%!04%!04%!04%!04%!04 M%!04%!04%!04%!04%!04%!04%!04%!04%/_ !$("< [0,!(@ "$0$#$0' MQ ? !!0$! 0$! 0 0(#! 4&!P@)"@O_Q "U$ " 0,# @0# M!04$! 7T! @, !!$%BQ008346$'(G$4,H&1H0@C0K'!%5+1\"0S8G*" M"0H6%Q@9&B4F)R@I*C0U-C+CY.7FY^CIZO'R_3U]O?X^?K_Q ? 0 # 0$! M 0$! 0$! 0(#! 4&!P@)"@O_Q "U$ 0 " 0($! ,$!P4$! ! G< M 0(#$00%(3$&$D%1!V%Q$R(R@0@40I&AL<$)(S-2\!5B7J" M@X2%AH>(B8J2DY25EI>8F9JBHZ2EIJ>HJ:JRL[2UMK>XN;K"P\3%QL?(RKR\_3U]O?X^?K_V@ , P$ A$#$0 _ /S_ **] ML_9B_9WC^-VK:UJOB#5E\,^ O#4'VW7=8;_EDG\,2_[3;7KU/5/BI^R5H[-H MVG?"3Q#KMA%^Z_MNXU-XKB1?[R+NVT&I\@45[EH7B#X#Z#\3/%4NI>&O$GB3 MP3+M_L6&*[6" [@^[O\W^]_$M>^ZIX2_9FTKX!Z+\4V^'GBI],U34Y--2Q36/ MWR.O\>Z@#FO^"4 7_ "=!< \ 8NW7_HVWK]B%Z5^5W[6L>!-:_;*N9_A[H.I M>'M!_P"$6G3[)J=S]HE\WS8M[[J^]?V@/CQ#\%=!TV.QTR3Q)XPUZY_L_0M! MMF^>\N/]H_PHO\34$2/7:*^8;/P=^U)KD2:G>>/O!WARZD^<:/;Z0]Q%! LM M+O\ GKVWX*;;P39-X]DTL>(H]_P!LETSN: M?J$\L%M?V]S<1_?BAF5V7*-&BJ<^H6MN[K+<1Q,J>8RLVW:O\ >I-/U*SU M.'S+&\AO(O[\$BNOYK0!;W*W0TZOFK]G_7EL?C3^T- :FI^59V_B&R6)KR?; M%%NM?NKN^[7T99WL&H6Z3VTT=Q _W9(GW*U %FBJ&I:OI^E1J;Z^M(}6^[]H ME5-W_?53-=1+;F=I%6W"[O,W?+MH LT50.K6GVB&#[5#Y\'Z[XHO,7=(O]Y1W MJ*;Q%I4-[]CDU&S2Z'_+!IU# P#?.: -2BOF;XG:E^T7I<_B;7 "^L_#UO"-ME'/=V:7EK<27!@1-_P S*^W=\MIH=U3[S;: '45'O7=MW?-7">.KSQPOBCP:/"<&D7'A^2\==>EOI<2K;[/E\ MC'5MU '?T5#<7$5O%OFD6)/[SMMH6XA(W"2/G_:% 'XZ?#W3I-4_X)I?$A-(M. 4;7Q7!<:K##]][?9;[=W^QOW- P%J\%^#/ACX;^)+K4E^(?B[4O"5O$J/9 MOI^G?;?/;^/=\WRUKP!LY?M%:I^S_ (M0DBLH==\,:S!]BUK0KK_ %5W! [* M_P [_-7J,T_[(6MZB-R^'[<02Q(W]Q)6;=MH+/.OVIO@1I'P%\ M6Z%I^AZW=>(--U;1X-5@NKF#RGV2_<^2O2?&?_*-WX?_/8UWO\[7F?[4_ MQTTWX\>.=,OM#T:71="T;3(-(L;>YE\V9HHON,]7?$'QKT'5?V0_"OPS@BO? M^$BT[7)]2G=HD^S^4WW-K[_O?\!H]6_X)1?\G07/_8NW7_HVWK[<^(%Q%;_ M /!0SX9C5\?8)/"5ZFD-+]S[?YK>;M_VO)KXC_X)1?\ )T%S_P!B[=?^C;>O MTQ^/'P"TGXY>['*&:\N=$\0Z3(/&OAS1 M+6;P+X6MO%>IR76R:TN[]+-8XMC?/O^UM_[ZKY[U3X^:Q\9OVC M\,ZOX7L[K3+JVM[L3_^Y3;OG_"NG@/[5'A^T.F"#X>^*O+^2+6[J2XM99?\ M;>)/EW?[M9?@']DGQ)X2^"/Q=T+4=?L=5\7_ ! :ZNYYHHWBM+>XE1OE3^+9 MN:@DY+P?\-,^#/[-L7QSU-)_$GQ'L_"R7=K?7T[.EKNMT6***+[JHB[?_'J M\X\">%_"_B+P"EUXU^#'Q)\0>--9A^UWGB[[/YMQY[)N66!UF^55_@6ON'PW M\,K=O@GI?@'Q'%%?VZZ+%I=\J_ MLQY6FW?B22XM;VUAQA(I?*W++M]?DH \;^(GQ*^^7@_]D_X9>&O$%MKL/B_Q M/JO]CWC6>W^U7TY7.W^[.\6S]:P/%OA&SL_"^GS_"/X)>/O WQ'TVZ@ET[5 MFM-B7#>:GFI=/YWS*R;_ +]?7GQO^"MS\9OAGH^EZ[JJZ3XOTV6WU&SUO24_ MX\[^+_EK$K_P_P"S6)X?;]H>+5](T[6(_ UUI$4\?V[6[=KA+B>!7^?9;_=5 MV4?WMM 'C_Q8\"6GQ6_;J\,>&O$C7/\ 9%UX(,NH:9:W+Q176RX=O*EV_?3? ML_[XK7F^'.C?L[_M9_#"U\1R^']!\6VVH6NJZ-#,[6LC11(4NQC\KUZO>_ M!G5;Q]J_3OB9Y]K_&):^&6TCR=S?:/M#3,V[_=VM4GQ0^$>L^,OCA*_&%C M/;)IGA>2]>\BF9O-?S8MB[* /G[X=_!'PO\ %[]L+X[GQCI0US3;"XLGAL;B M1_LPE>'[S(K;6;;74>%_#/\ PS/^UKX;\&^%I[E/ /C;3+JX_L*25I8K"Z@^ M??%N^XFVNGU+X9_%WX9_%OQQXL^]>%O$-AXPDM[BZLM M!_%FF_'#Q1XH_$7X3>,/B4ESJ5Q9:0+.W^T:;86L;[!%$N]/WO7>U=KX=L MO%/A_P#9T_:.T^?1)?T3P!;Z9<3>%K?Q)\M[;H]H[7$7WW;RT?9L_&O7[?X. M?$3X+^()>O?A/?Z)/AK6[MM0E\+^)!+$EG=/]]K>:+[JMQ\C+72ZJX-^()/Q M_9_\:>&?%9T&S\5:]IJU901Z4TK6D"RQ;$W.WS-W^:@H\Y_9_\ V>[+2/A/ MX:^(R&;?7$BI=>%XI;#5-0N&=+9I;3;%%$GW41594_"OE*Y3X/>)/V/V9[>[UQ?MK>%?#EO! 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MW]I:ZNO 5MHMQ%\/+/\ LZ\C\60FXT^ZNIQYNR*+;\K[?E:7_E!1^+%%%%!84444 M?97_ 2B_P"3H+G_+%VZ_\1MO7[$+THHH)D+11100%%%% !1110 4444 % M%%% !1110!A^,O".E^._#&I>']:M%OM)U*!K:YMWZ.C<8KY\;]D'7WT=/#*? M&WQFG@=4\C^RLP^?]G_YX?:-N[9L^6BB@#Z#\&^#]*\ ^%]-\.Z':)8Z/IL" MV]M;IT1%[5N444 %%%% !1110 4444 ?/_CS]G'Q OC[5_&/PT^(-U\=:UP M(-5A?3XKZRO'1=]R^4_W9! >]#P?^R'HD=[J>N?$C59_BCXKU(1I-J6J1B"* 1!(]VV*"&/Y8TR[<444 ?_]D! end GRAPHIC 11 image_002.jpg GRAPHIC begin 644 image_002.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_X0'X:'1T<#HO+VYS+F%D;V)E+F-O;2]X M87 O,2XP+P \WAP86-K970@8F5G:6X])^^[OR<@:60])UG)E4WI.5&-Z:V,Y9"<_/@T*/'@Z>&UP65T82!X;6QN&ULG,Z"UN&UL.FQAF<](G@M9&5F875L="(^/"]R9&8Z;&D^/"]R9&8Z06QT/@T* M"0D)/"]D8SIR:6=H='/^/"]R9&8Z1&5S8W)I<'1I;VX^/"]R9&8Z4D1&/CPO M>#IX;7!M971A/@T*/#]X<&%C:V5T(&5N9#TG=R<_/O_A ")%>&EF !-30 J M " !@I@ @ $ /_; $, P(" P(" P,# P0# P0%" 4% M! 0%"@<'!@@,"@P,"PH+"PT.$A -#A$."PL0%A 1$Q05%14,#Q<8%A08$A05 M%/_; $,! 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MYOX$V)_^Q7W'\/_-@WX;^&=+B37;6?Q/J&S,L]U5:R/_QYWD/VT3_?V2?] M\5^@=?G#X13[_P4&G2/Y$_X2>_\?@FH_^]OB+XGD\&> /$>NPQB2;3=@D M%C;^)DC+U^>'[,GP)_X:>\8^(];\7:U=206H6\EK,G^PZ%&'Y&OS=Q&I9OD5:_-OXA>*/$O[9WQT7PWH%S)!X7M)F^R+) MS## GW[UT_C9_P"#_?1*^Z/CUK4OAWX*^-M1A?RY[?2+DH_^UY9KX%_9%^. MWA#X!W'B6\\0V&I7=[?I##;/IT*/LA3?O^^Z?Q[/^^* /[PK^PO\+/#NEI' MJ6F7?B:]"_O+J^O)$+MZA(W1%KSOX[?L(^'&*W^L> (KFPU.UA:;^RIIGGA MN$09V)O^9&_'O76?\/$OAK_T"_$O_@'#_P#'[/\ AXE\-?\ H%^)?_.'_X] M0!C?L%'34?&^EZEX)UVYDOK[1X$N;"ZF^^]K]S8_NGR?]]UZA^U5\:C\$?A MG->6!3_A(-3D^QZ)?# M7_H%^)?_ #A_P#CU 'SC\5_A[XC_8P^*&D^(/"NJRW6F7F]K6:8_P"M5/OV MMR?X_P#/]ROT0\!^,;/Q]X,T;Q'8C%IJ=I'K7Q\173>,OB+XHUZY?S\N[Z9H \ 81'V(G_? M")7Z$?LN?"NP^&WPNTFX6*,ZQJ\$=W>W1'S,S+N1,_W44X_"OU;FH\-9="I& M%ZTS\4Y<1Q9F%6F5%W-';W,,LQ^B*_->7++= MVJ76G[[BW5W_-)M=SIO=/[Z?[%?L=L#*_)KXH_;R^%]CI9TCQSI]O'!";C6[Y//GQY=K:!OGN)CG8@KXC_&'W M_P"+^6S?]0VY_P#9*W_V^/%4FI?%+2-$W'[FIG^=M'_#UE?YO_ !Q$_.LL MTR^&89["C+X.4URK,IY;P].M#XN8\\'WQ%\1_%KQ) :.O7DVHW4S[+6SC^ MY#_L0I75Z=^RQ\4M4T\7-KR! M)9[>;[!9%^?*PH=VQ_>.]1G_'J^U>-H(Z4\RXB>65OJ>![@K0%E/#/\ :V'^ MNXZK*\S\A+S3O$/PX\31I=1:AX;UVU;?&7WPS+_MI7WC^RA^T8WQ6TV?0-?9 M(_%%C$'WI\J74/9Q_M_WA72?M0?"^Q^(_P*M8DDA3^U-*MY+ZQNL?.KHI9T MS_==04/UKX#^"?BF?PC\6/">J6SO&1J$,$Q_OPN^Q_\QQZZ.:CQ+ETZG)RU MH&$8UN%OT?K\I/VD_.'IC?_D[C4?\ ?^B7H _1ZJ.H;;;:I9S6E M[;Q75K*FQX9DWHX_W:\T_:5T[QOJGPIU_/X=WDMIXA1TF_T5]D\L*_?2)^SG MM7S1\(?V][WPO:IX>^)>F7UY=V9\G^U;5,W)]IX7V?-_MC_OB@#V3XA?L-_#_M7QI'/-IMG-X3U%^?.TM_W.__ *XO\G_?&ROE*>3QQ^PW\7(;/^TOMVB76RZ> M"#_CUU*UW['^3^"9/\_)7U3>?MY_":&S:9-0U:YPOZU\F_$ MGQ=K7[9OQJTFPT+2)K2U,7V.W@D.][:VW[IKF9^W_P"PE 'WU\:[$>-/@3XR MALAYGV[1)W@_V_W.]*^-/V$/ _@?XD7OBW2O%6@Z?KMY"EM>6?VV/?LA^='V M? \#V5^@FFZ9#IVF6MA&-T$$*PHK?W%4+7YL %#P3XK_8\^-:^)?#ZO\ V$]P M[Z==.FZ&6%_OV4W^?[CT ?<7 #+GPE_Z)_HG_@-1_P ,N?"7_HG^B?\ @-7F MO@OJOSX=>(--A?76O?#&H?WMO<6SRIN]$=.M4?'W_!0/P'H%A^*= M1Q\G[E[:V3_?=_G_.^$- 'NO@WX0^OAW>S7?AKPQIFC74R;'FM+8(]_=W MU\9_\%(M(EMO'GA+50G[BYTN:U1_]M)M_P#[6KV7]C[XN_$GXP3>(]7\66EN MOAD[/[,NH+;R5+[OG1/^>B?[==;^U?\ !.3XU_#*2TTX1KXATJ;[;IS,/OM_ M"?]]/\ QX)0 SP'\ /A!XR\%Z%K4'@/0YH=1L8;D2?9NN^,5T'_ RY\)?^ MB?Z)_P" U?&'[/'[5FH_ 'S_5XRTJ^FT:SE<>3L*7NFMGYTV.?G3_9[5]1 MK^W-\(#9_:/^$AN-_P#SP_LVYW_^@4 =9_PRY\)^B?Z)_X#5Z!I.CV'A_2; M?3=,M(;&PMA+AM;=-B(OHJBOH#XG?MZ>(?%&J6NA_"O2)HIYY?+BNKNV\ZY MN7_N)!_G_@%?:O@^;6+GPIHT^OV\5MKDEG"]_!#S&DQ3YU3Z-F@3U5C\G_B% MX=F\+^./$FB7"[9K2^FB'TW_"?^.5^D?[.?Q LOB)\)]!N[656NK2W2SNXN MKQ3(@4@_7[WT:O)OVNOV:[WQH_\ PFGA6W^T:U#%LOM/0?/=HOW&3_;3GC^+ MI7QJX#^)7B7X7:W)?^'M1ETNZSMFMRGR2_[#H]?K%2E'B;+H>QG^\@?BE&K5 MX3S.;JP_=3/UOR,;FX-?'?[?GCZP&CZ%X/MY5?4'N?[1N%0Y\J-$=$W_.^7 M/_?%>5ZT<W!\2]2T]K>-M)L9&7BZM;0[Q_WV[I7A&J:Q?ZYJ5SJ6IWDM_J%R M^^:ZF?>[O7%DW#5?#XF.)Q6T#LSWBO#XO"2P^$^T>Y?L.K_Q?RU7_J&W/_LE M:O[>&@/8_&"PU,+FUU/3D"R?]-(F=73\C'6;^P^W_%_+4_\ 4-N?YI7V'^T% M\$[7XU^"7TTNMKJEJWVBPN6Z),.BM_LMT-:YCCH9?GT*TOAY3+*L!/,N')T: M/QDD;[&7_;1_XTKU73?VW/BC8V'V9[S3;]U7_C MZGL3O_\ '-B5CFO#E;?8CZW@Y]J9TY-Q32R[#_4\=7/ ^R?VDO'UE\//A#K MJU9VVUN$PB'^XB)7V9^R3^S5=> T/C'Q M-%Y&OW,6RTLW!WV<+??W_P"V_"\3UKLC2CPSET_;3_ 'DSAJU*O%69P]E# M]S]IM_@?X(LOB1-X\AT"WB\4SPUS4-XGNT=_XWWOL0G:FYNNVO0Z** "O/8?@=X(MO MB1)X\BT"W3Q0_P!^P!S9W[-F_9G9OV<;L9KT*B@KSOXA_OP)\4G\WQ'X7 MLM0N\;1>8\F;_OXGS5Z)10!\\0?L' "2&Z\Y]U">/\ YXR:E.4_+?7K7@;X M9^%_AGI[V?AG0;+1H7&7^R1_.\ OO\ >?\ &NMHH *S=9T6Q\0:7-8:G:0: MA93)LEM[F$2(X]U-:5% 'S_K?[#_,)=:N'G&@W&E,P_U>G7TL:?]\YJ_P" M_P!C?X3^$;I+F+PNFJS\C10!5M[>*SA2&WC6&%%VI&B M;46S%% ' _$/X(>"/BGM?Q-X;L]2N43:ET5V3I["5<./SKR_P#X8)^$?VC? M_9^K;/\ GC_:4WE_SKZ.HH X3X?_7\$_"^/_BFO#5AI,S_.LN43?.WUE? M+G\Z[JEHH A8=.V.M?.WQ;T;X!^+/%4FE^*=0T>Q\2R-LDFBN?L\R/\ [;I\MN[_?KZ'F4/$5W8W=*_-3XQ?LW^/O"OB[6[L:%?>(=-N;R:YAO[!/M!='??\ M.B?.KU]D>'I5JTE.O[(^0XCQ53#4(N.']K'J>^W7[*GP0T&V?5;[79I-/3Y MR\VLJ(?_ !W%?-OQU\=>#]6NK;P]\M&BTQ+?2Y*!W9SOV(/NE M^N^N'M_A_P");RZ]W\+ZQ+-_P \X]-FW_\ H%>W_!_]C'Q5XPOH;SQ3&WAG M05^=T?F\F_V43^#_(' -\5^@QIT+ESUJ49'F/P^_9Y\ _#.Z^U M:)H,*7Z\"]N2\TP_W7G\;1@<4*V>^:?Q7/4K5J\N>M+F9UT2C#E1__V0$! end XML 13 R1.htm IDEA: XBRL DOCUMENT v3.24.4 Cover 9 Months Ended Sep. 30, 2024 Cover [Abstract] Â Document Type S-1 Amendment Flag false Entity Registrant Name INSEEGO CORP. Entity Central Index Key 0001022652 Entity Tax Identification Number 81-3377646 Entity Incorporation, State or Country Code DE Entity Address, Address Line One 9710 Scranton Road, Suite 200 Entity Address, City or Town San Diego Entity Address, State or Province CA Entity Address, Postal Zip Code 92121 City Area Code 858 Local Phone Number 812-3400 Entity Filer Category Non-accelerated Filer Entity Small Business true Entity Emerging Growth Company false 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 - 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 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 - 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 - 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 - 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 XML 14 R2.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED BALANCE SHEETS - USD ($) Sep. 30,

2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 11,972,000 $ 2,409,000 Accounts receivable, net of allowance for expected credit losses of $130 and $617, respectively 15,612,000 18,202,000 Inventories 18,118,000 20,555,000 Prepaid expenses and other 3,627,000 4,937,000 Current assets held for sale 35,771,000 12,123,000 Total current assets 85,100,000 58,226,000 Property, plant and equipment, net of accumulated depreciation of $28,629 and $27,513, respectively 1,303,000 2,389,000 Intangible assets, net of accumulated amortization of $33,130 and $31,444, respectively 19,465,000 25,718,000 Goodwill 3,949,000 3,949,000 Operating lease right-of-use assets 3,117,000 4,022,000 Other assets 456,000 1,256,000 Non-current assets held for sale 0 26,237,000 Total assets 113,390,000 121,797,000 Current liabilities: Â Â Accounts payable 35,457,000 23,408,000 Accrued expenses and other current liabilities 31,147,000 21,049,000 Short-term loan 6,000,000 0 2025 Convertible Notes, net 106,250,000 0 Revolving credit facility 0 4,094,000 Current liabilities held for sale 10,000,000 7,360,000 Total current liabilities 188,854,000 55,911,000 Long-term liabilities: Â Â 2025 Convertible Notes, net 0 159,912,000 Operating lease liabilities 2,979,000 3,972,000 Deferred tax liabilities, net 121,000 112,000 Other long-term liabilities 6,499,000 2,351,000 Non-current liabilities held for sale 0 1,644,000 Total liabilities 198,453,000 223,902,000 Commitments and contingencies (Note 10) Â Stockholdersâ€™ deficit: Â Â Preferred stock, par value $0.001; 2,000,000 shares authorized: Preferred stock, par value $0.001; 39,500 shares designated, 25,000 shares issued and outstanding as of both SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 (aggregate liquidation preference of $37,547,619) 0 0 Common stock, par value $0.001; 150,000,000 shares authorized, 12,542,691 and 11,878,557Â shares issued and outstanding as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively 13,000 12,000 Additional paid-in capital 825,851,000 810,138,000 Accumulated other comprehensive loss (6,712,000) (5,327,000) Accumulated deficit (904,215,000) (906,928,000) Total stockholdersâ€™ deficit (85,063,000) (102,105,000) Total liabilities and stockholdersâ€™ deficit $ 113,390,000 $ 121,797,000 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI 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http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 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-Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxLiabilitiesNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: 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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + 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/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 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)(iv)) -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)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI 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 - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: 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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe carrying value as of the balance sheet date of the current portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_LinesOfCreditCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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 and amortization, of property, plant, and equipment and finance lease right-of-use asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_PropertyPlantAndEquipmentAndFinanceLeaseRightOfUseAssetAfterAccumulatedDepreciationAndAmortization 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 - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than 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(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 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/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ShortTermBorrowings 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 15 R3.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Allowance for doubtful accounts $ 130 $ 617 Accumulated depreciation, Property, plant and equipment 28,629 27,513 Accumulated amortization, Intangible assets $ 33,130 $ 31,444 Preferred stock, par value $ 0.001 $ 0.001 Preferred stock, shares authorized 2,000,000 2,000,000 Common stock, par value $ 0.001 $ 0.001 Common stock, shares authorized 150,000,000 150,000,000 Common stock, shares issued 12,542,691 11,878,557 Common stock, shares outstanding 12,542,691 11,878,557 Series E Preferred Stock [Member] Â Â Preferred stock, par value $ 0.001 $ 0.001 Preferred stock, shares authorized 39,500 39,500 Preferred stock issued 25,000 25,000 Preferred stock, shares outstanding 25,000 25,000 Preferred stock, liquidation preference $ 37,547,619 $ 37,547,619 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 - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + 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(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 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 - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue of the difference between preference in liquidation and the par or stated values of the preferred shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 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-S99-1 + Details Name: us-gaap_PreferredStockLiquidationPreferenceValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesEPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 R4.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues: Â Â Â Â Total revenues $ 54,032 $ 41,357 $ 143,157 $ 131,367 Cost of revenues: Â Â Â Â Total cost of revenues 35,232 43,522 92,304 104,934 Gross profit (loss) 18,800 (2,165) 50,853 26,433 Operating costs and expenses: Â Â Â Â Research and development 5,176 5,200 15,032 14,369 Sales and marketing 4,125 3,893 12,176 13,703 General and administrative 4,822 3,429 12,695 12,326 Depreciation and amortization 3,154 3,848 10,098 13,125 Impairment of capitalized software 507 611 927 1,115 Total operating costs and expenses 17,784 16,981 50,928 54,638 Operating income (loss) 1,016 (19,146) (75) (28,205) Other (expense) income: Â Â Â Â Interest expense, net (5,731) (2,894) (9,686) (6,910) Loss on extinguishment of revolving credit facility 0 0 (788) 0 Gain on debt restructurings, net 12,366 0 13,690 0 Other income (expense), net (72) 45 (864) 50 Income (Loss) before income taxes 7,579 (21,995) 2,277 (35,065) Income tax provision 36 30 171 44 Income (Loss) from continuing operations 7,543 (22,025) 2,106 (35,109) Income from discontinued operations (net of income tax provision (benefit) of $266, $(46), $674, and $555, respectively) 1,426 220 3,032 3,263 Net income (loss) 8,969 (21,805) 5,138 (31,846) Preferred stock dividends (827) (756) (2,425) (2,218) Net income (loss) attributable to common stockholders $ 8,142 $ (22,561) $ 2,713 $ (34,064) Basic Â Â Â Â Continuing operations $ 0.54 $ (1.95) $ (0.03) $ (3.33) Discontinued operations 0.12 0.02 0.25 0.29 Basic earnings per share (*) [1] 0.66 (1.93) 0.23 (3.03) Diluted Â Â Â Â Continuing operations (0.16) (1.95) (0.03) (3.33) Discontinued operations 0.11 0.02 0.25 0.29 Diluted

earnings per share (*) [1] $ (0.06) $ (1.93) $ 0.23 $ (3.03) Weighted-average shares used in computation of net earnings (loss) per share Â Â Â Â Basic (*) [1] 12,336,503 11,696,755 12,036,989 11,224,722 Diluted (*) [1] 13,218,293 11,696,755 12,036,989 11,224,722 Other comprehensive loss: Â Â Â Â Foreign currency translation adjustment $ (1,292) $ (433) $ (1,385) $ (958) Comprehensive income (loss) 7,677 (22,238) 3,753 (32,804) Mobile Solutions [Member] Â Â Â Â Revenues: Â Â Â Â Total revenues 32,282 22,534 73,431 64,469 Fixed Wireless Access Solutions [Member] Â Â Â Â Revenues: Â Â Â Â Total revenues 9,723 11,114 37,222 42,489 Product [Member] Â Â Â Â Revenues: Â Â Â Â Total revenues 42,005 33,648 110,653 106,958 Cost of revenues: Â Â Â Â Total cost of revenues 33,592 42,788 86,812 101,375 Services And Other [Member] Â Â Â Â Revenues: Â Â Â Â Total revenues 12,027 7,709 32,504 24,409 Cost of revenues: Â Â Â Â Total cost of revenues $ 1,640 $ 734 $ 5,492 $ 3,559 [1] Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. X - DefinitionAmount of impairment loss from capitalized computer software costs. + ReferencesReference 1: 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareImpairments1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 aggregate cost of goods produced and sold and services rendered during the reporting period. + 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/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 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 13: 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 14: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B + Details Name: us-gaap_CostOfRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CostOfRevenueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPer basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPer diluted share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare 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 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) 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us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareBasicAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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 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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 - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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 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Type: credit Period Type: duration X - DefinitionFor a debtor, the aggregate gain (loss) recognized on the restructuring of payables arises from the difference between the book value of the debt before the restructuring and the fair value of the payments on the debt after restructuring is complete. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 60 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481408/470-60-50-1 + Details Name: us-gaap_GainsLossesOnRestructuringOfDebt 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 - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI 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Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: 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 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher 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Type: credit Period Type: duration X - DefinitionThe amount of net income (loss) from continuing operations 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/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 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 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting 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https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -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 14: 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 15: 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 16: 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/1943274/2147482689/260-10-45-7Reference 17: 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsPerBasicShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) derived from continuing operations during 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/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: 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 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB 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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 11: 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 12: http://www.xbrl.org/2009/role/commonPracticeRef -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 13: 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 14: 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 15: 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 16: 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_IncomeLossFromContinuingOperationsPerDilutedShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation attributable to the parent. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest income (expense) classified as nonoperating. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: 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 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48 + Details Name: us-gaap_InterestIncomeExpenseNonoperatingNet 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 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-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 deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef 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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 - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-

30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax, before reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://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://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481839/830-10-45-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482014/830-20-35-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-12 + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationGainLossArisingDuringPeriodNetOfTax 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 of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherNonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of preferred stock dividends that is an adjustment to net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsIncomeStatementImpact 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, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=INSG_MobileSolutionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=INSG_FixedWirelessAccessSolutionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=INSG_ServicesAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 17 R5.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (Parenthetical) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Statement [Abstract] Â Â Â Â Discontinued operations tax provision $ 266 $ (46) $ 674 $ 555 X - DefinitionAmount of tax expense (benefit) on gain (loss) not previously recognized resulting from the disposal of a discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1 + Details Name: us-gaap_DiscontinuedOperationTaxEffectOfIncomeLossFromDisposalOfDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 18 R6.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT - USD ($) shares in Thousands, $ in Thousands Preferred Stock [Member] Common Stock [Member] Additional Paid-in Capital [Member] [1] Retained Earnings [Member] AOCI Attributable to Parent [Member] Total Beginning balance, value at Dec. 31, 2022 $ 11 [1] $ 793,952 $ (857,751) $ (6,330) $ (70,118) Beginning balance (in shares) at Dec. 31, 2022 25 10,847 [1] Â Â Â Â Net income [1] (31,846) (31,846) Foreign currency translation adjustment [1] (958) (958) Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld [1] 51 51 Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld (in shares) [1] Â 52 Â Â Â Â Issuance of common shares in connection with a public offering, net of issuance costs $ 1 [1] 6,057 6,058 Issuance of common shares in connection with a public offering, net of issuance costs (in shares) [1] Â 804 Â Â Â Â Share-based compensation [1] 6,030 6,030 Preferred stock dividends [1] 2,218 (2,218) Ending balance, value at Sep. 30, 2023 $ 12 [1] 808,308 (891,815) (7,288) (90,783) Ending balance (in shares) at Sep. 30, 2023 25 11,703 [1] Â Â Â Â Beginning balance, value at Jun. 30, 2023 $ 12 [1] 805,282 (869,254) (6,855) (70,815) Beginning balance (in shares) at Jun. 30, 2023 25 11,687 [1] Â Â Â Â Net income [1] (21,805) (21,805) Foreign currency translation adjustment [1] (433) (433) Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld [1] 3 3 Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld (in shares) [1] Â 16 Â Â Â Â Issuance of common shares in connection with a public offering, net of issuance costs [1] Â Â Â Â Share-based compensation [1] 2,267 2,267 Preferred stock dividends [1] 756 (756) Ending balance, value at Sep. 30, 2023 $ 12 [1] 808,308 (891,815) (7,288) (90,783) Ending balance (in shares) at Sep. 30, 2023 25 11,703 [1] Â Â Â Â Beginning balance, value at Dec. 31, 2023 $ 12 [1] 810,138 (906,928) (5,327) (102,105) Beginning balance (in shares) at Dec. 31, 2023 25 11,879 [1] Â Â Â Â Net income [1] 5,138 5,138 Foreign currency translation adjustment [1] (1,385) (1,385) Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld [1] 207 207 Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld (in shares) [1] Â 177 Â Â Â Â Share-based compensation [1] 2,815 2,815 Preferred stock dividends [1] 2,425 (2,425) Issuance of common stock in connection with debt restructurings $ 1 [1] 4,924 4,925 Issuance of common stock in connection with debt restructurings (in shares) [1] Â 487 Â Â Â Â Issuance of common stock warrants in connection with debt restructurings [1] 5,342 5,342 Ending balance, value at Sep. 30, 2024 $ 13 [1] 825,851 (904,215) (6,712) (85,063) Ending balance (in shares) at Sep. 30, 2024 25 12,543 [1] Â Â Â Â Beginning balance, value at Jun. 30, 2024 $ 12 [1] 816,002 (912,357) (5,420) (101,763) Beginning balance (in shares) at Jun. 30, 2024 25 11,910 [1] Â Â Â Â Net income [1] 8,969 8,969 Foreign currency translation adjustment [1] (1,292) (1,292) Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld [1] 213 213 Exercises of stock options, vesting of restricted stock units and stock issued under employee stock purchase plan, net of taxes withheld (in shares) [1] Â 146 Â Â Â Â Share-based compensation [1] 1,229 1,229 Preferred stock dividends [1] 827 (827) Issuance of common stock in connection with debt restructurings $ 1 [1] 4,924 4,925 Issuance of common stock in connection with debt restructurings (in shares) [1] Â 487 Â Â Â Â Issuance of common stock warrants in connection with debt restructurings [1] 2,656 2,656 Ending balance, value at Sep. 30, 2024 $ 13 [1] $ 825,851 $ (904,215) $ (6,712) $ (85,063) Ending balance (in shares) at Sep. 30, 2024 25 12,543 [1] Â Â Â Â [1] Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1 X - ReferencesNo definition available. + Details Name: INSG_DividendPreferredStock Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_StockIssuedDuringPeriodSharesDebtRestructuring Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_StockIssuedDuringPeriodSharesExerciseOfStockOptionsVestingOfRestrictedStockUnitsAndEmployeeStockPurchasePlan Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_StockIssuedDuringPeriodValueDebtRestructuring Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_StockIssuedDuringPeriodValueExerciseOfStockOptionsVestingOfRestrictedStockUnitsAndEmployeeStockPurchasePlan Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in additional paid in capital (APIC) resulting from the issuance of warrants. Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants. + 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 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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 20 -Section 25 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481284/470-20-25-2 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalWarrantIssued 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 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, before reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://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://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481839/830-10-45-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482014/830-20-35-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-12 + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationGainLossArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury. + 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/1943274/2147481112/505-10-50-2 + Details Name: us-gaap_SharesIssued 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 - 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 - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(3)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-24Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-5Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-5Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -

SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 38: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 39: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 41: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 42: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 43: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 44: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 19 R7.htm IDEA: XBRL DOCUMENT v3.24.4 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net income (loss) $ 5,138 $ (31,846) Adjustments to reconcile net loss to net cash provided by operating activities: Â Â Depreciation and amortization 13,242 16,270 Loss on extinguishment of revolving credit facility 788 0 Gain on debt restructurings, net (13,690) 0 Provision for expected credit losses (231) 612 Impairment of capitalized software 927 1,115 Provision for excess and obsolete inventory 901 7,011 Impairment of operating lease right-of-use assets 139 0 Share-based compensation expense 2,815 6,030 Amortization of debt discount and debt issuance costs 4,435 2,048 Deferred income taxes 9 177 Non-cash operating lease expense 1,218 437 Other 6 0 Changes in assets and liabilities: Â Â Accounts receivable 2,432 7,703 Inventories (274) 7,685 Prepaid expenses and other assets 1,887 1,479 Accounts payable 12,284 1,162 Accrued expenses and other liabilities 14,683 2,561 Operating lease liabilities (1,334) (41) Net cash provided by operating activities 45,375 22,403 Cash flows from investing activities: Â Â Purchases of property, plant and equipment (46) (403) Additions to capitalized software development costs and purchases of intangible assets (3,608) (6,114) Net cash used in investing activities (3,654) (6,517) Cash flows from financing activities: Â Â Payments related to repurchases of 2025 Convertible Notes (33,781) 0 Proceeds from issuance of short-term loan and warrants, net of issuance costs 19,350 0 Proceeds from a public offering of equity, net of issuance costs 0 6,057 Principal payments on financed assets 0 (360) Net repayments on revolving credit facility (4,882) (7,851) Repayments on short-term loan (13,500) 0 Other financing activities 2 128 Net cash used in financing activities (32,811) (2,026) Effect of exchange rates on cash (1,682) (2,057) Net increase in cash and cash equivalents 7,228 11,803 Cash, cash equivalents and restricted cash from continuing operations, beginning of period 2,409 3,241 Cash, cash equivalents and restricted cash from discontinued operations, beginning of period 5,110 3,902 Cash and cash equivalents, beginning of period 7,519 7,143 Cash, cash equivalents and restricted cash from continuing operations, end of period 11,972 14,424 Cash, cash equivalents and restricted cash from discontinued operations, end of period 2,775 4,522 Cash and cash equivalents, end of period 14,747 18,946 Cash paid during the year for: Â Â Interest 4,283 3,336 Income taxes 269 217 Supplemental disclosures of non-cash investing and financing activities: Â Â Transfer of inventories to rental assets 2,043 1,077 Capital expenditures financed through accounts payable or accrued liabilities 262 7,216 Equity value issued in exchange for 2025 Convertible Notes 7,088 0 Right-of-use assets obtained in exchange for operating leases liabilities $ 508 $ 1,030 X - ReferencesNo definition available. + Details Name: INSG_CashPaidDuringYearAbstract Namespace Prefix: INSG_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_GainLossOnDebtRestructuringsNet Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_NoncashOperatingLeaseExpense Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_TransferOfInventoriesToRentalAssets Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFuture cash outflow to pay for purchases of fixed assets that have occurred. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_CapitalExpendituresIncurredButNotYetPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of impairment loss from capitalized computer software costs. + ReferencesReference 1: 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareImpairments1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; attributable to disposal group, including, but not limited to, 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_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsDisposalGroupIncludingDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe value of the financial instrument issued [noncash or part noncash] in the conversion of stock. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting

Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + 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/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit 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 increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, before refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in accrued expenses, and obligations classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccruedLiabilitiesAndOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + 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_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of loss from reductions in inventory due to subsequent measurement adjustments, including, but not limited to, physical deterioration, obsolescence, or changes in price levels. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-2 + Details Name: us-gaap_InventoryWriteDown Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting 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 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https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of loss from impairment of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 25 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479365/842-20-25-6 + Details Name: us-gaap_OperatingLeaseImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OtherNoncashIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow to acquire asset without physical form usually arising from contractual or other legal rights, excluding goodwill. + 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_PaymentsToAcquireIntangibleAssets 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 - ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). + 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_ProceedsFromIssuanceOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_ProceedsFromPaymentsForOtherFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing having initial term of repayment within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfShortTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating 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 (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 R8.htm IDEA: XBRL DOCUMENT v3.24.4 Nature of Business and Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Nature of Business and Significant Accounting Policies NoteÂ 1. Nature of Business and Significant Accounting Policies Â Basis of Presentation and Consolidation Â The accompanying unaudited condensed consolidated financial statements (â€œFinancial Statementsâ€) have been prepared by Inseego Corp. (the â€œCompanyâ€, â€œweâ€, â€œusâ€) in accordance with accounting principles generally accepted in the U.S. (â€œGAAPâ€) and applicable rules and regulations of the Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The Financial Statements include the accounts of the Company and its consolidated subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation. These Financial Statements should be read in conjunction with the audited consolidated financial statements and notes as of and for the year ended DecemberÂ 31, 2023, included in the Company's Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023 (the â€œForm 10-Kâ€). Â The condensed consolidated balance sheet as of DecemberÂ 31, 2023 was derived from the audited consolidated financial statements as of that date, but does not include all disclosures required by GAAP. In managementâ€™s opinion, the accompanying Financial Statements reflect all normal recurring adjustments necessary for their fair presentation. Other than described below, there have been no changes to the Companyâ€™s significant accounting policies described in the Form 10-K that have had a material impact on the Companyâ€™s Financial Statements. The results of operations for the interim periods presented are not necessarily indicative of results to be expected for any other interim period or for the year as a whole. Â Planned Divestiture of the Telematics Business Â On September 16, 2024, the Company and its subsidiary Inseego SA (Pty) Ltd (â€œSellerâ€) entered into a Share Purchase Agreement (the â€œPurchase Agreementâ€) with Light Sabre SPV Limited (which subsequently novated its benefits and obligations under the Purchase Agreement to Ctrack Holdings (the â€œPurchaserâ€)), pursuant to which Inseego agreed to sell to the Purchaser the entire issued share capital of the Companyâ€™s Inseego International Holdings Limited subsidiary in exchange for approximately $52 million in cash, subject to certain adjustments. Upon completion of the sale (the â€œCompletion Dateâ€), the Purchaser will acquire the fleet management and telematics solutions business of Inseego, which has operations in the United Kingdom, the European Union, Australia and New Zealand (the â€œTelematics Businessâ€). Â The Purchase Agreement is subject to closing conditions including, among others more fully described in the Purchase Agreement, the Purchaser finalizing financing arrangements to fund the purchase price. Unless fulfilled or otherwise waived by the parties, if any of the closing conditions are not fulfilled by December 31, 2024, the Purchase Agreement shall be terminated and the Sale Transaction shall not be completed. Â As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income. Â Refer to NoteÂ 2Â â€“ Discontinued Operations and Held for Sale for additional information regarding the Telematics Business, including the assets and liabilities divested and income from discontinued operations. Unless otherwise noted, disclosures within these remaining Notes to Condensed Consolidated Financial Statements relate solely to the Company's continuing operations. Â Held for Sale and Discontinued Operations Â In accordance with authoritative guidance for discontinued operations (Accounting Standards Codification (â€œASCâ€) 205-20), the Company determined that the Telematics Business met held-for-sale and discontinued operations accounting criteria during the third quarter of 2024. Accordingly, the Company classified the results of the Telematics Business as discontinued operations in its condensed consolidated statements of operations for all periods presented. Additionally, the related assets and liabilities associated with the Telematics Business are classified as held for sale in the condensed consolidated balance sheets for all periods presented. The cash flows related to discontinued operations have not been segregated and are included in the condensed consolidated statements of cash flows. Â Depreciation of property, plant and equipment and amortization of intangible and right-of-use assets are not recorded while these assets are classified as held for sale. For each period the disposal group remains classified as held for sale, its recoverability is reassessed and any necessary adjustments are made to its carrying value. No impairment upon classification as held for sale was recorded during the three or nine months ended SeptemberÂ 30, 2024. Â The results of discontinued operations are reported as Income from discontinued operations, net of tax in the Condensed Consolidated Statements of Comprehensive Income for the current and prior periods commencing in the period in which the held for sale criteria are met. Income from discontinued operations, net of tax includes direct costs attributable to the discontinued operations and excludes any cost allocations associated with any shared or corporate functions unless otherwise dedicated to the discontinued operations. Income from discontinued operations, net of tax will include any gain or loss recognized upon disposition or from adjustment of the carrying amount to fair value less costs to sell while classified as held for sale. Activity within comprehensive income directly associated with a divested business is not realized as a component of Income from discontinued operations, net of tax until completion of the sale or disposition. Â Segment Information Â The Company has one reportable segment. The principal executive officer, who is also the Chief Operating Decision Maker, does not manage any part of the Company separately, and the allocation of resources and assessment of performance are based solely on the Companyâ€™s consolidated operations and financial results. Â Use of Estimates Â The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent liabilities. Actual results could differ materially from these estimates. Estimates are assessed each period and updated to reflect current information. Significant estimates include revenue recognition, warranty provision, capitalized software costs, allowance for credit losses, provision for excess and obsolete inventory, accrued liabilities related to our contract manufacturers, valuation of tangible and intangible long-lived assets, valuation of goodwill, valuation of derivatives, accruals relating to litigation, income taxes and share-based compensation expense. Â Reclassifications Â Certain amounts recorded in the prior period consolidated financial statements have been reclassified to conform to the current period financial statement presentation. These reclassifications had no effect on previously reported operating results. Â During the fourth quarter of 2023, and as noted in the Form 10-K, the Company reclassified revenue on its Consolidated Statement of Operations. Historically, the Company classified revenues from products and services into two categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues from products and services into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses on the Consolidated Statement of Operations into a separate line labeled Depreciation and amortization. All prior periods have been reclassified to conform to the current period presentation for these changes. Â Reverse Stock Split Â On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding common stock (the â€œReverse Stock Splitâ€). As a result of the Reverse Stock Split, each share of common stock issued and outstanding immediately prior to January 24th was automatically converted into one-tenth (1/10) of a share of common stock. The Reverse Stock Split affected all common stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would result in a stockholder owning a

fractional share. No fractional shares were issued in connection with the Reverse Stock Split. Stockholders who otherwise would be entitled to receive a fractional share instead were entitled to receive cash in lieu of such fractional share. Â The Reverse Stock Split did not change the par value of the common stock or the authorized number of shares of common stock. All outstanding convertible notes entitling their holders to purchase or obtain or convert into shares of our common stock were adjusted, as required by the terms of these securities. Â All common share and per-share amounts in this Form 10-Q have been retroactively restated to reflect the effect of the Reverse Stock Split. Â Liquidity Â During 2024, the Company entered into a series of agreements, as part of its overall capital structure management, to reduce its total debt and restructure its outstanding 3.25% convertible notes due 2025 (the â€œ2025 Convertible Notesâ€), as follows: Â (1) Convertible Debt Repurchases and Exchanges Completed prior to SeptemberÂ 30, 2024 (the â€œCompleted Repurchases and Exchangesâ€): Â (a) the Company repurchased, for cash, all of the $45.9 million in principal amount of the 2025 Convertible Notes held by certain entities managed by Highbridge Capital Management, LLC (such entities, â€œHighbridgeâ€), the second largest note holder as of the date of such purchase, at a discount of 30% to face value, plus accrued interest; Â (b) the Company repurchased, for cash, $3.0 million of principal amount of the 2025 Convertible Notes from a separate single holder at discount of 45% to face value, plus accrued interest; Â (c) the Company repurchased from a holder approximately $4.7 million of principal amount of the 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants; Â (d) the Company repurchased from two related holders approximately $1.5 million in aggregate principal amount of the 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants; Â (2) Short-Term Loan Agreement: to finance a portion of the Completed Repurchases and Exchanges, the Company agreed to a $19.5 million loan (â€œShort-Term Loanâ€) from (i) South Ocean Funding, LLC (â€œSouth Oceanâ€), which is an affiliate of Golden Harbor Ltd. (â€œGolden Harborâ€), and Tavistock Financial, LLC, and (ii) certain participant lenders (the â€œParticipating Lendersâ€). The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to November 30, 2024. Borrowings under the Short-Term Loan bear interest at 12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company will be required to pay an exit fee equal to 4.0% of the aggregate principal amount prepaid or repaid. See NoteÂ 5Â â€“ Debt below for further details regarding the Short-Term Loan; and Â (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to SeptemberÂ 30, 2024 (the â€œSubsequently Completed Repurchases and Exchangesâ€): On November 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of new senior secured notes due in 2029 (the â€œNew Senior Secured Notesâ€), and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. See NoteÂ 12Â â€“ Subsequent Events below for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions. Â As of SeptemberÂ 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that on SeptemberÂ 30, 2024, the outstanding principal balance under the Short-Term Loan was $6.0Â million. Â The 2025 Convertible Notes had a principal balance of $106.8 million as of SeptemberÂ 30, 2024 and mature on May 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or 90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of DecemberÂ 31, 2023. Â The Company generated positive cash flow from operations both for the year ended DecemberÂ 31, 2023 and in the nine months ended SeptemberÂ 30, 2024. In April 2024, the Company received a $15.0Â million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility (as defined below) effective April 18, 2024. These factors have had a positive impact on our liquidity. Â While the Companyâ€™s liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Companyâ€™s ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Companyâ€™s obligations, or if events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Companyâ€™s ability to achieve its intended business objectives. Â During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Companyâ€™s liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity anticipated to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Companyâ€™s ability to continue as a going concern within one year of issuance of these financial statements. Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the organization, consolidation and basis of presentation of financial statements disclosure, and significant accounting policies of the reporting entity. May be provided in more than one note to the financial statements, as long as users are provided with an understanding of (1) the significant judgments and assumptions made by an enterprise in determining whether it must consolidate a VIE and/or disclose information about its involvement with a VIE, (2) the nature of restrictions on a consolidated VIE's assets reported by an enterprise in its statement of financial position, including the carrying amounts of such assets, (3) the nature of, and changes in, the risks associated with an enterprise's involvement with the VIE, and (4) how an enterprise's involvement with the VIE affects the enterprise's financial position, financial performance, and cash flows. Describes procedure if disclosures are provided in more than one note to the financial statements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R9.htm IDEA: XBRL DOCUMENT v3.24.4 Discontinued Operations and Held for Sale 9 Months Ended Sep. 30, 2024 Discontinued Operations and Disposal Groups [Abstract] Â Discontinued Operations and Held for Sale NoteÂ 2. Discontinued Operations and Held for Sale Â As noted in NoteÂ 1Â â€“ Nature of Business and Significant Accounting Policies, on SeptemberÂ 16, 2024, the Company entered into the Purchase Agreement to sell its Telematics Business. As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income. Â The following table summarizes Income from discontinued operations, net of tax included in the Condensed Consolidated Statements of Operations and Comprehensive Income for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands): Â Schedule of Condensed Consolidated Statements of Operations and Comprehensive IncomeÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Services and other revenuesÂ $7,862Â Â $7,226Â Â $22,895Â Â $21,567Â Services and other cost of revenuesÂ Â 3,222Â Â Â 3,166Â Â Â 9,876Â Â Â 9,022Â Gross profit from discontinued operationsÂ Â 4,640Â Â Â 4,060Â Â Â 13,019Â Â Â 12,545Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 293Â Â Â 473Â Â Â 967Â Â Â 1,345Â Sales and marketingÂ Â 1,289Â Â Â 1,255Â Â Â 3,625Â Â Â 3,698Â General and administrativeÂ Â 1,884Â Â Â 1,146Â Â Â 4,799Â Â Â 3,404Â Depreciation and amortizationÂ Â 360Â Â Â 392Â Â Â 1,060Â Â Â 1,112Â Total operating costs and expensesÂ Â 3,826Â Â Â 3,266Â Â Â 10,451Â Â Â 9,559Â Operating income from discontinued operationsÂ Â 814Â Â Â 794Â Â Â 2,568Â Â Â 2,986Â Other (expense) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest income, netÂ Â 3Â Â Â 3Â Â Â 10Â Â Â 8Â Other income (expense), netÂ Â 875Â Â Â (623)Â Â 1,128Â Â Â 824Â Income from discontinued operations before income taxesÂ Â 1,692Â Â Â 174Â Â Â 3,706Â Â Â 3,818Â Income tax provision (benefit)Â Â 266Â Â Â (46)Â Â 674Â Â Â 555Â Income from discontinued operations, net of taxÂ $1,426Â Â $220Â Â $3,032Â Â $3,263Â Â The following table summarizes the held for sale assets and liabilities included in the Condensed Consolidated Balance Sheet (in thousands): Â Schedule of Condensed Consolidated Balance SheetÂ Â Â Â Â Â Â Â Â Â September 30,Â Â December 31,Â Â Â 2024Â Â 2023Â ASSETSÂ Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Cash and cash equivalentsÂ $2,775Â Â $5,110Â Accounts receivable, netÂ Â 4,803Â Â Â 4,414Â InventoriesÂ Â 2,092Â Â Â 2,325Â Prepaid expenses and otherÂ Â 380Â Â Â 274Â Current assets held for sale (*)Â Â 10,050Â Â Â 12,123Â Non-current assets:Â Â Â Â Â Â Â Â Property, plant and equipment, netÂ Â 323Â Â Â 369Â Rental assets, netÂ Â 4,932Â Â Â 5,083Â Intangible assets, netÂ Â 990Â Â Â 1,422Â GoodwillÂ Â 17,973Â Â Â 17,973Â Operating lease right-of-use assetsÂ Â 1,503Â Â Â 1,390Â Non-current assets held for sale (*)Â Â 25,721Â Â Â 26,237Â Total assets held for sale (*)Â $35,771Â Â $38,360Â LIABILITIESÂ Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payableÂ $1,650Â Â $1,387Â Accrued expenses and other current liabilitiesÂ Â 6,410Â Â Â 5,973Â Current liabilities held for sale (*)Â Â 8,060Â Â Â 7,360Â Long-term liabilities:Â Â Â Â Â Â Â Â Operating lease liabilitiesÂ Â 1,335Â Â Â 1,067Â Deferred tax liabilities, netÂ Â 600Â Â Â 568Â Other long-term liabilitiesÂ Â 5Â Â Â 9Â Non-current liabilities held for sale (*)Â Â 1,940Â Â Â 1,644Â Total liabilities held for sale (*)Â $10,000Â Â $9,004Â Â (*) Assets and liabilities of the held for sale Telematics Business are presented as current in the Condensed Consolidated Balance Sheet at SeptemberÂ 30, 2024, as the Company expects to complete the disposition within one year. Â As permitted under ASC 205-20-50-5b(2), the Company has elected not to adjust the Condensed Consolidated Statements of Cash Flows for the nine months ended SeptemberÂ 30, 2024 and 2023 to exclude cash flows attributable to discontinued operations. The table below sets forth, for the periods presented, significant selected financial information related to discontinued activities included in the accompanying condensed consolidated financial statements (in thousands): Â Schedule of Condensed Consolidated Statements of Cash FlowsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Non-cash items included in net (loss) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Depreciation and amortizationÂ $969Â Â $1,032Â Â $2,921Â Â $2,867Â Share-based compensationÂ $35Â Â $144Â Â $101Â Â $390Â Cash flows from investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Purchases of property, plant and equipmentÂ $(14)Â $(173)Â $(17)Â $(334) Non-cash investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Transfer of inventories to rental assetsÂ $698Â Â $412Â Â $2,043Â Â $1,077Â Right-of-use assets obtained in exchange for operating leases liabilitiesÂ $362Â Â $93Â Â $508Â Â $1,030Â Â X - ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationsAndDisposalGroupsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure related to a disposal group. Includes, but is not limited to, a discontinued operation, disposal classified as held-for-sale or disposed of by means other than sale or disposal of an individually significant component. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/360/tableOfContent + Details Name: us-gaap_DisposalGroupsIncludingDiscontinuedOperationsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R10.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Financial Statement Details NoteÂ 3. Financial Statement Details Â Inventories Â Inventories consist of the following (in thousands): Â Schedule of InventoriesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Finished goodsÂ $17,796Â Â $18,939Â Raw materials and componentsÂ Â 322Â Â Â 1,616Â Total inventoriesÂ $18,118Â Â $20,555Â Â Prepaid expenses and other Â Prepaid expenses and other consists of the following (in thousands): Â Schedule of Prepaid Expenses and OtherÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Rebate receivablesÂ $1,407Â Â $1,950Â Receivables from contract manufacturersÂ Â 716Â Â Â 1,823Â Software licensesÂ Â 770Â Â Â 504Â OtherÂ Â 734Â Â Â 660Â Total prepaid expenses and otherÂ $3,627Â Â $4,937Â Â Accrued expenses and other current liabilities Â Accrued expenses and other current liabilities consist of the following (in thousands): Â Schedule of Accrued Expenses and Other Current LiabilitiesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â RoyaltiesÂ $968Â Â $845Â Payroll and related expensesÂ Â 7,778Â Â Â 3,608Â Professional feesÂ Â â€“Â Â Â â€“Â Accrued interestÂ Â 2,042Â Â Â 1,038Â Deferred revenueÂ Â 9,212Â Â Â 2,717Â Operating lease liabilitiesÂ Â 1,303Â Â Â 1,226Â Accrued contract manufacturing liabilitiesÂ Â 5,049Â Â Â 7,537Â OtherÂ Â 4,795Â Â Â 4,078Â Total accrued expenses and other current liabilitiesÂ $31,147Â Â $21,049Â Â Other long-term liabilities Â Other long-term liabilities consist of the following (in thousands): Â Schedule of Other Long-term LiabilitiesÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Long-term deferred revenueÂ $6,352Â Â $1,704Â OtherÂ Â 147Â Â Â 647Â Total other long-term liabilitiesÂ $6,499Â Â $2,351Â Â As of SeptemberÂ 30, 2024, of the $6.4Â million long-term deferred revenue balance, $5.9Â million relates to performance obligations expected to be satisfied between one and 2two years, and $0.5Â million relates to performance obligations expected to be satisfied between two and 3three years from SeptemberÂ 30, 2024. Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for supplemental balance sheet disclosures, including descriptions and amounts for assets, liabilities, and equity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/210/tableOfContent + Details Name: us-gaap_SupplementalBalanceSheetDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R11.htm IDEA: XBRL DOCUMENT v3.24.4 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements NoteÂ 4. Fair Value Measurements Â The Companyâ€™s only financial instrument measured at fair value on a recurring basis is its interest make-whole payment derivative liability on its 2025 Convertible Notes (see NoteÂ 5Â â€“ Debt). The fair value of that liability was zero as of both SeptemberÂ 30, 2024 and DecemberÂ 31, 2023. Â The fair value of the interest make-whole payment derivative liability was determined using a Monte Carlo model using the following key assumptions: Â Schedule of Fair Value Valuation Model and Assumptions Â Â Â Â September 30, 2024 Â December 31, 2023 Volatility 90.80Â % Â 77.00Â % Stock price $16.33 per share Â $2.20 per share Credit spread 17.08Â % Â 92.20Â % Term 0.59 years Â 1.34 years Dividend yield â€“Â % Â â€“Â % Risk-free rate 4.31Â % Â 4.60Â % Â There was no change in the fair value of the interest make-whole liability for the three and nine months ended SeptemberÂ 30, 2024 or SeptemberÂ 30, 2023. Â Other Financial Instruments Â The carrying values of the Companyâ€™s other financial assets and liabilities approximate their fair values because of their short-term nature, with the exception of the 2025 Convertible Notes. The 2025 Convertible Notes are carried at amortized cost, adjusted for changes in the fair value of the embedded derivative. Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable

to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -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 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R12.htm IDEA: XBRL DOCUMENT v3.24.4 Debt 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Debt NoteÂ 5. Debt Â Short-Term Loan Â On June 28, 2024, the Company entered into a Loan and Security Agreement (the â€œShort-Term Loan Agreementâ€), among South Ocean, as lender (â€œLenderâ€), the Participating Lenders, the Company, as borrower, and two of the Companyâ€™s wholly-owned subsidiaries, Inseego Wireless, Inc. and Inseego North America LLC as guarantors (collectively, the â€œGuarantors,â€ and together with the Company, the â€œLoan Partiesâ€). The Loan Agreement establishes the Short-Term Loan. Â The Companyâ€™s obligations under the Short-Term Loan Agreement are guaranteed by the Guarantors. Subject to the requirements of the Short-Term Loan Agreement, certain of the Companyâ€™s other subsidiaries may become guarantors and Loan Parties of the Loan Agreement after closing. The Loan Partiesâ€™ obligations under the Loan Agreement are secured by a continuing security interest in substantially all property of each Loan Party, subject to certain excluded collateral, as defined in the Short-Term Loan Agreement. Â The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to NovemberÂ 30, 2024. Borrowings under the Short-Term Loan bear interest at 12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company is required to pay an exit fee equal to 4.0% of the aggregate principal amount prepaid or repaid. Â The Short-Term Loan Agreement contains certain customary covenants, which include, but are not limited to, restrictions on indebtedness, liens, fundamental changes, restricted payments, asset sales, and investments, and places limits on various other payments. The Short-Term Loan Agreement contains certain customary provisions with respect to the definition of, and remedies with respect to, events of default. Â Also on June 28, 2024, as part of the Short-Term Loan Agreement, the Participating Lenders contributed an aggregate of $3.0Â million of participation interests in the Short-Term Loan Agreement (the â€œParticipation Interestsâ€). The Participating Lenders consist of Philip Brace, the Companyâ€™s Executive Chairman, who acquired a $1.0Â million Participation Interest, and North Sound Ventures, LP, which acquired a $2.0Â million Participation Interest in the $19.5Â million Loan. As of the date hereof, affiliates of each of the Lender and North Sound Ventures, LP may be deemed to beneficially own more than 5% of the Companyâ€™s outstanding Common Stock. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of the Lender. Accordingly, the Lender and the Participating Lenders are considered related parties of the Company. Â In connection with entering into the Short-Term Loan Agreement, the Company paid an arrangement and administration fee of $0.2Â million to the Lender (the â€œLoan Costsâ€). Additionally in connection with the Short-Term Loan Agreement, the Company issued to the Lender and the Participating Lenders warrants (the â€œLoan Warrantsâ€) to purchase an aggregate of 550,000 shares of the Companyâ€™s common stock, par value $0.001 per share (â€œCommon Stockâ€). See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding the Loan Warrants. Â The gross proceeds received under the Short-Term Loan Agreement, along with the Loan Costs, were allocated between the Short-Term Loan and the Loan Warrants based on their relative fair values at issuance. Â During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that as of SeptemberÂ 30, 2024, the outstanding principal balance under the Short-Term Loan Agreement was $6.0Â million. The debt discount originally recorded as a result of the allocation of the net proceeds between the Short-Term Loan and the Loan Warrants of $3.3Â million was fully amortized to interest expense during the months ended SeptemberÂ 30, 2024. As a result, the amount recorded in the Condensed Consolidated Balance Sheets as of SeptemberÂ 30, 2024 is solely comprised of the principal balance outstanding. Â 2025 Convertible Notes Â In 2020, the Company completed both a registered public offering and a privately negotiated exchange agreement that resulted in the issuance of the 2025 Convertible Notes. After taking into account exchanges and redemptions occurring in prior periods, the outstanding principal balance of the 2025 Convertible Notes was $106.8Â million and $161.9Â million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Â The 2025 Convertible Notes were issued under an indenture, dated May 12, 2020 (the â€œBase Indentureâ€), between the Company and Wilmington Trust, National Association, as trustee (the â€œTrusteeâ€), as supplemented by the first supplemental indenture, dated May 12, 2020 (the â€œSupplemental Indentureâ€ and, together with the Base Indenture, the â€œIndentureâ€), between the Company and the Trustee. Â The 2025 Convertible Notes will mature on May 1, 2025, unless earlier repurchased, redeemed or converted. The 2025 Convertible Notes are senior unsecured obligations of the Company and bear interest at an annual rate of 3.25%, payable semi-annually in arrears on May 1 and November 1 of each year. Â Holders of the 2025 Convertible Notes may convert the 2025 Convertible Notes into shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), at their option, at any time until the close of business on the scheduled trading day immediately before the maturity date. Upon conversion of the 2025 Convertible Notes, the Company will deliver for each $1,000 principal amount of 2025 Convertible Notes converted a number of shares of the Companyâ€™s common stock (together with cash in lieu of any fractional share), equal to the conversion rate. Â As of SeptemberÂ 30, 2024, the conversion rate for the 2025 Convertible Notes is 7.92896 shares of common stock per $1,000 principal amount of 2025 Convertible Notes, which represents a conversion price of approximately $126.12 per share, and is subject to adjustment upon the occurrence of certain events, including, but not limited to, certain stock dividends, splits and combinations, the issuance of certain rights, options or warrants to holders of the common stock, certain distributions of assets, debt securities, capital stock or other property to holders of the common stock, cash dividends on the common stock and certain Company tender or exchange offers. Â If a fundamental change (as defined in the Indenture) occurs at any time prior to the maturity date, then the noteholders may require the Company to repurchase their 2025 Convertible Notes at a cash repurchase price equal to the principal amount of the 2025 Convertible Notes to be repurchased, plus accrued and unpaid interest, if any, to, but excluding, the fundamental change repurchase date. If a make-whole fundamental change (as defined in the Indenture) occurs, then the Company will in certain circumstances increase the conversion rate for a specified period of time. Â The 2025 Convertible Notes are be redeemable, in whole or in part, at the Companyâ€™s option at any time, and from time to time, on or after May 6, 2023 through the last scheduled trading day before the maturity date, at a cash redemption price equal to the principal amount of the 2025 Convertible Notes to be redeemed, plus accrued and unpaid interest, if any, to, but excluding, the redemption date, as long as the last reported sale price per share of the common stock exceeds 130% of the conversion price on (i) each of at least 20 trading days, whether or not consecutive, during the 30 consecutive trading days ending on, and including, the trading day immediately before the date the Company sends the related redemption notice; and (ii) the trading day immediately before the date the Company sends such notice. Â The Indenture contains customary events of default. If an event of default (other than certain events of bankruptcy, insolvency or reorganization involving the Company) occurs and is continuing, the Trustee, by notice to the Company, or the holders of the 2025 Convertible Notes representing at least 25% in aggregate principal amount of the outstanding 2025 Convertible Notes, by notice to the Company and the Trustee, may declare 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes to be due and payable immediately. Upon the occurrence of certain events of bankruptcy, insolvency or reorganization involving the Company, 100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes will automatically become immediately due and payable. Notwithstanding the foregoing, the Indenture provides that, to the extent the Company elects, the sole remedy for an event of default relating to certain failures by the Company to comply with certain reporting covenants in the Indenture will, for the first 360 days after such event of default, consist exclusively of the right to receive additional interest on the 2025 Convertible Notes. Â Interest make-whole payment Â The 2025 Convertible Notes also include an interest make-whole payment feature whereby if the last reported sale price of the Companyâ€™s common stock for each of the five trading days immediately preceding a conversion date is greater than or equal to $105.10, the Company will, in addition to the other consideration payable or deliverable in connection with such conversion, make an interest make-whole payment to the converting holder equal to the sum of the present values of the scheduled payments of interest that would have been made on the 2025 Convertible Notes to be converted had such notes remained outstanding from the conversion date through the earlier of (i) the date that is three years after the conversion date and (ii) the maturity date. The present values will be computed using a discount rate equal to 1%. The Company will satisfy its obligation to pay the interest make-whole payment, at its election, in cash or shares of common stock (together with cash in lieu of fractional shares). The Company has determined that this feature is an embedded derivative and has recognized the fair value of this derivative as a liability in the consolidated balance sheets, with subsequent changes to fair value to be recorded at each reporting period on the consolidated statement of operations in other income, net. See NoteÂ 4Â â€“ Fair Value Measurements, for more information on this derivative liability. Â 2025 Convertible Note Repurchases and Exchanges Â On May 24, 2024, the Company entered into a repurchase agreement with a single holder of the 2025 Convertible Notes, resulting in the settlement of $3.0 million of outstanding principal at a purchase price of 55% of par. The repurchase price was equal to the aggregate principal amount at 55% of par, plus accrued and unpaid interest up to, but excluding, the repurchase date. The total repurchase payment was $1.7 million. The repurchase resulted in a gain of $1.3 million, net of costs incurred directly with executing the transaction, recorded within gain (loss) on debt restructurings, net in the nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations. Â On June 28, 2024, the Company agreed to purchase, for cash, all of the $45.9 million in face value of the 2025 Convertible Notes held by Highbridge, then the second largest noteholder, at a discount of 30% to face value. This transaction closed in July 2024 and resulted in a gain of $13.4 million recorded within gain (loss) on debt restructurings, net in the nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations. Â On July 18, 2024, the Company entered into an agreement with a holder of approximately $4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holderâ€™s 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants. Â On August 2, 2024, the Company entered into an agreement with two related holders of approximately $1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holdersâ€™ 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants. Â As a result of the July 18 and August 2, 2024 repurchases, the Company recorded a loss of $1.0 million within gain (loss) on debt restructurings, net in the three and nine months ended SeptemberÂ 30, 2024 on the condensed consolidated statement of operations Â As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, $106.8Â million and $161.9Â million of principal amount of the 2025 Convertible Notes was outstanding, respectively, $80.4Â million of which was held by related parties. Â The 2025 Convertible Notes consist of the following (in thousands): Â Schedule of Net Carrying Amount of DebtÂ Â Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â PrincipalÂ $106,824Â Â $161,898Â Add: fair value of embedded derivativeÂ Â â€“Â Â $â€“Â Less: unamortized debt discountÂ Â (320)Â $(1,106) Less: unamortized issuance costsÂ Â (254)Â $(880) Net carrying amountÂ $106,250Â Â $159,912Â Â The effective interest rate of the liability component of the 2025 Convertible Notes was 4.17% and 4.23% for the three months ended SeptemberÂ 30, 2024 and 2023, respectively, and 4.17% and 4.27% for the nine months ended SeptemberÂ 30, 2024 and 2023, respectively. Â The following table sets forth total interest expense recognized related to the 2025 Convertible Notes (in thousands): Â Schedule of Interest ExpenseÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Contractual interest expenseÂ $879Â Â $1,315Â Â $3,499Â Â $3,946Â Amortization of debt discountÂ $138Â Â $207Â Â Â 550Â Â Â 621Â Amortization of debt issuance costsÂ $110Â Â $165Â Â Â 438Â Â Â 494Â Total interest expenseÂ $1,127Â Â $1,687Â Â $4,487Â Â $5,061Â Â The contractual interest expense on the 2025 Convertible Notes recorded within interest expense, net on the consolidated statements of operations attributable to related parties was $0.7Â million in the three months ended SeptemberÂ 30, 2024 and 2023 and $2.0Â million in the nine months ended SeptemberÂ 30, 2024 and 2023. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, accrued interest due to related parties of $1.1Â million and $0.4Â million was included within accrued expenses and other current liabilities on the condensed consolidated balance sheets, respectively. Â Asset-backed Revolving Credit Facility Â In August 2022, the Company entered into a Loan and Security Agreement (as subsequently amended, the â€œCredit Agreementâ€), by and among Siena Lending Group LLC, as lender (â€œLenderâ€), Inseego Wireless, Inc., a Delaware corporation (â€œInseego Wirelessâ€), a subsidiary of the Company, and Inseego North America LLC, an Oregon limited liability company and indirect subsidiary of the Company, as borrowers (together with Inseego Wireless, the â€œBorrowersâ€), and the Company, as guarantor (together with the Borrowers, the â€œCredit Facility Partiesâ€). Â The Credit Agreement established a secured asset-backed revolving credit facility which was comprised of a maximum $50Â million revolving credit facility (â€œCredit Facilityâ€), with a minimum borrowing amount for interest calculations of $4.5Â million upon execution of the Credit Agreement. Availability under the Credit Facility was determined monthly by a borrowing base comprised of a percentage of eligible accounts receivable and eligible inventory of the Borrowers. Outstanding amounts exceeding the borrowing base were to be repaid immediately. The Borrowersâ€™ obligations under the Credit Agreement were guaranteed by the Company. The Credit Facility Partiesâ€™ obligations under the Credit Agreement were secured by a continuing security interest in all property of each Credit Facility Party, subject to certain Excluded Collateral (as defined in the Credit Agreement). Â On May 2, 2023, (1) two related parties, South Ocean Funding, LLC and North Sound Ventures, LP (collectively, the â€œCredit Facility Participantsâ€) collectively purchased a $4.0Â million last-out subordinated participation interest in the Credit Agreement (the â€œCredit Facility Participation Interestâ€) from the Lender, and (2) the Borrowers entered into an amendment to the Credit Agreement which increased the borrowing base under the Credit Facility by $4.0Â million, increased the minimum borrowing amount for interest calculations to $8.5Â million, and modified certain covenants. In connection with the purchase of the Credit Facility Participation Interest, we agreed to pay the Credit Facility Participants an aggregate exit fee (the â€œExit Feeâ€) ranging from 7.5% to 12.5% of the amount of the Credit Facility Participation Interest, payable upon the earlier to occur of (a) the maturity date of the Credit Facility, (b) termination of the Lenderâ€™s commitment to make revolving loans prior to the scheduled maturity date of the Credit Facility, and (c) the early redemption of the Credit Facility

Participation Interest, as applicable. Further, the purchase of the Credit Facility Participation Interest granted an option for the Credit Facility Participants to purchase the subject revolving loan or to redeem its Credit Facility Participation Interest under certain circumstances. The Credit Facility Participants are each affiliates of beneficial holders of greater than five percent of our outstanding common stock. Â Effective April 18, 2024, the Company exercised its right to voluntarily pay-off and terminate the Credit Facility. As a result of the termination, the Company paid the outstanding balance and related termination fees on the Credit Facility of approximately $3.0Â million. The Company also paid the Exit Fee in the aggregate amount of $0.4Â million to the Credit Facility Participants. South Ocean Funding, LLC is an affiliate of Golden Harbor, Ltd. and North Sound Ventures, LP is an affiliate of North Sound Management, Inc. As of April 18, 2024, each of Golden Harbor, Ltd. and North Sound Management, Inc. were beneficial owners of in excess of 5% of the Companyâ€™s outstanding common stock. As a result of the voluntary pay-off, the Company recorded a loss on extinguishment of debt of $0.8 million within other (expense) income, net on the condensed consolidated statements of operations during the nine months ended SeptemberÂ 30, 2024. Â The effective interest rate of the average outstanding balance for the Credit Facility was 36.1%, which includes 8.3% related to amortization of original issuance costs, and 58.7%, which includes 27.3% related to amortization of original issuance costs, for the nine months ended SeptemberÂ 30, 2024 and 2023, respectively. The following table sets forth total interest expense recognized related to the Credit Facility (in thousands): Â Schedule of Interest ExpenseÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Â Nine Months Ended September 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Contractual interest expenseÂ $â€“Â Â $587Â Â $312Â Â $810Â Amortization of debt issuance costsÂ Â â€“Â Â Â 472Â Â Â 117Â Â Â 705Â Total interest expenseÂ $â€“Â Â $1,059Â Â $429Â Â $1,515Â Â X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R13.htm IDEA: XBRL DOCUMENT v3.24.4 Share-based Compensation 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Share-based Compensation NoteÂ 6. Share-based Compensation Â During the three and nine months ended SeptemberÂ 30, 2024 and 2023, the Company granted awards under the 2018 Omnibus Incentive Compensation Plan, previously named the Amended and Restated 2009 Omnibus Incentive Compensation Plan (the â€œ2018 Planâ€), and the 2015 Incentive Compensation Plan (the â€œ2015 Planâ€). The Compensation Committee of the Board of Directors administers the plans. Under the 2018 Plan, shares of common stock may be issued upon the exercise of stock options, in the form of restricted stock, or in settlement of restricted stock units (â€œRSUsâ€) or other awards, including awards with alternative vesting schedules such as performance-based criteria. Â The following table presents total share-based compensation expense within each functional line item on the condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands): Â Schedule of Share-based CompensationÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Cost of revenuesÂ $23Â Â $213Â Â $75Â Â $580Â Research and developmentÂ Â 196Â Â Â 598Â Â Â 437Â Â Â 1,288Â Sales and marketingÂ Â 103Â Â Â 315Â Â Â 314Â Â Â 901Â General and administrativeÂ Â 871Â Â Â 997Â Â Â 1,888Â Â Â 2,870Â Income from discontinued operations, net of taxÂ Â 36Â Â Â 144Â Â Â 101Â Â Â 391Â TotalÂ $1,229Â Â $2,267Â Â $2,815Â Â $6,030Â Â Stock Options Â The Compensation Committee of the Board of Directors determines eligibility, vesting schedules and exercise prices for stock options granted. The Company generally uses the Black-Scholes option pricing model to estimate the fair value of its stock options. For performance stock awards subject to market-based vesting conditions, fair values are determined using the Monte-Carlo simulation model. Stock options generally have a term of ten years and vest over a three to four-year period. Â The following table summarizes the Companyâ€™s stock option activity for the nine months ended SeptemberÂ 30, 2024: Â Schedule of Stock Option ActivityÂ Â Â Â Outstanding â€“ DecemberÂ 31, 2023Â Â 545,872Â GrantedÂ Â 44,250Â ExercisedÂ Â (333) CanceledÂ Â (271,438) Outstanding â€“ September 30, 2024Â Â 318,351Â Exercisable â€“ September 30, 2024Â Â 196,498Â Â At SeptemberÂ 30, 2024, total unrecognized compensation expense related to stock options wasÂ $0.5Â million, which is expected to be recognized over a weighted-average period ofÂ 3.16 years. Â Restricted Stock Units Â Pursuant to the 2018 Plan and the 2015 Plan, the Company may issue RSUs that, upon satisfaction of vesting conditions, allow recipients to receive common stock. Issuances of such awards reduce common stock available under the 2018 Plan and 2015 Plan for stock incentive awards. The Company measures compensation cost associated with grants of RSUs at fair value, which is generally the closing price of the Companyâ€™s stock on the date of grant. RSUs generally vest over a three- to four-year period. Â The following table summarizes the Companyâ€™s RSU activity for the nine months ended SeptemberÂ 30, 2024: Â Schedule of Restricted Stock Unit ActivityÂ Â Â Â Non-vested â€“ DecemberÂ 31, 2023Â Â 203,008Â GrantedÂ Â 1,105,362Â VestedÂ Â (154,983) ForfeitedÂ Â (14,749) Non-vested â€“ September 30, 2024Â Â 1,138,638Â Â At SeptemberÂ 30, 2024, total unrecognized compensation expense related to RSUs wasÂ $7.8 million, which is expected to be recognized over a weighted-average period ofÂ 3.41 years. Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 26 R14.htm IDEA: XBRL DOCUMENT v3.24.4 Earnings (Loss) per Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Earnings (Loss) per Share NoteÂ 7. Earnings (Loss) per Share Â Basic earnings (loss) per share (â€œEPSâ€) excludes dilution and is computed by dividing net loss attributable to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock using the treasury stock method. Potentially dilutive securities (consisting primarily of the 2025 Convertible Notes calculated using the if-converted method and warrants, stock options and RSUs calculated using the treasury stock method) are excluded from the diluted EPS computation in loss periods and when their effect would be anti-dilutive. Â The calculation of basic and diluted earnings per share was as follows (in thousands, except per share data): Â Schedule of Calculation of Basic and Diluted Earnings per ShareÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income/(Loss) (Numerator)Â Â Shares* (Denominator)Â Â Per-Share AmountÂ For the three months ended September 30, 2024Â Â Â Â Â Â Â Â Basic EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $7,543Â Â Â Â Â Â Â Â Less: preserved stock dividendsÂ Â (827)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â 6,716Â Â Â 12,337Â Â $0.54Â Income from discontinued operations, net of taxÂ Â 1,426Â Â Â 12,337Â Â $0.12Â Income (loss) attributable to common stockholdersÂ $8,142Â Â Â 12,337Â Â $0.66Â Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ $6,716Â Â Â 12,337Â Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â (8,879)Â Â 882Â Â Â Â Â Diluted EPS from continuing operationsÂ $(2,163)Â Â 13,218Â Â $(0.16) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income from discontinued operations, net of taxÂ $1,426Â Â Â 13,218Â Â $0.11Â Â Â Â Â Â Â Â Â Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â Â Â Â Â 882Â Â Â Â Â Diluted EPS from discontinued operationsÂ $1,426Â Â Â 13,218Â Â $0.11Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income (loss) attributable to common stockholdersÂ $8,142Â Â Â 12,337Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â (8,879)Â Â 882Â Â Â Â Â Diluted EPS from net incomeÂ $(737)Â Â 13,218Â Â $(0.06) Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the three months ended September 30, 2023Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $(22,025)Â Â Â Â Â Â Â Â Less: preserved stock dividendsÂ Â (756)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (22,781)Â Â 11,697Â Â $(1.95) Income from discontinued operations, net of taxÂ Â 220Â Â Â 11,697Â Â $0.02Â Â Income (loss) attributable to common stockholdersÂ $(22,561)Â Â 11,697Â Â $(1.93) Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the nine months ended September 30, 2024Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $2,106Â Â Â Â Â Â Â Â Less: preserved stock dividendsÂ Â (2,425)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (319)Â Â 12,037Â Â $(0.03) Income from discontinued operations, net of taxÂ Â 3,032Â Â Â 12,037Â Â $0.25Â Â Income (loss) attributable to common stockholdersÂ $2,713Â Â 12,037Â Â $0.23Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the nine months ended September 30, 2023Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $(35,109)Â Â Â Â Â Â Â Â Less: preserved stock dividendsÂ Â (2,218)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (37,327)Â Â 11,225Â Â $(3.33) Income from discontinued operations, net of taxÂ Â 3,263Â Â Â 11,225Â Â $0.29Â Â Income (loss) attributable to common stockholdersÂ $(34,064)Â Â 11,225Â Â $(3.03) Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. Â Â The following is a summary of outstanding anti-dilutive potential shares of common stock that have been excluded from diluted net loss per share attributable to common stockholders because their inclusion would have been anti-dilutive as of SeptemberÂ 30, 2024 and 2023 (in thousands): Â Schedule of Antidilutive Securities Excluded from Computation of Earnings Per ShareÂ Â Â Â Â Â Â Â Â As of September 30,Â Â Â 2024Â Â 2023Â 2025 Convertible Notes*Â Â 847Â Â Â 1,409Â Common stock warrantsÂ Â 875Â Â Â â€“Â Non-qualified stock optionsÂ Â 318Â Â Â 732Â Restricted stock unitsÂ Â 1,139Â Â Â 433Â Employee stock purchase planÂ Â â€“Â Â 610Â TotalÂ Â 3,179Â Â Â 3,184Â Â (*) The impact of the 2025 Convertible Notes was included in the computation of diluted EPS for the three months ended September 30, 2024 as it was dilutive for the period. Â Additional shares of the Companyâ€™s common stock, and warrants to purchase shares of the Companyâ€™s common stock, were issued after September 30, 2024. See Note 12. Subsequent Events for further details. Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R15.htm IDEA: XBRL DOCUMENT v3.24.4 Stockholders' Equity (Deficit) 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â Stockholders' Equity (Deficit) NoteÂ 8. Stockholders' Equity (Deficit) Â Loan Warrants Â As noted in NoteÂ 5Â â€“ Debt, on JuneÂ 28, 2024 in connection with the Short-Term Loan Agreement, the Company agreed to issue to the Lender and the Participating Lenders Loan Warrants to purchase an aggregate of 550,000 shares of the Companyâ€™s Common Stock. The Loan Warrants have an exercise price of $12.12 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The Loan Warrants will expire on June 28, 2028, are exercisable on a cash basis, and contain customary registration rights with respect to the shares of Common Stock issuable upon exercise of the Loan Warrants. As of SeptemberÂ 30, 2024, none of the Loan Warrants have been exercised. Â The proceeds from the Short-Term Loan Agreement, along with the related Loan Costs incurred, were allocated to the Loan Warrants and Short-Term Loan based on their relative fair values. This allocation resulted in the Warrants having a net value of $3.2Â million that the Company recorded within Additional Paid-In Capital within the Companyâ€™s Condensed Consolidated Statements of Stockholdersâ€™ Deficit. Â 2025 Convertible Note Repurchases Â As discussed in

NoteÂ 5Â â€“ Debt, on July 18, 2024, the Company entered into an agreement with a holder of approximately $4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holderâ€™s 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s common stock, plus accrued interest. The warrants have an exercise price of $13.37, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. Â As discussed in NoteÂ 5Â â€“ Debt, on August 2, 2024, the Company entered into an agreement with two related holders of approximately $1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holdersâ€™ 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock, plus accrued interest. The warrants have an exercise price of $11.03, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. Â These warrants expire four years from their dates of issuance, are exercisable on a cash basis and are otherwise in substantially the same form as the Loan Warrants. The Company granted the holder customary registration rights with respect to the common shares and the shares of common stock issuable upon exercise of the warrants. As of SeptemberÂ 30, 2024, none of these warrants have been exercised. Â Public Equity Offering Â In January 2021, the Company entered into an Equity Distribution Agreement with Canaccord Genuity LLC (the â€œAgentâ€), pursuant to which the Company could offer and sell, from time to time, through or to the Agent, up to $40.0Â million of shares of its common stock (the â€œATM Offeringâ€). The Company did not sell any shares under the ATM Offering during the three months ended SeptemberÂ 30, 2023. During the nine months ended SeptemberÂ 30, 2023 the Company sold 803,596 shares of common stock, at an average price of $7.54 per share, for net proceeds of $6.1Â million, after deducting underwriter fees and discounts. Effective as of November 2, 2023, the Equity Distribution Agreement was terminated by the Company, and there will be no further sales under the ATM Offering. Â Preferred Stock Â The Company has a total of 2,000,000 shares of preferred stock authorized for issuance at a par value of $0.001 per share, 150,000 of which have been designated Series D Preferred Stock and 39,500 of which have been designated Series E Preferred Stock. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company had 25,000 shares of Series E preferred stock issued and outstanding. Â X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R16.htm IDEA: XBRL DOCUMENT v3.24.4 Geographic Information and Concentrations of Risk 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Geographic Information and Concentrations of Risk NoteÂ 9. Geographic Information and Concentrations of Risk Â Geographic Information Â The following table details the Companyâ€™s revenues by geographic region based on shipping destination (in thousands): Â Schedule of Geographic Concentrations of Net RevenueÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â United States and CanadaÂ $51,072Â Â $40,181Â Â $137,356Â Â $129,458Â Europe (including United Kingdom)Â $2,866Â Â $1,172Â Â Â 4,243Â Â Â 1,242Â OtherÂ $94Â Â $4Â Â Â 1,558Â Â Â 667Â TotalÂ $54,032Â Â $41,357Â Â $143,157Â Â $131,367Â Â Concentrations of Credit Risk Â For the three months ended SeptemberÂ 30, 2024, two customers accounted for 38.6% and 36.7% of revenues, respectively. For the three months ended SeptemberÂ 30, 2023, two customers accounted for 41.3% and 34.8% of revenues, respectively. Â For the nine months ended SeptemberÂ 30, 2024, two customers accounted for 43.3% and 31.9% of revenues, respectively. For the nine months ended SeptemberÂ 30, 2023, two customers accounted for 36.8% and 33.5%, respectively, of revenues. Â As of SeptemberÂ 30, 2024, three customers accounted for 42.4%, 24.0%, and 20.9% of accounts receivable, net, respectively. As of DecemberÂ 31, 2023, two customers accounted for 51.9% and 12.7% of accounts receivable, net, respectively. Â X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + 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 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 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/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 10: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 12: 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 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15Reference 18: 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 19: 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 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContentReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R17.htm IDEA: XBRL DOCUMENT v3.24.4 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies NoteÂ 10. Commitments and Contingencies Â Noncancellable Purchase Obligations Â The Company typically enters into commitments with its contract manufacturers that require future purchases of goods or services in the three to four quarters following the balance sheet date. Such commitments are noncancellable (â€œnoncancellable purchase obligationsâ€). As of SeptemberÂ 30, 2024, future payments under these noncancellable purchase obligations were approximately $64.3Â million. Â Legal Â The Company is, from time to time, party to various legal proceedings arising in the ordinary course of business. The Company is regularly required to directly or indirectly participate in other U.S. patent infringement actions pursuant to its contractual indemnification obligations to certain customers. Based on an evaluation of these matters the Company currently believes that liabilities arising from, or sums paid in settlement of these existing matters, if any, would not have a material adverse effect on its consolidated results of operations or financial condition. Â Indemnification Â In the normal course of business, the Company periodically enters into agreements that require the Company to indemnify and defend its customers for, among other things, claims alleging that the Companyâ€™s products infringe upon third-party patents or other intellectual property rights. The Companyâ€™s maximum exposure under these indemnification provisions cannot be estimated but the Company does not believe that there are any matters individually or collectively that would have a material adverse effect on its consolidated results of operations or financial condition. 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 - 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 30 R18.htm IDEA: XBRL DOCUMENT v3.24.4 Income Taxes 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â Income Taxes NoteÂ 11. Income Taxes Â Income taxes for both periods consisted primarily of foreign income taxes at certain of the Companyâ€™s international entities and state taxes for its U.S.-based entities. The Companyâ€™s income tax expense differs from the expected expense based on statutory rates primarily due to full valuation allowances at all of its U.S.-based entities. The increase in the Companyâ€™s income tax provision for the nine months ended SeptemberÂ 30, 2024 compared to the same period in 2023, was driven primarily by U.S. state taxes in states which have either chosen to temporarily suspend the use of net operating losses or have franchise taxes calculated on modified gross profit. Â X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4:

http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R19.htm IDEA: XBRL DOCUMENT v3.24.4 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â Subsequent Events NoteÂ 12. Subsequent Events Â Subsequently Completed Repurchases and Exchanges Â As discussed in NoteÂ 1Â â€“ Nature of Business and Significant Accounting Policies above, on NovemberÂ 6, 2024 the Company completed the previously-announced private exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on JuneÂ 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of New Senior Secured Notes, and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. Â The New Senior Secured Notes bear interest at 9.0% per annum, to be paid in cash, in arrears, and on a semi-annual basis, and will have a maturity date of May 1, 2029. The New Notes are secured by a first priority lien on substantially all of Companyâ€™s assets. Â The warrants have exercise prices ranging from $11.27 to $15.77 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The warrants expire four years from the date of issuance and will be exercisable on a cash basis. Â Affiliates of two of the noteholders involved in the Subsequently Completed Repurchases and Exchanges - Golden Harbor Ltd. and North Sound Partners - may be deemed to beneficially own more than 5% of the Companyâ€™s outstanding Common Stock. James B. Avery, a member of the Companyâ€™s Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of Golden Harbor Ltd. Â 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 32 R20.htm IDEA: XBRL DOCUMENT v3.24.4 Nature of Business and Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Basis of Presentation and Consolidation Basis of Presentation and Consolidation Â The accompanying unaudited condensed consolidated financial statements (â€œFinancial Statementsâ€) have been prepared by Inseego Corp. (the â€œCompanyâ€, â€œweâ€, â€œusâ€) in accordance with accounting principles generally accepted in the U.S. (â€œGAAPâ€) and applicable rules and regulations of the Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The Financial Statements include the accounts of the Company and its consolidated subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation. These Financial Statements should be read in conjunction with the audited consolidated financial statements and notes as of and for the year ended DecemberÂ 31, 2023, included in the Company's Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023 (the â€œForm 10-Kâ€). Â The condensed consolidated balance sheet as of DecemberÂ 31, 2023 was derived from the audited consolidated financial statements as of that date, but does not include all disclosures required by GAAP. In managementâ€™s opinion, the accompanying Financial Statements reflect all normal recurring adjustments necessary for their fair presentation. Other than described below, there have been no changes to the Companyâ€™s significant accounting policies described in the Form 10-K that have had a material impact on the Companyâ€™s Financial Statements. The results of operations for the interim periods presented are not necessarily indicative of results to be expected for any other interim period or for the year as a whole. Â Planned Divestiture of the Telematics Business Planned Divestiture of the Telematics Business Â On September 16, 2024, the Company and its subsidiary Inseego SA (Pty) Ltd (â€œSellerâ€) entered into a Share Purchase Agreement (the â€œPurchase Agreementâ€) with Light Sabre SPV Limited (which subsequently novated its benefits and obligations under the Purchase Agreement to Ctrack Holdings (the â€œPurchaserâ€)), pursuant to which Inseego agreed to sell to the Purchaser the entire issued share capital of the Companyâ€™s Inseego International Holdings Limited subsidiary in exchange for approximately $52 million in cash, subject to certain adjustments. Upon completion of the sale (the â€œCompletion Dateâ€), the Purchaser will acquire the fleet management and telematics solutions business of Inseego, which has operations in the United Kingdom, the European Union, Australia and New Zealand (the â€œTelematics Businessâ€). Â The Purchase Agreement is subject to closing conditions including, among others more fully described in the Purchase Agreement, the Purchaser finalizing financing arrangements to fund the purchase price. Unless fulfilled or otherwise waived by the parties, if any of the closing conditions are not fulfilled by December 31, 2024, the Purchase Agreement shall be terminated and the Sale Transaction shall not be completed. Â As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income. Â Refer to NoteÂ 2Â â€“ Discontinued Operations and Held for Sale for additional information regarding the Telematics Business, including the assets and liabilities divested and income from discontinued operations. Unless otherwise noted, disclosures within these remaining Notes to Condensed Consolidated Financial Statements relate solely to the Company's continuing operations. Â Held for Sale and Discontinued Operations Held for Sale and Discontinued Operations Â In accordance with authoritative guidance for discontinued operations (Accounting Standards Codification (â€œASCâ€) 205-20), the Company determined that the Telematics Business met held-for-sale and discontinued operations accounting criteria during the third quarter of 2024. Accordingly, the Company classified the results of the Telematics Business as discontinued operations in its condensed consolidated statements of operations for all periods presented. Additionally, the related assets and liabilities associated with the Telematics Business are classified as held for sale in the condensed consolidated balance sheets for all periods presented. The cash flows related to discontinued operations have not been segregated and are included in the condensed consolidated statements of cash flows. Â Depreciation of property, plant and equipment and amortization of intangible and right-of-use assets are not recorded while these assets are classified as held for sale. For each period the disposal group remains classified as held for sale, its recoverability is reassessed and any necessary adjustments are made to its carrying value. No impairment upon classification as held for sale was recorded during the three or nine months ended SeptemberÂ 30, 2024. Â The results of discontinued operations are reported as Income from discontinued operations, net of tax in the Condensed Consolidated Statements of Comprehensive Income for the current and prior periods commencing in the period in which the held for sale criteria are met. Income from discontinued operations, net of tax includes direct costs attributable to the discontinued operations and excludes any cost allocations associated with any shared or corporate functions unless otherwise dedicated to the discontinued operations. Income from discontinued operations, net of tax will include any gain or loss recognized upon disposition or from adjustment of the carrying amount to fair value less costs to sell while classified as held for sale. Activity within comprehensive income directly associated with a divested business is not realized as a component of Income from discontinued operations, net of tax until completion of the sale or disposition. Â Segment Information Segment Information Â The Company has one reportable segment. The principal executive officer, who is also the Chief Operating Decision Maker, does not manage any part of the Company separately, and the allocation of resources and assessment of performance are based solely on the Companyâ€™s consolidated operations and financial results. Â Use of Estimates Use of Estimates Â The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent liabilities. Actual results could differ materially from these estimates. Estimates are assessed each period and updated to reflect current information. Significant estimates include revenue recognition, warranty provision, capitalized software costs, allowance for credit losses, provision for excess and obsolete inventory, accrued liabilities related to our contract manufacturers, valuation of tangible and intangible long-lived assets, valuation of goodwill, valuation of derivatives, accruals relating to litigation, income taxes and share-based compensation expense. Â Reclassifications Reclassifications Â Certain amounts recorded in the prior period consolidated financial statements have been reclassified to conform to the current period financial statement presentation. These reclassifications had no effect on previously reported operating results. Â During the fourth quarter of 2023, and as noted in the Form 10-K, the Company reclassified revenue on its Consolidated Statement of Operations. Historically, the Company classified revenues from products and services into two categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues from products and services into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses on the Consolidated Statement of Operations into a separate line labeled Depreciation and amortization. All prior periods have been reclassified to conform to the current period presentation for these changes. Â Reverse Stock Split Reverse Stock Split Â On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding common stock (the â€œReverse Stock Splitâ€). As a result of the Reverse Stock Split, each share of common stock issued and outstanding immediately prior to January 24th was automatically converted into one-tenth (1/10) of a share of common stock. The Reverse Stock Split affected all common stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would result in a stockholder owning a fractional share. No fractional shares were issued in connection with the Reverse Stock Split. Stockholders who otherwise would be entitled to receive a fractional share instead were entitled to receive cash in lieu of such fractional share. Â The Reverse Stock Split did not change the par value of the common stock or the authorized number of shares of common stock. All outstanding convertible notes entitling their holders to purchase or obtain or convert into shares of our common stock were adjusted, as required by the terms of these securities. Â All common share and per-share amounts in this Form 10-Q have been retroactively restated to reflect the effect of the Reverse Stock Split. Â Liquidity Liquidity Â During 2024, the Company entered into a series of agreements, as part of its overall capital structure management, to reduce its total debt and restructure its outstanding 3.25% convertible notes due 2025 (the â€œ2025 Convertible Notesâ€), as follows: Â (1) Convertible Debt Repurchases and Exchanges Completed prior to SeptemberÂ 30, 2024 (the â€œCompleted Repurchases and Exchangesâ€): Â (a) the Company repurchased, for cash, all of the $45.9 million in principal amount of the 2025 Convertible Notes held by certain entities managed by Highbridge Capital Management, LLC (such entities, â€œHighbridgeâ€), the second largest note holder as of the date of such purchase, at a discount of 30% to face value, plus accrued interest; Â (b) the Company repurchased, for cash, $3.0 million of principal amount of the 2025 Convertible Notes from a separate single holder at discount of 45% to face value, plus accrued interest; Â (c) the Company repurchased from a holder approximately $4.7 million of principal amount of the 2025 Convertible Notes in exchange for approximately 0.3 million shares of the Companyâ€™s Common Stock and warrants to purchase an aggregate of approximately 0.2 million shares of the Companyâ€™s Common Stock, plus accrued interest. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants; Â (d) the Company repurchased from two related holders approximately $1.5 million in aggregate principal amount of the 2025 Convertible Notes in exchange for approximately 0.1 million shares of the Companyâ€™s common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Companyâ€™s common stock. See NoteÂ 8Â â€“ Stockholders' Equity (Deficit) for further details regarding these warrants; Â (2) Short-Term Loan Agreement: to finance a portion of the Completed Repurchases and Exchanges, the Company agreed to a $19.5 million loan (â€œShort-Term Loanâ€) from (i) South Ocean Funding, LLC (â€œSouth Oceanâ€), which is an affiliate of Golden Harbor Ltd. (â€œGolden Harborâ€), and Tavistock Financial, LLC, and (ii) certain participant lenders (the â€œParticipating Lendersâ€). The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to November 30, 2024. Borrowings under the Short-Term Loan bear interest at 12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company will be required to pay an exit fee equal to 4.0% of the aggregate principal amount prepaid or repaid. See NoteÂ 5Â â€“ Debt below for further details regarding the Short-Term Loan; and Â (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to SeptemberÂ 30, 2024 (the â€œSubsequently Completed Repurchases and Exchangesâ€): On November 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Companyâ€™s Common Stock, (ii) approximately $40.9 million in principal amount of new senior secured notes due in 2029 (the â€œNew Senior Secured Notesâ€), and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Companyâ€™s Common Stock. See NoteÂ 12Â â€“ Subsequent Events below for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions. Â As of SeptemberÂ 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended SeptemberÂ 30, 2024, the Company voluntarily prepaid $13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that on SeptemberÂ 30, 2024, the outstanding principal balance under the Short-Term Loan was $6.0Â million. Â The 2025 Convertible Notes had a principal balance of $106.8 million as of SeptemberÂ 30, 2024 and mature on May 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or 90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of DecemberÂ 31, 2023. Â The Company generated positive cash flow from operations both for the year ended DecemberÂ 31, 2023 and in the nine months ended SeptemberÂ 30, 2024. In April 2024, the Company received a $15.0Â million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility (as defined below) effective April 18, 2024. These factors have had a positive impact on our liquidity. Â While the Companyâ€™s liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Companyâ€™s ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Companyâ€™s obligations, or if events or circumstances occur such that the Company

does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Companyâ€™s ability to achieve its intended business objectives. Â During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Companyâ€™s liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity anticipated to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Companyâ€™s ability to continue as a going concern within one year of issuance of these financial statements. Â X - ReferencesNo definition available. + Details Name: INSG_HeldForSaleAndDiscontinuedOperationsPolicyTextBlock Namespace Prefix: INSG_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_LiquidityPolicyTextBlock Namespace Prefix: INSG_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_PlannedDivestitureOfTheTelematicsBusinessPolicyTextBlock Namespace Prefix: INSG_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_ReverseStockSplitPolicyTextBlock Namespace Prefix: INSG_ Data Type: dtr-types:textBlockItemType 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 - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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 segment reporting. + 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/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29 + Details Name: us-gaap_SegmentReportingPolicyPolicyTextBlock 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 33 R21.htm IDEA: XBRL DOCUMENT v3.24.4 Discontinued Operations and Held for Sale (Tables) 9 Months Ended Sep. 30, 2024 Discontinued Operations and Disposal Groups [Abstract] Â Schedule of Condensed Consolidated Statements of Operations and Comprehensive Income Schedule of Condensed Consolidated Statements of Operations and Comprehensive IncomeÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Services and other revenuesÂ $7,862Â Â $7,226Â Â $22,895Â Â $21,567Â Services and other cost of revenuesÂ Â 3,222Â Â Â 3,166Â Â Â 9,876Â Â Â 9,022Â Gross profit from discontinued operationsÂ Â 4,640Â Â Â 4,060Â Â Â 13,019Â Â Â 12,545Â Operating costs and expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and developmentÂ Â 293Â Â Â 473Â Â Â 967Â Â Â 1,345Â Sales and marketingÂ Â 1,289Â Â Â 1,255Â Â Â 3,625Â Â Â 3,698Â General and administrativeÂ Â 1,884Â Â Â 1,146Â Â Â 4,799Â Â Â 3,404Â Depreciation and amortizationÂ Â 360Â Â Â 392Â Â Â 1,060Â Â Â 1,112Â Total operating costs and expensesÂ Â 3,826Â Â Â 3,266Â Â Â 10,451Â Â Â 9,559Â Operating income from discontinued operationsÂ Â 814Â Â Â 794Â Â Â 2,568Â Â Â 2,986Â Other (expense) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest income, netÂ Â 3Â Â Â 3Â Â Â 10Â Â Â 8Â Other income (expense), netÂ Â 875Â Â Â (623)Â Â 1,128Â Â Â 824Â Income from discontinued operations before income taxesÂ Â 1,692Â Â Â 174Â Â Â 3,706Â Â Â 3,818Â Income tax provision (benefit)Â Â 266Â Â Â (46)Â Â 674Â Â Â 555Â Income from discontinued operations, net of taxÂ $1,426Â Â $220Â Â $3,032Â Â $3,263Â Schedule of Condensed Consolidated Balance Sheet Schedule of Condensed Consolidated Balance SheetÂ Â Â Â Â Â Â Â Â September 30,Â Â December 31,Â Â Â 2024Â Â 2023Â ASSETSÂ Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Cash and cash equivalentsÂ $2,775Â Â $5,110Â Accounts receivable, netÂ Â 4,803Â Â Â 4,414Â InventoriesÂ Â 2,092Â Â Â 2,325Â Prepaid expenses and otherÂ Â 380Â Â Â 274Â Current assets held for sale (*)Â Â 10,050Â Â Â 12,123Â Non-current assets:Â Â Â Â Â Â Â Â Property, plant and equipment, netÂ Â 323Â Â Â 369Â Rental assets, netÂ Â 4,932Â Â Â 5,083Â Intangible assets, netÂ Â 990Â Â Â 1,422Â GoodwillÂ Â 17,973Â Â Â 17,973Â Operating lease right-of-use assetsÂ Â 1,503Â Â Â 1,390Â Non-current assets held for sale (*)Â Â 25,721Â Â Â 26,237Â Total assets held for sale (*)Â $35,771Â Â $38,360Â LIABILITIESÂ Â Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payableÂ $1,650Â Â $1,387Â Accrued expenses and other current liabilitiesÂ Â 6,410Â Â Â 5,973Â Current liabilities held for sale (*)Â Â 8,060Â Â Â 7,360Â Long-term liabilities:Â Â Â Â Â Â Â Â Operating lease liabilitiesÂ Â 1,335Â Â Â 1,067Â Deferred tax liabilities, netÂ Â 600Â Â Â 568Â Other long-term liabilitiesÂ Â 5Â Â Â 9Â Non-current liabilities held for sale (*)Â Â 1,940Â Â Â 1,644Â Total liabilities held for sale (*)Â $10,000Â Â $9,004Â Schedule of Condensed Consolidated Statements of Cash Flows Schedule of Condensed Consolidated Statements of Cash FlowsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Non-cash items included in net (loss) income:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Depreciation and amortizationÂ $969Â Â $1,032Â Â $2,921Â Â $2,867Â Share-based compensationÂ $35Â Â $144Â Â $101Â Â $390Â Cash flows from investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Purchases of property, plant and equipmentÂ $(14)Â $(173)Â $(17)Â $(334) Non-cash investing activities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Transfer of inventories to rental assetsÂ $698Â Â $412Â Â $2,043Â Â $1,077Â Right-of-use assets obtained in exchange for operating leases liabilitiesÂ $362Â Â $93Â Â $508Â Â $1,030Â X - DefinitionTabular disclosure of condensed statement of comprehensive income (loss) including, but not limited to, statements of comprehensive income (loss) of consolidated entities and consolidation eliminations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_CondensedStatementOfComprehensiveIncomeTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of condensed balance sheet, including, but not limited to, balance sheets of consolidated entities and consolidation eliminations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_ScheduleOfCondensedBalanceSheetTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of condensed cash flow statement, including, but not limited to, cash flow statements of consolidated entities and consolidation eliminations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_ScheduleOfCondensedCashFlowStatementTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationsAndDisposalGroupsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 34 R22.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details (Tables) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Schedule of Inventories Schedule of InventoriesÂ Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Finished goodsÂ $17,796Â Â $18,939Â Raw materials and componentsÂ Â 322Â Â Â 1,616Â Total inventoriesÂ $18,118Â Â $20,555Â Schedule of Prepaid Expenses and Other Schedule of Prepaid Expenses and OtherÂ Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Rebate receivablesÂ $1,407Â Â $1,950Â Receivables from contract manufacturersÂ Â 716Â Â Â 1,823Â Software licensesÂ Â 770Â Â Â 504Â OtherÂ Â 734Â Â Â 660Â Total prepaid expenses and otherÂ $3,627Â Â $4,937Â Schedule of Accrued Expenses and Other Current Liabilities Schedule of Accrued Expenses and Other Current LiabilitiesÂ Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â RoyaltiesÂ $968Â Â $845Â Payroll and related expensesÂ Â 7,778Â Â Â 3,608Â Professional feesÂ Â â€“Â Â Â â€“Â Accrued interestÂ Â 2,042Â Â Â 1,038Â Deferred revenueÂ Â 9,212Â Â Â 2,717Â Operating lease liabilitiesÂ Â 1,303Â Â Â 1,226Â Accrued contract manufacturing liabilitiesÂ Â 5,049Â Â Â 7,537Â OtherÂ Â 4,795Â Â Â 4,078Â Total accrued expenses and other current liabilitiesÂ $31,147Â Â $21,049Â Schedule of Other Long-term Liabilities Schedule of Other Long-term LiabilitiesÂ Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â Long-term deferred revenueÂ $6,352Â Â $1,704Â OtherÂ Â 147Â Â Â 647Â Total other long-term liabilitiesÂ $6,499Â Â $2,351Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of other noncurrent liabilities. + ReferencesNo definition available. + Details Name: us-gaap_OtherNoncurrentLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + 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(6)(a)) -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(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1 + Details Name: us-gaap_ScheduleOfInventoryCurrentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amounts of other current assets. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfOtherCurrentAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R23.htm IDEA: XBRL DOCUMENT v3.24.4 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Fair Value Valuation Model and Assumptions Schedule of Fair Value Valuation Model and Assumptions Â Â Â Â September 30, 2024 Â December 31, 2023 Volatility 90.80Â % Â 77.00Â % Stock price $16.33 per share Â $2.20 per share Credit spread 17.08Â % Â 92.20Â % Term 0.59 years Â 1.34 years Dividend yield â€“Â % Â â€“Â % Risk-free rate 4.31Â % Â 4.60Â % X - DefinitionTabular disclosure of input and valuation technique used to measure fair value and change in valuation approach and technique for each separate class of asset and liability measured on recurring and nonrecurring basis. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 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_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 36 R24.htm IDEA: XBRL DOCUMENT v3.24.4 Debt (Tables) 9 Months Ended Sep. 30, 2024 Line of Credit Facility [Line Items] Â Schedule of Net Carrying Amount of Debt Schedule of Net Carrying Amount of DebtÂ Â Â Â Â Â Â Â Â September 30, 2024Â Â December 31, 2023Â PrincipalÂ $106,824Â Â $161,898Â Add: fair value of embedded derivativeÂ Â â€“Â Â $â€“Â Less: unamortized debt discountÂ Â (320)Â $(1,106) Less: unamortized issuance costsÂ Â (254)Â $(880) Net carrying amountÂ $106,250Â Â $159,912Â Schedule of Interest Expense Schedule of Interest ExpenseÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months

Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Contractual interest expenseÂ $879Â Â $1,315Â Â $3,499Â Â $3,946Â Amortization of debt discountÂ $138Â Â $207Â Â Â 550Â Â Â 621Â Amortization of debt issuance costsÂ $110Â Â $165Â Â Â 438Â Â Â 494Â Total interest expenseÂ $1,127Â Â $1,687Â Â $4,487Â Â $5,061Â Revolving Credit Facility [Member] Â Line of Credit Facility [Line Items] Â Schedule of Interest Expense Schedule of Interest ExpenseÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Contractual interest expenseÂ $â€”Â Â $587Â Â $312Â Â $810Â Amortization of debt issuance costsÂ Â â€”Â Â Â 472Â Â Â 117Â Â Â 705Â Total interest expenseÂ $â€”Â Â $1,059Â Â $429Â Â $1,515Â X - DefinitionTabular disclosure of interest income and expense, including, but not limited to, interest income and expense from investments, loans, and securities. + ReferencesNo definition available. + Details Name: us-gaap_InterestIncomeAndInterestExpenseDisclosureTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType 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 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of information pertaining to short-term and long-debt instruments or arrangements, including but not limited to identification of terms, features, collateral requirements and other information necessary to a fair presentation. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 37 R25.htm IDEA: XBRL DOCUMENT v3.24.4 Share-based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Share-based Compensation Schedule of Share-based CompensationÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Cost of revenuesÂ $23Â Â $213Â Â $75Â Â $580Â Research and developmentÂ Â 196Â Â Â 598Â Â Â 437Â Â Â 1,288Â Sales and marketingÂ Â 103Â Â Â 315Â Â Â 314Â Â Â 901Â General and administrativeÂ Â 871Â Â Â 997Â Â Â 1,888Â Â Â 2,870Â Income from discontinued operations, net of taxÂ Â 36Â Â Â 144Â Â Â 101Â Â Â 391Â TotalÂ $1,229Â Â $2,267Â Â $2,815Â Â $6,030Â Schedule of Stock Option Activity Schedule of Stock Option ActivityÂ Â Â Â Outstanding â€“ DecemberÂ 31, 2023Â Â 545,872Â GrantedÂ Â 44,250Â ExercisedÂ Â (333) CanceledÂ Â (271,438) Outstanding â€“ September 30, 2024Â Â 318,351Â Exercisable â€“ September 30, 2024Â Â 196,498Â Schedule of Restricted Stock Unit Activity Schedule of Restricted Stock Unit ActivityÂ Â Â Â Non-vested â€“ DecemberÂ 31, 2023Â Â 203,008Â GrantedÂ Â 1,105,362Â VestedÂ Â (154,983) ForfeitedÂ Â (14,749) Non-vested â€“ September 30, 2024Â Â 1,138,638Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested restricted stock units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 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 XML 38 R26.htm IDEA: XBRL DOCUMENT v3.24.4 Earnings (Loss) per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Calculation of Basic and Diluted Earnings per Share Schedule of Calculation of Basic and Diluted Earnings per ShareÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income/(Loss) (Numerator)Â Â Shares* (Denominator)Â Â Per-Share AmountÂ For the three months ended September 30, 2024Â Â Â Â Â Â Â Â Basic EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $7,543Â Â Â Â Â Â Â Â Less: preferred stock dividendsÂ Â (827)Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â 6,716Â Â Â 12,337Â Â $0.54Â Income from discontinued operations, net of taxÂ Â 1,426Â Â Â 12,337Â Â $0.12Â Income (loss) attributable to common stockholdersÂ $8,142Â Â Â 12,337Â Â $0.66Â Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ $6,716Â Â Â 12,337Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â (8,879)Â Â 882Â Â Â Â Â Â Diluted EPS from continuing operationsÂ $(2,163)Â Â 13,218Â Â $(0.16) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income from discontinued operations, net of taxÂ $1,426Â Â Â 12,337Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â Â Â Â 882Â Â Â Â Â Diluted EPS from discontinued operationsÂ $1,426Â Â Â 13,218Â Â $0.11Â Â Â Â Â Â Â Â Â Â Â Â Income (loss) attributable to common stockholdersÂ $8,142Â Â Â 12,337Â Â Â Â Â Effect of dilutive 2025 Convertible NotesÂ Â (8,879)Â Â 882Â Â Â Â Â Diluted EPS from net incomeÂ $(737)Â Â 13,218Â Â $(0.06) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the three months ended September 30, 2023Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $(22,025)Â Â Â Â Â Â Â Â Less: preferred stock dividendsÂ Â (756)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (22,781)Â Â 11,697Â Â $(1.95) Income from discontinued operations, net of taxÂ Â 220Â Â Â 11,697Â Â $0.02Â Income (loss) attributable to common stockholdersÂ $(22,561)Â Â 11,697Â Â $(1.93) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the nine months ended September 30, 2024Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $2,106Â Â Â Â Â Â Â Â Less: preferred stock dividendsÂ Â (2,425)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (319)Â Â 12,037Â Â $(0.03) Income from discontinued operations, net of taxÂ Â 3,032Â Â Â 12,037Â Â $0.25Â Income (loss) attributable to common stockholdersÂ $2,713Â Â Â 12,037Â Â $0.23Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â For the nine months ended September 30, 2023Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted EPSÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Income (Loss) from continuing operationsÂ $(35,109)Â Â Â Â Â Â Â Â Less: preferred stock dividendsÂ Â (2,218)Â Â Â Â Â Â Â Â Income (loss) from continuing operations attributable to common stockholdersÂ Â (37,327)Â Â 11,225Â Â $(3.33) Income from discontinued operations, net of taxÂ Â 3,263Â Â Â 11,225Â Â $0.29Â Income (loss) attributable to common stockholdersÂ $(34,064)Â Â 11,225Â Â $(3.03) Â (*) Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. Â Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per ShareÂ Â Â Â Â Â Â Â As of September 30,Â Â Â 2024Â Â 2023Â 2025 Convertible Notes*Â Â 847Â Â Â 1,409Â Common stock warrantsÂ Â 875Â Â Â â€”Â Non-qualified stock optionsÂ Â 318Â Â Â 732Â Restricted stock unitsÂ Â 1,139Â Â Â 433Â Employee stock purchase planÂ Â â€”Â Â Â 610Â TotalÂ Â 3,179Â Â Â 3,184Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R27.htm IDEA: XBRL DOCUMENT v3.24.4 Geographic Information and Concentrations of Risk (Tables) 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Schedule of Geographic Concentrations of Net Revenue Schedule of Geographic Concentrations of Net RevenueÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â United States and CanadaÂ $51,072Â Â $40,181Â Â $137,356Â Â $129,458Â Europe (including United Kingdom)Â $2,866Â Â $1,172Â Â Â 4,243Â Â Â 1,242Â OtherÂ $94Â Â $4Â Â Â 1,558Â Â Â 667Â TotalÂ $54,032Â Â $41,357Â Â $143,157Â Â $131,367Â X - DefinitionTabular disclosure of the names of foreign countries from which revenue is material and the amount of revenue from external customers attributed to those countries. An entity may also provide subtotals of geographic information about groups of countries. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_ScheduleOfRevenueFromExternalCustomersAttributedToForeignCountriesByGeographicAreaTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 40 R28.htm IDEA: XBRL DOCUMENT v3.24.4 Nature of Business and Significant Accounting Policies (Details Narrative) 1 Months Ended 3 Months Ended 9 Months Ended Nov. 06, 2024 USD ($) shares Aug. 02, 2024 USD ($) shares Jul. 18, 2024 USD ($) shares Jun. 28, 2024 USD ($) Apr. 30, 2024 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2024 USD ($) Integer Sep. 30, 2023 USD ($) Sep. 16, 2024 USD ($) May 24, 2024 USD ($) Jan. 24, 2024 shares Dec. 31, 2023 USD ($) Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Number of reportable segments | Integer Â Â Â Â Â Â 1 Â Â Â Â Â Â Fractional shares issued | shares Â Â Â Â Â Â Â Â Â Â Â 0 Â Short-term loan Â Â Â Â Â Â $ 6,000,000 $ 6,000,000 Â Â Â Â Â $ 0 Cash and cash equivalents Â Â Â Â Â Â 11,972,000 11,972,000 Â Â Â Â 2,409,000 Repayments on short-term loan Â Â Â Â Â Â Â Â 13,500,000 $ (0) Â Â Â Â Â Upfront revenue Â Â Â Â Â Â $ 15,000,000 Â Â Â Â Â Â Â Â Debt instrument, service contract term Â Â Â Â 2 years Â Â Â Â Â Â Â Â Line of Credit [Member] | Short Term Loan Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â Â 12.00% Â Â Â Â Â Â Â Â Â Exit fee percentage Â Â Â 4.00% Â Â Â Â Â Â Â Â Â Repayments on short-term loan Â Â Â Â Â 13,500,000 Â Â Â Â Â Â Short term borrowings, gross Â Â Â Â Â Â $ 6,000,000 $ 6,000,000 Â Â Â Â Â South Ocean Funding LLC [Member] Â Â Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Short-term loan Â Â Â $ 19,500,000 Â Â Â Â Â Â Â Â 2025 Notes [Member] Â Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â Â Â Â 90.80% 90.80% Â Â Â Â Â Â Debt instrument, repurchase amount Â Â Â Â Â Â $ 146,900,000 $ 146,900,000 Â Â Â Â Â 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â Â 3.25% 3.25% 3.25% Â Â Â Â Â Debt aggregate face amount Â $ 1,500,000 $ 4,700,000 $ 3,000,000 Â Â Â Â Â Â Â Â Redemption of principal Â Â Â 45.00% Â Â Â Â Â Â Â Â Number of shares issued | shares Â 100,000 300,000 Â Â Â Â Â Â Â Â Â Number of securities called by warrants or rights | shares Â 100,000 200,000 Â Â Â Â Â Â Â Â Carrying amount of debt Â Â Â Â Â Â $ 106,824,000 $ 106,824,000 Â Â Â Â Â $ 161,898,000 Debt instrument, repurchase amount Â Â Â Â Â Â Â Â $ 1,700,000 Â Â 2025 Notes [Member] | Convertible Debt [Member] | Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount $ 91,500,000 Â Â Â Â Â Â Â Â Â Â Number of shares issued | shares 2,400,000 Â Â Â Â Â Â Â Â Â Â 2025 Notes [Member] | Convertible Debt [Member] | Highbridge Capital Management L L C [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount Â Â Â $ 45,900,000 Â Â Â Â Â Â Â Â Redemption of principal Â Â Â 30.00% Â Â Â Â Â Â Â Â 2025 Notes [Member] | Convertible Debt [Member] | Two Related Holders [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount Â $ 1,500,000 Â Â Â Â Â Â Â Â Â New Senior Secured Notes Due 2029 [Member] | Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Number of securities called by warrants or rights | shares 2,100,000 Â Â Â Â Â Â Â Â Â Â New Senior Secured Notes Due 2029 [Member] | Secured Debt [Member] | Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued 9.00% Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount $ 40,900,000 Â Â Â Â Â Â Â Â Â Â Discontinued Operations, Held-for-Sale [Member] | Inseego International Holdings Limited [Member] Â Â Â Â Â Â Â Â Â Â Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Â Â Â Â Â Â Â Â Â Â Consideration for divestiture Â Â Â Â Â Â Â Â $ 52,000,000 Â Â X - ReferencesNo definition available. + Details Name: INSG_DebtInstrumentExitFeePercentage Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_FractionalSharesIssued Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_ShortTermBorrowingsGross Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_UpfrontRevenueLongTermServiceContract Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_UpfrontRevenueLongTermServiceContractTerm Namespace Prefix: INSG_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-

gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage of principal amount of debt redeemed. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionFair value amount of debt instrument that was repurchased. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRepurchaseAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of consideration received or receivable for the disposal of assets and liabilities, including discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationConsideration Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for a borrowing having initial term of repayment within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfShortTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than 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(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 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/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ShortTermBorrowings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=INSG_ShortTermLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_SouthOceanFundingLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_HighbridgeCapitalManagementLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_TwoRelatedHoldersMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=INSG_NewSeniorSecuredNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DiscontinuedOperationsHeldforsaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=INSG_InseegoInternationalHoldingsLimitedMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R29.htm IDEA: XBRL DOCUMENT v3.24.4 Discontinued Operations and Held for Sale - Condensed Consolidated Statements of Operations and Comprehensive Income (Details) - Telematics Business [Member] - Discontinued Operations, Held-for-Sale [Member] - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Gross profit from discontinued operations $ 4,640 $ 4,060 $ 13,019 $ 12,545 Research and development 293 473 967 1,345 Sales and marketing 1,289 1,255 3,625 3,698 General and administrative 1,884 1,146 4,799 3,404 Depreciation and amortization 360 392 1,060 1,112 Total operating costs and expenses 3,826 3,266 10,451 9,559 Operating income from discontinued operations 814 794 2,568 2,986 Interest income, net 3 3 10 8 Other income (expense), net 875 (623) 1,128 824 Income from discontinued operations before income taxes 1,692 174 3,706 3,818 Income tax provision (benefit) 266 (46) 674 555 Income from discontinued operations, net of tax 1,426 220 3,032 3,263 Product [Member] Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Gross profit from discontinued operations 7,862 7,226 22,895 21,567 Services And Other [Member] Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Gross profit from discontinued operations $ 3,222 $ 3,166 $ 9,876 $ 9,022 X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationOtherIncomeExpensesNet Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationResearchAndDevelopment Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationSellingAndMarketing Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before tax of income (loss) from a discontinued operation. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3Reference 8: 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(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationBeforeIncomeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of tax expense (benefit) related to a discontinued operation. Includes, but is not limited to, tax expense (benefit) related to income (loss) from operations during the phase-out period, tax expense (benefit) related to gain (loss) on disposal, tax expense (benefit) related to gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and tax expense (benefit) related to adjustments of a prior period gain (loss) on disposal. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1 + Details Name: us-gaap_DiscontinuedOperationTaxEffectOfDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of depreciation and amortization expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationDepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of general and administrative expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gross profit attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of interest expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section S99 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480781/205-20-S99-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section 45 -

Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-6Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-7 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationInterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOperatingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating income (loss) attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation including the portion attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477349/740-270-45-3Reference 3: 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 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=INSG_TelematicsBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DiscontinuedOperationsHeldforsaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=INSG_ServicesAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R30.htm IDEA: XBRL DOCUMENT v3.24.4 Discontinued Operations and Held for Sale - Condensed Consolidated Balance Sheet (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Current assets held for sale (*) $ 35,771 $ 12,123 Non-current assets: Â Â Non-current assets held for sale (*) 0 26,237 Current liabilities: Â Â Current liabilities held for sale (*) 10,000 7,360 Long-term liabilities: Â Â Non-current liabilities held for sale (*) 0 1,644 Discontinued Operations, Held-for-Sale [Member] | Telematics Business [Member] Â Â Current assets: Â Â Cash and cash equivalents 2,775 5,110 Accounts receivable, net 4,803 4,414 Inventories 2,092 2,325 Prepaid expenses and other 380 274 Current assets held for sale (*) 10,050 12,123 Non-current assets: Â Â Property, plant and equipment, net 323 369 Rental assets, net 4,932 5,083 Intangible assets, net 990 1,422 Goodwill 17,973 17,973 Operating lease right-of-use assets 1,503 1,390 Non-current assets held for sale (*) 25,721 26,237 Total assets held for sale (*) 35,771 38,360 Current liabilities: Â Â Accounts payable 1,650 1,387 Accrued expenses and other current liabilities 6,410 5,973 Current liabilities held for sale (*) 8,060 7,360 Long-term liabilities: Â Â Operating lease liabilities 1,335 1,067 Deferred tax liabilities, net 600 568 Other long-term liabilities 5 9 Non-current liabilities held for sale (*) 1,940 1,644 Total liabilities held for sale (*) $ 10,000 $ 9,004 X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationAccruedExpensesAndOtherCurrentLiabilities Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationOperatingLeaseLiabilityNoncurrent Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationOperatingLeaseRightOfUseAsset Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_DisposalGroupIncludingDiscontinuedOperationRentalAssetsNet Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as accounts, notes and loans receivable attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAccountsNotesAndLoansReceivableNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as accounts payable attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: 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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as cash and cash equivalents attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationCashAndCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as deferred tax liabilities attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationDeferredTaxLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as goodwill attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationGoodwillNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as intangible assets, excluding goodwill, attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-

10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationIntangibleAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as inventory attributable to disposal group, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationInventoryCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as other liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOtherNoncurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as prepaid and other assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationPrepaidAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as property, plant and equipment attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationPropertyPlantAndEquipmentNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: 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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DiscontinuedOperationsHeldforsaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=INSG_TelematicsBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R31.htm IDEA: XBRL DOCUMENT v3.24.4 Discontinued Operations and Held for Sale - Condensed Consolidated Statement of Cash Flows (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Non-cash items included in net (loss) income: Â Â Â Â Depreciation and amortization Â Â $ 13,242 $ 16,270 Share-based compensation Â Â 2,815 6,030 Cash flows from investing activities: Â Â Â Â Purchases of property, plant and equipment Â Â (46) (403) Non-cash investing activities: Â Â Â Â Transfer of inventories to rental assets Â Â 2,043 1,077 Right-of-use assets obtained in exchange for operating leases liabilities Â Â 508 1,030 Discontinued Operations, Held-for-Sale [Member] | Telematics Business [Member] Â Â Â Â Non-cash items included in net (loss) income: Â Â Â Â Depreciation and amortization $ 969 $ 1,032 2,921 2,867 Share-based compensation 35 144 101 390 Cash flows from investing activities: Â Â Â Â Purchases of property, plant and equipment (14) (173) (17) (334) Non-cash investing activities: Â Â Â Â Transfer of inventories to rental assets 698 412 2,043 1,077 Right-of-use assets obtained in exchange for operating leases liabilities $ 362 $ 93 $ 508 $ 1,030 X - ReferencesNo definition available. + Details Name: INSG_TransferOfInventoriesToRentalAssets Namespace Prefix: INSG_ 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 - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating 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 (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DiscontinuedOperationsHeldforsaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=INSG_TelematicsBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R32.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details - Inventories, Net (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Finished goods $ 17,796 $ 18,939 Raw materials and components 322 1,616 Total inventories $ 18,118 $ 20,555 X - DefinitionAmount before valuation and LIFO reserves of completed merchandise or goods expected to be sold within one year or 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(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryFinishedGoods Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + 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/exampleRef -Topic 210 -SubTopic 10 -Name Accounting

Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount before valuation and LIFO reserves of raw materials expected to be sold, or consumed within one year or 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(6)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryRawMaterials Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 45 R33.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details - Prepaid Expenses and Other (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Rebate receivables $ 1,407 $ 1,950 Receivables from contract manufacturers 716 1,823 Software licenses 770 504 Other 734 660 Total prepaid expenses and other $ 3,627 $ 4,937 X - ReferencesNo definition available. + Details Name: INSG_RebateReceivablesCurrent Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_ReceivablesContractManufacturersCurrent Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe current portion of nonphysical assets, excluding financial assets, if these assets are classified into the current and noncurrent portions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10 + Details Name: us-gaap_IntangibleAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of asset related to consideration paid in advance for other costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_OtherPrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 XML 46 R34.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Royalties $ 968 $ 845 Payroll and related expenses 7,778 3,608 Professional fees 0 0 Accrued interest 2,042 1,038 Deferred revenue 9,212 2,717 Operating lease liabilities 1,303 1,226 Accrued contract manufacturing liabilities 5,049 7,537 Other 4,795 4,078 Total accrued expenses and other current liabilities $ 31,147 $ 21,049 X - ReferencesNo definition available. + Details Name: INSG_AccruedContractManufacturingCurrent Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedProfessionalFeesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for royalties. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccruedRoyaltiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of deferred income and obligation to transfer product and service to customer for which consideration has been received or is receivable. + 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(26)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DeferredRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InterestPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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 - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expenses incurred but not yet paid classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 47 R35.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details - Other Long-term Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Long-term deferred revenue $ 6,352 $ 1,704 Other 147 647 Total other long-term liabilities $ 6,499 $ 2,351 X - DefinitionAmount of deferred income and obligation to transfer product and service to customer for which consideration has been received or is receivable, classified as noncurrent. + 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(26)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DeferredRevenueNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionObligations not otherwise itemized or categorized in the footnotes to the financial statements that are expected to be paid after one year (or the normal operating cycle, if longer), from the balance sheet date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_OtherSundryLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 48 R36.htm IDEA: XBRL DOCUMENT v3.24.4 Financial Statement Details (Details Narrative) $ in Millions Sep. 30, 2024 USD ($) Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2025-10-01 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Performance obligation, amount $ 5.9 Revenue, remaining performance obligation, expected timing of satisfaction, period 2 years Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2027-01-01 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Performance obligation, amount $ 0.5 Revenue, remaining performance obligation, expected timing of satisfaction, period 3 years X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation 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. + ReferencesNo definition available. + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2025-10-01 Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2027-01-01 Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R37.htm IDEA: XBRL DOCUMENT v3.24.4 Fair Value Measurements - Fair Value Valuation Model and Assumptions (Details) - Fair Value, Inputs, Level 3 [Member] - Derivative [Member] 9 Months Ended 12 Months Ended Sep. 30, 2024 $ / shares Dec. 31, 2023 $ / shares Measurement Input, Price Volatility [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 0.9080 0.7700 Measurement Input, Share Price [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input $ 16.33 $ 2.20 Measurement Input, Credit Spread [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 0.1708 0.9220 Measurement Input, Expected Term [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Term 7 months 2 days 1 year 4 months 2 days Measurement Input, Expected Dividend Rate [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 0 0 Measurement Input, Risk Free Interest Rate [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 0.0431 0.0460 X - DefinitionPeriod the derivative contract is outstanding, 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_DerivativeTermOfContract Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionValue of input used to measure embedded derivative liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -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/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 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_EmbeddedDerivativeLiabilityMeasurementInput Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/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 - 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 - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputPriceVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_DerivativeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputSharePriceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputCreditSpreadMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-

gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedDividendRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputRiskFreeInterestRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R38.htm IDEA: XBRL DOCUMENT v3.24.4 Fair Value Measurements (Details Narrative) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Fair Value Disclosures [Abstract] Â Â Â Â Â Financial liabilities fair value $ 0 Â $ 0 Â $ 0 Gain on change in fair value of embedded derivative $ 0 $ 0 $ 0 $ 0 Â X - DefinitionIncrease in the fair value of the embedded derivative or group of embedded derivatives included in earnings in the period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 15 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/815-15/tableOfContent + Details Name: us-gaap_EmbeddedDerivativeGainOnEmbeddedDerivative Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial obligations, including, but not limited to, debt instruments, derivative liabilities, federal funds purchased and sold under agreements to repurchase, securities loaned or sold under agreements to repurchase, financial instruments sold not yet purchased, guarantees, line of credit, loans and notes payable, servicing liability, and trading liabilities. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FinancialLiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 51 R39.htm IDEA: XBRL DOCUMENT v3.24.4 Debt - 2025 Convertible Notes (Details) - 2025 Notes [Member] - Convertible Debt [Member] - USD ($) Sep. 30, 2024 Dec. 31, 2023 Short-Term Debt [Line Items] Â Â Principal $ 106,824,000 $ 161,898,000 Add: fair value of embedded derivative 0 0 Less: unamortized debt discount (320,000) (1,106,000) Less: unamortized issuance costs (254,000) (880,000) Net carrying amount $ 106,250,000 $ 159,912,000 X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated amortization, of debt discount. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DebtInstrumentUnamortizedDiscount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization, of debt issuance costs. Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DeferredFinanceCostsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value as of the balance sheet date of the embedded derivative or group of embedded derivatives classified as a liability. + 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/1943274/2147482106/820-10-50-2Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4B + Details Name: us-gaap_EmbeddedDerivativeFairValueOfEmbeddedDerivativeLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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_ShortTermDebtLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R40.htm IDEA: XBRL DOCUMENT v3.24.4 Debt - Interest Expense Related to 2025 Notes (Details) - 2025 Notes [Member] - Convertible Debt [Member] - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Short-Term Debt [Line Items] Â Â Â Â Contractual interest expense $ 879 $ 1,315 $ 3,499 $ 3,946 Amortization of debt discount 138 207 550 621 Amortization of debt issuance costs 110 165 438 494 Total interest expense $ 1,127 $ 1,687 $ 4,487 $ 5,061 X - DefinitionAmount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense. + 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 -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfDebtDiscountPremium Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - 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_ShortTermDebtLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R41.htm IDEA: XBRL DOCUMENT v3.24.4 Debt - Interest Expense Related to Credit Facility (Details) - Revolving Credit Facility [Member] - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Line of Credit Facility [Line Items] Â Â Â Â Contractual interest expense $ 0 $ 587 $ 312 $ 810 Amortization of debt issuance costs 0 472 117 705 Total interest expense $ 0 $ 1,059 $ 429 $ 1,515 X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name

Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R42.htm IDEA: XBRL DOCUMENT v3.24.4 Debt (Details Narrative) 3 Months Ended 9 Months Ended Aug. 02, 2024 USD ($) shares Jul. 18, 2024 USD ($) shares Jun. 28, 2024 USD ($) Integer $ / shares shares May 24, 2024 USD ($) Apr. 18, 2024 USD ($) May 02, 2023 USD ($) Sep. 30, 2024 USD ($) $ / shares Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Integer $ / shares Sep. 30, 2023 USD ($) Dec. 31, 2024 USD ($) Dec. 31, 2023 USD ($) $ / shares Aug. 31, 2022 USD ($) Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Common stock, par value (in dollars per share) | $ / shares Â Â $ 0.001 Â Â Â $ 0.001 Â $ 0.001 Â Â $ 0.001 Â Repayments on short-term loan Â Â Â Â Â Â Â Â Â $ 13,500,000 $ (0) Â Â Â Other income (expense), net Â Â Â Â Â Â Â $ (72,000) $ 45,000 (864,000) 50,000 Â Â Â Accrued interest due to related parties Â Â Â Â Â Â 1,100,000 Â 1,100,000 Â $ 400,000 Â Â Loss on extinguishment of revolving credit facility Â Â Â Â Â Â $ 0 0 $ 788,000 $ 0 Â Â Â Effective interest rate of the average outstanding balance Â Â Â Â Â Â Â Â 36.10% 58.70% Â Â Â Amortization of original issuance costs Â Â Â Â Â Â Â Â 8.30% 27.30% Â Â Â 2025 Notes [Member] Â Â Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â Â Â Â Â Â Â 90.80% Â 90.80% Â Â Â Â Debt instrument, repurchase amount Â Â Â Â Â Â $ 146,900,000 Â $ 146,900,000 Â Â Â Â 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â 3.25% Â Â Â 3.25% Â 3.25% Â Â Â Â Number of securities called by warrants or rights (in shares) | shares 100,000 200,000 Â Â Â Â Â Â Â Â Â Â Â Â Amortization of debt discount Â Â Â Â Â Â Â $ 138,000 $ 207,000 $ 550,000 $ 621,000 Â Â Â Principal Â Â Â Â Â Â Â $ 106,824,000 Â $ 106,824,000 Â Â $ 161,898,000 Â Conversion price (in dollars per share) | $ / shares Â Â Â Â Â Â Â $ 126.12 Â $ 126.12 Â Â Â Â Threshold percentage of stock price trigger Â Â Â Â Â Â Â Â 130.00% Â Â Â Â Threshold of trading days | Integer Â Â Â Â Â Â Â Â 20 Â Â Â Â Threshold of consecutive trading days | Integer Â Â Â Â Â Â Â Â 30 Â Â Â Â Aggregate percentage of holders to declare notes due and payable in default event Â Â Â Â Â Â Â Â 25.00% Â Â Â Â Percentage of principal and accrued interest that may be called in default event Â Â Â Â Â Â Â Â 100.00% Â Â Â Â Percentage of principal and accrued interest that may be called in event of bankruptcy, insolvency or reorganization Â Â Â Â Â Â Â 100.00% Â Â Â Â Trading day threshold Â Â Â Â Â Â Â Â 5 days Â Â Â Â Stock price trigger (in dollars per share) | $ / shares Â Â Â Â Â Â Â $ 105.10 Â Â Â Â Make-whole payment term Â Â Â Â Â Â Â Â 3 years Â Â Â Â Interest make-whole payment discount rate Â Â Â Â Â Â Â 1.00% Â 1.00% Â Â Â Â Repurchased face amount Â Â Â $ 3,000,000 Â Â Â Â Â Â Â Â Redemption price as a percentage of principal amount Â Â Â 55.00% Â Â Â Â Â Â Â Â Â Debt instrument, repurchase amount Â Â Â $ 1,700,000 Â Â Â Â Â Â Â Â TDR transaction amount Â Â Â $ 1,300,000 Â Â Â Â Â Â Â Â Debt aggregate face amount $ 1,500,000 $ 4,700,000 $ 3,000,000 Â Â Â Â Â Â Â Â Redemption of principal Â Â 45.00% Â Â Â Â Â Â Â Â Other income (expense), net Â Â Â Â Â Â Â $ 1,000,000 Â $ 1,000,000 Â Â Â Number of shares issued (in shares) | shares 100,000 300,000 Â Â Â Â Â Â Â Â Interest rate during period Â Â Â Â Â Â 4.17% 4.23% 4.17% 4.27% Â Â Â Contractual interest expense Â Â Â Â Â Â $ 879,000 $ 1,315,000 $ 3,499,000 $ 3,946,000 Â Â Â Loan Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Number of securities called by warrants or rights (in shares) | shares Â Â 550,000 Â Â Â Â Â Â Â Â Â Â Â Â Highbridge Capital Management L L C [Member] | 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount Â Â $ 45,900,000 Â Â Â Â Â Â Â Â Redemption of principal Â Â 30.00% Â Â Â Â Â Â Â Â Other income (expense), net Â Â Â Â Â Â Â 13,400,000 Â Â Â Related Party [Member] | Participation Interests [Member] Â Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Â Collateral amount Â Â $ 3,000,000.0 Â Â Â Â Â Â Â Â Related Party [Member] | Participation Interests [Member] | Philip Brace [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Collateral amount Â Â 1,000,000.0 Â Â Â Â Â Â Â Related Party [Member] | Participation Interests [Member] | North Sound Ventures L P [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Collateral amount Â Â 2,000,000.0 Â Â Â Â Â Â Â Â Affiliated Entity [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Contractual interest expense Â Â Â Â Â 700,000 700,000 2,000,000 2,000,000 Â Â Â Affiliated Entity [Member] | 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Principal Â Â Â Â Â Â 80,400,000 Â 80,400,000 Â Â Â Short Term Loan Agreement [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Termination fee Â Â $ 200,000 Â Â Â Â Â Â Â Â Line of Credit [Member] | Short Term Loan Agreement [Member] Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Number of subsidiaries | Integer Â Â 2 Â Â Â Â Â Â Â Â Stated interest rate of debt issued Â Â 12.00% Â Â Â Â Â Â Â Â Exit fee percentage Â Â 4.00% Â Â Â Â Â Â Â Â Maximum borrowing capacity Â Â $ 19,500,000 Â Â Â Â Â Â Â Â Effective interest rate Â Â 5.00% Â Â Â Â Â Â Â Â Repayments on short-term loan Â Â Â Â Â Â 13,500,000 Â Â Â Â Â Short term borrowings, gross Â Â Â Â Â 6,000,000 Â 6,000,000 Â Â Â Amortization of debt discount Â Â Â Â Â 3,300,000 Â Â Â Â Revolving Credit Facility [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Maximum borrowing capacity Â Â Â Â Â Â Â Â Â Â $ 50,000,000 Debt aggregate face amount Â Â Â Â Â $ 4,000,000 Â Â Â Â Â Â Contractual interest expense Â Â Â Â Â $ 0 $ 587,000 $ 312,000 $ 810,000 Â Â Â Minimum draw Â Â Â Â 8,500,000 Â Â Â Â Â $ 4,500,000 Line of credit increase Â Â Â Â Â $ 4,000,000 Â Â Â Â Â Repayments of line of credit Â Â Â $ 3,000,000 Â Â Â Â Â Â Â Revolving Credit Facility [Member] | Minimum [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Commitment fee rate Â Â Â Â Â 7.50% Â Â Â Â Â Â Revolving Credit Facility [Member] | Maximum [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Commitment fee rate Â Â Â Â Â 12.50% Â Â Â Â Â Â Revolving Credit Facility [Member] | South Ocean Funding L L C And North Sound Ventures L P [Member] Â Â Â Â Â Â Â Â Â Â Short-Term Debt [Line Items] Â Â Â Â Â Â Â Â Â Â Debt aggregate face amount Â Â Â $ 400,000 Â Â Â Â Â Â Â Â X - ReferencesNo definition available. + Details Name: INSG_DebtInstrumentConvertiblePercentOfAggregatePrincipalHeldToCallInDefaultEvent Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_DebtInstrumentConvertiblePercentOfPrincipalAndAccruedInterestThatMayBeCalledInBankruptcyInsolvencyReorganization Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_DebtInstrumentConvertiblePercentOfPrincipalAndAccruedInterestThatMayBeCalledInDefaultEvent Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_DebtInstrumentExitFeePercentage Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_InterestMakeWholeFeatureDiscountRatePercentage Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_LineOfCreditFacilityAmortizationOfOriginalIssuanceCost Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_LineOfCreditFacilityMinimumDraw Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_MakeWholePaymentTerm Namespace Prefix: INSG_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_MinorityInterestOwnedByOthersPercentage Namespace Prefix: INSG_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_NotesPayableAccruedInterest Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_NumberOfSubsidiaries Namespace Prefix: INSG_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_ShortTermBorrowingsGross Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_TradingDayThreshold Namespace Prefix: INSG_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_TroubledDebtRestructuringTransactionNetOfCost Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense. + 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 -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfDebtDiscountPremium Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights 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 - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of assets pledged to secure a debt instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentCollateralAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPrice of the entity's common stock which would be required to be attained for the conversion feature embedded in the debt instrument to become effective. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleStockPriceTrigger Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThreshold period of specified consecutive trading days within which common stock price to conversion price of convertible debt instrument must exceed threshold percentage for specified number of trading days to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdConsecutiveTradingDays1 Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionMinimum percentage of common stock price to conversion price of convertible debt instruments to determine eligibility of conversion. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdPercentageOfStockPriceTrigger Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThreshold number of specified trading days that common stock price to conversion price of convertible debt instruments must exceed threshold percentage within a specified consecutive trading period to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdTradingDays Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of the fee that accompanies borrowing money under the debt instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentFeeAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe average effective interest rate during the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-

1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentInterestRateDuringPeriod Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage price of original principal amount of debt at which debt can be redeemed by the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 470 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of principal amount of debt redeemed. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionFair value amount of debt instrument that was repurchased. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRepurchaseAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFace (par) amount of the original debt instrument that was repurchased. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRepurchasedFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe fee, expressed as a percentage of the line of credit facility, for the line of credit facility regardless of whether the facility has been used. + ReferencesNo definition available. + Details Name: us-gaap_LineOfCreditFacilityCommitmentFeePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) of the credit facility. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityIncreaseDecreaseForPeriodNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe effective interest rate during the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityInterestRateDuringPeriod Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing having initial term of repayment within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfShortTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ShortTermDebtLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=INSG_LoanWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_HighbridgeCapitalManagementLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=INSG_ParticipationInterestsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_PhilipBraceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_NorthSoundVenturesLPMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=srt_AffiliatedEntityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=INSG_ShortTermLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: 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=INSG_SouthOceanFundingLLCAndNorthSoundVenturesLPMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R43.htm IDEA: XBRL DOCUMENT v3.24.4 Share-based Compensation - Share-based Compensation (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense $ 1,229 $ 2,267 $ 2,815 $ 6,030 Cost of Sales [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense 23 213 75 580 Research and Development Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense 196 598 437 1,288 Selling and Marketing Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense 103 315 314 901 General and Administrative Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense 871 997 1,888 2,870 Income From Discontinued Operations Net Of Tax [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Share-based compensation expense $ 36 $ 144 $ 101 $ 391 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_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingAndMarketingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=INSG_IncomeFromDiscontinuedOperationsNetOfTaxMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R44.htm IDEA: XBRL DOCUMENT v3.24.4 Share-based Compensation - Activity (Details) 9 Months Ended Sep. 30, 2024 shares Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Outstanding - beginning balance (in shares) 545,872 Granted (in shares) 44,250 Exercised (in shares) (333) Cancelled (in shares) (271,438) Outstanding - ending balance (in shares) 318,351 Exercisable - ending balance (in shares) 196,498 Restricted Stock Units (RSUs) [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Non-vested - beginning balance (in shares) 203,008 Granted (in shares) 1,105,362 Vested (in shares) (154,983) Forfeited (in shares) (14,749) Non-vested - ending balance (in shares) 1,138,638 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - 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 - 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 - DefinitionFor presentations that combine terminations, the number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan or that expired. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod 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 - 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 - 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_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R45.htm IDEA: XBRL DOCUMENT v3.24.4 Share-based Compensation (Details Narrative) $ in Millions 9 Months Ended Sep. 30, 2024 USD ($) Share-Based Payment Arrangement, Option [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â General term (in years) 10 years Unrecognized expense $ 0.5 Recognition period 3 years 1 month 28 days Share-Based Payment Arrangement, Option [Member] | Minimum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period (in years) 3 years Share-Based Payment Arrangement, Option [Member] | Maximum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period (in years) 4 years Restricted Stock Units (RSUs) [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Recognition period 3 years 4 months 28 days Unrecognized expense, RSU $ 7.8 Restricted Stock Units (RSUs) [Member] | Minimum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period (in years) 3 years Restricted Stock Units (RSUs) [Member] | Maximum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period (in years) 4 years 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 nonvested award under share-based payment arrangement. Excludes share and unit options. + 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_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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 - 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 -

DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R46.htm IDEA: XBRL DOCUMENT v3.24.4 Earnings (Loss) per Share - Calculation of Basic and Diluted Earnings per Share (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Basic and Diluted EPS Â Â Â Â Income (Loss) from continuing operations $ 7,543 $ (22,025) $ 2,106 $ (35,109) Less: preferred stock dividends (827) (756) (2,425) (2,218) Income (loss) from continuing operations attributable to common stockholders $ 6,716 $ (22,781) $ (319) $ (37,327) Income (loss) from continuing operations attributable to common stockholders (in shares) 12,337 11,697 12,037 11,225 Income (loss) from continuing operations attributable to common stockholders (in dollars per share) $ 0.54 $ (1.95) $ (0.03) $ (3.33) Income from discontinued operations, net of tax $ 1,426 $ 220 $ 3,032 $ 3,263 Income from discontinued operations, net of tax (in dollars per share) $ 0.12 $ 0.02 $ 0.25 $ 0.29 Net income (loss) attributable to common stockholders $ 8,142 $ (22,561) $ 2,713 $ (34,064) Basic earnings per share (in dollars per share) [1] $ 0.66 $ (1.93) $ 0.23 $ (3.03) Income (loss) from continuing operations attributable to common stockholders $ 6,716 Â Â Â Effect of dilutive 2025 Convertible Notes $ (8,879) Â Â Â Effect of dilutive 2025 Convertible Notes (in shares) 882 Â Â Â Diluted EPS from continuing operations $ (2,163) Â Â Â Diluted EPS from continuing operations (in shares) 13,218 11,697 12,037 11,225 Income (loss) from continuing operations attributable to common stockholders (in dollars per share) $ (0.16) $ (1.95) $ (0.03) $ (3.33) Income from discontinued operations, net of tax (in dollars per share) $ 0.11 0.02 0.25 0.29 Diluted EPS from net income $ (737) Â Â Â Diluted earnings per share (in dollars per share) [1] $ (0.06) $ (1.93) $ 0.23 $ (3.03) [1] Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. X - ReferencesNo definition available. + Details Name: INSG_NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersNetOfDilutiveEffectDiluted Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_NetIncomeLossNetOfDilutiveEffectDiluted Namespace Prefix: INSG_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_WeightedAverageNumberOfDilutedSharesOutstanding1 Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: INSG_WeightedAverageNumberOfSharesOutstandingBasic1 Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) to net income used for calculating diluted earnings per share (EPS), resulting from the assumed exercise of dilutive convertible securities excluding adjustments related to ESOP convertible preferred stock, stock options, and restrictive stock units. + ReferencesNo definition available. + Details Name: us-gaap_DilutiveSecuritiesEffectOnBasicEarningsPerShareOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPer diluted share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare 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 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 after tax of income (loss) from continuing operations 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 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(13)) -Publisher FASB 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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 9: 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 10: 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 11: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-18 + Details Name: us-gaap_IncomeLossFromContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of net income (loss) from continuing operations 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/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 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 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 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https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -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 14:

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DefinitionThe amount of net income (loss) derived from continuing operations during 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/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: 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 5: 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 6: 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 7: 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 8: 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 9: 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 10: 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 11: 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 12: http://www.xbrl.org/2009/role/commonPracticeRef -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 13: 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 14: 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 15: 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 16: 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_IncomeLossFromContinuingOperationsPerDilutedShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation attributable to the parent. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of convertible debt securities using the if-converted method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-42Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40 + Details Name: us-gaap_IncrementalCommonSharesAttributableToConversionOfDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 7: 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 8: 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 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) from continuing operations available to common shareholders. + 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 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11 + Details Name: us-gaap_NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) from continuing operations available to common shareholders. + 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/1943274/2147482689/260-10-45-16Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40 + Details Name: us-gaap_NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersDiluted Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of preferred stock dividends that is an adjustment to net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsIncomeStatementImpact Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 59 R47.htm IDEA: XBRL DOCUMENT v3.24.4 Earnings (Loss) per Share - Antidilutive Securities Excluded from Computation of Earnings Per Share (Details) - shares shares in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 3,179 3,184 Convertible Debt Securities [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 847 1,409 Loan Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 875 0 Share-Based Payment Arrangement, Option [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 318 732 Restricted Stock Units (RSUs) [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 1,139 433 Employee Stock [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total (in shares) 0 610 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_ConvertibleDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=INSG_LoanWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R48.htm IDEA: XBRL DOCUMENT v3.24.4 Stockholders' Equity (Deficit) (Details Narrative) $ / shares in Units, $ in Millions 3 Months Ended 9 Months Ended Aug. 02, 2024 USD ($) Integer $ / shares shares Jul. 18, 2024 USD ($) $ / shares shares Sep. 30, 2023 $ / shares shares Sep. 30, 2023 USD ($) $ / shares shares Sep. 30, 2024 USD ($) $ / shares shares Jun. 28, 2024 USD ($) $ / shares shares Dec. 31, 2023 $ / shares shares Jan. 31, 2021 USD ($) Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Preferred stock, shares authorized (in shares) Â Â Â Â 2,000,000 Â 2,000,000 Â Preferred stock, par value (in dollars per share) | $ / shares Â Â Â Â $ 0.001 Â $ 0.001 Â Series D Preferred Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Preferred stock, shares authorized (in shares) Â Â Â Â 150,000 Â Â Â Series E Preferred Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Preferred stock, shares authorized (in shares) Â Â Â Â 39,500 Â 39,500 Â Preferred stock, par value (in dollars per share) | $ / shares Â Â Â Â $ 0.001 Â $ 0.001 Â Preferred stock issued (in shares) Â Â Â Â 25,000 Â 25,000 Â Preferred stock, shares outstanding (in shares) Â Â Â Â 25,000 Â 25,000 Â ATM Offering [Member] | Canaccord Genuity L L C [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Number of shares issued (in shares) Â Â 0 803,596 Â Â Â Â Equity distribution agreement, maximum aggregate amount authorized for offer or sale | $ Â Â Â Â Â Â Â $ 40.0 Purchase price (in dollars per share) | $ / shares Â Â $ 7.54 $ 7.54 Â Â Â Â Â Proceeds from sale of stock | $ Â Â Â $ 6.1 Â Â Â Â 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Number of securities called by warrants or rights (in shares) 100,000 200,000 Â Â Â Â Â Exercise price of warrants (in dollars per share) | $ / shares $ 11.03 $ 13.37 Â Â Â Â Â Â Number of related holders | $ $ 1.5 $ 4.7 Â Â Â $ 3.0 Â Â Number of shares issued (in shares) 100,000 300,000 Â Â Â Â Â Â Number of related holders | Integer 2 Â Â Â Â Â Â Â Â Warrant or right, reason for issuance expiry term Â Â Â Â 4 years Â Â Â Exercised price of warrants (in shares) Â Â Â Â 0 Â Â Â Additional Paid-in Capital [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants | $ Â Â Â Â $ 3.2 Â Â Â Loan Warrants [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Number of securities called by warrants or rights (in shares) Â Â Â Â Â 550,000 Â Â Exercise price of warrants (in dollars per share) | $ / shares Â Â Â Â Â $ 12.12 Â Â Exercised price, loan warrants (in dollars per share) | $ / shares Â Â Â Â $ 0 Â Â Â X - ReferencesNo definition available. + Details Name: INSG_ClassOfLoanWarrantOrRightExercised Namespace Prefix: INSG_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition

available. + Details Name: INSG_ClassOfWarrantOrRightExercised Namespace Prefix: INSG_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: INSG_NumberOfRelatedHolders Namespace Prefix: INSG_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - 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 securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionMonetary value of common stock allocated to investors to buy shares of a new issue of common stock before they are offered to the public. When stock is sold on a subscription basis, the issuer does not initially receive the total proceeds. In general, the issuer does not issue the shares to the investor until it receives the entire proceeds. + 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 -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481142/505-10-45-2 + Details Name: us-gaap_CommonStockSharesSubscriptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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 - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + 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_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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_StatementClassOfStockAxis=us-gaap_SeriesDPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesEPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=INSG_ATMOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=INSG_CanaccordGenuityLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_AdditionalPaidInCapitalMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=INSG_LoanWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R49.htm IDEA: XBRL DOCUMENT v3.24.4 Geographic Information and Concentrations of Risk - Net Revenues (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Total revenues $ 54,032 $ 41,357 $ 143,157 $ 131,367 North America [Member] Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Total revenues 51,072 40,181 137,356 129,458 Europe (including United Kingdom) [Member] Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Total revenues 2,866 1,172 4,243 1,242 Other [Member] Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Total revenues $ 94 $ 4 $ 1,558 $ 667 X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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_RevenuesFromExternalCustomersAndLongLivedAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=INSG_EuropeIncludingUnitedKingdomMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=INSG_OtherGeographicRegionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R50.htm IDEA: XBRL DOCUMENT v3.24.4 Geographic Information and Concentrations of Risk (Details Narrative) 3 Months Ended 9 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Customer One [Member] | Customer Concentration Risk [Member] | Revenue Benchmark [Member] Â Â Â Â Â Revenue, Major Customer [Line Items] Â Â Â Â Â Concentration percentage 38.60% 41.30% 43.30% 36.80% Â Customer One [Member] | Credit Concentration Risk [Member] | Accounts Receivable [Member] Â Â Â Â Â Revenue, Major Customer [Line Items] Â Â Â Â Â Concentration percentage Â Â 42.40% Â 51.90% Customer Two [Member] | Customer Concentration Risk [Member] | Revenue Benchmark [Member] Â Â Â Â Â Revenue, Major Customer [Line Items] Â Â Â Â Â Concentration percentage 36.70% 34.80% 31.90% 33.50% Â Customer Two [Member] | Credit Concentration Risk [Member] | Accounts Receivable [Member] Â Â Â Â Â Revenue, Major Customer [Line Items] Â Â Â Â Â Concentration percentage Â Â 24.00% Â 12.70% Customer Three [Member] | Credit Concentration Risk [Member] | Accounts Receivable [Member] Â Â Â Â Â Revenue, Major Customer [Line Items] Â Â Â Â Â Concentration percentage Â Â 20.90% Â Â X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 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. + ReferencesNo definition available. + Details Name: us-gaap_EntityWideRevenueMajorCustomerLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_MajorCustomersAxis=INSG_CustomerOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_CustomerConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_SalesRevenueNetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_CreditConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_AccountsReceivableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=INSG_CustomerTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=INSG_CustomerThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R51.htm IDEA: XBRL DOCUMENT v3.24.4 Commitments and Contingencies (Details Narrative) $ in Millions Sep. 30, 2024 USD ($) Commitments and Contingencies Disclosure [Abstract] Â Noncancellable purchase obligations $ 64.3 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 unrecorded obligation to transfer funds in future for fixed or minimum amount or quantity of product and service at fixed or minimum price. Includes, but is not limited to, lease not yet commenced and take-or-pay and throughput contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 64 R52.htm IDEA: XBRL DOCUMENT v3.24.4 Subsequent Events (Details Narrative) - USD ($) $ / shares in Units, shares in Millions, $ in Millions Nov. 06, 2024 Aug. 02, 2024 Jul. 18, 2024 Sep. 30, 2024 Jun. 28, 2024 Subsequent Event [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Warrant or right, reason for issuance expiry term 4 years Â Â Â Â Subsequent Event [Member] | Minimum [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Exercise price of warrants (in dollars per share) $ 11.27 Â Â Â Â Subsequent Event [Member] | Maximum [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Exercise price of warrants (in dollars per share) $ 15.77 Â Â Â Â 2025 Notes [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Stated interest rate of debt issued Â Â Â 90.80% Â 2025 Notes [Member] | Convertible Debt [Member] Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Debt aggregate face amount Â $ 1.5 $ 4.7 Â $ 3.0 Number of shares issued (in shares) Â 0.1 0.3 Â Â Number of securities called by warrants or rights (in shares) Â 0.1 0.2 Â Â Stated interest rate of debt issued Â Â Â 3.25% 3.25% Exercise price of warrants (in dollars per share) Â $ 11.03 $ 13.37 Â Â Warrant or right, reason for issuance expiry term Â Â Â 4 years Â 2025 Notes [Member] | Convertible Debt [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Debt aggregate face amount $ 91.5 Â Â Â Â Number of shares issued (in shares) 2.4 Â Â Â Â New Senior Secured Notes Due 2029 [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Number of securities called by warrants or rights (in shares) 2.1 Â Â Â Â New Senior Secured Notes Due 2029 [Member] | Secured Debt [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Â Debt aggregate face amount $ 40.9 Â Â Â Â Stated interest rate of debt issued 9.00% Â Â Â Â 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 the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482090/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction 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 - 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_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=INSG_A2025ConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=INSG_NewSeniorSecuredNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 65 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ('TPDUD'04UB@0 +$ 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 " !],)-9L246P^\ K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M3L,P#(=?!>7>NFDG!%&7"]-.("$Q" <0M2KPMHOFCQ*C=V].6K1."!^ 8^Y?/ MGR6W.@H=CZG#&1Q7PSN,YGH>.:'8FB ,CZB$[ED/ M=4"HJ^H6')(RBA1,P"(N1"9;HX5,J"BD,)[H!1_4S?#C ;LT*&G#+SDP.0T M,9Z&KH4K8((1)I>_"V@6XES]$SMW@)V30[9+JN_[LF_FW+@#A[>GQY=YW<+Z M3,IK"]E*^@4<&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ? O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@? \YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*? IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/]J<_Z3(T M!Z..60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(AL]&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W[O#;#"Q([A[8N_ 5!+ P04 M" !],)-9@%DW#*H# #>## & 'AL+W=OJ+9@\]Y)"(4WWHMUMH]"[D^YT+QQPP%JP.=LT[;>_ M,220U1(W^R:QC>?/;_PP,TP/0GY3*:4:O>495S,GU;JX=UT5I30GZDX4E,.3 MO9 YT="5B:L*24E<&>69ZWO>T,T)X\Y\6HUMY'PJ2ITQ3C<2J3+/B7Q?TDP< M9@YV3@-;EJ3:#+CS:4$2&E+]1[&1T',;E9CEE"LF.))T/W,6^'Z)Q\:@FO$G MHP=UUD;&E9T0WTQG'<\Z4!S3*C!!S_'46=YIW&\+QJ4G^L MG =G=D310&1_L5BG,V?LH)CN29GIK3C\3H\.#8Q>)#)5_:)#/;??=U!4*BWR MHS$0Y(S7_^3MN!!G!CWO@H%_-/ K[OI%%>4#T60^E>* I)D-:J91N5I9 QSC M9E="+>$I SL]#\0KE5-7@Y09<*.CV,(V\R^83=!7P76JT(K'-/[>W@6$AL,_M<2Q]JV!(BSO4\VZ0[_E]BUZO\:M7Z?5L? J%_%CNE)>S\OUTNU@K];@5S'>Y5 M02(Z<^"*RI?J3/_]1<\]'ZSV4;OKY-??X@HA(.MT8O[P7M@K.;A[?8 C%H M(96E040Q!7%8T:2+@J[_9YDBEHXA@W'T*JSXIKI=[2E"3/;!3Q/).]<%;O. M^BE8 MAYYY)]@'DI,1]E 8F>,+.[$5) :G2P9.0X:T09^%:OQ3T('IP8J^B /O!+;+ MA82C!T8388/S6SC_I^":_=Y(\#E402%(,0B&M>" M-L(V/>"K\D.8DRQ#RU+!8Z4Z">TZ6I:V-(K;Q("OR@RKG,J$\01] @6=PM'* M"*[U\XN>#'#NV?S6A3O"_JDK6=7E?^7XF!52BC>S#U M[D9PQF1=3-<=+8JJ@-T)#>5PU4SA X1*,P&>[X70IXYY0?-), \?4$L#!!0 M ('TPDUG$C3(IH0< $TA 8 >&PO=V]R:W-H965T&ULK5IM]LX$OXKA+=8] "[%DE1+VEB($URMP5Z:5!W[SXS,FT+E417HIUV M?_T-9=>2ER,Z.>1#$LD>CIZA./,\'.;R2=??FK52AOPHBZJY&JV-V5Q,ITVV M5J5LWNF-JN";I:Y+:>"V7DV;3:WDHAU4%E,6!-&TE'DUFEVVGSW4LTN]-45> MJ8>:--NRE/7/#ZK03UV=/M]5>X^7#]Z?K^YH[,_[B{^SHG$_+G_):\??./RZF!A]JA MT^SP@ _[! ["!!\S5YAWAP9BP@(7(\!O _\%N5P7#:#N>GPZ<0ZC%>=HR7M?[X M4+S;NE:5(;)IE&DNL'CV#D+<@4VKBV8C,W4U@KQI5+U3H]GOO]$H>(]%]TK. M3F+EQUBYS_OL1C9K(JL%R>R%^K[-=[* X!LLZKTKT;JRN;^;49K&4 V"R^FN M'Y%KR,(@[=N=@ V/8$,OV.LLTUO !K4A4P#TL5!C4D$=TTLB"Z@VLLH4@;I% MU(\-U %8=5]D1M2:'B7C;5[0WG0!OPFHO$8/#76$LI$\1,+>0\HZHO:A2F/!\'&1["Q?[6?9#99]JV+1+I<& MUCP&-W;ABCBF+E[7D#+*^"#@Y @X\0+^JHTLH,;W86- $^?YB; P':"NH4@8 MBP:!ID>@Z9EE *JA-C_'9%-("Q56@:TF&Z!STR5IEFW+;2%M9BX4E+,LERU3 MV\1DR3ABZ3XW63P6E)]/S]2==QYP-VS7CO%DN"#1H*/&X$QZ&EFM# MQBI+79O\KRY6SL?'.@3,%8;A^5@/2$Z"3<-(N-$BEDS$IU7A--Z>%*#>>/^E M]>(I+PH4('73)0U3!-]YPU-X'7-3+UG./L,BA%FN5J10(-Q(;17:1"\GVT9Y MTN?@]000I4A=0@S#@ U7>=KQ,/43\6=;,GT0N?MD$2($73O*Q""TXY\J9]] M[W4UR5Y80*E+BPY@UX1%S%/L:4>=U,^=^^KIF5.$/2GG*5(W,5-&X]0#LV-0 M&CU+;Q:Y?,R+W #5HZ*3>IGXI:KSM;R=!MTQ,? 53\5'+;>1/*^30@#'^#066 MEZXEXV'@J7@= U, !0/0>]LP@7/DY=Z+0\-P21>J2XB%X5HR&O@J8\?/U$_0 M\S50T,2HN@0Q+"L4I\N248")",1P ! KB)3YB12TLB W&M0N,*6ETWMMU)Y- MT0T80H9!Q 2"%C$=0MO1(//3X!>UT\7.\LQA@[&4F5T!*'$SE^XGM9/R,BQ>5\V68NS>W5I#NYKF7,HV 8>$>(S$^(I]+W3(HQA/62)!$A M@M@U%2*E=!ARQY L]!;R3[I:'5+L3"EG7JI] <0/AE;R=AMW1+//3[$M3UZ52 MYQTA,"O2E X++=:Q+?-O6/\N$<^M+'5S$^5MVJI M(L6Q,@??;C#,XQN1Q'(B)UOCCO.9'[.W(O9 DL'%*]+>U&88G.,\",7GM3M MZ)'YZ;$O;E]6*GU<>$"- [%*C<+BX\XXTN9\T]S7RS.QR;-^8A +9)B.FC($> M'EX3O*-,[J?,&UV6N'M@+V$RG1ELU!5F9WGM[9F$!J@W6. 9[R^$:Q0_C^. MSK=:.R[F_L;RW.CLVUH7"U4WO_^6P/[AO3U.R+/3H/O-9K] M?/Y0_RICC9V&,0C_FNQDL57D3? N".A[PL:PSNP/:=:RME)[:T"VYG^IQ05Y MQGB>CD4W>*&:?%79_LN8,-%WFS>-5?2MD-^;QL"%Y0/9-H@?0=N3N=H853ZJ M>C\!O\XFVB&W*NM_=3AW(&_E:E6K%3P/$O+[-E_LNSV;%K:RC>FV\1./11B/ M(YKB*]T5)TZ.^DQ.WTTG7+A_:V]S$[.3BP5P?"K&1/*("@VCE+:3A"EXR1. MQD+$^REZSJR_?,+/- \PXTI/'BAYBYBEXG2SB?EETO8"- 2PJ-"V0S(]*Y+) M30X5&P7K2IZ$B40@M(V9TH#RX=TN[]01]ZNCZU[7\K#)U26LX;4]E=VI]B % MA>^JGTD48P%C'JXI)NY73((V:'/UI<&DR)$B MWH'#3 6;?]1X- RWJ55PT(B6,#=[%X*3>G]WO;XS>M,??4/N-+MO+ MM9(0@S6 [Y<:U,GAQIZH' ^#8O8_4$L#!!0 ('TPDUE)N5CCX , $P. M 8 >&PO=V]R:W-H965T&ULK9=MC]HX$,>_BI6K3JYT MW<1YA#U 8H%35VJWJ&Q[+T[WPB0&K$WBU':@[:>_<<@& MD03K)8;2A7ZD<2I'!H;I;([TY3AAB9$WO*,IG!GQ45"%$S%VI29H"0J MC)+8M"W+-Q/"4F,T**[-Q6C !G1I-/C].9X^+V13!/'YX\-T 23^ ''\>-DAA8?9K.G!7H[)X*F:D,5 M"TG\#KU'7Q=3]/;-_0&L10];7@N21K)@:F 27LVP_+Y]_OGVZ\\?T&S6^18 M-\BV;+?!?-)N/J4AF./"W*F;FY")*AUVE0Z[\.>^XF\'><\^PTJ[+IN M, [E7D7NMY'-8;]@0P TU&CY#LHE 6Q+GM ET[RLX0K!N+0N?@%Y2U4#]"M2_ M#E1NH)@E(KG:<,%^T:@)V#]_VU;Q=X)\65>##BKHH!5ZPI,$%ODNJ0TZI?:2 MJD;9JRA[5U!VRFOO+%_8LQHSVT59H^Y7U/WKJ9F4>3-Q_YS#]ES;[Y^FN$&(M>'T^\UY9Z;!UZ%'6]<2P)Y&P1$0L73>V':LK=Y.R'?RHN>)6\ 45#%!GZ%"$ M"QT$^OL33994_-- (WNI3[^ON9$9".C1@U9=4;*DQ^OTW[%M_-/;/_\E;/0.' M?HK;&^IURV3I[%(Q7Y3580\M%;?WU/^V5.+SSNCTO;-ZOBBK0QZ*&YOH2?0 M+95<,JHMUM[YPG-15@<]-$Q\9- ^I+LCKUH7OB*]MGS& O%16[%)05 M-RGL%QO)_?.-1^"Y@8]/]U9=E'M^\VBKK\]9GXA8LU2BF*[U+H-P(?8'UWV M$\6S8O>_Y K.$L5P \<]*K0 [J\5R\3?:"H#I"C?P%02P,$% @ ?3"3 M6>YM]'+ ["P TD< !@ !X;"]W;W)KEZF6?GA8%%5J]/1J)PNQ#(N M3_*5R.1?YGFQC"OYLG@8E:M"Q+-FT#(=$<=Q1\LXR0[.SYKW;HKSLWQ=I4DF M;@I4KI?+N'CY*-+\Z<,!/GA]XS9Y6%3U&Z/SLU7\ (":B^FUU4\A7HRW++%F* MK$SR#!5B_N'@ I]&/*@'-(C?$_%4[OR.:E/N_Q[_>)J]N' J:](I&):U12Q M_/$H+D6:UDSR.OYL20^VGUD/W/W]E3UJC)?&W,>EN,S3K\FL6GPX\ _03,SC M=5K=YD^_BM8@7O--\[1L_D=/+=8Y0--U6>7+=K"\@F62;7[&SZTC=@9@.C" MM .(.H /#*#M *H.8 ,#6#N [?L)O!W]_T$MQW@-K[?.*OQ]#BNXO.S(G] M18V6;/4O3;B:T=+!259GUJ0JY%\3..XZO_SR>1Q^GH1C)'^;?/ET-;ZXDR\F M=_ +'=?CY;H*^1.C+37A[<7CBT.7F@LC !5%TG6?5HD1A-A,S8'QH M'A\8QH^D<[8>(J\>NB1&PHE8G2#J""B$ 9R!I:B>!0'Y__Z)W:=_T!> MM4D6VB2++)'U _,^V_F[M.HIARKT^*M11F%&LPB(1C%U.UC/5+XUE1M3[3(O*Y3/M\:"*<=MIIQ-LM F M662)K! <'=QL'=X^4FRK1@(*QX7%W\H!RHJ6>CF(2IJ!"'140ZC E\W04=EA M&9QYWM9BSVCQ+T5>EFA5Y/.D0H>I?/$>,M?3/]SW'4);*M1R8<[[-.6>3++1) M%EDBZ\4DV,8D,&;@K62,B^FB" <9,3KDT7TDY7T'A"/34P9ZK9"$ (F]JACH(MQ*G8))_L<+Z+.B%!\>CHY0,393J- 13U V4Z MA0 *$\UW$02CGC,P[?"\L;F,B,R.?/2QN9X)K5]4E;U3'P4H.%8-]Q7R^88 M0%%& M5P'86)&W#5< A&B3M@..D,)T;#QT).F6D2;UK+VOIE7E3)7\T;H.U$ MMPISIMH.H'SFJ[;K*.PX@:_:#L#H;J+U;>_T,S;*P_.KY2I.BGHNUZOI-%XE M8N:K= ,[3)CP (CYQAB+?24CLFC5&M1 %.FS#_+XU'E07 MV*A&WRHOK+*%5MDB6VS]F'0B%YM5[E56"HJU4D':;9#3!")>FHAIN8^GMYGU(W:3'3M=^RIH@L ,;7!@XA\5^UG 10?,KG3F<2L,Z]:8^O4?X_N MQ3POQ*L'JO@97G6)KOT\ [@6JY3I*=K>!JB1# $>(I\H.B(URQQU8?D@G.(E9 M<%YMC:V[^L>D'-"9!%"0:GI#_ 0SVL&JM#F(#&Q>DDY?D!_*R%^MYD2^E MRLIDJ5O7A:V57GD&AUQ7?1YG5+5?1QT3XJ@M6

C@"';4,@^Q48Z=@7:2=%J3 MF+5FZXC& [.D;)T@97;G W0H)WU=^1,@/=#AO6S/YDGUOD:\(ZY[A-X=,E>6 MBG>NQXX:V?J.E4'4;U%AU#$'6A8 M22=>B5F\?I;N^J%L);J&]
-7*QR0TL2^HV61CN.8JBLDQ$:QSP8Z5=+I5F+> M^[PIQ%P41=V=5?GTN\RDQV0F!NYK$7TW\MA7>ZLQA/*X*M"NVKP!..)A=9<48J/,<8>*:Z<=B7FG]&-<)E/02JM;HE;90JMLD2VV M?
@0ZV4K,LO5R[[5LP^/O2L<3;<<(0!WC$UV] ##GQ-'R#H#1DZ'M>=I)5FJ6 MK&-X^0+OP&Z8@I[96)UN(,I1[\" **T"P:B!Y9MVFI6:-6LSU9"(BZQN29 T M&I6+6.K6PW]#J\[''']!]PW^ [L+ Q6L-
#8"JLT3=30;)B)HD$!D]&=I,IIW$ MI<18F\9)NJ[\Q*7U"B.WWQ?WB9;:)4MLL76C\'.V0BS^-Z[.K4\0;^@:'M[M$ PH3S";5IX@F*$\=4J;FI7V6\H3@\J3NI$$HO3R!*'T\@2BALI3IX2I60FW
ML^TM!0_X:W/(3\R.XT>9(P]B MXZ\2K4OIR"2K%>5*ZLOFII!LN>K>;.O>5H1NO0SZRNK&L56VT"I;9(NM'\BN M.:#FYF"S-@_EN7GL4)X#9RD(I2Y7J]@80F(W<#VNE46(TZ%NX =JQD. M
#G@+XC1ZJY/W M--CC-E%=" JQJ$\O/PI4SWSXM*&Q57CS?+?)%EIEBVRQ]4\<=OT',_:-DX%R:BO M+OD0+. #6R*LZTB8N86X[&7E#[?!&+!_[JH[WF, =4P(43>X0@!'/>UX&,1&
MB>\,;'RPKKE@YOWSZ_P^206:Y+*8-3NGWZ[%\EX48'4R<[UU7EIE"ZVR1;;8 M^E'IV@WV$V>QF=7#V%;90JMLD2VV?A1V#F3_](EL:#>>^%H1A/;_.57OGP,P MCS+U;GP$P%S&AH[IL:
[S8>9&)4J>I9SYFA0B%66)+J;3^L>>E<'J:6VK;*%5 MML@66S](7:O%S*V6N3)8[9.LLH56V2);;/TH='T2,_U0&O?$(/+4A'P,H M+/]IA4&'4:G)U7N# (P1Y@\5AJ[38>9>Y:;(9^MI92X
5N^36&4+K;)%MMCZ MP>@:*69NI,P%P&KC9)4MM,H6V6+K?W^I:YRXN7'Z<0'@P,DAXJAWP<< C%)7 M.]H,P#!V7*U/@'"..]@C\:Y'XMB8=OM]9P&DOWO5%W'P;9B(]
MF4A9BBZR&=IL*9D6)3/;F_/1:J=DE2VRQ=:/2]' 6;;*%5 MML@66S*.]^J-3=P>RQ*P!H7S4"4)1P[8N< (PP-G0,D'>= M$#=W0ONM2%8[(JMLH56VR!9;/QI=1\3WZ8CV6I'T,US89>H1>P#E:1LF
(@S M=6V+ !3E?"C_ZJZH_TXGS;GY"-,W_,=%LV#X7LBEKGAM3;]"<0'$<[3P^9"F*A^9!+Z6,TSJK-M_7W[Z[?9C, MQ^81*LK[E_ATC('W0WP:0>]?7YYQX,FC%Y@$RFQ=5OFH>>'*?
5U6^;'Y=B'@FBAH@_S[/I:O:%_4';!_C M<_Y_4$L#!!0 ('TPDUG6A68!S@(((8 >&PO=V]R:W-H965T M&ULK55=;]HP%/TK5E9-G;0V(0ET8Q)2*HBE0\1VCU,>S#) MA41-XLPVT/W[72\8?1
0@R6.:9**O15+F75T7 M000I%9JX1Q"IF(648XK/O: MH-7U;(4O /2.N:RH@!%+OL>AC/K:%XV$L*;;1"[8_@:J?-I*+V")*'[)OL(: M&@FV0K*T(F,$:9R5*WVLZG!$0)UF@ED1S.
<$^Q6"51&LMWJP*X+]5@_MBE"D MKI>Y%X5SJ:1.C[,]X0J-:FI35+]@8[WB3+T37W+\&B-/.J/9U/6FON<2W/FS MV[$[6*+A+W&9>-.E3V;79#;W%H/E& %D,%7(R7SAW2!M?.^1VYGOD_,YY9#)
M"&0GQ3#JI^/5>A9K^B-LX"E0'Q))6#WD.3'8"4DQ[__SZ:K+L7L9C'5$KLB MIP'T->QY O@.-.?CAU;'^-94Y_<4<]]3S'LGL2"\Q[7:[QI1YZT=-+06^*::)(';9K)\H/5I/; &19]^=CYL=4>MAG,7
M!UPYC_[*E]-Q0ODFQIHEL$97QN451LK+B5,:DN5%2UTQB0VZV$8XI($K 'Y? M,R8/AG)0CWWG#U!+ P04 " !],)-92\'@&9P- "*= & 'AL+W=O MRDIHDE< *9S=R?[DIC4Q<&]%P<@> "2
M)P]Y\5MYIU3E?5XML_+5T5U5K2?'Q^7\3JV2\F6^5AG\K),V.3D^VYSX4IR?YIEJFF?I0>.5FM4J*+V_4,G]X=<2. MOI[XF-[>5?6)X].3=7*KKE3UR_I# 4?'!Y1%NE)9F>:95ZB;5T>OV20.>%U@
M:_&O5#V4C_[VZE"N_RW^B!:O#KR:X_44LVK&B*!_^[5F5HN:R3PXW][T*-# MG77!QW]_1;_8!@_!7">E.LN7_TX7U=VKH_#(6ZB;9+.L/N8/,[4/**CQYOFR MW/[K/>QM_2-OOBFK?
+4O#!ZLTFSW?_)YGXA'!9@P%.#[KQ3@ >& F)?0'0+ M<$,!N2\@G^I2L"\0= J(H:' <%]@^-0:1OL"HVX,(T.!<%\@[+ID*C#>%Q@_ MU27F?VTY?\N@79-
O^7*>5,GI29$_>$5M#WCU'UO2;N[!7U?O?X[.7W^"@ZM/\-_;Z;M/5][["SAZ?_;/V?N?SZOO$L*57IIYGVZRS=EDBW*%]X/K>.3XPJ\ MK>L\GN\].]MYQ@V>?8".HHI"+;RK*I__YOWZ5JVN5?$?!.GO(#
M/?D61QIPWJC;-*M#A$%PF61S]<*[3Y8;Y265=Z[F+SW!7GC'9UZ&+MV.,$6I[[>W)\R=G)_\AD:H\";^0+'7_LJ'_#ZSS4H)%E& Q$5B+ M(O) $6G-_#N8[*79/%\IK/FM97OT52*@#P4(Y['1XHNIB
M9W6M]@X.[1U8_!=F-S#/KC R6(%[MD($(9VH/U$ &HLIG1#A1H+?R. @[5P>'48L(PP,1AM;\3#^K8IZ6,$',;[QR M.PG+US4+8))XK\JJOFK +^]3$+F%4QK=D:;+*U*#R:/^^.T+#?PXR9;J,)3
MJ_4R_Z+4_K?UIIC?P6V2MX:KSPLO@[$&(*OD,]3ZD%9W=VJYP)AF];P'TXAP MIO9,&I@VU!JM.S>8$?D7$>'$5I=;+!L=6#;Z4[#L\<0'B?R-/0J\A<^LA7I. M LY'>NX[4\X+ROIFE& 1)5A,!-
;B:WC@:VAMZ0AXMITH X/FNQO4YC9ZGF?9 M7D"J>>4E0+WK93H'8[@G!BH?R)=^A9GG987>95O=Z#'$A?I=4&?F;0_8,'B% M&AN'?M"9T\^(8HB(<&+4:<-EI\NE$F]M6+U MX0 1T-
01G8D#3%>>. N['-"M!KI91!5+3 #4)D&CN#*[6#G-%KC>>J76+SWA M;R4\@3*"2G!EB.+:F:).'5&8&ILCEYM0^%ISZW:#<,Q"%G0;'#$<\;![7XV9 MC?U1* Q=MM%=F5W/;+=65W5U-]D39%?
$AK&1+[H-\BSAU5ZJ[[6=%"TB18NI MT-I$:=179IB^5S.D(QT0GHNIG3)N$W+++8D?NP@@AHZHC5Q JBZF=40!'3%=:!%*)[MX7!8M1G1R(K,+K-
]+SHX2CDJ+9(*:.I(IHERNOXGNM,,*LF2"BBV.MTF6R-9 M,KM ^+V0S25S.L(PZ)SV4GV%3J8KG:RSHG]!6N.,%"TB18NIT-J[RAJQD]OU MP#]L]<7N1Y]-
:%1*J2,SIKUJSZC>S$Q2M(@4+:9":S.ST6"Y7:7L(\/;H?J0 MBTJ"=01G(A1=?N(\';@/GP0;JG.$86IJ75!&17A M$3M,[.(\+S15KE=DOQ&$9[K$J*FTR$VF CO<-34(,^0=RT7=TJT
MB!0MID)K$Z71='E/3=?P. -.$ZIML7L@>\]^EN#+=34Y9#X36L_&]IGZPS'O MKJ=BAH'@HV[/1LR8SYE)8..-LLKM4F2O!QOP9M.U/[UWZS:,A:-QMU&>)9O: M2_7NW91H$2E:3(76YDHCQG*
[0&E7X>V%^W1?*KW5$8Z)3E1Z*TRJKMWHC=[*[1+A-RCP=N0^C*"20QVQFAA!5/V,"BCBNM8Y@+;NKMTZS=J< M:&11_N>015'2/4-XPTE'!#1U)--$.EU.Y;XF&1#Y&%$!Q0ZWVP]?-G*FL(MV
MWPOA7#J\(PR##F\OU5>'%_K>23;J$.>"M,H9*5I$BA93H;69V\B=@D[NM$/U M&+JH@*:.X$P/&R.RH29JS*BRS;S:U MR M.%6HE%"!**'=EPX\[ZT#NB IQUQV24 41T0%%.-
^FP:"1D85=G7R&SG@G'P\ M1QL]LY?J/?G095S9W6QY05KEC!0M(D6+J=#:A&OD6&%7,8V$>T@*N(NOT-T M3QU]J-1:*J"I(QFF,4J75@,AN[NJJ9R,J(!BE]]MRC1ZL'"\S. I"W,2)035
M+MP]4.MRU%T'"O#DA3F\R73)4'\ID6[#>""U!GF6UFHOU?M*0/HD/BE:3(76)DJC MX@J[LOG4IV-PFE#IN)YQKZ[,.<(Q$0D7>D,(7F^-HXCBNB8<=%](C_"# /) MNV\;P\R8ST;&KMUHK,(N"_9Z/
9O-D2*TWHWLFF3C9G?;91G29CV4KU[-^EN M3U*TF JM_>*Q1AZ5=EW1\>HQJBV:5$!31SBFMX\153^3ND(:CH>=Q>B(JKK8 M55V[T1ME4=K%MV]8F+,C]V$$E=#HB-7$"*+J9U1
D40>HV=\W)T0.LW:G&BD M1NEXMOT[62=!24>E;%(!31W)-)$.43:[]REG/4;IIZD+X25>HBKKXL1UKE MC!0M(D6+J=#:A&O$6-G_U:A4RW+VJON,/E1[;AW),
(U1NK#*A]KSUG.#MR'$&/WLIPC"E-;Z\CHLAQBAR_+88;(LAQF9EF6 M"QH]-G!L5_VV9;E %PPUX1ZQP9;E'(Z:7NU/NCN4%"TB18NIT-I$J37<]IE& MP0N6B7"_3RJON@%/Y?"L#
M+SRX7,1)MDF*+QZ7.XJ]\$JEO'=YI3R&>7W\Z.M:*U7<;K_F5L(%:).!BT&M M!1U.'SX9]V;[9;7.^7,VF6+G+_CDDF/GQ>128.?EY%)BYX/)98"='TXNA]CY MT>1RA)T/)Y0@P'+P.F"3*,!R ,__++-
P7$SRNZ^TODV*6[3K/26Z@9&7/_E"*8DQ>[# ME[N#*E]O/W%XG5=5OMK^>:>2A2IJ _C])H?1?7]05W#X_.CI_P%02P,$% M @ ?3"369JFNTB@"0 8"P !@ !X;"]W;W)K#1=NN/HQ&LECP M92[?
BQ6OX3]ST2SS%BZ;IY%<-3R?Z8>6U8A$43):YF4]N+K0]QZ;JPNQ;JNR MYH\-DNOE,F]>/O)*/%\.\.#UQK?R:=&J&Z.KBU7^Q">_6WUV,#5:#?*K%SR M6I:B1@V?
7PZN\8>;F*D'M,7O)7^6>]^1G)GFDM^(ZH]RUBXN!]D S?@\7U?M M-_'*]\Z%*OQ"E%)_1<];VVC 2K6LA7+[<. 8%G6W6?^8SL1>P_ ..X'R/8! MTG^
>1Z@VP>H=K1#IMVZS=O\ZJ(1SZA1UC":^J+G1C\-WI2U6L9)V\!_2WBN MO;IYN+^]NY_[^^\3]/)W5Q/?D6?OCS\,4%# M]-OD%OW\TR_H)U36Z/M"K&5>S^3%J 4T:LQ1L?WEC]TO$\\OC]%74;
<+B>[J M&9\=/C\"+W:ND%=7/I+@@!.^>H]H] Z1B# 'GIO3'ZB"6"G=?D;5D_=:%;MB67'US3U@W+W,.J;?U!KO*"7PY@WTK>;/C@ MZM__PDGT'Y?/9QKL8
;8;@98:/2K>\A"95V()4<_5T+*7US>=D/$>@B5O8_V&"0DUJ)6@%)J1!U458K.,=UG$0ZZ/:$9K/04[M;*^ FF%_;*=6;2#NY(6QC9=0W$-K&R68N/'BR)!=%$3\>;G*R^8U&HI\5;9Y M5?X-
H*68M\]YPYT\%EE8QB3MX74888QC#^(]>L9OFN."0VRK_2>F4E2\Y9!A M-^"/:)PQO!W] 'K4GVJ'41IA[(%.#'3RALDV*;/B(+M0H_354,R':[C((51:
MMX8@CCPR[CM@&WE"&QOVQD%JO)HL(!J&2B%"1(LER&;9)3\5Y[5T!PJU<)!L M+P:V:&VK)*(^P(9L<9AMK_<2LIIPG4%FI2S$&E9 A8R^4TJYSNN"@U/2,^7, MPL<8M;RPK4C$,H\7AI)QD,6
9^:\@03R*AS:_(<[B6S'.8CL/D3;!*>I!Z$A M0AQFPGM1#[4@Z$=T*# %WI3 M2B4Y>;G)IY4[:FP.)(SV)93#*DTCZEXF8JB2'*'*+:V4[NU';+H;DI3UL#FL MTB3SD"(QI$B.D2(':IF][K@M(:HX#S
)L5D.9UF?QEU6+!U[$!LN)&$NW*WX M*G_Q+3=Q4!TAF36G#C,0S1Z$AN](F.\ 8;/FSCG=VYM.W#:?899DM(_;08YQ MXE$9Q- >"=/>0R\+'P-KTQ:(96I-LL.,^; :&42-E*#A"OK; ?+>
M=G#BM0MC$&UQ9,VV;>>;:L/X](3RV9F,G4AM\K9FU3;!Q-,WH8;>:9C>+=8[M&;&+K4F&K1SIL(-,['D%0PU=TS!=WT'2*'2.X#*W1I ((>Y#@WED!.S@X)Q M8L>OJ]'L31C,,#4+E\;;]UJ-KC?
*#J;.XOJ+RGR;O%+A[7S?Y2B)";%>>+FZ MR9E/!3)#KRQ,KTIDO+-P:O#Z94/9=?"U%%&YO1 U**>U3NI=G0(*\AV:\J>R MKK>I'NZ78N;TU>95*$7Z;3J'%26^8HL9 F9A
GZKJ[I5JKV%V__$69MH8XS[M*1IWIGAI%9F)%O?"%X.GR;7-,86VOEL,+,%Y9[+XK#%'RFL.2J91%T MTJ9CC,=I/W&XS!@CGM*$&=IF8=H^6T@>=]31!4BM7H'#BL7$%XR&WUF8WP/!
M>!RXHU/.4M9OT[G,LK'O0 S;,_2XT68[BW.]$M7!.R/7GC>J-=OSNJ+!>7# M6ZNO/.DC MK!+IV.G..N[N[H[)7NO#H;W['_&'F^ZPJQFF.WO[-6] \H%3? Y#1N]3@-1T MQUF[BU:L](G0J6A;L=1?
%SR?\489P/_G M9W>Z%^8'>H^.K_4$L#!!0 (M 'TPDUFN8UGH8A(+4S 8 >&PO=V]R:W-H965T&UL MK5M;\6^W]LTKT]2Y M+M6M%:XI"FD?WJK<[%Z?
S$_B#Y_T9EO3#^=O7E5RHY:J_J6ZM?AVWE+)=*%* MITTIK%J_/KF>OWA[2>_S"__4:N=ZGP5)LC+F"WVYR5Z?S(@AE:NT)@H2_]RI
M=RK/B1#8^#W0/&FWI(7]SY'Z#RP[9%E)I]Z9_%>=U=O7)]^=B$RM99/7G\SN M1Q7DN2)ZJEM4*,/+"JO!G.Z)*,L:XNG&NOJ-Q]DW5@ES%J\;1R>.2=DF8FE MWI1ZK5-9UN(Z34U3UKKNO$
M^S)3V7#].7AN&5]$QM\N'B6X5-547,PF8C%;7#Y"[Z)5Q 73NSA"[Z/=R%+_ M(NMO"T M_QO3D&?@GU2T5[V3IV\^>9O\V>SEX^(=]F*=_D8]?^@G1_=
M9UR*#Z968CX5_QH3XJUTVM&J@0UHY=!,G[<*49Z:HI+E U%H2MEDNE:92 W< MKG3^4UBBLF3=&M%U1CS]YF_?+1:SEV,6YD?SET_%5MXIL5*J%!"SDA:45P_B M!ENHC0%?
%MYY6H.A0.R=YRJLG\2?=RK^DH1?FFX/7;(X-@,;"GFAWO+WH)[* M:G!7Y5#01I7*RCQ_H.>J(H&QEG_9;JK"BJ6JUP)VQ A
M_)A8M6ER5BCKG*@L5=I876O_AGA_GVYEN5$0LRBTX_P<]UB^?]=N 4K29L2K M+FME=2$Z?4-IQI(<4S;;F*X3R)UO3>GK$=N31>M\M!-AS#,3XK%$+(%;5@1]1UUF*@]*6J$HN8KO
M5:J*E;+B8L[I\6(B@BI;OPCJ^[L3UV798)=/; \!OJC8B?GL['&2"<'I =. MWBZ-+N"-.QY\4?7"@P^6:(3^#@\R.,\=*<6:XJ^I+"BJWLI:T%L3L6KPR4"% M4&14BT#LB$R[-#<."D8= H"#T
AO5Q*FH#A :%E:(;/?4.[]BR74X!Q 4A)LH*U82_ROZF7 J?B(M)_18EE"12ZU>$'H$JJB>(=X&END[%9C.XXIR;L,Q 2L8ML!?]J0CJ",A.C$=((GVF0N M:@6<(1&S8:,"-7*B+C,(1>"/R$7*4 ("4]U7,
(CR843YP+!*AQL(/!O$@D0H MBMW6Y&HJN'$)04=Z+M:QP)'[WX&]H0F=.JZ>O>Q1#9%AF8GGS_S\&4RFM+:
M+/:0Q+JRO!:GM_7#4_%3G74I%Y!6V3;KDB(L&PDB2K'(&"R#NDMSYU,E1%BA M,*WI \ED5KG>!$LVR A>H2.<@>]WA**^B!]-3O7#C3+;BOQTDE2-=8WT:SU/ M4662R&;T.UJ!//I^2X._85-$NT
I:ZAZL,926>D:GCFL-ZWK1O(WI.V2I9)Y MTO(;%=39D()&Q<+)WE95UMQK"A5H[8FX6K#GC^A#LR_\1ID#[%.2HKBDK*I9 MFZ%0XL>)D(7!,_9B)PH#0=8- 8.#X#W<9[*G&
M'CZV$9500U6#PJCW?K=E#L,)^_1"+NF$CV*/T(37#PL;&'W^AY?VV?BYL1)-[46P-0[O+IM'^ M&9'KJR'IJ>&TU]Q X#(#.G:0+N.J6_=A]/6R@]&+V=798O9T6"0RY5V84AL5
MWV,N4L""9/\S,'9&]F<0>S;&^?G#D,F>=]2#HIX<8_<1)X(#!: _!B;=P(&&F('QU@%6F";7F4\KU#E- M H>YSPG_7EQR_3@(0=&&8 B_5I3D."Y^3 /KJ7;BC4@GVNY1TP<4R)'KD]I MB%ZG-
M2CA2R8$-O[C<)7J;OC88ID# 9)26%.@B*'[6LHN,H964*GA*XK3LB\ M;4&=X!_M"@ 7E!B]"C%I"7N><0(4X*O M0DE !:]9]LF]C&H5S37=8W0F[)7$R!VTS*[R0!4;+1_X<"Y4& J'%M4/L#[Q
M64AJ@,T/AE&TMJRPIC)=U@U)X\"_J&=J53.(7Q1"*L0E M_!3H@ =ROF?L0.G%;)+XN-X#XD>3AE6AG8&2/;QXNTF]#);8)D VDZNF_ M(!C'$CHGH$N M]0XLG== X@U-8]=
AP]JEH*EGM/A5V(2% V,&E\8R\ET4L, M8!EPP05@%SPEG.;G&DGC@5F'Q6!^\B2?.![AYJ\K8 >(UO78X&R#:"*^ .RH MR4X-.LX_L)Z]VL>>]FG ^EVZ0&E!80P/I(W& W[NC#E:!(OF]1P1OT\-CV6"
MY)J.!BAN U!)!UZFO=3>B#1CVU86C(E*0/]E4/.J+VIHCF#>OLIO3'-G$Z&@OSEL8B2 &_.&Y6WZ-Q MI3[$\4M^H-FFX]&QBI]E$?&H-IZ3B# X<4DW+"%#%/(+NJQV%TZ(:+:**CB6 M'Z(=?
4'(]9J[GVV7:8+]_1R,,_ZD7ZLG>/%.0:%^:D9]/G(+?HYPOQOW< 5C M]6^(W1X1@C9UPU,:GP53'N@!KQ'TC$,.N$0<3/6%F/;4BGA,VG+0JSG,35-E M,?
KB@"AF,MW9;SH8DW>JBN$5Q!4AJOPQQH[;-5@(5?A.TZ!VDH3&EMW2F76] MXT))(3/AS+)K<6R*+*)K#E;27$N#'R(MQ?F]62%= X^"%_!0&XMB#R1I*3/T MX5,/GYC&$NCALQ(:K#5K?(
M+/:A2&Z];P %>L@@1YM[EG,3&:T_6+ &8HK3B>ZWLNJ/KXV,2!C%H\^%"B/$-N;)OH@ MM/L")#32*XU0/@8-GWC<:=,X.'X;C2%K08(AE(&YW=^)Y@'# ,.\FI^%$[^";$RA_I4V+6\"$-E\^:-
'0"=)BE MX?0)3];J'32.G3;&8_%I-;Y6AL8S.5*Y7R"\X@" MIFQ#2YY4F_2+6%;(6318_F_D4>HN:*!\.%9N)UC8=<[C@/DLL8&28TJ.*5$+ M1B7>3T,YP3>UHWF%'\85!0W'>$%_+#O"5'<,U)N91>
R>#_A]R>^-OH!+%?E MWEY'^-%]IGV0U2?2J'73A/(.M0-R:8VW*5SN8;38^\Z#LF!A,YJ6&BG,[/ MY[.G#"G&N?#1.J9_#U&"_>7;$V>T3"V0?%&:LO]@#_3?)2'MRDA,FKO7OZ[M2^
H*:7F33CM0,$_/+LCL$6=-=7BJHZ)7]W7#+OB6&B,VQT#F6 0*D[][879 ME8RPD[7ULU"J&J0.[D:/:2"*%&;<8;";>& >T7O?HJ%M"Y,TPB-EPRTH7N;M
MW*'ZZ3!WZ(YL2L8$_FB4AOET]V@3SLV"_A-H)\ZH>1:]JD,S$DAX7^CVI6PX M8'='!VJ^(5'91'"/W1T3GEGC'(B> D<_"MP .V,0H M K$(_F-0[VMK_"TF3GEPD:T?RO1(D'D[3<5/&FQG!-
R_;S/R7K+8.T1" MH=%>*S+.TAUK@";W24@8/ A,RB$BE>4QMZ,U,K/Q@B MH>(B)MFS],5T<25.YT^IVK7=_Z%8K>.Q9M#_(D=?2CXT"/J"1-Y)G?,DBV?)"I_H,2(Q!].":G=1 0_H5WG
M%^#G&1<1D+P:F.@#)W!_A2!<;T)V"//PA,69SYY-OQ/SRV<0YOD,'_OHV6,T M#G<>A=SUQN/>P;OA2K(RP 9?\^:]Q@GUPU)RWZ9KO^\0^+HE#B?;>A5.<@3OA>\B6^T[VTDG7DJ#*I.Y/?>0
"9-96K6ER0Y@B\R>3 MJC^VBN_0(G@=:G9[J'[DCD'OPL2$ENBU4#Y J3QHFS8%54?JN4P*J $&>9(M MZV1P5!AO.Q5TG-L[RJ7+/0@M\H=X#R;NTU^_4C0%:=GQ.;B2#T"T"!\ '15Z
MLHQOOPS3=E+(!W\#+D EJO^2VN $R81#E3A(LVQWJSG.3R9@;RR;2_W](L, M:#D#VD]\?=Z#OK"X$4!L0REB TR(66.,5)5YO'4X_>:>C[LOZ['86CB#I-O&&'VCH"M/_NA6R=PC)JF/9EI"%RM
*68 MB1YO;?!PS&],P-.ILF69SQ\#">Y@<5V'N3Z]PC_$9(L M&.W)@O18^.M9\K U[,.^>!K*WM#XC>-[^P4DX0+"^1>&YNDT:U3S.0D4SGZT M?UP4F()^Y9=P6=7$D_
_204+P3?")MUMG#BO'B"!07D^4@$/LG._!*") M15D,8;A2?BR;]6]'\C'_\3MHDZY,Z])GQ_8:W!Y)]#7AS)T%QKM98.IM^>W7B#[/CE]I4_(<9 M0"*U*?CC5J'@6'H!S]<&?A"^T ;M7^J\^7]02P,$% @ ?
3"36;J^X'#) M!P O1, !@ !X;"]W;W)KO M(-Q!D2R46/=+F@1(,M,V0#L-QMG=A\4^T!(=J6K*6JE/1LPY/%D*V5..G M?)BJ7C):6Z*VF49!D$U;RKO)Y;G=NY.7YV*E&]ZQ.TG4JFVI?+EFC7BZF(23 M]
<8G_K#49F-Z>=[3!S9C^I_]G<2OZ^!=G M3VKKGAA+YD)\-C]NZXM)8!1B#:NTX4"Q/+(;UC2&$=3X=> Y&44:PNW[-??O MK>VP94X5NQ'-
OWFMEQ>38D)JMJ"K1G\23S^RP9[4*M$H^R5/+FS:3HAU4II MT0[$T*#EG5OI\^"'+8(B^)!-!!$5F\GR&KYGFIZ>2[%$Y'F-+B9&VNJI89R MO#-
!F6F)IQQT^O(]5Y7H-.]6K":_]$Q2XRQ%:%>3'UE3$\2=S&C#SJ<:X@S1 MM!I87SO6T1=8E^1G<%XJ\J&K6U+/X6:HZ[16M?KZ"##&>M/21SX) JBY "_ M>+0]MOSBOV [GO5"T8;\
(,6J5^0_5W.E)7+HO_L0D^^68NCI3/:W8Q02% MHYA\9)/+;[\)L^"[U8DHQ7)(>Y_+X('6>]7_*/0C$2GY,URR94B'8AJPCMB MJ4/R[3=%%(;?D8]4KR3SQ()WW:5:'%"BI;4VVJ*44V?=$ \R-7T&7I5S:IV
M"FJPOA'(V$YA W<*0FMJU)]I+ DK8S"KTR^$2U\M#1P] "PU O)6/V M6 OJ@IFZ(,AJ<)TS.::V/8B;F!Q9A<1*84<=GWDS8'*]@K&0__]2TKNW MRFW7*OEHM-S>\:Q>5J?
QSILA(7C%'&L!.R5@^I'!TXJ\([E?9)%=HRC#&D5^ M4:;F)O33+-]'70EE8S)RB4$;X1IF&2G](C?7((H\%"4RI9=BP?7!,)/$SY(MUR +2!C[05B2,/+3)/4&UR!_C%BG!GONC4O5F?<)Z4YEM;3;-?
1I1&^\2J(R M)DD>DS++2>C'8&1RW)$C_SXSRS+THZ(TUS2%^EEDKV7A_< Z2&WL:5H#S[E! M%=.8<+@H$ES#)(.^>5F") D2[SU#R"I.71,S=*V0FO_F-F+8%9<1Z*R%?AA& MWKW0$"$.V ?
6!8("]*Q8> G:0C/IFFYY17^YT5$BC A>8ET0$0+7,LB\WZQ MH3P:1!T/?,Z\VTXS@(@>-EP!QO@+ U(,5(/,D=@=*O*4'&5(O6-C8%20(DJ\ M-]0XF3,4(%MS1:7#\A!Q@+OR!-;G@?
%!$19K;@8,D%6/W,X<1W-$"QEV3(R; MCA"78Y*!,$W3MXC?@9AW$)P,=1#@BE2,([M&6?QG>&8@9+F&5&4@E2K%AI@V MG,YYPS5PT7LCD%W3AG85(S,[]OT%D-EAX.TBV'M6#3]"?
P,;WM5L]N%^YMVL MI#1EY PX\VZH -?4 !'2J&4_"1\W#B M%P%JTD]"DQ5 #BVD:1*1'R#2D1]'J7CZ([J5X90\$CC."N!+YTI4D>Y MMJ-$2J1^4,2F6&CWP.=CJ-V1L@QL'@$!A:B?>-
,@D_T2<.26K?)M&&95(LU0 M>B(6)RLU)@W@%_X"=I7!'BOV&!ZE?AZ%* (_BO,!7;YX&"F-XWEH;@H?\.3] M='MU??O3[?WMATWXMY+V;!/9GK[8U#?%DJ6!7>,B-P>DJ:T]T:O^R)!D2(4
MCC0.V2-PC]*%1<_!LG9"[PZ4#6&Y6MPB.H]LY!ON#D6;4^[%YL#%735 M GVM[1NFS7C%O-H.[-PVQ2>NEY L,,2\H(N?F@D4X6NY-E)7T$62J]D-!*0G M47"2XG]^%*';; M:0K!]>00)QE F
M^T)2&N9I4 R>#\B^E_#IUB>5ELD'^^$(N&8:E?NZ,NZ.WZ:NW">9S7'W8>MG M*A\XIM&&+4 :G.;IQ/7E]0\M>ON!9BZT%JV]73(*D#('\'PA\-(_# "QB]V ME[\#4$L#!!0 ('TPDUDJ8.T82 0 -L* 9
>&PO=V]R:W-H965T MK>_OD-*]GH;KY'MB\1CYIMO#I(SVTGU56\!#'EHN-!S?VM, M>SD>ZW(+#=4CV8+ G5JJAAJ-Y)BP25D9A;L,]UH8+]0VU!!.1&"BTYJVA?'Z(B2P4:(] OR)J_ 7;]]$>?
CNC'OIP;WT'/IKDWD6[#357Z0!DHQ. M!69OB7P4]SB5BL'S<8GA9MK8N)HMD%IRO!&8V) ?F, 5V6E,@?[QTEOAS5-U M'*SD$8"'U8"FUJ!<2=Q".4RBP$,^#
]!13925II91[OTJ#/K$CU@XABB8XB,,@RS);)"UE%8$' MO!DU]&@275+GM@;O]>O,.UN@JWIDEL'NZYKT;01H6[C_- M0A1YVJN5;"P_5]08)='5..@4*$V**$>-29QX*UF;'55 ."M[+D41DBQ,/<>'
M%$E*\CP<0MB^'(D+D@1Y;*FDF)J"7)6EZN!TT#JE;&EQ1M>,,V,3\DKQEZK. M.Q?VO8UOPTYN!AN?GFR<385\I-STA33-;15-TLQ;TD>%1!RL H[).O('*[>8 MV!B%$V^I9 W:OH 8TQIP]^V;21Q%
[_9_;T^5"2QN0$?C($QM.8?)Q+N%&I"N M-8(5W0&9!G$4HT@1%=Z7%A3>=%B!'/!=>Q:U*$C"!+]QG!\LG*@0IWRDEJ'M M*3J0)<50%2D>PPR_83$9*H.^+G\7-
HQ1:LLECAQ\#\REV/R$+C?/I,_M_:_[MIP?\= #\SK0_*53_3<$%R8,DB]U)+ ZGQWJ8I\40(WG&#:N?3J&ULE59+;^,V M$+[K5PRTQ:*'1))E.W$2VT >#78/:8-XFQZ*'FAI9+&F2)6D['A_?8>4+;N(
MXV(!0Q+)F8_?O#U>*[TT):*%MTI(,PE+:^OK.#99B14SD:I1TDFA=,4L+?4B M-K5&EGNE2L1IDES$%>,RG([]WK.>CE5C!9?XK,$T5<7TY@Z%6D_"7KC;>.&+ MTKJ-
>#JNV0)G:'^OGS6MX@XEYQ5*PY4$C<4DO.U=WPVH3]ZV\F6.3-XK\0? M/+?E)!R%D&/!&F%?U/H+;NT9.KQ,">.?L&YE^X,0LL9856V5B4'%9?MF;UL_ M'"B,D@\4TJU"ZGFW%WF6#\RRZ5BK-
6@G36CNPYOJM8DG3XR MKN&5B0;A"9EI-)+'K1G'EL"=2)QM@>Y:H/0#H"MX4M*6!GZ1.>;_U8^)5,1W)P@/.@(#TZA_TAH3@(=I_FKL@B# M"#ZX!;Z5"/>JJIG@7!V9P+ M;C=TN]>C=!@2,
[E";?F%Z@"+.W\ M*(5@S0P=D!)5(AG;&&<5\YE/WF):**A4CF)[XNXHE*#&YU9+W SU/UJUX_, M=3"C#ILWPM,Y"(-[,M^RGCP6DSG<[O4"*@R+U1QU5QWP@-EVI^=W^L&K$H3A
M_7:51*,$+B^C) EF5F5+J#7/$'Z"WD74[],[C=(DN*?P<0MM;X<>B8_@RI]\ M(WLAB897T(OZ@^"!KWB.1&K#4>0[9W=.?^%F>5YHBH9F/L7Z/7I<)"X&&L&Y M4"KXC7RCX;'+I:]=+K6IES&M-
\YK/F!F%[%W&>EA]BE)_D5"()<%NZAQTF9U MK=4;KQPATB!7[Y/!P!PSUIA=5M"^*96VYR[,()FEO#ZCKFQ+SP#?,O2!V%$Z MGH^1M*=!>]SE>G60-
X6#*OH.OZ=%IDR]@Q8_CAH3L;:=N!T>UVX_:VG3)[\796/S&]H.H' M@06I)M'E, 3=SK]V857M9\Y<69I@_K.DM$+M!.B\4.2([<)=T/T)F?X+4$L# M!!0 ('TPDUG 0^^UY@T .PF 9 >&PO=V]R:W-H965T
H965T7ERX8J.VTHW,3E5XLC)V*STN[?K"[:R22]ZT+2_&679YL96Z.GOQC.^] MLR^>F=J7NE+OK'#U=BOMPTM5FOOG9_E9<^,7O=YXNG'QXME.KM6M\K_NWEE< M7;14EGJK*J=-
):Q:/3^[R9^^G-)Z7O";5O>N]UF0) MC/M#%Z^7SLXP84J4J M/%&0^'.G7JFR)$)@XX](\ZP]DC;V/S?4OV?9(,F>]P$'/YK?3RQ3-K[H6EU:!&'UA4W@WF=$5&N?463S7V^1??JH5_=N%!
MB:XOBKCK9=@U/K+K6OQD*K]QXKMJJ9;[^R_0H#=IQ9HPO*7NGSEY_55^F7US@M-IR^GT%/6C!CBY:YBGM\8K,1L)%OYV8ZQ_\E[9
MK7AC9"5^KL2_ZDJ)\3PH.15^H\0KL]W)ZD&HRBNKED)7W@C).Q)9+<6M*FJK M_8.X65NE$(Q>G-.^K[^:C\?9-X>'M*OX>?[-XU3(K:G6XA9XL!$_%TI6N.5$ MJ> X5IQ'.F_XLMM$1[R3UNM"
[Z37U3H)*]P>UTQI82PTKBPNP*^_-^)]MX(H MYE??.&$6I5Y+P@$G:CZ:Z'3L)_OL"PF?6=?22N@%:ED\\/H?PAUCW4C^ZF6DB%:4(TCMPAZD:(
M%.BJ!N5PG]Q%LS\YCP\LA@>_6I8EUI>EV%DD%8MEX%;)8M,Q YNZ3K%12XGZ M6)0U@ 9'E:4$95FR[8&^B ORVM/Z#A(?/KX'!6/U6E?,&.6[95V"G#<)X)Y@ M VD#R.35=@'U-? D%K47O(
DW8 *20C[XZ22C*0JH3YZ5ZS9E&4BRU;&BU)OM6?>4T%G6UT$GX Z--A=X&&E'(B4&NDY%2L((>EL M68IB(ZNU:2P:P"3Q372XJN@_6I M4'=-P,=*8"1N2F>([P.TA9OLX.!'L"'I8<,GX"F)*$/]9V
*CY,F1>RD#J=:2Q8. M6 #ER"7*$DW9E0]9JH%3+(*9H?TB<21^@Z*PN&56AM ,VT&S'+PPK&:,/(; MR R'AV=W.-OHH/'E8581"9QUO/S0NILL"@.QVY-<$L)KJ;:["#$%,DCT3^+2
M(.3!N%G&U(\Z@I+)DE;@<44Q4L)XY><98L"'CK/+T5SDE_GHFCWRV&)R*)*T M=4X9T*^BS)"*):OL)_F0Y&,V<+97&;V$.\%8<7E7V?0=LS$?Z>!W72*,UAX. M^-X"JE+QEN,)PMTX9PK-
5PPCGIXCROK'O0_WVG,2SDH[> 69L:M@5MHBEW1/ M0'Y()C$HTVU_VZ%L) 5,9-:*<;H)TF1?$<&(D=Y?4]=1QE')ZVF45YTR9M% M84EF*:R(K(/XE!9IRR8(NMK"#1'V*;L@@3P*
D),HJJ6)T*95!%#EI733W4 M+Z#V2SN6XI.,SE5V54.=-L+X9(33?C0EX_UI=Z:*,/(ZN"P)RSCPW ;\'O+4 M5L? #X"70((L/L#B>S8LI*,R@5)]3?M)EA5U4L$YF3"5^3X"I]E%1_6\U*.#

M3Q#RNN23J01E.1 %0+M3)6\>*V^"*''8E? M=Z:*FG A;9_0QSYRLK\L50FDMP+T0SGZ*.>LU>$+FAB"+1 ^8HO69P"^5N1M?C^?5E3ZP]$8#3 M?
UUS32&*:*0^EC*Q[+,&2HSKB=RA:/BHM\$9 ./CRU$^%J^AFX'Z4YQ_VAZT M[OCV7 HD.6F)0',,03*2 MJ;L=29!XS[)#ZCP!#-BU4&(/WW8E*FAD7UMSZ4@IC4N.!HQ2H=G)4JYJ46'&
MG@N!&+QE0,4]*4,[Y$K/T]-U42QRF5,0WQ;RV1;VE0J!@ MA"NLBLH>=&LIJ&+7*TWU$%<3K$$&8_;,0SXJDW"!Q/R4>@FS&ERO2VR[PX&.CORZ"@\(B>)]<1XZ4I3(G6-V
MNQ>R^F#KG2\>R&N<*?&D>" S6V7L6E;ZS] PH0/&PZ:5B$[4013UR*XW8TG[MM5":H*X#*)$FHB7;V5B$\\T7U1(M_'*+X$6I2.%8F@/-Z>=U4[7TXCOVXB=# MB)KA.&0(!?
11,LE*A;KM'EI5D$NO3IO^2XJ9-J7'Q2MJZ?)L-LJST+6)!]1D M<)!A <0O+<8%4WS7-"XT3Z5(I6SZV7%J#RF[UHKR/#HQFLB5C9E.6RF-G5CL MCKAL4MZ'DCS. -!RT_]\=(6?
R6>FOLP,SZ@:_E+6& %&RI,ZN#MM>"2F,[1+ MB!]TJ-- %5DX_X)9^&;F62'C2J\PQJ/Q%GP >'CK]UTSU_RKLT5S&,ZAQ"/B,]T?CU/;I;+I[VA M"8]XL75)&H$5:.Q ,8-
NX"D2!Q(01/N3ER^\6&H79@;G$R#X M8VPXSU,<*QX/[&@G$P5-A<3Y>#8-6^9S[$U(X*(1.":Z(,-XEM&GV75ZC:*2 M%*U6*\5O##O,:GHT1B4M%[JD1$O#%U.1XWU^^C =Y5?XA?
+KBPSI[>:HS M**P=12(YL@E->N1!?=PIM)OL9>N*A6[?6)]F8W/\'F=7-%44E^-\>,>!"V!?SJ:]G(DI*$ROI\G[094R8SD,0G\O MY_1WFD[Y[RS-+L/XLC@E7VQECZ;8@
N,3[KZ9'LJ*KAGI$'Q;$H=!C*HG<01@_1A',P^XSO V\6706'@E0%4QT Z0KDI39.4?[*0Q0%AV]'J!]84LG8FP/%LP=>'B["W"2^0]2JDCP+ M)X9_0&6\$V_>O.J]3TR.O4]\#?
VJM1&_HUDK^0K93WDDM!BQ(C M^-)Y.Z#:W]9[J]F]G'LX*$12UD6S]2T'\3 JED!COX56 EO> MO!/G]((RI(WRX916NA<\B.I&-:*_NRW)2!^ (OR;0X K_.1C_/JNS4\WD+@\ M5HM]5+9@?=#;-$M?
42&@Z+U]2%!^/S&K53"_LEM=49KSG9$:GD=#%5*S@V=^ M_9.Y_SN[I%5(!2H^K M;'8\#W9'Y6DVHQ0]'8?$/4/B'OK2RT7O&TC NC5_SXK"$6X6OHS4WFV_RG43 MOL'4+0_?
_M)VC6UY*5:82N2U^PL.&YSXND4/S6@&V;AIFG:R[UYF*0#K8+G\1RY6AA='F^9DM^Q]V7 M]:W!IU&/4HN&*RNT L,7%X.K] 5U0?O]AM\$W]B=>R!/YEK?T\.[^F*0D$%< M\LH1
L.?!W[#I20@-./O#G/0JR3!W?LM^B_>=_1ESBR_T?)W4;O5Q: <0,T7 MK)7ND][\RCM_QH17:6G]%39A;Y$/H&JMTTTGC!8T0H5?]MC%84>@3)X1R#J! MS-L=%'DK7S/'+L^-WH"AW8A&-
]Y5+XW&"45)N7,&WPJ464;C.1P[1:<^HZI"N U+V#-(,WFOE5A;>J)K7^_(CM*HW+=N:=IT=!;SC MZR'D20Q9DA5'\/+>U=SCY4==O?:NWK(GK"P'5\8PM>3^_H^KN74&R^3/0\X' M[.(P-
E'GE5VSBE\,D!N6FP<^N/SYIW22G!VQO.@M+XZA?U>2CB(=MO.#=APF M0WA.#;QNC5!+<"N.?X9S8*H&A=#0A)1S2CE@PAQOYMST6:.-$=[DL1 M8(E!=RC -LS4%EJ4-GY#EJ0E?&R4F+
<6WJD*TX*03W=?[#86 M)*]1@XE"(9#&2K8UU5I7&AOA5L D^JV8#_<#PM-[FDYU*]%/VU:XQ<*:&S^C M,#-=#5=&H*!@/N;HAL0)Y.N8S24'7_*37/:,1FBMA7<30]_I'L>D2GH+6>H
M;M$J/U10CA@&J =#%,)5:4R*"C#*:BEJ%H*!/XU7B%'"H6H\O*7P?A^SHBVS MB&(YG/@T(15PQ;Y\%=UUD2USSZ^NR5[39L^$!:=U>"'J^CO\/*M5V:'[AJ M,?PO -_C):7K=(R7<9E$R#
[.#"4&S:QQK]1K7R'I; +C60E%/H4TSLHRNF.4 M1=J'7P7WW&Z@5I8S .B4M5_#7L,BGM'''N$?)I4:#6%/)9&GWV!?&"[,MFY%N<
M3:,^MTS)P4FK^&,CB*^R[65USK$_T!OWG4BS%7$CAGN+HVR(GQWNF MKI%?/!3.'F.W?7786^.;;8@=-LK6\M]KB6K[D^Q4#1A!VF/2DH;77.)I(C(
M"/SLX:$),&'@@EDZ/=L/1_C6Q%1&6W+_GV'Y'^KN ME!=<;?$^M@X;B?(MTJM.S^ UKSJ@- YT'1=CY$$6O>WF;%'$V3B)WG0%5,) MGN?P,KJA3$EZSJ9I7.0EKAW2<&"PYVD9Y^-
TB^DC=&0[TCXND/97[L#;N&O! MK4)BZ*7"&#_3@PV7OIEB'>U7_H91)TJ&V#*&Z<0/_VX(A3A^\4/HMC6VQ9"0 M_-[0W!_N88RZ;DX3AVAV^L$)-+_P%7.Q'Z% !MH%"T<,3-NABF942-@Q*[$6
MW<2A)T[M:W=$#^&=)?NJ,+W#8/,$0L?KMMK?#>R!">D#WW[[&=#-A\Z;G5XA M^B^7 +W?+!K.;$M?#WOAKZCI,VMU)2C\?A2&9N,-]3%A;H>Y,6Q6 JT7N^SS MPU%JSV'?
PK:=\1DJA7%*TY,V>G7#H*O'])T2]-ZSWX$B1&]YR[\3^Y&WW+W M8/E])?$'K4[)<'S]/(>S)(^3I.PYG,9I,H[S21;]%D1/TG$1STKB,?;>!1=A ML8BGQ0S7#B@YQ,LXS@ GG\?#@]-J?@>?:X8G:
MWZXX0];0!GR_T'@&ZAY(0?]/D4"0<' !4 M%0 &0 'AL+W=OO(-RB M< K%UN$K)Y"D66P7[2)(VMV'Q3[0TCCF5A)5DHJ3?[\SI"3+N9/FQ=9!?O/- MJ1GNKZ3ZH9<
AEWG6:$/>DMCRMWA4"=+R+D>R!(*?+.0*N<&;]7E4)<*>&HW MY=DP"H+),.>BZ!WNVV=GZG!?5B83!9PIIJL\Y^KF&#*Y.NB%O>;!N;A<&GHP M/-PO^25<@/E>GBF\&[8HJ E>Y<,])D+N4/
MNOF<'O0"(@09)(80./Y=P0ED&0$AC9\U9J\521N[UPWZ;U9WU&7. 9S([&^1 MFN5!;]9C*2QXE9ESN?H=:GW&A)?(3-M?MG)KXZ#'DDH;F=>;D4$N"O?/KVL[
M=#;,'MH0U1LBR]L)LBP_<<,/]Y5<,46K$8TNK*IV-Y(3!3GEPBA*W"?.3SE MJA#%I6;]+U+K+5:"8A=+KF!_:!">%@V3&NK8044/0.VPK[(P2\U.BQ32S?U# MI-
5RBQINQ]&C@!=0#E@<^"P*HM$C>'&K:VSQXJ=T/6N49/\O M@QO=#T?ILJM+GL!!#_-!@[J"WN&'=^$DV'N$[*@E.WH,_66.>13J?J)_2@-L M.F /RF''7(N$0?
L^:]]K^[[_X=TLBH*]T[,+>Q7N;3&X3K(J!5@92-K_!=U&3[/@!E)JW-,68S^Y,=29BDH M31O-$MC*YAFDV_P*%)8-5E3Y'#G)1;N+V&F&%4@;E$Z"L'AYM!G)"YD.V"=B
MAV20.E46*A':HI=HE<((GK4*X&-N$+K*4B:3I%),+)@&O!!&D!@4C3L5+BEL M)&E20&A=P88:2!QM!M>@JA]:3=@3H0#U'<4II5FG@3)8.U5E?JIGZ1@UF2 M"F<-T^RFYGH%75Y]1-
="&X(IE<"**W E6HDP,:'&[,2)%VASCZ(!G<2SI,HX M,5K+%XOM-5$GG9%35UPI7ACMU\1D2>;2]MWYQ?<'T.[59HMQ:QL;.ZFW4#*W MB]..FUP <>L24;BP<>YT(E=+(%^!4 P6"W0H?@[(9W/
UT9L-S8:L&^(W' C M-+3)W(8ZP30BV[!?Q_N*HR2-L93AETQ[?4'R9*5Q&QH!V4-I.LM3+,=;N]X% M?D;3"L,:Q9QL2CUNI;;QV)5JL]#[7*#F,*RSTS[3'ZF";;LL/
MQ=X7T'H7(PH6H!2B.S_:E$9Q&'>S:,JV6MSL*=SGI/[$GX83%D9^'$^12# 8 MCQH!%CD5N@9'0FMLWQ88"GE^S4)_%&U@A-$MDL]A\I[-_' 4=7$F$Z]33MY6 M\?<;JGNG+K!1HS;C;VSK?
U^P]XO('XOWP?3,SDSV$(X.6G&*\;%HV(,N^ M)'%C[YZ2\;(D[D>13[IL/9W(T_'DK1.9I$]G(=DA]"<[E$#]<+ S?D6$8>>Q M!D%;OBZ;B=!XV3JQ]'4 MA66$'B=*@_AU3HFPI+@6)1LG_8];
["C]#X=5I*' *.EF M;>PWL?'&)U@U-=2FTV4FC&NJ;3M-1L4QX0]>5!S;PFCD,@J[2G!5EH4#=HX] MCFWD!C5:PT^V[F<'K#!&6K*6Y MQ$D#VTAL+YL.M;&^BZUVBEGW?
L^:9R#AE8:Z9\7O1%;9DP[;MGIKH9N4L0%% MDG:D"/$*N%NE@/"Z<;BIUT6FW<='=L]H[NLO L"YM^]W\L M/[+9:$H?[&#'.]D8C.I!@LVF8T:39!CNX4!2;/^L>"86HLVZ9L*(,>&F<>2= M \
[N(C'M@JH0"!/Z8;S#1G'LG>9E)F^@";VR4LF2H\G+C!>-)#8) ^^;-!@$ ML1_BQQQ_9R-&,4UA)7(1BEK7U> F+'6CON MXEBX,!0B=W08X+,FF2.\J>8.?E:8>NST"LCSI-
"B4C1'>RD8+C(]8/<=H@P[M)UTYJ$M[GD>4< 9RAU[MT_;(\,B=E*V7N_/&KUQ="HRF#!:X-1A,QSVFW!F> MNS&RM.=F^ZY5VJZ4_K.5(@6[FLAS2RHK&W.1R.35U@S$ZH&)9V42M?,
MTE9O1J;1R JO5(M1$D4GHYIQ&JM8)+7&DP;5TS_7")0NUF01SL M7]SP367=B]%\VK -WJ+]LUEIVHT.* 6O41JN)&@L9\$B/K\<.WDO\!?'G7FT M!N?)6JD[M_E8S(+($4*!N74(C!Y;7*
(0#HAH?.TQ@X-)I_AXO4?_X'TG7];, MX%*)+[RPU2R8!%!@R5IA;]3N5^S]R1Q>KH3Q_[#K9%.RF+?&JKI7IGW-9?=D M]WT<'BE,HA<4DEXA\;P[0Y[E%;-L/M5J!]I)$YI;>%>]-I'CTB7EUFHZY:1G
MY[=6Y7>5$@5J\Q._]IR^P!OK[#D.;?OIB-+-ISD*._Q+CN\Y 6_BDI*T, MO)<%%D_U1\3M0##9$[Q,C@+>8A-"&@TAB9+Q$;STX'#J\=(7\'H7_UZLC=54 M$_\\YV,',7X>PO7)N6E8CK.
&L&@WF(P?_,J/HDNCA <'PB.CZ'_0$:.XCW/ M]G=E$28A'#<&UXI)^,*T9M(:6!B0I%< E^ !,GCS:I+$\05#'P8DMEB &7 M>:LU%D/8H2820JCL+7^?:].3=["A=B$N>ZLT$##4I&NRT3+9J0F'.S
M!^_&IJ'Q1%2XU_MFH6);%RX&D@:_UW:Q> UIF+C4941;;I$BNQ;8)?L&]R'T ME5!P0^/)O%P- U\-X@'BOAJ>)I?B1H%PVA0!GY,^FET8&715Z5BQAI)QSVD$ M(\&]AG%X"E&8TB^!.
W3T__-9]%N:*1"\@.$[$Y!'&9D-/:_. ZCU%4*E=1N M'U6\;SAEMU2MA@=DVG3UM&K7@N?[]OJC+%&[X'^D #'9TEWHZ,3'Z?3*5YS& M%E^W/KN'"AQXBDLF69XK7< O*+WT]?
42WCI4%XDDNEAL2-BOXXMW0Z"$FI:(MNR+<53ROGC#(52NHX!Q;7Y!TE8IAWPYT+_O*I:>CK56[J4#I05_-WLX0VL8) M4<(BB@-,HG28G9W :9B-X81"N*(+&%U3=&/(M]W>. 49U8!5E@E7
HEK4=^F M41A%%/V^:=.S84:/)/.[YZ;OZ-'=6*/>^"\ XYR3MKLF#V\/'QF+[F[])MY] MH7QB>L.E 8$EJ4;A:1: [F[];F-5XV_:M;)T;_ME11]*J)T G9>*ZK+?. .' M3Z_YOU!+ P04 " !],)-9MLBIQGP# *" &0
'AL+W=O"-!]6W+Y.,5-F*_=$+G27%;EY4V"G^UZ%B)&]1?NAM)*W]$*>H6N:H% M!XF[I7,97EPEQMX:?*UQKXYD,)ELA;@WBP_%T@D,(6PPUP:!T>\!U]@T!HAH M?#]@.F-
(XW@L/Z'_9G.G7+9,X5HT?].%KI9.YD"!.]8W^E;L_\!#/JG!RT6C M[!?V@VT:.)#W2HOVX$P,VIH/?_;C4(0R#+\E>FV6HAQ1ZD ML28T(]A4K3>1J[DYE(V6M%N3GU[]CJ*4K*OJ'#
[PX8QML7@!:\%SY%I:C0*Q M@]M:W2]\36&-LY\?0EP-(:(70LSAD^"Z4O">%U@\]_>)[L@Y>N)\%9T%W&#G M01RX$ 51<@8O'FL06[SX1;R2KIF&6^R$U#4OX:_+K:+$<_WM5+H#6G(:S731
MA>I8CDN'VD2A?$!G]>95. W>G>&:C%R3<^@_Y[S.ACB=P+70''',/_G/\ESSN M*H2=:&@HF()KMFV0NDFSNE&@:6\MVH[QQS>OLBB3#8VVHJ> Q/&(WK\3N$9S
M*VS@R5TE$9]=9;BFRCW33,R---1]+VD$FQSRIB],:@? CR07HGU+MI&;3:V/ M&Q)R& M@Q23;CH[49BUQ*+6PP'3=+0GIFV!VJ$<: M$G:JQW1*#IW9U0>_%8;"AI'+D
MN>@YI3.AJP%QYDTAGGHS8N/%$"=>-L)S4^S_A9[$!C/TYB9$!G'LI7!ITSF) M9-,Y@046*_+H>!,O(&L"3 UJ&!'Q4SWN'\UGPBKM*Z3 X@VC>M2.#]WE,-__M,1]>R4],EC6=08,[<@V\6>J
'%Z>8:%%9Z?]5F@B;L6*'FN4QH#V=X(Z^; P M <;G?_4W4$L#!!0 ('TPDUFU=]HFWP0 $H+ 9 >&PO=V]R:W-H M965T65*,Y#H&6J /$I?+N9V9,[-[OK'NLZ^8 SW4 MIO$7615"^W8Z]7G%M?
(3VW*#+Z5UM0IX=:NI;QVK(BG59CJ?S5Y-:Z6;;'&> M]F[=XMS&8'3#MXY\K&OEME=L[.8B.\IV&Q_UJ@JR,5VQH/!8 M\S4;(X80QGUO,QMF?]IX0=6);*\[4U?^@B5!?9FXP*+E4TX:/=_,P]
MGE.QEUOCTS]M.MG3>49Y],'6O3(BJ'73/=5#GX<]A3>SKRC,>X5YBKMSE*)\ MIX):G#N[(2?2L":+!#5I(SC=2%'N@L-7#;VPN+9UK0.R'#RIIJ!KVP3=K+C) M-?OS:8
+$9SFO;FKSMS*^9^H/XV3O^+_@I7?:Y\;ZZ)C^O%SZX$":OY[*0N?DY&DGTDAO M?:MROLC0*9[=FK/%RQ='KV9GST X&2"S]<' MV^2JR=%3:FF8;J/+*
[0(_;HT>J6D[3S]5K%8:56SI;!M=:Z,V1(,LO.DFV I MW_.QT:$BC44.1Y)^D+V))18HBO.C4*F 87 ?-6I41MFEMG?KR9:TLK; G,' M2'3.XH,"8@B58_Q;*FUT=!^52Q&4UF P-5(26BHC>*@;B(4*/*&[F%
<',2K' MH^80^;73VW80N4\!@>.!ZR6Z@^7@ IK:=QXAN M38_J%5\HL3;!VV,=B1J^@DH)*6$0+L_>21 M1U1P%8URB*NO92&N"BSR@$V43S?#FX2B<]T"B/BR<.;HT^1N0K+5A)%N2B>D
ME&2E.2\Y0&)\5-B X7U"1:" <:X;78*,Z6S8SYT0DEW >=;/7[!D0E=(<4%R MC#3$:V5BKUCV54&60\?/+SCSZ!PB H(E&\UK<#'1UVBUU$8'Z:!=#J4"XT3; M6"-
VI0N!ZCD$T\$://&#]M*".Y=CTB6BVHYQ_D53@!]A5*DUZB\2[#3PJF+- M4A(N2Z148/09\=9H87F!.G@<9(F1./%=GPP$5**HZ'98@7RA97]"-X\2>--1 MH)&#TCQ!@#'M)P;VM2W^.0E&:H4>
[2A_T.C[RE+.WOLVC22R87V:=?79O03;IMO2T@90*2TK7';9B0"^EQ9'8_\B#H;K M\^)O4$L#!!0 ('TPDUE!^Y)N2P, %P' 9 >&PO=V]R:W-H M965T
M2$R\%TNPE$26>HT/2I.9;'WY1@\CP8(VC1=8PMU=Y M3F6#5M'(M^CDI/;!*A8SK'-J ZHJ@:S)B_'X=6Z5=MERGO;NPG+N.S;:X5T MZJQ587>#QF\7V20[;'S6ZX;C1KZ?,ABLC
M\'A]8/\WQ2ZQK!3AK3??=<7-(KO,H,):=88_^^T'W,?S*O*5WE#ZA6WO.YUF M4';$WN[!HL!JU_^KAWT>C@"7XR< Q1Y0)-W]14GE>\5J.0]^"R%Z"UM!X^=&5WB)\40](\YR%,>
[GY1Y]TZ.+)]!OX9-WW!#\XRJL M'N-S43+(*0YR;HJSA/?8CF Z?@'%N)B=X9L.X4T3W_2OX<%[3:7QU 6$'],L]..L4FNJ%4E+C+I L*PP6SY_-GD]?C=&;VS0>_L'/M?RW$6 M?5K;?YX1)I,1''.?
#$Z&]#:L/#?08M"^(BB]=!TQ5A=MT-*LVNS U]%/OG(' M^ABL&$H,+/T?7;A!N/6V56[W_-EE,7GSCL2=,3@5NU 90,>:=02Z"H@5'ZO0 M3/!U=#]Z&3NMNCCXCN#+2=Z##,
'F5*$4.FZQB!O,J@]#/\MY@WZ;Y*1TBTS@M&WG^,$0'.:^]=-C>B!<,#^KR M?U!+ P04 " !],)-9.19[-G4# !M!P &0 'AL+W=OM:T&Z!E>ZF01(<%I[DIK1N(9I-
&K'!%=H_FB6Q%1U118B+:R3[K[@OM\A@XOTY7Q7^AZWW0< M0-8:J^M],"NHI>I'\;*OPZN Z_B-@'0?D'K=/9%7^4E8,9N0[H"<-Z.YB4_5 M1[,XJ=Q/65GB7;7 :S=V2&].
(#*5:@=WNFXJM)C#$S8M926?>_-"Y7#_PH;:L#4WD$O#A].P MFU308\/[=]=IDMS"H[M(>@"%JUA;<;'7ZSD1LE"9H*9YUFF6V6EVL!25S*3 MC#I.PB&DX0 &<3CF20)?2X1'OM%X.
W;:3\PN&+N4E:A M=WG49$M8<8ER6 JRRM%]X&N_X[2YYV#-K%:SH9 K*D7%C+I34&LNO&5X&/Y\ MD.R4"+7S?V=T:RZX,QO++*X*O%=S:UQ9G3V'\)NH6=4BA/D6:7<) FJLUTAO
M(,%""\K=YB=)W&0UF4MN641]!?S!XY3-X?\]""5\[0_N%QSZ56REM]#O[OU#]""(91JH ML.#0.!P- Z"^N?>&U8UOJ&MMN3W[:&ULI5M;<]M&LG['KYC2NK)2%461E.2[724[SL9[$EMK.IN'K7T8
D-R M8@"#8 !1RJ_7_?,X$*"L'W.0V*2P/1T]_3EZ^[1RYTIO]BM4I6XS]+P&_\6ZN=[7P6),K*F"_TY7WRZF1&'*E4 MQ161D/CG3KU5:4J4P,>?GNA)LRB(2 MM99U6GTRNY^5%^B:Z,4FM?
Q_L?/OSDY$7-O*9'XQ.,AT[OZ5]UX1W[)@X1EV8F2W@8U^L"B\FHPIW,ZE655XJG&NNKU!UG5I1)F+=[4 M%L^L%3)/Q%)O>)S6\A8O3HI:*_R3IV_N%O\\>S%R/B M737B78U1?_U&6FV)
[YX<)%A/U"&V1PD/L_V-NXG/6P47C4U6R/R!;*W.99WH M2B4B-C"4W+I/?HE*HG6C=MNJ_?2'OSU=+&8OALZ$'\U?G(FMO%-BI50NP&/8CWV$)M#/@J84^G%1CRQ-XZKOSZ2?AYI\(OD?^E;O?
0.8M3)F!#P:FK M+7_WCE24&MP5*5QIHW)5RC1]H.>J((&QEG;_;;J<-@+]X^;FMB%.ZI-% 1>4 MJU2)LB9"^#$JU:9.6:&L1+ZT0Q"U[PAB6O3^9'X^?NL2(_
MK*Q.M"S!\533C!B9KR5(!RGI%TG&)PMMS)VLC;)HK8VV(@Q99D0\YJ8B;ED1]!U9E:D\ M*%D*1>%0_*ABE:U4*2[G'- N)*KLK$+K[Z_6W&3YS5V^<3G(<-792HQGYW_
MSP#IZ(!TS\B;I<$$W.$..U]0O7#0@24:H+_#@P3&$$SS1)K%!*^ ,@9@/-BA0(R;J/(%0A-R(7*_,)< QU7V! U'.C2@>&%9I M?P.!9SU?D'!%L=N:5$W%2#:];K+I]6@VO84?Y.2W8-%6.J
IVNXSL">4J6/; M@*NAI#I*?SBI?M^FXF..+(#,PLXY?^R TF0P%#?1]R$*^7!Y [A7/9R)7ZJD M317 T:ILL@4=8,G&A:.18KFEL[RM2U@M NS-IE1L(+V <_BX(?MO?,\X;ISNMCK>,J?
P="R#F>3FSH5XB+!"0EW3!Y+)K%*]\198(Y(Y M0QC@#'R_);SV1?QL4LI[=I#91N2S2534I:VE6^MX"BJ31#:AWU%_I,%G&QK\ M#9LB2@FDX)JR'FLLEH6NX%']/
FX7"#_GK2=LU0RC1I^@X+:,R1G5R'ALY<4 M16GN-;DXM/9(7"_88P?TH=D6_J"(!_8IN%(\H6R@69L^P>/'B9"9P3/V/BLR M T'6-0&:@Z!SN,]D3S.4!U+]%^WE4P)%U[(D"5QX!3?
KFO(]UA5^700\%<.? M?\M3LG?LOM:P3W9^9FNGL>E.2]"#Z-BG.FN5]XY4RY5./3BTUN!]XJY!-T/!!*FV,!9T-Z6IBTZ2BE.0 M0 XB\8# 5)IP K0D8LLQP7[/[]LN 'CC <72 0H?CCKYX]A&E/H-93MRH\
[[M[9;1D2T[R1V'_[%=ZJJ3#/%V2_T'[/L^QUG P#ZI-;FO$1^ Y,2"H\-_@*! MN&4BVJ/T,S3!SL>'/9)R'CN>7-0YN=-.QP%GE"L.H/1D@[%S,EG&Z\=LJX.P$. 8+HFD9B1(&\#P MRD3\62/"P%I@6Q0?
IMQ(X9(J?>@SV3'HJH>?HF/LCM@];-[75$.XW?9LO@_/ M&-H>P+)I=).X2$A%ZL1SF+HP]O\+)9SR#J*&:**&CQB-*-'Q$F1, %?'2+L5 M:Z!KVW /-SZF1 XV+@HCX%BUH7+8!^Z(V-
ZOR;Y)W2T/4^0/,$A*\DTDY&5L M7T'!1;"3K \ M.HZM3I5/')UW1@YA2I6"4!+HQFF6;7(O"92*&L!VC,Z$K9(8N8.6V50>"&2@ MN@8?UOJD2.[0%%"]LHKXS"1U% R1BF*@
J[6[F1:@\T/A@L67;+"ZL*TB<(' MC0/[HO*T44W/?Y&["3ODL%, &NY6NO*\Q=&7LTGD_'JOYCD:-$KE.R>P9&E] M3G%U\9$U$^BB8F0B[\5X_NPGLZ'LU91!5+0&HP)PPJ_!9_:2,2NZ^-0DBNB
M\,TA7/JMK\0F /(!J6KZ?Q",?0E%*@ Q\&9L+)UW50$[UA5WN#R"/JI:&,O)-%+C+D9(\($<"YX2M#2M9"BVF')%C[B^,F27. 8X>;[M%; #JFS;&>!L V\BOH!%J9\1&Q3W?V$]6[7S/>W"0.EV:1VEP;'!/1
V:E>C MRP?191/&R&>C@KQF^7^P3M;<6DX M"!Q'*0Q+L$^6V75Q [6QIT\X5M[-FK;>62_F?R">KK9A?,(MRNJL\/[HVKQ'7Q!RO>8Z=]L&:.\VKE/+B7+2A3@3O'BG8(>NKTN=*(1D_!P*
MN[8AR8F?K79#['(:($"*L:NXCNN01<\L9,)>*C-"&@R>%UFE7B&E'K0AC49-% M.ZF:N:F+) 2MT,(,"4"WEC7MC?Q:586HY,45/ABYT=B."W.<$,#+G:91PB3R M+0SV9FO6U8[Q!46:"0?D70/_8P1?
77&,(\TU-/@AHGF819H5LAQ@/'@!#Y4I M@9$ P$L*J%W4V8%UIBX)*_+\C5J_]1H?S]SKYLK'>MYE"D%3F8MZ<\0&RO%>_B0[DO0$3]\-P(Y<*#X7'AG3:U MA4\V@<+G(1RO=V-@^Q9*KF&*B%
[]6O!RXD,0#X0.6_*]ZC#J21O\T+@J;Q@" M]ML94_&SMG ;B)6.5)XAH+EH V],ZMC7=G3"&OX8<7NWVD'CV&EC2HZ$[\UG M\8/,BA?B5[,B#+$T:=WBLG?4K,116^IVR67[=-
K+9HP$=H&A!Z?/(8ZB+D>N MX>P43<&%U=[C[[FX=0O%)T=NXI$L&9RVO@ZNRV'F?]+W4,WOR#F,F%#!TS_- M.Q-F9AF8H2\\UD%D[]7,OK;@F5A7_;VCY3E6MRID&^D6?3X,],W0^53D;:BU
MQO R.2]L16763U"4+.,M$T^@D=04K@]+ ,F)D,GRBZI<9Q=?_8#:L9-D.M=T ML8';.2'O^1E1]"WF&&8UL SV J5RKE\>>(D;CWWS67GF9?24"H@0ES_B]R<.5K@I M!0.:SEY'^-
&H)1/M)@TNU./<6TT@*E+]+>O*<%^(D0Z<$GM789($>'M>P8*V MT>G\8CX[8S0VS(6+)D/Z=^C..UAWR=:D"4TL:N >A-[43<$2S7-ZO$T!F^O$ M]N6_VPB&'%/JV/A1)K#2X6">
<"KU<@C&%%5(3.J^8L0:&I%#W.X8_H#H>39 MW5Z87N!EWLX>JI]N:O3-D8^2X92[]T 3+[H6N/%#<:__"-H)@QP>V*PJ7_YZ$LX6 MVGTI6O?8W=&TW)7
ID([NJT=P"XHZ/+%P_(:=J[L0XOAVUR!D6&0$.^=Q_ M\^"%CQA)*B3I?_7P2%4:=[^00S+CC![BYM/W,&+-R=PYC8>WSHV^^6AX^T5# M=F2?A\&@-KIV.*@U! .P.0QA>_-?
+-3NK&08@UD^%QJZ13Z,<2.0E.^'GL@J M-:/TSF6-B5,B\K?B-96A-Q.U<@U24G58Q"0[]GE5&#F,ND M8"6/Q-7U]!FV%J>K;UK[2%QBB3B-C[X=N8:1][Z#B?#5](F832_QWT*<)D>I
M^)IT9YJR*T33?8+SZ36(S?F_T\696"*D5.>?X9#B%R/S=E#ZG-3MP#K<3O 5 ML[9_\PV*WKO1T,S@)7'Q#&S,%],9!)RYZ=UU.[TCJSB]'#>5Z)BI+)N+".+K M]K+LWEKX+N/YF$29UR
M1Y=G(20J?Z!PC73D!_S4/X '/Z)=YY?@YS&G-I"\[AW1!TXK[M:2OU&)Z.#G M0A&+,Y\]GCX5\ZO'$.;9#!^[-8=#MNSNW!*\ZXR)G(&W3<9H98!8ON7"GN\E M\'M?&2#XP>![> 'X3P>4!C"LJ
T1L1%?D\>=\^:_ATG.P2V1M G7?,4P5+]1 MZ#(U5[VLX@C<"M^I![A:9RN=M'6J7,$]P^5\..6"\R'SDB10 I=>%2AP>/@ MH0OY46T)/C43L8ZF_3IJ]5CWS?6<.55_'I VC)*X#4@='$UENEEK
SC8&Q*$ M]C%>C\+I#QP^-Z91B]&1A6$2*^&3Q%+(B5%N5I)W[NRRI>J,HIU%"+'7! M]S(I,ZD[D]XY6 2\V&2M:?2>D$[B+A6H;A\RO$.+8'5 $LU]F"/7@SIWG2:T M1*^%
<@Y*Z4&7<9U1=J1*U<0 0&"0)SJRBGHC\W#!,J.;&)U;&'2?$*Y%]A"N MWH5]NNM7BMI:#3LN!A?R 3@;[@-0H7PEF_#%M7[8CC+YX"[=>@!'^5]2\\## MA$F X6_ W>LHNU8#K?:
(*]LBO(]_2("EAP!2T\]L?2E"&T% MPN_L8Z2JQ*&\\:N4'1MV5N;0#)47?'&W&9<8OI!%[<5>DRD$>\['OM5D#X.O M[TEWKD*4;@9*%\9@&!7UR!)3$[A: 4HQ$QW>&N=AG]\8C_)C5>9A(D3S" Y/
MWD2I-.1\GG WV=]H\"PV733;O;K\+Q]DP6A'%H3'S-T(E8<%:Q?VA5L!; VU MVSB\MY] (DX@'']QT#QN8(UJGA="X6Q'^V-3SQ3T*[_X^_$FW CY2D!NYG8L M!%]"G;07Z<(HH<$>NGY2 8\B,[=%
(#2&FG1N^%*N3Y[TKV0S===CE\?G;1I M6N(^(/??57G4,+_B1-]I MJ(V1AOIPL/\\7)U==/[T*E,((O0'9CS)R2OW5UC-K\T?L=VX/]UJ7W=_?_')*^>-;FHUU*Z=C+JNWL MY63I7'\^G=IZ*5?"OM6]
[/!EHX.G MZ59*HU:RLTIWS,C%Y>0Z.K_)B=X3_*+DL]U9,_)DKO5'>KAK+B><#)*MK!U) M$)B>Y*UL6Q($,WX;94ZV*HEQ=[V1_JWW';[,A96WNOU5-6YY.2DGK)$+L6[=
M!_W\O1S]R4A>K5OK1_8\TO()J]?6Z=7(# M6JAMF\3+&X4L8XI$A]G8/BKR5 M[X035Q=&/S-#U)!&"^^JYX9QJJ.DS)S!5P4^=_5.V5IW3G5KV;"?>VD$!]DV#'EG,]%*=O(@YJVTIQ=3!
[W$/:U''3>#COA/=%3L1ZA86O:^:V2S MSS^%O5NCXXW1-_%1@3/9OV4)#UG,X_2(O&0;A,3+2_Y&$/"MUU:T[#NCU[UE M_[F>6V=03/\]%(A!3WI8#S78N>U%+2\GZ" KS9.
<7'W]593S;XYXD6Z]2(]) MOYJA89LU,J47[%8CU)V%.UA9W:I&.#S,''':TE+-$])FGMWH%JY;4<$^2W76U M7LE#/AZUXK"/?\FTX,M,"QZ61LJ]TF(_P9B]-P%5")5)PK:K8 :C5"T"T=HM
MI0&\/$EDW[(WK C+//9S'.>8XS@LJXP649CEQ2'N6EM'KFVE)."-,49YSJJP M+&CD<1R@AJQEO=$+Y=C"Z!5K=DM/OWJ=AGG*,?*52Q* ZS- O&T'2/ M7NU@AGSI*:3V//B D
M3+_WK!O:TNJ>HLKA*6%HDK,H+%H4)!%%7#^R XX_2 MBXS"N*QHS#*8G\=^K,K@.]E!:^NI10,<4M0$!*@@+LL48Y3FL+>H*K"D/ W> M2:2L5F(
7^);:>/4[\.+!'XE50P^[V$817'PH!U4Z"/^072)I""\"&S$PS2+ M$-DLJW:BHGQU'(]N&:6LJ% .R&B)L2KSX&>?RI-1U>DHYSRXZYQ$(;OQ1<@Z M;)4)?A%GY<@UZMPR#T1ED;&3'*5W2@[&)2OC-
+C[O/F$J@K-U*=>('G$?* MY4Q2 MWT!Q.O8!QXA23&(_QWG"CJ!6MD6M[/]%K1O1BJZ6;$:[W"%$.JKA;R/2GEJT M?0]\FB/9M/&\D_7X$(6O&!-LU?4#K2%!AQQW2D88E1P.':40E!)AQVBB411QR
ME$4<)G$6W!O9"[73+:\(E92?**T^L[*,^[GI"R(P% C'LA>_4>!+$^:[_%K<>>PBS MCBK[!TY1^Q;L'9:"OW)8\DDB.0J"+>U)[9JX5>=S?=+B1/.Z61[?])&-O/(%
M/VPBV'CCR,\E':R6PL@SNF(!*''@@WL;MH00,DI3GUC?=6AK[]V"O!NV,P58 MM+YX_55O+.G[-4Y#@OH) >F/81?$GN!<<.KG(MDLACE)\&4G& =U/1C1670& MJ5([(.TT,[M0"
($X5&%,HR$,/$V&L!1%\.$ FNFYP_UZB+I\@3_=H_05K_<; MUN[U!<+D3[(5"<]X.4:>'^R&Z&PO=V]R:W-H M965T+%+B/??PW$/ZSO92?==; $.>:B[T MW-L:TUR-Q[K80DWUI6Q X)=*JIH:G*K-
6#<*:.F":CZ.@B ;UY0);S%S[Y9J M,9,[PYF I2)Z5]=4/=\ E_NY%WJ'%P]LLS7VQ7@Q:^@&5F!^:Y8*9^,>I60U M",VD(JJN7<=7MWD=KU;\#N#O3X:$[N3M93?[>1S.?<"2P@X%,8B4'P\PBUP
M;H&0QM\=IM>GM(''XP/Z)[=WW,N::KB5_]6FNW&,J[)3]_HFH/^ M>38VF,FN'Q<=ZDV+&IU!G9*O4IBM)A]%">6/\6-DV-.,#C1OHD' %327) Y\ M$@51,H
7]]N.'5Y\!N]>;:A@_U#K#)_<2J$E9R5MC2)*LE2@48KVA:S("9DT M^?-ZK8U"7_UU2J&60'*:@#UK5[JA!WW'&PU#^+1V0K%0-]BN8@T&F:9]!'6"249@W*5>H.BFX2^B/4CZ%)2[*1
MLM3D@H2YGT\S.YCXTW@Z>J![M+4!A1IK5X)"UHT43N@XBDCH9V$V^B8-UH"] M)&T1PG""@RCPTS0E_JEO7[IF_5#*S24E>3CUZ&EIR]V8+ZI2<@[BORWD^ MV9"Z#[!&Z?".+(]NC-K9?
&3('?/:1K@DI=OE9(URBN<=U%UL:MPL%.@-,G# M#",F43Q:RW-]KHM"[>"49.1VIY2]T+XPNF:MJZ>9M?0D24=+^JPDYPY6 <=*'\F,QRB?6(&#R6BI9 7:_EUB02K K^_? M3:
(P_'!XC@Y4F<"3!MJ0R \2>[:">#*Z@PJ0KDV"QVL'9.I'881+\C ?W3>@ M\#84&\(!_P31%/V.,#P.8OR-HJS/<,)>+O@H+,7<4]Q &N>=I1*\$U+\#?)) M9RO:P9VP5=%I>PQY864,$^NU*'3P V;+>

[/E;S9;R_.+%)M?4,'Z-6<- K_N MK(%L0S9Z"2C_6](+DOEQ&KEK(>^/LE4L2_).\U9>WH/*'#F)].IU1=QPI/R MCH^ZD1K4QO5<&AVQ$Z9M3/JW?5MWW78S+\O;GO K51LF-'JNPM#@,L?K5;5]
M5CLQLG&]S5H:[)3<<(NM*2B[_+]74IK#Q";HF]W%OU!+ P04 " !],)-9 M)H[,AYH" "S!0 &0 'AL+W=O37(B%$V>V4]I_/]N!C$F4 M/>W%]IWOOON^.'>3G9!;52!J>"EYI:9>H75]'00J+;"DRAYE,A&-
YJS">PFJ*4LJ7^?(Q6[JA=[!\< V MA;:.()G4=(,KU-_J>VFLH$/)6(F58J("B?G4FX77\[Z-=P%/#'?JZ Q6R5J(MK36^9E./6$+(,=46@9KM&6^1Q^X)[/0.+EPJNW J[-G8P\"!ME!;E/MDP*%G5[O1E_QV.
M$D;DC81HGQ YWFTAQW)! 4TF4NQ VFB#9@].JLLVY%AE'V6EI;EE)D\G=Y1) M>**\05@B58U$\\6U@O>/=,U1?9@$VE2QL4&Z1YRWB-$;B&-8BDH7"CY7&69_
MYP>&74=FMM$BW4$N6(KR#<.C'L=DC/R*]6XD9T]#.&@A-^ C& M[N8190G$'XPA].-^;\&>68:&U"M#GL'EQ2@*PYO#WGM@:OLIEX@@J4;H^W%H
MEB$Y]3#!42.5*#=N7"A(15/IMJ19FTC_@EOQ]F2R@VK%'#,32KQK\P MD.V(: TM:M>6:Z%-D[MC892BM 'F/A="'PQ;H)O3R6]02P,$% @ ?3"3 M66.PLDRG P P@H !D !X;"]W;W)K&ULS59=
M;]LV%'W7KR#4H4@ (?K^L&L;<)P6#= 409)M#\,>:.G:)BJ)'DG9R7[]+BE; M<3I%"X85V(OX>0[/Y=4A[F3/Q3>Y 5#DL2IK.;4W2FW'KBOS#5147O MU+BR MXJ*B"H=B[W
D=NQU*P"FK)>TK*;VW!]?9GJ_V? + M@[T\Z1,=R9+S;WIP74QM3PN"$G*E&2@V.UA 66HBE/''@=/NCM3 T_Z1_9.) M'6-94@D+7O[*"K69VIE-"EC1IE1W?/\9#O'$FB_GI31?LF_W1IY-\D8J7AW
MJ*!B==O2Q\,]G "RUP#! 1 8W>U!1N45570V$7Q/A-Z-;+IC0C5H%,=JG91[M)7"5(4[-KF"IR-D#798@SR>N0DJ]X.8'^&4+#UZ!C\@-K]5&DH]U <5+O(M2 M.CW!4<]E,$AX#]L+$GH.";P@&N
+N_A"PQ>^PO<%QX2OR$) P13Y1'-6,O5$ M?C,+UPHJ^7M?V"UKU,^JG3*66YK#U$8K2! [L&?OW_F)]V% <]1ICH;89_?H MO*(IC>ZOZ,L%%>*)U6LRKWA3*SVMT]8G>Y"X7_8;3[,P,WA;2Q
F/5>0'P:^ M8]T*5N=L2TOR$_&]Q,F"2/<2W\E&F34OBC%942;(CI:-.4=#"_QAT#^"[:@V M)GG_+@M_P,"#SWK"T@Y)DU-*RX4^]-LQ[^U8#(WRL["P"/G"#CS'3R6G/<@ MF)0-
K7,@.9=*DK,@CEI(EB'6T@'GQX!I&W ;0Q![NA>/G)$?D(&LQEU6XS=G M];I6@ E0Y.,COJX2^E(YR/;/J?S^".MA(P!>V)5\U1XXG;&TZ[3U0M+UK 5N M$/AZ-IA?=F2%EA6O*$M'^J*9L':AY@%/4R?
X@*,_P& M7DIBO.XD\/L1WR41<;Y)3A*3"!FB460]<-4O#W^-(#5MDNDVT4IS_D34Q_@.:LTYS]I^X9 M9/L?N>?YU8O-;QGB8X.>\KTW.>&(CM(/9&2U(M?=\+S4;[CQ=JD4=!:-T;K
M]N7(/:DK*A!K4SU)8MS;EAC=;%>@S=NZY'E[6]W=4+%FM20EK!#J7:3XO(FV M8FH'BF]-E;+D"FL>T]U@D0E";\#U%>?J.-'=&7K["]02P,$% @ ?3"3 M6=W^S\>_ P .PD !D
!X;"]W;W)K&ULC59+ M;]LX$+[K5PS4HD@!-1+1+ULIS:!NRTV^VA;1"GW<-B#[0TMH5(I$O2-T%-_:\SN(@QUN<66ZW.Y0T$[:ZE: M;FBJ-J'>*>254VJ;,(ZB/&QY+?S9Q*U=J=E$[DU3"[Q2H/=MR]7#
AMYF/K, M?URXKC=;8Q?"V63' [A$\W-WI6@6]BA5W:+0M12@<#WUY^QBD5MY)_"KQH-^ M,@8;R4K*6SOY6DW]R#J$#9;&(G#ZW.$E-HT%(C=^'S']WJ15?#I^1/_#Q4ZQ
MK+C&2]G\55=F._4+'RI<\WUCKN7A3SS&DUF\4C;:O>'0R::)#^5>&]D>E4(B/"K'SNS/DO/S$#9]-E#R LM*$9@[V/\Z.,B'@1,E@S L7\Q5_ MH!(S,%>*BPVZ\=_SE3:*ZN6?
4\%WV.EI;'N&+O2.ESCUZ9!H5'?HS]Z]87GT M<<#SM/<\'4*?+>E,5OL&0:[A)>9.^3R(>MKGUYCR;K8*\1G=\)W GZUXEC5+ M70+]R+N4VEADA7$M.56KDZ/F1L!=02E4N #D"@"\3P
M>TAR8&E*5ADD8^;=2$.VWEK_XK&-+8CSD?L6S :8!U$2P4!59'U59*^O"B/+ M6_BQ;1Y.E<0@Y"M*XI0=[\?>:$/9MU_HR!E*9YH&<19YG^]1E;6ML;,D2>"]=\E%2>V;YO&(!6E2T-HI M"]0?S-
'$L4F0K2)(,O:(:5O9D#B54Y!2.0V0D?=DY*\F@\K7J+JT,7;Y^BEJ M,\C*(/;_LS)LT/LNQ8<[$J'ME]F)HR2(HJ)GAP4LRH(DC[U?G>H9R])@7%B& MZ&)<8]TMIL$H'=/:"2.G,AZPI
CRY'3.PR<76HMJXZYM#:7<"]/=;?UJ_V

485<^V*X%;-)RU/O0 M@N>Q*>)[%EJV W- <2M@-QME*WR$OX!/WZ#@=%_48FJ.ST9XO<:*I0HUYMF' M/UR-O6<2JV\|&S6ZJB =7JR8. YDE11ER>BL46 <@PS_I^C]9SH)IN"G(
T+Q MKJ6^T9MF>DC^29!BRE)/R%A6$@]0)PRE\ >N+VLH,X&(:-^LT>I%Z#(G%D@]4 5'%J. MA??2#J(OB\."L[@6O[D5S>!(:O)>"C<+W\?I?HP'QW-[F\3HL>^$Q0+9"V1H
M.8$"6XLCYZH* 1%3[RP9,,I\4H E2/:'M(SXA(!%8H MM>[Y4O86Z#H^@3[2Y"I(:H5&6&P^N'FX=PS4&Y<]DL+AO"B@;L 6P#>X.OJ5 M*ZGJIX@DQ,;@[EO.2P
GA1KHD+!3'E+!,QP9G/^,-^ ES-N0C5!OM)[@#A(- M+RU+4Q?S,9T3MQ)A&_[%2+=)(+_4\8MKS5!O$B3!F[/OV4PXI?)0#!5')L3] M8CYWZ#PL1T%.Z7@!T"W2D(1@OX:41'7B)?
7:JT/(#7NAYNOC4$15-3D]QN M"F?+D"GQ.S1RP-BS)XFA;1>+"3U[$G($-^^OBG<0RBUI'4LN'" =F$Y P@ MX"P'"=]'>$V<;CZ0,GJ&J\PI^Y4X0;$];"H/=/'C-<)EY$NS<1_@LH/-
XOG" MT@EX%4NB:ED[:20XCK"%YFA:P&%PK#$92W S1H0@::J_H)'!W2+!ZH/+'%>0 M^BTL@_FI;\LICY*?!4O!@DV68-*$K N6A)TJ.0;=,33EU,8R3.S85^LV?>$'Z8^8\
^/12K4N>TK/AS.Z&5L1):/[Q+E[*: M\]GM_^VF M'?QT(VE=O6QS(WQI$A%)1X_"BS4[+P*%GK"Y^WJ*DOF^64!779Y/[VMF1>L(<#UW%Q:ZVQ7 MW\E+;[V@U??[^Z#\\NE'[5:4-
'4T[2B_6N&)Q&[;T'J=S-F>:C)]K=//1%9. M-)F.J76R=_Y4DVEIO6P:YM&THTPYI?6>_]>O=_.#1]S\>C)G.YGR2:3! [6O5CV;1I:M[4/G>TDNK8HI9.L^[!I*>4N/M0Q
MM';6+WI1]9=T4*1[&Q7I\]Z"/!CB9>T (C$OG CZFM[?O0A7'F^.*W&]/A4Q M_L)>,AN7AJN3&.LDQCJ)D0]8M?PZXRS3J.I-WEL28T4Z!U0SB;%"A%'1)$;C MN$F,A4//]4";!JK3*'?
BFN;6L>H9D:?H6OM;C7S-L(>\Z(RDI,W>Q5=]?A MAF<1;W4>905IH9&+H MU565SC"+LM/7],$EZP>#S3U]SGCUO0O6C(%M=RYY]:WN/C3C\NE')\BB--H=
MD'2ER14TM(%>%NVH.]#T;1,T#C<97>MW2K,SNF9F$YF/IAW5693U9,YR,N63 M2$?-HLSO'WXJ0QW=,%M:@(^%0)=BP:ZZ%-EHE]XW/'X8#61YVF$I) M'Q([5P_WL4S'=_G-Y?
W=2\YD\2TOF#-Y0_VPMS,6LS;AUI/Y82U;.,C6[3W= MM#KM4ZN3(YU1TLLYS1^/X1T7++[=RLT2^\8"1DG,>''&[(DYWAQ[V*]0A0Z1
M\J8O/QXG27:ROH)RI>NMFCN>1K8Y3#7FWM!S<0IKO_'V />NR$K)]\VF]OU M5GV[AUM8T,?YP[M[RQ%X % +_F HN X,K3M MH2=BMIL%-N7M*6*I/[S[E;F@8CE$M-
9X9KMV$*+*]<0.3;DMK5<:[);1U8Q6 M62K@-SI:.UN#[02$:[2:F7C&00BW,(-]S^8^&]D69HUSDIUY\)$_Z1<'W@Y] MH/4Z!?;C. 3;UMI9#>14!-O6>F89.*T^:!;
/)Z$TZZP2.YF<\OV425'-,K(MFMLAO/0G@W&\2?AL^6QY/14*4'=@?S8&1,\U.F]JK@\:9E=K#3;BX5;N0<;1<:3E M;\%[-N^!T<^J[=ON0!9U4/T8XRIG:!QHE'%&9>.CZL3SU7#*U!<,
(S$,(ZF9 M(_^6'3759^8S]8VA-SOJS'8<,%0T%5[6]6;K1U3Z7!:76='4D0<:H0^CA9[R MQNPWS?1+G68WYR4YF<";74.^^*-,!$3S-#R@E&FS!J/0.2$-(SCP2IA[FZP<"A<0SDQBS"P
MQS KGBBC3AC.%=Z=+_Q@87.-%W'8\,IOM;4GR9XRX1%PNH[T\<^UEF7"#[#XI MT0[_!<<\UV*=%5!NIPZ$6/*@@#F;3E$BS14BJCY%V+2SJ/"Y<6<"Q6N=@3F M\,
<"#V]/DZUF+\WL6KG,+L4AC6[36'ZI]UH.^5A@=2MX9(I>IS#-JR'\:TR3 MAA>YXTH,DB9/8,NA;X]"-/U##P3]P@46V?C/_^@;1NNG;_>_T4_Z3V]5/N+0
M^%DG_0H*LL>Q036P'[7)#:\U@.93_S!!NH' M2GJC#YK]B(X53L?Z)EYLM)=UBE8N]^*^,>%-D1=PVA3+_C,L4(^WSSO%G+E M?[%1F*3CM1Q#*4S'4B2< 3T3I6YV%<9
N0^>KQ0D/SQBW"\-V#"=F"<3!;TQFZV83H'1S>'$@9LZ+YS\DL,(,HCE0DQD"5(* M.=':*,WQWV,[.43- *@0RM#7/)-!9[T%K[ZP!PV_(HOB\!VL18MH0)! M1X6_AU/UWPO+#X&48:-
Q)N? $SG,$M/48:UP?YC:$)?Y;:QD/M 6"("ED@58 MYKY>0RMK:&4-K:P#*FM0Y>E E7IUGE@EOG*O8H5"QYN[\)YKT+RA:P-] MUUK)&\-V)5ZX?LDE+!IZR]@9+'$4'-?
Y0B904]!WSU$_5:A\7ZO76UHG6\;X M4I:O:^W!?NH35!LKH;>;NU>J.$NLQ+E\HT"!AEY=H.$$!1KTND!#M2X2CS[E M.3W2@8,WK250B0+F6117M/,&R ,)% L]K8AFB1B4!
[=A%6XH)W0Y!8(B:U), MT;="%HCG>80,Q[KQV=@.U>M'GS$*P\%41E.,1O3"UG(@)(M9Q%47Q- RA*#\L9HME+$H":)(1E(XH20.C%UXXF%GCJQGCR?4&
M'@%QG^I1>)8X\6OH\'QX<_FT.YX\<16M\QXOG$HZ*-(7/9Q [CZ)Z2^]P6 M2 49*J;SL!)C)7#Y1_(&"_'1:AB N*O2W@S93D,;",*HME>33-V/'L)H,%Y MC'T8PE6'+_#5U/-
SGUV)I<(L8,(AR"T_M!)4$BR&@3VV@:Q8H,B-D$1"+$D0 M8A)O8*F.%P>,@2SAO<2S9T-5^ *,=*M^]=F$^;CZ>P(F@;"SX85Q(!"DP S'
MBORE.O&]F=@9^1K',\DK&=$C7\K["/?!_YV@0_' %K@%)9X;4ET"=T#/ U/J MY0,1-!7)>.&KJU9=I6.E$\26[S[G2D/_B]YZB]^W\J?"D3@YZX7K/E9=+Q12EE]MX'9/EK-@CX!E-
P%7F!X6*%O!]F/7SM.:@?$0FP4[_!QI!M^G-Z<.D;3EGV[_PTY16B' MCF AM]]./0=LJ0!W;+[P8=*P')B1-R3.[_ER:(5V*X)X/7O[4,OCVCO^U"&_ M-15$C0^VBHT< 80-KA"TQ5D@MB
@O0]X66ACQ3)IPZR M@O]+L68(-0Y 77QB(#(90N9"WXM9$R%#)? IF'K/]&TVF2"R2>Q_1/)X8I5C M51]MV%=0K5]H:VXXL@UH,8 S&2'XLF)LZWV$85MB5V0VR\MI86($*AYX*:5-
M$1"AP?V*6!8JQG"W)> /9NPO1N$"Z AF!P8FOJ4A:1"2G=$[(=6X'[-A*##N M\4LT9.*BP20[,+_HMBF?Q6U#70NFP&T<)-L(!T9Z.3[&]U(H=L@7=?TGT!WA MJT(Y6KC6
LX5WIC8KN6.;)H_T#+'^H&VYBQ0WV1.P)ZG>-_H13M0YN(&+/B& M<$Q:<$Q(V6N_0?]KM#.M">3'&OK;Y+[S??O&),_B'.Y6Z$R!^:7=B M4P4(#:C0GB/:GQBQ?
&KY7A#!8VZ(0^Q?6A(D?5!AY)>1_O8W^W$Z].TQ"$O) MRSXEKNK'CS=J(UC K9(O:XHXK?A->2A:TJ/@P!:@>P(%HI!S>#G$C,=PK_!G M&EIN@H9FC\7QL6)U9NM';CX#LR
AKJES9P%$,1KYH(PHT@NR_[,Z% D,"Y% MRAH@^U"/K23'7D$G43+#/6,) MT=M/BUX:0>B__T>]!:4*5*K&>S:Q1W;X5@IE&)M/ ,5_)*&57 F-&S1!1#P< MV9@!QW-
0"WZT_+%0N,D)PW>B,K1<-0HH/A7TAF)3S'%4N>8 M1LFC*Y*M;C#ETMX&E$:<8HY)2&#?/U%N%4_3)B M\-*'!;D-A!4C1X@?B.T6[CBP
Y(9DXGMV$)F_(H,W%7_9OEP2]6/X;@9#93Z M4SP4K%%YL)YL[@"\(!DY38+^JC9LF*>TR=![8]/ !%'I8" !!'/2)OXJ_TXU M%#[R)V*W+OI!EX\(
TT>W!+XM..*,%HRL8+AV\N"'MTK*"$6V&0#Q4\XH3?47S_I..R2%]%J9&'U5S M/@I40IX<*OP1+_5MFAR?@?A@>K$7%14+B\)V[+L=8DD&%?X$ AK^T!:)S#21
MU9H0S=H>XP+X3TT%-8B?[7=K_5,8@ M5T$%=BR^IT.;.WHQ6 $V &.HTD_AFHKL:KE Z9SF<9%G&S@Z>9+$%S4UON/X MY;QA4^YM6/C?%ZZX@T9?QJQPW,\>YEC?H]VC(C-
VR72"?Z3XOX*BH:G>N7@7 M7<:+M-#[=+>V)(,T+Q)Q-YY)'O 0D]Q:FSX8047X82MS4#$YZB<$:R"P1C(, ME3:(4%XN&8&%##ZCV9;T(M/HMW$:D/Q+?
_=-.XG(6.$G<>'V!\Q%AS)%K]B8 M1]L(8\/1-X/4[4-V<<]?N.' G]-;5 M_VRV+W>@X_@>VBZ,/Q.E2(:@A-&(#;? M6HD94R5<[$PH3QX KU!&T6 OL*DR&3&FB>,]<\-
=],)#'67H@)$HP58^S," M"6?T/PM][U>T$EE;$JO_^""RP$HF(O1<24NAA\KE$!1_C5-_A)005IUL+K:2 M]ZK(>*^\R80CP8'%P8N$L0+V+T#A'ZR1[:!YSW$Y>"!_2^W*$'DJUB1@K!
M?03'D$>(=9!&H40B.A(5$^!8R ,/%N M)4J7HE(U(DY$:!%482-L@C0 M[4@UM_"*(7VFW[.!,P7\7WCT @+VD+-::\BIA-Q&P,#)747X9-(R$I>6= U9
MT@H>ES=>R5YX5.:P;!NC38<+A1)F-+7!LL,I]0YN%)XP.7)V!""'AS\'DA5Z3X@V]HX@EM<.9O"I6\AW))>05YY%J MM/))
(I,YEX(98]%;X%%WDR29318$ZH>AB(@CG"O:BG@3\2HS'G6-L:[\4N4(M:?D9-^F(%=@/[KVQ!ZALVL,VY (F-AP(Y[1 MM32UYY%'G&O \>RE'8P7F:X!A<("Z10AD]@+(DUTR?
VVUL]0?9H_EV\4B%P/ MZLCU"2+79AVYKM1%2OBT9." 8%"B7&I:.5)0:T=0)*C4%$[AFIO/T_;0?0#J M78A"#PLTA,*#29EZL8815W5%S?W1$T&Z$?.YF$&QZ@JK5C#E2%IA["YR"?\[
M\M/ZY*<-4+U).VHYIX_7$F><6ME,GZ3/03AZN$ZWB)&X>>*-N\M)DP8AAOY; MOJ,8*$?+(^!&\%(NHI@4[.\:WT^^6<7M!>YTLD#M\QR6\"$K7'U/>WU2L:P5
MSI>,C15_$8-.C&>'HCX8)01B=7VY+3DE>+EY3E:-[7*[1BKNRT."7H)T(HB# ME(F$.K5L\2&]\#R#! W:N 2P]F"9?I88E=B=OD;]W9(XDVH4=[3GQ96KI#?\ M@'FB-
PG=]$MLU/%"L1)5C_W8MC!'WA.T:D&&-.P'@57!'& Z54BPSR@O&-2 M?C@W=CWW:H37V^$1HSCY,$$/9!G)6/X?[$61A(/Y(POT#8(AY\?M_^)!)L!?
M/)%R+9R>40XZQ9<(.X9$*0583&L\8"^$%,7J240U531JY2?RZ%9-I::EXK@Y MLTF%_\74/(QT8M8JB"J?KT.:P)1 FWO#E/B&3184!Q'.X2 ..%'0WMV\X93$ MF0Y =-M-%%?JP0WA?
NM5RM-X"4&! MCL;B$H GT 0V@RNC,L-\]7A.JV08B<.AQRMD* M+IC V$9!-S('(ZV("NT@%8UAP_"5QE+GD@(RY,C,UC]AIHMO-+;7_&2PUXGI) MSU<">Q#%C
_02R!3:%@^O<(%W^YH9B_3\WWW=@7'G+MA:.U6IJ-,F;H@)&AA M$7#<;A[J)-)/U^Q\C M'I6A]?5,)_03G)6AM8Q,G?6#G-7K.HK<1A6UHO1Y7CP4K#<\S4JW6="Z_8UU
MSL^PN0827R?#*,K47V(U<>*_0 R2R8(<)5G;=&4ZPH$OFUK\-]S45-\<%M#S_1N79<]/@KR(@[FKYS=Z=7.B).OWA3&[1VE;XG MX5ZYHN44'*D'>GY9.%)/T]M"%#>
[&!Y[DCQ8QOM8)PQ2?)#M5WDJE:*MM;,> MJI-?RD.+FMSSKB"?-;1>U@-U*4*FK76RK8:/+&3VH46)KF'YQ*WE4?>6!%SR MQFQMK=?>:+&6LS/;OK:@KPW:NW?
FRR/FNC5;F;ZQ.1^CVZKS,4Z0C]&N\S&J M=9%X3ZZ<@1*?ZW*)P$!3Q(!3>):!^]BEIJG O-\]GQ*V)!)N-252(_KQ'"%AF.'X561VILL\C-F MFS6TCR;KP=_P*A$_WN5($Q!9)K=US'"'+'-
D["\@X\Y^ZZB" MT/U.*CYJ=0TA>2N1WE']'C71OK\2[;NEFS:?\'1;P(:R%,]0+BP#1#B4O_(% M.YB[8#]T'5+7F,2T+!B6J(O <_VT2E4';,>1#HMK1@/K&AN>M)O2>?B5-(IG
M0'ZKG8R@.6_']Q9)ZR-'6M_Q@#Q[0/ZR ^)LA'TK+,GUD"%?+V8!5?I@7H-^ M"WZ+2:]\!H?+O.5- Z+E.?.6)@3/_?"6*JD2L^FV3JJ9+B:%ULW4)<'OU @'
M@O7FVN8QL1ZT3A<,J*M9:;$\5P6Z5M^J6<4S.H,D[GJL0"]ZJ9&_E%;'XU7? MC)>/LN_VJ+XLU2O7^:2V09\4NGP&EVHU>KM7CGE?2MH!;]I4:Y)8DSCZ_PQ\INE [V-
87*\746\TMZP?BK=3OYA:)5[N; M1%?$E\^QI@UFD)QQ90!<\ 7(74R_V;PNBI^YR@2UVQ+Z7-!%$,^2*BD4,\[; M"^WZ)2LPAMEP<20D3_@>+XRI<_A'0BUB+@O"^TG6G^[I-
I'BY)/P*YC_>CO9 MW@!&-N&&I+J^GWG JSV 31!LO33DVVI@:NPC+_AQL ..9ED@:G4%OB5DEY2 M5:.4^M ^<3#SDG!??0)9@F:L_![9OU*;V^$LML@SXK)(-4:#T!
M>"UB&+_3M(X'1&[&*HPCZ2L!1;,X(X4.;ILHWQ,S6\+\1< >2@IE,)OQOF(M5X!:@]*[BC 9D0["Y.C)2[$&B+&&X*>FNC).7VXGBAU".6)]#:D!NE'4N(2;
MF2TU"M:B8S!U>M.$RXK4:L-@OW.L3BF'1J+;G@'*NQ(+$^2+*<8P.4KU'^!8 MBV MD5XL*(4YV7^4H>_*L#Y/,R6PJ&"RZ23JP^!#UAZ=A%*S6/Q\'&8#^L.^&JON
MG#N[M&1SB*B-MF0T*%1K\S .,RY[QU7=81/[E!>>I7&\IY4F&8?TVYFIGE", MHXPUWID/JQNDSX*TG\L[5@A+MK=AR2<(2QYNPY(;=9%NP67%8Z\&'CH@8#I9
MB$>U%Z.)VP,YP0W0218ND ,MT?&,BH.UB9,Q.1A,R5,S#:R8.BQDQ$9MQ+M) M&Z&)&^5*3 @.J^_9[KV \^&"T1+(0AJM[&@ K".;'!M!&])2KS%[G&5Z>JN
MH6XP2KCFVT2!KE:IP)_3;"=8C9C*MHI:-U:VV%H/UCX$PQX;=GD]/+D,R[>W M_#.89 A/SY<2XJ)K96*.LZ*/+*&!.<55W&-A9OVUB2H\N(DP%G%0IS5 6&@7 M+4>OPGCV;
[+RM2$<): (Y5PZVBD$K34-)!_2:$79X.V4\C$8]J+-<9;EF:7P M]-6WOI)64>PC]];$N,G[QH0>4#TOU]2]F&VFO5=:;*;[$ M U*F,?IML\+?V<893D.$7C\+RP_R+=WE^J>-%
74RO^TSA((KUA5K]W M*R0;]9["$]K6=^.T2H:3RI)4C>>#O63'/P%+- HLTU3;"E!<*8S1-/D"/$OM#=+K M)-5<]:&FW->IN/&0 '!@]%O
MI"SW(IA,@5=RYX$TX9KA8)Q53;MP<"4E^S.J.JZY9_Y#W:FKQ/?CT6'"?QO&CP/R_R?^ZW MVR\,/UN=%[[ZX_+M^XO+R_OGALU3OG]M_L,5@F'4]<;HY)U.JTMDZIZ29"W]
M5_>P>WRPCPI[KM0H!<4DF[:HBPM6=QRPHR]V?P&\+J+(G!J,T.' +4IRKKU[\"L]=O@K_0(UWB'PNK2.$?&X-RL[MN%:
M[TGE>#+")VD/>VOULC0<]"CF"/]]\^7,ODOZL>1YVN=>Q319YWN.*&#C;;2% M<2IHEVD/_21-(K1BDE'@A27<>(L6H'F?$9S9UA84K7>]7),W6P M,AUA6R!0E6V_G[+@1E-D--
A7+EA+RQ?&\ 4>B?-4HW&QA'^$3JF<6RCTLZBG M,L^)5.LYT8OZ80;F9V:*USO/F28Y(W2P)<8LY ;8W]PY&LM WCA]2/5;W]2' MYP:_^'4&@.<-E[$"^[/WQJO?F\JA.TS!
1:T+EL\"IE_,4DRM'KL6>\5.%T M&F,A2QJ4#7>-UL;KCG6'J8<;&:^:.ND6_%MEJ5\F.=RV01DCT!OL1[S%\]=+ M0QLK+]..,4.FEHT@^5#G2&$PW)[O&X:0J;\9E4!W+J7<<-
T3[_+U'C(2[$U% M#EQ+>0]*-_-G^AA210L.=",74N<_4]S7DL&A<'=Q9_X/6!RZ&4U.UV,L[0< MC=D_M)<.]V" />Q/;<6#/4;@+5^5FC:Q$&M YRJ<((L@T!>UY4+W[1=DCY,R M+A .
(VZF(MT3SA,E27HE9&%F)#T7I:T8?0?KL?-RHZN!K[?!8 C8'8 +-TP+ MB<+\BHEXD$57W-1D "M YY!6G$(KGXB(NOO43&.C6_7_936)PUM3S9&A3*=
M\!"1=\7M=3O'NAW&M1+)48@_7#<(BO&0DQ3DOAJ8%C"(IVS8"W1G(32TT*[_ MC]J]93I6M_"SRC/H$C<=V>9_$%0^SP+O'(M-?_5_2V.\DIA2WI$H#<7->L&):S)_FU#
<0IKGZ?'\WP7X@,(2;CVYL8" ?S@T25I Z1X"6N.8 M\V6[4.3L&IV&9&MB.3 P/1DZNG+.D&KY@!1*TG
MZAV=YC9%^R<'V,)2D_4PQIB7HT=Q3V!#RI936]6OTBQ09UXADW3ZO5:1B/^ MF0_22>!=E)A8$/AGR!E!9PWI?7A__Y_"*-Q&!8*6M-8<@-Y/H2 X?M[O16VB M,&7-,W[U4-
S\>I/)YE"CJ.]C!%,^-"=!!@)>X?>@"8W],Q"6&!C9(],%?@,2 MS6K7\P=)3GY*"S&L36(ZHQ2M)Z3-,56PM@+0,C2::[[MN=8CRZ$JAU"&94; (]'GJ*8Z3"-#D1_IXDS4.H7,(*F7 1_TN92E[!
(VOH)- M'F7I->X)C54FC#,/J:B'M"S(E/'B:X#VIGG>>Z"@B6KQ.5/)8/-D[AF'L6+* MJRPXM,%7$D..- MI/O!7"2'88KI.$UTWVZ,7>%;34\/6).K[K+GP&F=JZ=8R9KEIN0@]0=[>FE]
MN.X3+]21,#08M(R67>*KCK$YBI%JJ,H8D\]QD 93C3?!N%3TM@D(1OM&0/;2 MNYH*4[L#5]*;ON0;86B"%3:-E4-2$0OQ+%X$@81UN7IE:3]1!HDKT K3&>*
MI3/(>AU6Q#,*9RW_;>'1-N2IT^\/(X#$C6%P,Q^,9BJ&N^(!X5HP>IGT9]8F M915$QWPI' O[[QO/&#$T38EDEK.;*2V+EL?[9\<2W YS8C6(P)2AYHG$3% [ML?
ZPP,]2,)>!68.P_O33GY\"]A8Q%I>0L>P^&(43^HN$"7%R=T,WB;,^\W>L M$!OK;F-C3Q ;.][&QC;J(GT!'JOB"+1?P]<-2S:\L=>ETI;YV^ST!P$?9SP*.R@BA!>-$2+-IBH?
N3T'[ZL^\:K1[R.A4,L&($[@, MTPY5OV^88@EF7HBV=P5M24$4;$.L37RQ>>DG")5-4TYE]@88&*H",CG%%YW: M/#D9XN#7GU *P[V?N$:MGH7@'$"/P9YZ:I/NY1+>_E4! XJ=-
HL,B&WEUAS MD6Z[:H HXS$+C5M5YE@'RA#[^ M#JZ.?&;P#@0-)X\JW,;,"]EX7Q1A/Y)!W;';7S0]RKI/D]&>Z4G<,.%"4V(_MS6=Y 1=P&HAEA8(1-> UO]D! MGB64G9P
.0+%VG@)$JQ@B:J^PIY!JJ"*EY-Q5W&<2CBO2J[>EEPW@UPOR-E. M)#!*';"(=DTO * 8\B/3P>6=.C$31R2]+.?2*J+1L$(WQ],]#%LD*C;$&?C" M.Y&^1^(OI]2QBW?F(?]Z#!P53A&?
2L6@WE+=^E/=6P%/7H;AI<4S3A5HU:QC M(W61^HQ:FQ/'9H,C&N3"[LEP#L2X/%-!/C?_W5ZO-^Q+6,^&&NO M"2V[8\'?Y ++I&7YR*L2O5J7P$J,#6]V3 M?
3F*PUP,X6:+TT*P"2_# 3?76;FEHL>D(G+*2MP0:.'RM7_A@OLM5FLE4+W? M#*HGK[92<#U56"]UP2L-YA>F!:^%8F37C,$(^4::8=>PEQ)L,1N\=DM'3T: M'34@^9?SIDO]W"XZ?
A8D2V@]G<]4>$8-Y(_1!HL"<"I;\'>2;4NP)6%I5(?1 M 4WI9 N.<^AWTH<:-:S1CFB <*#CZ:AK^Y(;R?[F]VN M4CT&M+%8_B_*22RS;B 0&/70#^B^GI.KZ"1!@9V--
G:8&\:_T/:9S^5;G/]6 MS8^T8XC6ZQFIPD)G;KZK9#(9 6R"D?-Y4QH#MC1S%!/L.ON_O(O>1"],/G Y MQ3,\/D 3%_[M+1UA+EP55.)5,JB@_RFLY*#A]%[,A9<('D"P77TXWG+#U.2I
M44@/=1&J"H/J+1BL5/[> @JT^AC4=,U:E*R:=(@:J%8X/&,9V=DN371L5(]T M((SF3=ZDA&JKS&4_WICIZ"W(=/0_9A&2;JK! N2*5A+TKDQE!=#I5S"7J;%*UC>A%*6PT'H-6BE4!U
MO0V*(-JL,K]+PM@F8=,JKNP\I @-4MPD_ M58V!46+_',R :G79QR0Q'.(2] MC+#G6#-W("ASFVKW)Q%2 M)R5YU],$)7@N1,C)1\ Q!=(_2I_!60K,W44Y59S'[(TF7L[U;T<,8;8 <02<
M+)8N]30'\C%3SD0Y9>"W1MCK]"/["RI+M0"L@'@@S;<:8&)JT2FN@)G6+D;8 MDV8PA4W*\-\1]7H608XK3-)K)P&U>0QM23KSQ#8F6B80:ERCA=@/RH*FAHFG M7\/=0SX$DL"
[#B,2!UKL"VS/U"R^IJP[QXW%V;-87-H*ALVGZB\H,L(\CX8S M\45S96/;_\YP!.,:@\^%&E%-N9^Q@![EY7SB 75F&67*Y1;CP&3A
M7UJ5#2M$$"%\T81PQH1@GF&HWZ7;\N8#)WS<932[9*U-T1VFO 9=J)D115)= M4:K7#3Q-.E*$&O$P6@P^ \KX6_2ROIU0=G4\.XI1:FG3V]_>=1':N
MLZ<&=;W@%FI!RW]M>^]U]MON\->4Q5HM,6.VRY.7B>PB);;SRT!A=M9<>0B[MR?I7KBE4P8W16F$BIW8>MFR%J"; 572.&*:3:06::P80?KOR,AFRTZ$T\#@L
M$ZQ'0;R'*Y[;^@'S/V:M];.*T:L=^'_"XOZM^_E]WN/K\0RN^@KQ*MYYZ1%R;J7,Y8YJ_RC8:EAR8O:2-I;HDYZ(--W9!"6"I(]!6 M20[Z92D*Y^#:36

4Y+CPH],9G+@N@(XLZEJ^9B[{("UC/JC_BZ8J6%56,] M9!S-TQX[8T*1@:S2419.Q_'F)GCEL9$KYLC'I&/6!\D0TE"QC,VA7NS!09(
M8:WL&^T/JZ\:@S[PIV4OEKJ@<)0YGJX7)0Z"W8F+&T.EQI&UAE\QO"HEL"3# M6=JFFNBM47C]/;\6M*4^JNRG<#P%@78B8:#N]:\7=/-
DX4[5&@+]@XS2NM5XCB$!JV@UY:M4=TW16,0M(;AB7&_2H7N$ZWE:H[1F_V MJ+.6N6FNN0!K3-,LP&Q8_(<4L3/IKHU(^@77U&Z";M=6NZRDV\]=5O>NHM?1 MN:L\KI-R5/?
5SKEKOH17"MMV\4(NO\[*G-EESOP2'\=CF1.C.H:NA690DY@X M7%W$@IV<4J4C4&?, 9J@?@W]@PN^G-YQPJ!S\-MX/,) I^GV\#G9EVDZ.6\ MP^AYR/HOBH'$N@$:FSZJ4\3?1-
MNQ?_C8[C9,_"9E4"FZ38\V"\DLX"Y["QB$#CYSQ;ZD+W6=D@BC#U^YBHWY'M M";NPB;%^.$3)(YR/(>=FB1.]1,_V'@Z,:TY"*>RUHBP1T@;CM(?IAM0ZPMA_
M&IVOG$&!Q,"R!_9,3HPHM_:1+C-E'@VL2HNT/"D3[<(+6(US1N7RJQ-V"6AO MT\;1V;G.^T2,^X;1UV>;FDH.5G8!+\1X._0&R'M MJR4G5E=,B*.OZ.VHY>=A$C/UVF639'$?
$N21IN@H-:_&3I3/HZ-X);=8Z3;(M6*G*22TV[3OA1O9-TY_:(5IO!29;J+"@ML-TH((YEC(1E7+;;H5M<81_1F@& M-H>-V"9R\S/<6=DJC"!?)G Z34'@M.Y/#2CD:A6NAIS6O-
CO)BJTJBTT+'A2@(5$GK#540E'&L;-!E6:R6-Q<5B? Y1(C1,2LX?#!. MZKLMSA]JRTEM%+4]@X>)=@[0(&^PD)6435+R"T$L"Z^KJ]'/9'\%_ITNN]_B MH/"HXS07BAE0-^"]_JP?
DU>K3SH.-Z"4L^%[S\!08WL(5$W:HHKCPWV70,WA M62QY7#%!R9Y!B!$82]X4R]QCWU<#&=)6:\6"41-\,&*T2!SV.?-=S*T *\Y$ MILU1Q2+#/%1;PB$@VJBTW:"J-
6$V8,R'7N">GH5)-Q0/C,Y5UDX>JB1([5EA M,WE]@?B3=-U!F=@FT9F4#\<>4""PL2SB1ZS(GQ6;6? M=R"9J(LP)]8=OXG: MR>8W$
8Y8+/ZJ:S>+;4YQ>I^PJRQ!+="$F.GL@/(OT[\@Z/*LP283Q,E'[H@ M/:SV,- Q7OTC3]=.J([*1:*_3;%O!S>.)01103O6 VF'R,+.?N>(7MK9/^AL
M$@$^\W>L$'T]VD9?'S_Z>K2_C;YNU$7Z B+>0:"0$:L[$%$ A^R%,0)D=(%E M9.Z67_O4!7(4Y4 SRF7D#J>7/$<)4=)?[5^"VLDHNEOO?K/">ZS
MZ+=_4I\8\RU##/FK.!VEYGG$1M;'(+SD6Z>AHWC"?F-KJSXA Q^2+WSM*X/O M"$S4DB\VB V3/O,/-8.K+E6RR+6C38"-4VJ^2,U4V_C')B0%=3W[(:-4
+O)S=!0%Y/*6NUQ62LTC$"E$WAW!83-.424\X4I MM63Q4P)Q-;SOA'99IZQX*GL@.4?4V65/$IUAV$*]>$E@@P?I>?P4//>\@MVL M!,M,ZQ"L[8U'2^?O&5A[I8V(\ZF%<&!
[D1&GZ0:.#46IX?.G.U\/KPJN#VIN MH!P;\VA5V98H=]5Z;G5&H'P%1!'7%X,EA1*V+:5!',7L8S4*8QPG!X./OL5X MO+3,:>Z=XIE"1$S?0T4UDK#C"L+];?
4K"N^;'7H&:OR'RJ725&0]BG5Z\BY@ M+]]_._0+LHF*2@Q.7J7+S&CNT#S//#_N 2M;@(;^"8$FDCP,"K)'_.Y(2%L M\0@,=_)JPP6=I^LYG*
[3^UB3^HTHVF=P7F>5'A)X%:19@)/8Z0],QI>'Z67H M2%7H+.]380">9K=-G3.["(=1D@F*Z9UZYTTF5"412J=X%NE(":!JBKR<>S=, M@5J^17"GT+0_//U1SZM(@9EX-NU49->]*[:
(0,QC*;QWL9I1I_=[%K=>[H:VXIRD^V','BJ/!<2 LN1-JSI MZ+3VYF<,#_@-".2W,/(_9KJAHVF]=YZV O_W8M#R=T2'?I-^P^1O4:)W24-[MRRF7??]LJKM6G L(C-"1VAHX.]<_"Z0?
W1#KO4[<>>6N2,:.08*U_#\H8X"5+8<"O%"W7T4!6W)J==/JZPJ=D[:MA:DM,XZ^Y3*3S"2+ M>7/>RX(5\^ARN)7Q+/"PM#)]H6$U4B108#CQ,(IC[H[+*1$+YDG]1S"SGHGA
M+)=^HI0[AHX2#@ A052U&4S4'7F8HY2ACE?K4XT><.OKEM8C&%VFS6#=E]+2 M0*?<(P]Q'/;2;)/8PV+K \F*NFO.TP]=N(R24;:=!9X>$\$-4:5D/]51EU]
MZ=A<=A6E^YS9:&&F#6ZL+=#E20]U$B71A%HQ.$UUL6],,H@L4C'F8%4/ILG2 M?'N0ZW:0U&WLWZK&0:59*%]/ZC.[/;EU.SG0O@AG/+5Q;3PI7>@'%$MN[S[? M@^X*--
$)%Q0BI(+3QIVQ_.1RW1[XVATX09AZH)2"(K)'Q8V:%=Q:_)\=K]*, M?!.K =_LS'$ZM1G7L6ZW)0%D'#-FS2;"7 %W4+3 F6LAGAH$]^Q.Z1==W.B M!;FJ#5#-5CCGTE=2\HEC^Z-
4&0U-ZDUNDI5 3H0+G:;_<1Z#LV*!(RC@UG0# MOWMP:,L0>&1RHSNJVVW#$XB5+.-X#X$7]BF;6XA%5NG(M76LZS7%16C@(_[ML/6!^A"C2!Y(:D:UH/UPTV@6G]) MQ 3+?
>W1*9#-W4\;175J\5%NT2A-!YM$E"N\8Z,7L@*"Y'B+('D"!$E[BR!9 MSXM$8NJW$A[SI=6B_TEK91LGM*0$^SE($=";]ZW VEV)-82/VD25Y:/&\H61H7G$I M+%\E5U&6/I>(+-
#3:PYI@>WZW^%DBH6+^G&92T[VSQP.4>DTIL/RR.V+:K*A M+W+<%RT?]"F!)I$"!8H5J/F46A'QB%<(9652[:E^B H2:A<(..?.XA(91&#* M[!IL
"!..SG\GFQEH&Z/VCX*7MTF9UHWKJOCPP;R=]?5BJ.'>:+[<\YUFD)T3R8NE;CAO*@]+N&*%5N0%O8<() M&B$5)(P0>=:RM2K10D!UKTSB\)IK8 TBA)M-
(BJU3,G%,X]_2;;)0$)1%7## M.,JDPH!+WF"^3%+^)PX:@:V5J "1<2 &Z044[N5ZB3V"X<.]QU-EY/U(0/ Q M%M'2A0^]%.18!)_GZAO]#ZT2CT'C*$:* E"<9X L!>0)3:;@+/8K!:\/.?)2
M$E /9J?!]+9::2XU/%SN8=O:80]Y*0R/< TXFX$V'5,V_X81Q87@C*,!_)V; M6E:V!9Y@.*I/Y+"MBO#D8Y"'>B.PUA9FH]UQ7-,,=\P@VXQC_@P@ <))1D.;Z
M61D5\N^"#1PB/\AR2=X\2D/Z MD9F=FR>F4 R'NLL:N:&X67LNKA2>-S'9EUS5TYW6DT5<@=G@%_YL*8]&)OH"-@^69?_:1S"5/5LC8 M$VB)+N%,Q?%!S(2,7*-R'53EC[D0E1*&X4
KE\X9%LR,95V]=^V@CGGS#!- M.]7_B6?KLG\&UP8O!-XX]4?157VJ4Q5R B3(%_*- 2\E8J/,,)W(%\YTIAD[M0T*X3RSM20S^T]Z)H,Z^^,4<5VD6Z!:ETUBT]-
CF&4298APCCJ.8?.05B'$"8YYFEF8(A">ZQT:>H# M\889=YHIYXYR[6;_5A$YFNE3]=H(UWY&$*O#9 MS&Z1[8V ==]-]X&2#3=-@ B=0VQJQ?FN*C.5^PF\I[J"*,]+IY["-(UCI_IG
M3*@\B6\Q8!W=J2Z6,,;4"T;*2 XP31X=\8]J&;$PTY6V2/D,]%W+F'VB>J]9 M;H]:&$=2>UM'UH07.SLCER*G$4+#[_0/P-2-![9X 7"_C&+I+&WS@BM+([XW
M\'B+D071"M'.858D"C.RK&LWPJOL40,;@/VB"+# A1=@D:C8O%Y90&Y>5%^< M%8&^[8-M8+A%]0!QE3%9>.W0P373B"#G*H3I_H@J[47L/?@@P$P[MGR7S<-
AZJ<62@58*\%F0V[GLUY2*26#/*3(C4 ><]6-'K-J=^LRGC8$Z^)+T MOJ])>AUC/Z^ CT+J,=D%B)S$C'Y)QG>J"KITXT@JYZV.9B904QS*M'.!G10R
MN=9(8=BRRXA>K"I=FVJ43B8EFCBF;Y?F!20@91=-PZ J;AS/U9FZ*8[(*^9J M#]R>GG99YYGJ% P3=:-;MF"[C$;MO&F31,P2_QI1=$W@_.R?
ZP<7JV/#]VSNA0$"72ZLP[KJYOLE)%6_;(QCT]$F"/[3?#QM0(9 M$_6U44Z784")Z!/*@P@')1JUEN"-7%G[++4L./$-094YE\79A-*#VW9/&)\
MN03,\&A29T0P14M=2]*]=31ICM1AS$]A\3WLWR+,5IAI)N+. /4:,%T(^27. MDU=.RZD=U_)_;>9:=6(D,<=^6/2*9$AI\4R3;9EH6"RZ]'(^;*,FZXD.Y_C! ML"3I5JD-
3,%-9NN4FUCV8D"Y.2Y,R4S66].;-3ZJM652(T5?-TF,9L:^(1> M2-E%:'O_[._51DVY"3^H]^,6NY]9H[=_YIN#D6>;$.13Q"*[&Q#D4]^/18< M)[&!:/_+_)_[K<[+\P57YT]O#M[?
_;KQ;N+]Y_OGT4T3_H!0$/?5+\D"?8! MV[-J[^-KLKO2#U*8:D/H_9'4? MM!>*2I5Y4'&,2;X/^['UQJ7NQ@WTQCVF4+3\V>7'=7[]?7#1A6S[!3*#);R9 MVP^O
M!3LW"Z=V]ZH"YR%VX6B1Q+II8\Y&SWM?]N^Z,9^C(I[;&I*[RVF=])#Y&@3_ M=7Y^98S5%NZL[N,XBJ.I_VO+ M?X4AZN^:2$44U\[Q\.#
[UFCW_WP<1ACIN_>#OBPPFN+_&A8@)AYN(XZ_;R/. MQY$:@BJG0S9"CG<[?:;M]VFR9X)[CCJQL?2]VGG_/421^JKEGR%TYL$._&C_
M^U:O#^1N)WP^SJ(2]AU6NN))J^$P4S/_;0%.&R&$MQN>5J$H%)@B$/Q'K1%.#_WZ:?!3:29MQJ M1U?6J<\6LW*PX0N,V9 INL'+C5 MHGZ+R;N=8[&&G&!%7
OLX@/UM(I4EH6>Z6[X-NFW&'#P]S*F M'6OC^?P]3/0.=@,?:P#%/@(#POZ_RHA]L8B@O503K,O5@G=%B%5(R< +<,N9
M1AH/\4_$)IC9H8F(15$*+"E3Z0..L*6UC@N30S785<%OSNG2M>75"2)C^(" M,T.R-(GZ;B_[F8:8LEM^X:9&?^0QV\?MSP[[YX: 7D1WI'1M6'!)>8J=2OP MC;]?
OG4_"Z@8'Z5!2OC9[;$EH6^=M444TG*V"X\1MFC@X9M?@4&L8BS5,^2Z M&=C&N<_T.E!8Q(*:-Z>3*98/]R^<]W!Z#7=_UM!.&.4+^IWC-)4&/+G_#FL)
MV>YC=E3>1V3=WMRXYP@J3,%H#[FKM/,2X"I [P072MUU:1!CZ$_XIHM?@'D M_&%T&-SHW\.$SO!;P/2)@3TR0^"7V4P^-(.;V0/G4@G!;ZW[X#ZNN.WV1C U
MX.V>%6$4#!T#"P(BHK&XC:M=)KHS:)F;Y,A?*@)7_GQ?F;#R]V M\:RH-^TY8@=T0X3 X9#P ;/(+A[V@LE@D!EX (/H^<4P/$D;N,[:'V9]:'W+ M.O*?_=_.?
O_@O]9T'U&!X\XO_EF/JOM@.VH6$Q4N)(RLLR^,$GYP\NW$G3EP MMQ/Y$HX6G[Q,+(X5PD*B=CQ&:A.]=_2!BNC2\":D4.AAMWSL77E>41 M)$8N,?A,GUS
<474KM[AXY6WVR,B50+[3%$1M%Z8?&66KXM'?D$HP&61(2AN M":J(6P/H%1;<@FF%&79%)I0;%44ZS]0@ LD# A/63\TC@1$?V&Y\2[-4,0 M!TUB-0-1/B]T/)Y9".]!P @%%%^#1$
LI;SI759_/B]R_L1Z M=EC"Z#EIF>8D[)P]A/H. ,X%ZM5/^DO&J*,L^EL#4D,&=Z2)8A(* U\BP1P&-"@] MAE0P2,'AU8'_GCS^ER3]/F=4GC3P?V]]Y$OX*Z@_"LN%93T@%JH,AL3)*T-6
M#>_Z'%ZAB=O_ZO*0G2*JQ+ULWW O"6WU>"]$'.QD)E0@6&\29LY_U-6BM.]-RDW%H<]^_7\#-27JZL(#SWT>RFH$/\J59TS M!)2,(E UPJN*PBC!H#OJNB-3HO-])P&HV:PC&X?L"
M&T*0F8'&WWU.O\Y '-%V7GQCZ(/#?BNKLMN23W'HMK:&PJ+&D)?MY,1O0DO MQ/\B*!DW[A(L05"BO#^!+ZJ9B-)< ,=CQ"C" 5/7FHC[K 1I$M42U-ZK6!A
M70,N]$OU03,03\+>"M#$"J"&Y'RN10]% 0+J^^\.M0TN#(VI:YHB7*!EA6P M7N"50/T)S&3DG^D>.W#%7\%U2I.]=[CU!P!Q,47./J!*HL]EZ0@X)+)5Q3R>K=)>DX3[FE-V,2X\ \@[Z1
S+1)Z?QH*A7; M@;75X+M6@^?P:3C"-R)=B4V_B\))Y#!J9["F3L2.MFO2S8J(92V0K/IZHKP MED)"=E[UP)J4:?\NRC0ET&AO@/[F?]6FJ]FF3D6S/_,6OKWY>;>:(OWP#)4"?X75U![4
ST#*?MNF)V_0NK5N>^B-K;R]AATC!8XZUBDA>/\>9!++K?Z1A>?A\$8P'O=(%0)LPT2&9&XQEV0"G$]P 5QW[JG8&FCDE.K/D M_Q,%:*YD9@[(5;$*
[Z_T,P!I^":!7*R.NO<]%!P!S3Z;EC1=L^PMZ?KC?C? M,$;]"Q3YD7)^;^VK*A614QR3:"CGU24JZT4.B% J&K!.7@:RQ@PT3[LU"+[/ M+W"&LG40(AL<,HEN;LL&
[:/7%1^@4\/,Q$#=:JDJ*GMR_)JX_KFF<@6>^7:P/+U2?;Z6,MS9.)22AU;2H M]86&:CEK>/A;V"#,XE T[7N-1S^.WL"%XHG:B*GZL 26U_)5BXK>V MWIA4\\I]\"?H1NM1!$FVA0NXR]?
(" >*"X^@GH&.NG<@J%!8D 4>:-0'IXA@ M%HIIH(B/%:/.&5L,.L^Y7N@LJD4:T7";E M*MMI2N.,5=4Q0G4$\;8WQ?V;POZ;9,GJN]/,!%G.QFG_*SN[WDH50]0FHGXT MI<2#9 M\+<\
^/#G-\BW571_]^TI QYVIVTAQ$J#S..IS.YNERG@%?00X' RP[-^E". M8/*[%/R[5'VLDH0YP(4DK8-%#>PRGN,M&R4L:N_H=%I=Z\WY8RHL")0PC(0G
M7/9K7FWV;J;9P&&8AEPME6G&&B:8@!_/F,39K=@#X^O:302B^@E28H"*A[-' M0E<6,D0L]]9>S>T4/NQCND=,CWZ'>%":R4:%+9Y8/6(;HD90,.T4U; MR0RZ8PK*7968!PI,JG-?
MW\6H;L.;SL/)LU-OI[!\$G>Y)T#D\W%UXJ60?YBB_ MM@^+OE]P;VZ,S@)G08;GZA3WA?OAKBF9 MK9I9\HQ/>96TR =\XS-C6SW M2(TG0&H<;)$:ZW]B#/4_&OKS2(:_3A-*:K7K-
E];H+>(8J2.B>5F4:S:V>A M33?)%/45A\]M(44-YB.$OPDCV=]03UX.E^AJWUG"Y4JIU1:5/6UXQ8-ZN9;L MSI,?S;!,G')VF:):Q)&NMH_JF=%W%P^DC@
8V4J@E;WNON.IAHA)>+L6T+90$*I'Z(: M+!;,_RHI7!7/L+3HLH=7H#[O1NK;DM.&DA-V,J#RMJRDI94
M678,CRC_*K64S6QJW]JY;@EN8PA.+%L!G51KXYOF5=CC0B#P3G>+*G329LNK M8HR+LL6N"1$09H-\2Q<;0QNZJ)65LI@5U+T. G90*!"X M/I':/410(4%-#)Y?
<$H:PPKD%&:,_3&,*S!>$,_A9N(0H7+LI(#AAY*&NJ6K M9T-7<,Q#[I2':2AADB:S"4+J\K(WB;@?96_FM([B5N34V<UL&NU,,S4-,ZUJUUU\G\@U*AV4Q-\WT V
Q,P#@OLVL];:]NPWYNR= MGD!:O[#ZBJM]6,\>-3E!S1@L]UFEC@3!?K=GOREGCYEYZ4":@=?<-P/L/=S7 MN.(YIB HX];3'?8#P9_W-87[G'H*+)GY@=H:\W+Z%4D*6[*
M_5(W;VB4+\FVHB&'-)ZHS\NRKJAXS\4Y]W*J3XT0^7.Y.3J'GE ^XB)P$SII MMIX#)L?6H;G=7-,I"1-N]$)(T7(PYM9;P+FU.EF@NCH[\PV"\2_/^=K \#B'
M6A>DL!D5GE*8I=P<7'9*0]"1\CEO F5MB)\IL%UY:RW0AI5L+HGY+6@5LI'9 M6<_\'2O I]I;^-03P*<.M_"IC;I(-T-=1#A["[CT8R!>UM.N63?SI>+RXI/4
M)@Q*MY'T'ZTD,5=:A,;J2L6Y]JB:9QS_O*1)-@M*/B/XGO^1I,F>&U#$SP:V MO\A_N%&\=L1C2\\0!D5EU'V-@4ILXVAU7C]3(9(A5D!OI@W7:X)/+"A M26) M-
2,)RS[0Z"=;EJ&C5%AHMG>-)7^JW"1#QU>?6PR3UE/KC&O<* R8,VUY*7PW MU[#/'=O3FOS6I[:.M'(+U]D"/>+9>M!NZ[-9J&@M<=WXW^.ZV2!K\(5I6G:+ M.AH;ZQ>YU2H]7;T-
FY^S,!>U+N%A5&XKY?6Q=,* *U5;X5RK0V4K.2C@*]C0 MG!<.HI[_D:D]%7,7>Y.9S?] ,FY BDW3@B.N33/AVB54RYV+RSU1:]8M7W?X
M^LKFX>V(U;$:MX)\K0Y\@#9@.K4FI%QB+IN3*P"'.'>BP9E.ZTRU6YHH.US:\'BN*:,&W6(LU*9PJL?DX M+6/0413YTQ[Q/UH(,U*+1,/I <*&""V,]]I)<4;F]
M6.MVL2P13=,\CVB/TF0(?)$#F(0]Q-)C5*F8V]BCT2N5/UD-VQ[K^AVK(Q#G M^,'VO-;MO!;A0)&S.QK+D,J"#J*K:%"&<2[H/FU2<1'_'AZ]LL)L>]CK=MB5 MRTF^)YN1XF-DU?
@=G=Y:3L%"E/;HCT'V[-8MW![UVAVUDT^B?8]&4W-RX*IQ M#%?1L\?NE$_5<(_M'5_;@W< NH+C!]6\5 /)'7+@0#J>8&!$ UW.-9:CUM'/ M;4QA'4_Z%C&%VSF?
MJ$&'6JXI=/NWB(0FQ1S>.;O6 %)U]DBZ9X 27>T1=*M MYT6R*.R!DJYI6/B'..@%Y@QM>@L$ O!+O7_L:+!HF1Z)E:CN[\<&YZ)[&3TZ MJ$*J35XEYPU,2Y
[N=/68]$;J4U>&D@K:4Z6%M@<"TLD+? (F_@CK_3G%B$PJ'C!)M2 X4_(Q YS*&=#?(\Q+VWM-# M313V/HOR2#\M8UY=B&T4FI9(Q33+D-EL3 MN/@P-]R#?
AD798;;Z*&G<82]A@)?EUR@3!AIELY)-2W_"YH]V#&L5Q:H5T^= MX-Z2$Z'CL.6OK#569"'' W).AF$ M)[)DM?6>%KE6:TCK<2L9A-= M]S*]#[MP@SESMYF\>.FNT?
PQG]]N[BM6\WY,.;-V_/+SY=/LC+'RV#$'A8 M2MYYU^X:J+P/YJ3BW_X$ 8-8P\L/)/&7\\A:BP;F !;&30EG>D?4!-/=$JSQ[N;COP._N=KFY22+%\@MO\[.^T=[VS?!SE8_]R',)TV>
[#F6./5+"2 M"1;'/O'F;*5?_)W.KG]9J"N5^+^&!*^ MT+.#_PF/.N^'#?I ?1E-,1E_YV 7C@H66/BOPJP7P996)K_@]0_F<+_1;/I.
M"KXL)Q/LQUA)BOB,O/^97!A6+IRVAXV>"V\NX4Z<"BO=C7S1Y2"2@G]T'I$^ M[A#M/+UY%JNI5=_9,7&A4D?*VK62CCQ >R^H96$M*^*C:2;Z4? G=2UH;IQ? M?-DD\^[VM*H.??
=4FR7B_P+9W.?LX#A0$_B?%]V5->459WH9QL @J,&?O_/# M;N.DK1[]"%-V7]:H)-W3)9OO\?@J33E^"' 4%KYR:8,=F M4 RLX!*QTTPS9]=8,M;2#RVL4UG8ABSJPY1XRC-
;U5D,6@Q&>G@QE3ZFU>5U M-VYYGU-05VJLZRY]_19W#*R+!VUG=T 65E1@WL(#LX6-YGGGQZ6R1YXZ6N!" M0(WCNP9N_]CDYECJSZC/1?P)A_O[P?[^_H(?W>$]C[T
,H[:BWZT7EM&R*HC_UD;I_'QJUM)>54'EIJH=$_]_A M9/J+=1P8".62XUC H#NW_>VR\VLXM(.33M#=/UGV9-.(#S2;!7?XB6;3#CJ= MP^#T]'1-YM,-C@_:P>G)G-
!^JOWI!/N'1VLRF"6\YEG.JLRE/EQ M*]Y'GQ6XPYH"=P<6T'W@G3L]"D[G%<$M!UB[V9QT@X/CPS69S'IM3?MD/^B> MWE*,W?WNWZ\RL2!&
<%>6\4C'?].#CTJ+V\EL)_/PDWD8"^5E+7[(BL/1^BL. MG5.T'8[7YD#722!M9[-$6.^W@_WC=3$F93R&;Z+9 M*;R]0]O9W,!?@O;A+2_TPQ'Q769S>\ODI8$RL?IPO
'JPTD;^.+V>F]GT,=#Z(9+,(J!@[:<8W5A&[G<*LF;&=S>[_W&E%-MWMP M^]EH-F**I=Q'KL,_&_YS?^E$=7[U-X?5+F,-EKE2E?A1G68:'4=)WR72W$:[#U;H$LA P/HQP3
MSY&-8FXTJF6M585(XTH:IM^I3?^3FL(L*26 BON,1HA[QNK"68C58_&?0VP3 MB/6]3)4 *G]* .9TRGUJ"/+&/^*.O-PXT)36E+51MD#(G>-*>1*3X;.![2)W M=GGN?
TZG4=_;I\$OOKFUDA7PR'N*-8.R(MHHJO*#E6$*?=YRS_+\W(RY4)D M<"IF+O#V/G:UMY7G[T0QZN X'Z* M7@;Z#1_@?D?8J0-%+5#FWC_N_?2ZM=.[5-2=$^;I&ZC>W
1Y"7P/>RI.KXG8 M\/(5W%G$0;W?^XP/:C-^E[4$],95C0=(#4V78Q'< KMWPA:K7E9B;D+G@-#T M!_<^\<.&B4NT]Z^42BTMG?B<[P5>%694C.E230M.!6CSY.__EA\U3%Z[G%?:
M]_GI\[X_PMR/&^:.MNX-\UY%L95%O$^O> W-2] B=MUJQZS[<"MD A]L,X&? M(!/X9)L)?-_70U+=[C#](CE]OV^YUZO]_;ET4G$)D^F:UZ]U*!XE[&'?K"N
MEH_6@&8M\^+J5WZ;]G;[F1[LMW>^[G+NR 47P9(,F7=AT1\OSX=;N]7@TZCHZ":X-,L9U=$[=?A]$^9TS,WF4U+:%BT@,U)*7F@(W@@P-/= M7*J/&%)8*V3[>GG-
[[(U#P:R7^/H]GJ=VC.8S<,*[OEWUU&9ZTMJ)\'QT;KD M**T*":W7*WA8GG47P.%_K.Q;)_34>O&MQX%R+1[78KS6F1D==-<%$GY\$!QV MVZLRH\[C,*.[P)?N@ =
<>SZS3O"+]6(S=]B9!X&"+/"';AQFHP&AX4 <8L M>+CD MXD"B[)7J\'^+7KX/,XQ#7BG_=93W2RK,CU"$Q67V_#W8.O,R*HB($]J+DKUS MF= 9C D?
45%'#/:WI.3\JKRDLIM+X2&PK[7]@[G_<$BP_;FM1,'U$-OXX'LH MVR<%'SN[B$[)L,795=CG4:=A-/#+*78OIA9/!E+R0X=$T--$D[^S]N+M]_71
M2T#>/1@F!:MQ#6FBJY]:O,!SB,.Y=5V;T!%N^4ILCC+*P@FAGA#3Y.=8QB_" MUQ*4K5KLDE%/1/!1@CH#[MDHQ4ZM! #K_<40+_Z3D&&"E,+N',5,L&$M_P.V
M1FF:1T27'MB1]'J%V5 /0>I+PI_I?BY+RVX2>LS,D3J^A/UQI*[X=_DXS8H] MFF6<)J,]O+XN!L_C1=$HN(?FW<#J:-Y%1.^K;!DUT^NU%KU\A0=WJ0^. M.KB\,F-[*
[L*E)B3TO\=BJ9_/*I0^Z9".5 M@ #"5HI\,:BZ;,S\%C&2> K<"HB[V48",]&JB "-,V,7"*TLVR: K($]CL M.6O,U!![_/!*]9H,P31>B\#/OT9Q[%UF!ZML.%?X4\'$QH6_!@247T+D/R7
M7EQ<,#>9Y,T)$[V],/>(&4LX^*O,"V)R'CX_"0>*>SK1BMP9"_L9AM*(*D1H M+DQ-<*=Z"[%KD@'ZXEXJ-1-QYX;V[3=4-EXF;5S?_EE'!7JP2-J"_:E*<7E\ [9W]+3/<>]%E]-
^Z4V_XHY'!G)_,M M2.$N&7MS+J[U0SL_/GCZ< N>?@+P].D6//WDUV.Q27?&9L);XYAXQ;EX;-U= MB/YKC ^OP?@ ^T+!047201?S]] L;X.]HF0+NUDL07L*,A+^%@G)*G QV7
MVLH3]X,V(ONZ1:@W-/DU['1PG0;2PKWB;_MP^6(Q'/?%OZ,+-.7,F M1#L)%X9GG0ZJ!LM@SHW@V(_4Z%6ZKK+1-\6D)FRLD4A;V2@I:1][QKYDQ' MTXB]*M-
P1MM!F85DO_45VB,A3[<%=\]9D;O.#LI,Y_]Q B'F63IG)F/@ZC+X M*RQD,'L0].8T<[+_>"1:_PUD^1-F;'GG$&8P++?B)$4"$J=]E?;J'+Z-YJY M](HP%[LJWP+<5X^)-]
<[7&@RK6P=K0HNY@.7'A_?%^I_UF;BCQ0T^_^Q$)>C M=!>H 4>'/SY[$W'EZ/?A_MQF/$,;<3VWX[&,Q)57?W#7U:^ME;A ;WV;.+J$ MJ!A89"'F>--$J8(5%B/?Q]>52!+:45]HH53"
,M^<,F/W$/R HHLLJB/@2K^LDRB@B*OJ F;H%D@U35P M/Y>IR('.[K>1*&N']77\7IMT3<%D#C-7)DJAU^OJA"BN6V;],=DV6-TCUZ,B M&0/17G*)DX*,"JPH %8/T)T0 I5$J4?!X-
=>Y==B>)"I]]3=926_ZN.!G+S MT.I<=045>$\"YXGV#UA!(2S_"K9:RA^D?N?P1VW"%)CXYB#!38RRY'DY==$[,0IHD26"/,OQO$,/@!6$\>"*X#?U8)"W2-^%)C%
MIV8R,'%/#R?/FYG)9BQ9@9TZ7>N&6=OB-,_BYGU4&=R]'.0QQSHY/_H5[-X0 MMI$OX6>C*:S"N&!DP[6*A_B+:1PFN;X\.8P-0Q>$3:#KZ0_+.-XK MHHERKJBAGF=QQI] V&3L"?
J(FV%8JZ TX,)-PB@IX+]>Z'.&L9_9'^7A%5RZ MG':2W1;$UASG586Y#10R[+#F](BJ3)-]6'!J<31!RD!'D<;>S4C OT6S#JGG M$QH%)9+@ #0+=&T1V*4(OR&1A4-
XC/[@@+UV^!#>+^J5S-OD^'$%WT=D.(KL M$&V',#FB*Q0:.9)52I=H.6'YYWKS82NH37:_/FG"&JVX2.1(]];G3KD06'(!7& M43_F^F$-U*(/ J]E9;:#@3D/9.UX!Q&#A5YPPJ&
(,+1G4Q6V8$V@!Q&O^+#, M:*>UH([^C8SG;M*_H1I87= SIHH!/)O/%6X#36UYPC$LG(B\+K!KR-))0XL5 M*."XDR!FQR2Q0^KM/H$KS.=!Y&$0MWE@=WFQ0$#9(R,COL?C
A^LD4<%>K$% M7H2+8!V?7:0.#&7!Z"U@,:866;_,L5)5$A'0XR&@!^S=$.4.+?>KFE7(CAS> M<'%G9(.L#D2V($#C <8]F)HFTJ [3M- MF4>)RG,P?O.ON;\#M*!:HU9 <0NXM2K$S<-
?Q&F><_@&5)%*]AONJ%PNADR MIURA)9,''M@TL-AP)%CJG"Y*8?#)?;# T@FQ5UBUV:9=1G61R(I-<)'R4(G M?B&09^4 R&C#&,\&#',<35O>6P2X%666L(V[@,.+]H(Z+=BV>
*YKIN(K=?Q M?0Y=\0E76 &1FZ@U59@7[[)GCU8_MOE!/V:IY[P/YXEL.<62*E M77X'Y(>WF_VC@7C\ ELH#K>7*J_MD8XF\:X>6 5$A&@B$#UB2(S.,B>)N><"
M=LT)>$;_%.&)"D51)0\K""UAX7W21#=H^6>2'S!U0SE8!C)#-L3"7YLV#I,S M HBTFGFR0)\$Q4@XVT"J0U9N->(?F?%17L(F$](S>L4*N(FC+6[B\7$3Q_M;
MW,1F7".6*G]HOK>$APYK0A\=K^%"KVN%\7#89J MY"A-T>$8YL#XT?G!:ER"V2=@DI!T"N>%(&D@R=+!0"8JR(K5_<>KGF9<7F MQ^TKW,:]'/L-
EV,%#O3BI3=_GWD]/S7<=&/_8!"Z$L\>AI,HG@&7F4UZ:4R; M<=*%S< ';:XVVJ]4N+GJD[T)QU(FE+KGID.PWU,[F#'1QX6J:+^MF^='J0C) MS&-M5->/3]]O#*F(9C%OSJ(S:)Z[?

0]]W7"66PJ["X7ET3=Q=]]@GS;AI@*C M7T:2]F52++()N;R9'@5 1931(/*V1/&41!%-X+PCY D8S2!GUK)6'8376#L M$TPH M B+(K
<9WI;LUHSL0C\N)].]O)S8\#D=:$7X@;V]EY&F5:/&"A94N Y!'VN" MS<&L%CBN UWU7.AJI6N%30-&%PZ2/?K;Z[!75/B:0_<\ "7;;\ENO@M%)-Z@OB.%C"G-&[C:0$D(!1D=8I*F.F*(C"
[P&9%+T1SM M-*(!W+@,F+E7*J91I".(X<[Q3)*=Y68X1/Z$O.V!S#;M0@W\,>B@0#4!QP9Q M=S.RZ"PZFAS5:!;CO83=4(,F1]A.:@,'#Z95>\U:M7^_6O5NL/2GDS(O)"$
MH>,254%/M@K9M=^/PVB2MTP>0=UC.N\I!5%,P6W'G'2V'R^/&J55LQ*=M+QN MUT-J+5L3BX@RO#]P&0D'1K$!-T*QP9Z\N@O"]3KD)168T'0PYRO6*1TL\98<
M8X6RF]HS,49F[D]@KT$7HUE.4=XM'0D4[XPC56I9;0C UL"A4OC&]W+3971\ M,P_J?A%H7(.[Q?\(!YX.MCZ2I]8:GYV/9&N8; :)H:$"!-$^N;N[9'O4ZW_4 M[^;K=N:-
[JZ[^:ZV!OX:GN_-!KYEX>MEWG-PMV[< MMS;0N/^/>3R@\ADJ7)\CFX9J43L3U1(I[+5GM9)>T(O6LB-R WZ=!+E M6%.RQ(\S^_$@RL=I CKT["8]2L)S;H ,QD?-
*L6L*LQD+2*U]82L(S%<1W$\ M+&/*XRXS%:#JF^=^HD:4ODSI.<,R1]-W.1%@ID)1J,F4HCCD=84Q,020:LJ8 M)PE/G"_:PMQU!][D4E,A 6 KMXO$9].^6'^ M=8;IX03>@Y5NJ7C-
J'@5)TX?<_Q-=7C.:@E+0J%@2_5__ULJ)H>C$$FM0I,[MUV-%'F%X&&DD1(8Y4"C?TFQW2PYK1@YX9$:&H;K.,5#B=7*1%^=+!>8_*GA-+N($+[D1##Q[$D]G56:K=?
7\0SO)&;H*#90HYVO((0S40MB6Z M-2.ZE0(%"DT6T+2NN.('/H.)KK'*B2_Y*B,8I9-21JGY%="KQ1ZC-)=YEDJ M3EE(.AP(Y-I5&E])CM"P""H<+7#5./QABD'FHLRF45$.%'DX?
TJS+3UM'CV) MQD:E=X3?Q=SQ(9Y9QF98HC_.3L2:] 0/0YA!.[5 M5"7X[$!BRN#_O>3P=*YWNB*8$@ >K10-F>,$9 57*P?$U4B;B.PRS,J]#B,X(T1!GU9J_2K6J5FZGK#4C,^JZ-]
JRC/V> H^:O,HK0T;S$IL:0K3TN;N5J%N6QOV)JY*WY%&^43'7O%:<'5 M!?I-LW2YKQL]#UZT"[(^C1=D>[)K)^[GPTS94L=Y7$2P'$(6,)A?G"2GRH5O=,V#L,EFW#-M(
MKT$).MS_T=<*F*CB+@AH<>U$%[KM48$Q4M+0R8S:U58HKQV9Y&%,9XS%7K 3 M8:74"WW8W%P2S$Y5;*7P6I[I1&4CS I":PKA+2*088YP(^,PXK0L9Z!JWPB$A/69Z+
6L*L3F)*A MH-[W(LQ@NDK)KS)-K[EV*".0LZOHBB"*S-&P$E2%F$VU0# 1=;XD5YZ-,GPI MK&8<39?DE+F;MM/;I=Z?5&A3DG%S)Y^#VGS0H%BB*P..&'/D+-%_!11&;EHG
MET9M6F0S$\9OY.D%?J'&; M*JP3=)#:(7H41X0_;A[HFJJD)\V[J:;T.<4W5=*G\L;B:#(7ORG;B2KI\264(J3M MSAZ!9KU:V6+BGG,#;$&K:_R2%4"K)UO0ZA. 5CM;T.JZ7:7EH-6_1=Q
]C*< M[7U(]CZ&,__/M%!8[+3EGQ6D-G(/8LH.\K %AF2<4#UYT3"=@OE:Y]3B7FI2 M8R?U7I1PG"P<7$5YFLVX*'6@%4,5AS"5I1>F1OMP+^G'H-N^YJQ\RQBOWK[$\FNDJHFLT M-
Q=^]J7+PC,HHPHD>1Z'U]@7Q_^((=T95V3_D/@?0'G%5@2=@\ WC5J\!7M; M54D'Z92:-"3^A=G #Q*.JKW.W\'?:46E^IV<]2Z?<>W+P!-LC=0:H* SOLC1 MJKGV\6
2)5'.)6)OZ"K8\!XW?L8E)=RRK6%A.L!0]#O7?0$'7/X5*Q4HZN3> M[V/FH)"4]G%NB>/FZL8[) M)M_CHD,5#D/@":R!*%2?ES&LZITM1#T% A$Y5(XFGP8B J*$)5*F$/0QLT]
M5,D(I"JMNXK8)LC$=8310P3@#QC38,OWRX&Z9(:QZ=!W]H2[+NU$]M4XRK64 MH/1,+7",;6@:;*:(9\%B/X??@#!8^M!12=^+2ZEMTC[J[$QV=1GUQFX33KE[M8$CCJ(?$$?
K3$N15/Y[MC4%3(FHP-=:!QA#B3""Q!FD?&E)/J;+%1,U)?\^ ML?$ZHM-:#7+_AS;&I.+(%L#@ EO?I*W4N=1VEXQ8W6&$H#".TF@=_4 ME:I**75=OD$*&'H$*Z<],[N58SG\O R9JUN
A2AB?(?"?B&S#=V\3IAA?6," M(*Z9CWGFT7#&-RRQ@0.YA9Y[&'S>TKF"0@V;?WD^+S[(A/3)@C-NG:5SE"74 MWDS@NUH[&8;LCX-
]C[A/K[V1C#5S7L3**5S4WVQ)J85SL9=S+*V[AK'ZIB>$ M9Q5^522QW7?L$2 .%25)16#A62 8AS)Z%7<($-$T%W# DB2P#I=HY4NX;7GA
MP.ILX7=L;S*BFT7U2?".SK$(W<*WH6&!%N\(8\8B=S.S]])]!?F M(5X'KR; M>YA],-[P3U;N.3VI2/'U\/"!'H'(T(% G4E Z\M8SL)):0OHIJ1_HQTH(3.("/V$0JL+,W
M/@_"#NL,D'J0C\%>X.:"6/^K1&@N'$%^31V3F,0\T]2OB?]8LP*5TR@7+J.L MU8ZOH'AJKEW-.SD(5%QL#Q1OJH7D&"=FMCX^A7W?ZQ;&>YH%H6F4HPV7 M(05Z/-
H!/+9H&&'I"MP%[F S%F)R"('*QR'.(??_K;)TKY_F!3M&A;3@@E+_M0XI\:S4EK_4D(D$[99.81"[*$5#(,)B6H!KFSQFH<5Q';?M9&3\3N? 6/IIP MNT&Z;3;;?+Y3(3%+MTE-
5/MQ6&M*H].,J J>B2-2F&6>6>[@TVAQ:3*4J15* M60_*V\03)2400;%P!KH#N9-(*HB13W(\B+_*P4CJ'L)'8;?/6?T2M6B.F= M;F-Z3Q#3ZVYC>H]QC4!\@2(#I
7"Z=:O>_'R@X,ZDG[A9^SM @[X)LJQ4L#_ MJC#;N\"";P\P@<=RO3BH)+K2)A82)>2%(UG([F;35:[:=!P$TZ?+/\ L1O^D M>-D6-KRU?CP7UP6?
O59]=HYUVQR,>D0Y\D"PHM78V@N\.4L8&=_%%W*_+'=H M8DC-;.R&)Q]LX'MZ4OC^M4*V]S-=J*7SGWNZF7G77@]G@\BJ_WEQNK+86O%% M\]"NB@CKO?Q -
XGGPTSF;S_U7M:07MMC7W3LYN0.[OODV#&HC^1V2T.)?+>+ M?=/DZTI-XW*$D9E1VDAKJ(O<:>,7C+>$FN[I!)J)Y;$NYJ\8V/)?APC@67@A M&W;F.Y>W/9+%1_*^)"4A'?
ZME_WTTK4(?]A>WDTXOFG$\7C^>RVDZWV?RLKO>""P\X)S+)YL"L[O%)/-@,,07)ORR>;@B/U=KH5KCE=P?!\C'MS5];5N.!'WMUW M8?
95P1E3A/W)SAAO&M^Y)YT"F=)/?]O]=;AU6E$YN.'*-0J_VSL>$.J.A0Z2 M ?HBT^QG/QOU=CK[!T&G>Q)T#@]W?_%7=4YHQV7[QWE'Q(N79_DXRL?2-G!!
M.*/SXU(6H5_0./[2,,UI_TUF@?MQ]-H^]3(IFMQ?]:+N M[0+6=@'[S=-I'P;[^_N/O33;@$@@5>#0J (/.JF#X];)"G-:&Q+K/C2)-6 I M'I ^;WKP;HSC]MK<^ASPEH=L'
\Y/FRM,J>U(;$M#]DJ'UO&L0:,H[V_O^4< MSXYS;+6/+1-Y3"9RN&4BSX^);-6/+>=X:,[1V:H?SY!S;*;Z')VLRF7:P?]!9D[D<'V^*HL&$U7UHPGH.[&(S%8WCG[K[<,+MDS5C'2L:
M"/^!ME/[9%.8A]!6YZ%IZSEPCPU2-DY_ZJ!0:!^O%\MHA@-M609N37=34!U" M6YV'IJW-8QG-G.$7_V9%Y+&YQUW6NYW,=C(/-YGG?-M)<5A>_8-?>%E@+6G_MU[!(A\,G9?+
[HS^U#Y#+=]=+@U@OH;U6)M!!Z[B[)E.Y28$@TNH^-&D]9Y:R M52"VD]E.9K-O^YT]#(M?^ E[17^JS#K12J+_J.$\78VV]EL*"?8ROWM9+:3 MV=[V.SL.7J?ER/]'.$Z>UFEP)-&D-<-
$'02G:P/]62])C.DK&,S:E>(:35>6C2>LX<8[WUCX:,H_V?K"_ORYI M$VO&/4Y:!YO!/82VMMQ#N(_/B""VH[U&"K".O*HM@#2/Y)C2JYJ?$4_E;4 M&1R[#_KY-([@L =_E3EU"P_S"'O^V?
Y##0U(VWO#--MK[_L9-K'-=>\A&BJ0 MUMK87^CO85*&V]DZ7+I\!4SFVYN-_I8G:PX?T MW_ACV!/])?<^C3+LHY@DV+0TQ]5*NS_JO^X/8%9T$/A1IK"A,+;EE)'\+"RH M<2
=Q00H; Q_T!G@#S(5#@MJ#@PB>,0=6GD^RU]XUWWNUO;YDQ)BR;&7E#26 M;_'R^7^IQ=1VDV^SR0>U33X/8VH"S)>/KR6^J1^G..^W"YO%=QHE@+R_L M" U/?
[O5V__=/!26U. M3(@)MW75)^^.YIS_#C4BU=/FELA4FUAFEZ=F\H'_XD*O0UI8O-B59K]4TQAH MVA^#THR-3\V>H3PPFU;?'GI%?5"S"^8.->R$;8>#W:#K(]?W.$VP3>G0WPEW
MN3VUN\3Z^W\Q>XLO@@>QH[I^+ZQKCRFR2JG5;J?_)Z]2:IC#!9VF66$)'7Z6 M]*-IB)UH^^,P&='I.SVI19K!F^*(A!2U]?U7&<;<\!5^IM1 #713DQE<&?
Q(]WJ&'^*/F(R)PF!)>MA6LPYT#SJ)5K'N M2<59[^%N[H-ZLK_M@_H$?5 /MGU0[_MZ?&?+T8_F?X$EE_F_D>54?=/.)%G MUMU4M,SF[J:H[MBFI=CK6R4Y/S2%S_
9]T[UEOSP_<6'W/P2Q0Y&S4D5Z]! I).!A$:M MDU:M%=:PWV=92:(IRE&IR#DZ_8@7^5 M$3RL^[/#,N-R8/NT*&P?AYS"_MQ-(6!BVL%XGGE&6*K M=+]?LT=QZSV]G?
4O'4)@!4E/,E/#&!16V&<_,:;S,(PRZ0W"-C&U@\?7*NXW MS$90987Y.+WF5Y/VXL&N\PBTC7A,\J-AEDY(-R1=CKJ^DPU+\YKY@Y3Z8,B\ M A^&1?LZ$"U)D5JCS]CL#@R5,'4
S>%6X3K^^&;V7E^5D@D:+ M;JKRP*\[=QG)9Z*WSRD(1V+,P,XKO5V>9LOO2#>5E9UI)O!1[CU**G*7+2"J MA;2^1BL\$SO3D QVI/.6GNA[$=(H")[-
^I>?]+HN^49+9^5]X./%KD5J# HM MR.=/JB@SL.6[:[+:!^>:[U7AOTW0-\.78.?W-,]W'XN)[I!^D)8YJ%;P5O)<
MNBVQK&MQ+DZQWML*]Z;]:)OX+DT&:;;;+'"N8[ON>+U@$SK^#C<%6WR?GG:" M;;^Z?0\TP<<@N,ZC$5SE2!_\=5JS;V8,YGAN@2.Y)YJ3[]&QMJHBWRB[Q*PX
M7.1E6XX9J*7;W_,:;[V*N0Z!*R$?#&)DTQ=RV.X$A_O[F[^0-3R1!2W:EJ]C MI],]A>M/+3?79B5W.Y(NT-;1T?$Z+:1SIX4@1S[LK'))5C8"-)SPNS;XAW;K M *7H@^WO/4N,NZURY^
H:)\<5B[$2@)U06;9FNS)G41G9RTNT^UAQD%[?S\X M;!]MYO0/@X.C3M]6]6=H?=WS\X"4[;&SK][LEI<%C-B-N' 2'QQNZ
M\SLG[>#DY&055>36@N_VPNZP==#=!&%W^VT^.@Y.CTYO+^ VQF*\DZS;U!L? MG("P.#@]V,SIKY,==>O)'QQV@^Y*BOH:3GZC=[Z#!E)PM+^AD@Y4I#98&=T' ML?
%N+^JZQZVCT^LEM>PO1P#\'.572"**

!_6'@GV=A-/+?I'F!&",5IX-[I:/X M#?%[C9R[//]L@',%!GT=C#COK*#RBUBKHI$KQT'@?T)846'4/_RWA9KX!_N=G:M=6/Q. M%$6[A$+46+F;<6TM#6R[8'@9 <<8^N<@[A"G3J
[@C,B4<.:Y-$@#)GF)J=E06YP9L*7CA=?I-'M7_!M& 0&H3 M>"J+:!F#:#B$_:=KQ%=!0(QXQ>SH>%J W^F@Y8XO@^H'.EI#3O4IQ MLV/8F
8;OX57J*4G[GI/C"-2<,2\:LKO1VY!OY58:<(@LOGB&(2#I0F%J!, M39&W.U8YU9^W'+^9XR\$V#793DVIKYL U>+@WTWPONY:+Z"S'OC$NR^@75_M@\%6;M(SE\4*#A:%EY>D?
7°?:%O]X^/ 7]X)#3"#P\)L]$[UKD3%,!!]KG8 M/09V_?# !R9^O&CG'7[L:%5[A8^Z-%W'F7_.H^-%'JT_9L+B6[.U8&I;_GD M+2_+PY_U)@0.%M5^7Q$ 73&?.1XH=(R)_",$D?7Y< >
MSAC=3F$[A0V?POJKHC>Q(&'=S31'Y&[&L[MV#]J@VIYM D@^YM6@W4D]A1B &SEDG3HEPE6?L,(+)<>(69NX[K],LN0SV.8 M?/U/;&.8=OLH..P^).S_/VU##P\/'SAA[[X0O"=!]W
#YMD%Y;.["1MZ2A-M M;Y:S=R5FC85QN9HG(V>4E"B;S7-R]@4LX>5?G*Z 7NZ@=;^I M(BBIRC)Y2I!?U]@T(A6%@0/'WFK>_]D396?)R?I/M'.$$SW=@(D^>%&/>YKH MP1&Y2-
9_HNWCD^"D<_R\=._75MD&-NSJV+H(K56FY]1PS<.%R=<4] W7RX^" MTZ.'3#^]-_-AO[,!&MG.83LXV@RO;??D(#@^V(A-[72.@\/V1DSUY*0;'!QO M@O$ I HF67M#BLU\)XYN(Q
6-ZYEYQC8R_'AP4-7;+S/&1\$[8/C#9HP[/#A MZ>DF33C8/^X$)W21-V7.1T='P<'1T0;-^# XV#\-VL>;=/> DD$?/SB>OWZK M9??^8TF+49VR3\'0T/\!IN)'%/HD2*(@
M5^J]:'5W0&I:9)M@W]G(3WP;%4WX8PP2[:UML+>Q'03/&EE]E]ND75Q^_&AJP[Q-D*ZC M*^71XJD<$!4,PB:XU3Z"\'WNE]0VFCO/YJI?9E$1J;S6T59*/)7%..72008K MSU5FFF=
V^_Q3Z?3++V2EFTE7O>T_Y4[W.0M^ 6LIGW*JWF5AMF 2MR '"BD MPVU=5L#CA\Z+Y@]]Q^D!B][U5GIVDN!K/P:Y%,X2*<%3]'. ^L.I67A3E@6 M_)I6F9YB0D#V)OH[/+UV?_U?
X^X__:G$ACKX5'WL%:&Q]/='].K:*"JW1^; MY7G7=H5LW KU35Z)^P^*Q0!^G^?8%P_/M^6_-WW^M-J04$]'IV.P;;NH$FE2 M")G^SVN$L1]NB.@6:>>4,-
/5$U+A2+68W2;,9:NJN6W:ZHT.V,A]Y+ MA] L'Z%&FIS('N4Y:J7E%#5237_ID+^$.P;:7D)4+MV\5YK_Z_IBT(IK09[M4GZ-
)UOKMVW6H#N8V[70&O)RRC7^\!]/O:+&4\K4!$P%G"\M)+P*HYCN"?+Y M85F4P![P^*@++SW"8D/Z@[IBA;\FWK/T %?PQ>GJFG=QQ^D.-H<_&LV@0?BY
M8DFV8^:+6&HTN_4U_W%I)M[MGJK7C!#%\. 47?+=1YL&//7#G>9YTCHX?:;;>JB9O5;T8[1DU7P;VCRH@*X>H^EW7 M)*,_)Q0U !3U4@/G=^4*XZKCJOCI--Z\S*I*';48G.,S
XLRNOJ^$PV%6LN4VQL=8Z"]OZQ?K=T MX)E6&GCJO-9-)&=,(]QYV+GX- *-B"R7<[!BNF/Z6B=EMDI L?PCRG\ M7TH^.U;?\?SS$H9"5!BWBS\Y/0R.#CK?-=?:/MWQ$)=X6AL43.?
U-7N23$A< M&E@299]3A1IBHMF%'2OB@G5: M2@E8?@9'G3#%D%^7UZWF706(#<3_&_H1E1ONY=$@"K,(.5F:!80'3Y._RJ1/ M@H\V)?0G*ANA6@H_[H-XS"/\,J
*M&F"IQZ@_QAT7$7/D%6ZF)G@,UPAN4%# MEKY?\QE;\SO,5 / ,S M$WV'S=N0@4=%H53@67_8)/R*HA!D2F5F P52FFX>7AY@_[RG29KLP8:!>D L M9B#GRRX_,P6D5?
U59=A@;E*>F13R!> LH!2#5@""9B1W&/2!9)3S+T-677!Q M6(S;%#6'#\Q4<*>&93R,8$GPFR@#*8@V,8AJ.ZGK<4I<(,Y39 6:]WDUUC=(M%>OP\#.%O!?5/9QV6-NNH53V)
[<=C&O>U-I\2G\N[U@A]-;9AMZ>(/1VM V] M;=9%BEZ>HY1S^3CPN4A>_MG(EG%H/7(D)6YU",3NL%[)@T6&3- MUVPX[M.
(H,4K>E\0HFCXB(!QYB\DRNP\6_&@XXEMQG=7GL1K_N6WT8P%3(2;&[H>? M*6C[BR^+,=>N/2V:_82+.Q LY*T-KVMB9>?C,,HV8ZKOR/?PB%[XHR,X>[Y? MZ/S0=V0!N^ZLZ
ENDDX_+!BSO4 $G.P'^YA&V?RCQE=@T'MU_#?<5A M%J3$S+_P#+%=UJ+0DUW5L[M@8QHVH].X&\ ] M.5B/LSEZW*-9^9*\3PGRHK$:G"+D>QT.077.ZJYA^/<, MEA7'%2?)-
)R9^JNB=*-3A/4%?DU/S5(.J, ?>1AC)=8=[>\)V:,59EF8B*/) M(J;>92W_51;VE05/VU=E@]0R0B,*V[65XAC$>SQG!V4 M3#J.O4-;$VB?_R@-*305]L>1(E]87N9HR3%$+L4@
.PP];^CN0]A\P,)@>#C MO;(@2HJC"2"B_1G6#JN*A<7N.-\Q$@&$G0TG"%H!^B5O^FG,-\]Q!EPU8,4 M=C(4OYU"4HY4 O_-_W_VWK0Y;6Q; /VN7Z&7V^=5\DIV(V8Z?5)%/"1..[:/
M<9).?TD))(P2(=&2L(-__=MK[4%;$P@L,#CUE[S^)JL3I;W,+?- M@O5MEYS1@&/24,D8'STS-ZY/T!8X>#"RK)!M$Y*#/V1_?&!,("^54*P_'4"H M$3=KOG2
MOGO%#YBWN@1<.#@Z>Z.IH@2+>1#(M:084)I2"0EYA!+I!L6I M-8L&YY!@?,],/S0\[6]4LY2(#/F5ISH>=>*.J,N MHQF(1P0!^$, BPAP-N*LI7],A:\2@.:/#^A4 BB
MSCWQNL)73^L/HQE !V\QV)/O%U,2:)SK$\,1L!F13AK@YUA%?L+X8DY4)HD< MF.5@!T274%AQT*Z[J6(:E>RZK62X;@OXQXEBE5:JV(5^SS#&!0:D*NV&QMAV
M9G^HO=FX[SD(C78MUMD+4W%<)G <_MKXM#2E]KN'&9P2-V%U5I!@#F^+;(.* M7B*X"?T1AX><^$2(N M;H[+XZ:VCTJ :X.P!+[+L"OJL"^1=J2PKXY>"UYRCU^+\>L&TAV,
(9N-S5WL M,51;%J>J5#4E6CKM&(C2$:09#TRG$$79)D19GPC(S'7@$R7L-Y0*\;(*G4(M M!G?3!)]X]B@4^M/ 1QYW#V+VE9P5((924V9/QXB#\6>F\]2H))#U&9Z:PJPX M-C-
;BTD2W[+'_2G1F8/X<>BR-.L&;DI_]J;A@3<\F'B#'Q:+V5@_X:Y60'\B M&APTE#25#"W2"$.649 ?V1D3!1QT_6<@T=83>%DYWO#B#41K=R,*<@JY:R>&
M[UHFUBP0QD3_B\'*E[^]VHUK_-E_@RF6].RTLQ,] 5R!Q2JD9/9^*F2QG??J M$A%Q"6X+]B@2NXNNMQ,WH:VXQ'WG&K5S+C/A\,X"9O#U48-SK+R/0O-Y(U M-RDD-1>7>^>4-
\=E1?UA+Q8 M%Q (;=;V_(B6T4[6X:MC>;R+[41_GHT\NV &/L0^WIO^ ZQ!=<,B\8&0N=[M%EL*BWU$=L'&\G,D_#V?AX':SCTK1E-$U@S M%&K5.ATML1UOLL?
7?,92[RS_4IO+Y7J6:5R))I/&[2TD185R7"4Q/A4^)L=Z M8L,]:)](FG,P9;]+EC9WR<]3%_-N>E"6BVL<>:8])#=!%_U+UI&KVSOB';C4
M&V]B#]26WM9893\/8O)Z\Z%J!:$]YC460\N&K!(HT N"Z9B7<@?2H->H&P"[M5V#%2C98$35^X<(C@"![_VF_Z4'].JO C%>@VF\TOCB6@71I9.P:.UJ6U7$@
MUB>,AG[48.3=8]5&QG*I_++J1>7+A8VQ"KZ99^?'Z6_E01F*JN M-1KZ#H>0'AL$>XXAI&I5J^C;8G&O9.-NVH<7BY^LV1_2T&K-QM8\SJ(/_C)! M@6Q.N">:
[7%_]HOM)7.W:UZDH;6[&Q#)6J.);2+[LIDI\9N$+7G8@WX:3]# M;XAE35*;1?0U9JB_&NB_&NU-!BF%F9ZPMI0BT35:710L=1I:4$@ M#M9_[,P=')
(ET>$V\;VA3>?:L,)LFEXL&O!'[20=XUXTJNG!$!OXX910FVT: MM,0*3AEWMI(SL-ZGEGJ/W1K[E@KUBH3_F(NE/F6PFKNBR3_=63'?8*Q* M=U^ANZ_0W5?H1@?
_-3WES[Q_X7Z/_1Z/C23)=82X(>%';@#%?W^HTPGAP="E M&&M0^,[28,B%4:CZ/@KU!%&H]CX*M69:2%/!=DJ^)#;A#6WSOR^";Q6]_D+< MH?C-CT]Z1]=G5S=GEQ?
Y:EZU+TZN^F>J[V;RZ._RH=]C4VP6?CJ1JT,E=4 MN"<:\M.4#272%L$:LVF?:+"67-::H<^Z@Q.=E]B+B361Y (^XFUH^4"SN#:V M[HA&.;%QZ85D <0.BML!Z"$ZDIU:/^TS -
L8C:8CC$IY\Y2",I,+)A1SB[CBYP3 M>6R?6.1*? ACC='LONB(ZDM@V=38Q, M^*M))V_0&]/:9WH?FKQD^^A0*UPQOK1"GRC+:XP%*HLQ#G8)(;/N]2V'!E5 M-QIE"?>[E'*
<:#R[O*$#F^%(E_*[\\O1U#\^;06?3F]4P1,!_Z?0-"T-T(YE M ?Y6.:Q4='13X!\U:I)22QV_7>'?EJ:]Q">]P"SIC ^E*)U1ER!N)4'<@EIJ M':T1+161'^<[E ;SN,4NH6:QX:\Z]6/58^."]+K6:1!
=>H,4$KR8:0\/O+] M1N)Y\L!'V:7K,0=5](7$Y^3E=PGDR UD..T:9241J_ XI:DG>P7,M]0Y2A05O%():_AA^ M!-LQX67'T([$#]@H*?
X[%UK5LTOWQ2Q@N*)"A/6A^CX'KGPH&F&E%N0]WU'^ M#+Y.U-A@]B_-AX8>G('M_H!W!""Q9SQ4"R*+PI!%?02R./:_4YO'47)01:.P MPI")_'&3R"S/F5)MQ"=&.-UL.DE$.[34
]"GP595#G6J$@6*(,6,YV_#O<+D MT"JJ-:5+7;Z BG1A"A=M*[-T6+0AQA8#R]0R&C01R;U&L8A$C@+6%>(F_$-V>ILQ+ MO%ML/7'CG>/LLDXG!H;S9XL>2:"JDGSB-
$>U7>1D'H2A?(MAQZ%Z*3@K-/2- M=&.8C63_1!P@G WH@F,>Y]V2\0?XB$EHFB+AI<;G4PWXAS 69$1E!V![^?: M_@)5&F^HR:/.&-)')$FGI.5A-J4YO(Y"H*3-G>&N,2
F08/68]]FK">7)5*M%]X723->"D/D(80GN2E. MT.B'%48C-QE/$ZM16!A]V[%#T5F-OC0$PW*OGCORGMX:#T;$J7T0&C\LB+:Q M(P:QX-^,'-X[*^I'YUACW M9!:GB+-
'42UZO7<6$:CD1^T(]-^Y3 ?AC&1UT ME!_[/&R:<(K$R3#QC&E $K5+O"&^OM 1 HM8760?9Z9@.!\%+NUG.X-=B-J" M71;O/.>.2W%P6(#)30'&C?IL(8[GRR ,0M_T(#:=3AEU<5-
@YQB5TT626@H= M&YD<1YCO$]HEL?',]R@0DVGL8S)/$)/I[&,RVTE(-)YCO\ESCT!IZ,[IE2<& M[>?M6_,\/]RL"I1(S"U3++J05^Q6+@ K-QAS&2/U UFLC/S*VVSX\I#&! <
M!0IX'A_S&"A&*+6E]9FHZ1P2/@#M1W$9HFR"ODSM/8/67"TA#&N&[J@$@%2K MB0##]Z3Z"?I8B#*%"J$Q&/A3ZMG@?R2 SN4JG0Q_J-QD'D\X+2#4 ME5 LIB[!JX JU?
PK%OX.W@,0AQ,30N?J=.$P"HR+K*!S95S M-[\C)H0MDN1FRPHS]$ M4Z!QLD*1"CVT5=S,8-HY^B0 D+I.\#6YD010=>),_4E5\/-*2I9+!L0,CSQ MD4Q6LHT8)M"(BX60%-BBS-
55QU;!K&V?M-%6B+S]^/>\BZ BLE=D.;1I/'\ M.,[+7KK8 T(@@R,,HM/R;C4RG]LT=BX^ARP+?F&^FJ;%R[]CX9#[D.R 6 M)=D?L)]&I5B.&
[7BR+M.))\7!WG26L:NQO'#Y#JEU)13BJ%8RC$Z#YN0QI1^ MIK-4H^BD0M9G,#1$CJ9C4V/.INF,Q!@D"KS'7(Q!$>\>.H5<&_.)>=184^"9 MJ1Z GS A?
FGWIWQ;QK9M<%J::)'G>:MB]6_3Y,;S<=Z946LWR'5'#6*+SBL M* QV3G4H$HKBEP.;>T54D=.:_UT_('1+HHR(")X4O,9K2EP2WVFZX?5FHXV45O'+9: M,A.4^5;$JS
%/^)%@9;5D"+0$OR+42;E4 IFSE!J#C16/3 A@H\L3MCF#+45 MZK6CH\CQ3I";P6*X.X?I77 2W7 G$1V;10..WAA<3]X=FQLO^V?.C?N=HXR< MJY#_\
(23C+P,A;K3Q@0^U*$R(/(FL.6$_.2H'AAEA'4F'H$ES&D S\S/&?K. M(*M?"$4JX='-:]J0(C]U0I9E'MN3>=D4F@$$/5Q0^N$ MT J$@ A$U\-,U"@ M-3]U>P;,242!@.'"@.SE@\4W\(
403'EJ##Q@0QXX(*(=!,4)*(=B$_T;48\ M,+?&Y2L1,@U@?2)N,;R%6BLJCY'[, $YCPV9<(F AEH UJY(*"IXC[]EV!9J MSM2Q1^2R:PU!4Y3B/L#IL4X#?)T SS#O"Z P:Q5$$%)G/-[#$-
X/$R2UQ("ZV"^U/$8(P M8< 0FX[4HF42/&V)@$'!;+9=XC\Y>WRQY(@:O&*/EL#0S:M$*# $ M>PIJ#% M*7NZT3XANN(M=3MKZ>\3V+&$,$*=TSX!.('^R'+,B"](7F7*\+%.AQ:LD&\Q
M#;X_#6P7+"5)[64:O,*GKK"/XA TJ7T3U<^XNL^FCQ,H>2:]'I3L,'D3Z[Z$ MC<$0D9'0"'8-C+$EQJRE=M 4:LP]@RGFNSZ^!UZMSZ=L1TR;U;D%JF6'(U:@
MF(58/.PBZ2B4&U+.$/57DP-#!#U@:NUM'$$4&4%8<@ S2F@X$M+2,M$)!K@8 MMHO#SHP08S'3(,.AN9\4]:2H)M(V!HX7L.3 DG GQESF8(KBW0.:D#TL)IEK-?4YDXH.ZA
M>PK"Q^*OX*$B G^"I/IH;LF'9/D=T E:DBK,-%!RQT]//L2A%C"S0 [A M0I535F\J5%4(WHHP+U%;7Y-?[6EZRVC:0..!/&Z \2?:)!*!I]"#O<^S#'"V=_06])C>]J M$ KQQS1R@$%VT(
Y>V@V#ZJ_UP2+D%E C%T UU)8>88@SWPNM(NSZ7Z930K$ MNYO[>/?FX]WMRC[>O6VDM,!H!F,3(%8L+^AOAI/'CJN<[L%8TB!RA$B=AST D%1GX0> .;.=F3>B_&
M=0U:%02RS5>PIB<&91:)Y&M[>T?$ M-KYR8#A@GV!1.OJ;',N\M:)(B&D'M%41=8IC^D5<46O*$,M;@K&?$ERTDH:@7C%SAYS=@-SDJB1+RD0:49, MFXH*-%C_./X-#++YV'
KM**D2^$*Y?C#\O]]5M:B9+ B&I <4+]< =?$WLFV MA?A%(^X#RYZ$\U^/8PD+0W,\<3P#.1B$B+&ZZG9JX)0>+.1'P1=$DF\HFCZF MHME*?
T8#/C2M((%LN^C66I"YE!U[A>H69L 2*Q ,2VZQ(OSM(,II4'G$U?H) M4VWDOQ"9@3FEQ$*SH;/>O,XJ-$,N?Y&LMB3*H@59VQ(JPT2.DQ'SH3+KF6Y
M>P)*;EOA*#4(3+Y[F$:;]I4JW#+$<("48BLG7-"4WU""JV5*D%53D#U,6UHT M)X$'TN&*6$K&-/I $2@NPO*@Y*.539[^@*>"0/WU>$*[F&AL8!4Y/[2(@9>7 M,E3$)Z6$$KE">

*(9F4@[EV^561Pl9"%L4>$(V>TVY7>$S7K,5\&K MV[&A+OHYC-M;C%K1)!>U"X3Q$V>.@:QUK0."L+X9:Y(J,N0Q 9|\5Y0-T'S% MB+!9JQW8E- PL%[\D=QFF|,N__,: 20XE\@9S3-)E9/AA-S#D@)&T"Q'C!XQ+T4L2HOC[7\1 M-(|]PW+LD>>Q;(0H/RZ*.R$6^!:N3LVN:WY'+QA6!A.90N(HKYC!R@"F?X! M;!YJ&\@;#BQSZEN*2))E6HQ(56/4V$=U0\HU3\<*
52D&"/EV\3A@Y."E2UL0 M%APS#QSM-$1CZ7@4I$WFFA/(?P@IY[^K%(C8S04&UX;-MK^@3Q,2L.IX&8?1!C],8H$C4STWD)I(7(1R&!?22>1]);SJ5 !U;(;0V"^+Y-M,\",@,D W&SP,4NK"IU'3!++1?=`5C]+-2P(0QERS^1: +YBU#C9U G/T - 6/1EC.9 M R";)6ZK1ENAG9]_6%'!0@/C 18TY=!7.SP-^WR(*B",DT;N9FL-<(XG|@(G MWW$>(!$YP.%C2P)%!*-
C$@W.'0TFY=0VP=Q7*T@T MEQAC,4,0$Y HK+!T0!!_0F%$E125[%PI!8)U.F!M#ECBK? :H89!JWAH"9\L M4J-(USVQ,AW(BXYE4ZPJZ9Z!2'HN>Q1(3FCMDQ.>(#E!WRF(2#@JY..-
<("7XM]M:\C$%,@>+-\2V?X &N@960JJK$H=]F^M@3$% MY2"\AMF8G7D)L('ME+>ZZ8;8)K$"08V E_I88&F%(E25W+-_;F\@1L.CN?7HW M$+H+KQ?
IH2(KD(ZB21JF;&#:01'HRS9H-M^*EITS&T!K'}EV6UF6Q4O]-MY.<0!3BBZ0X;80)1/<(0-ABF44JLF275D7=8B/E,I2G@I3RF^8_#*NJPH-(-M<.;ZW8D#@W B [H!?&-
U7EAE=55@LP5.5$SQC/;A8"TR>1#ZRW`/9J1F5H,(98[Z49'/"9_)" MHMD;$0$9[9,.C$/2VL%2-OR%K)A5YN>!.,4`78A^&M'GI6?EC MLVX8/.>)%WSGO2\P!;E_?'/K?
YZS\T)T00LZHWP*$7Y^{0 6R0E5\MGL@0 M;$K(K\;[>&2Q4E5%D7-2MHVU'B@"QDVD5%$!J0**#):CK,9:0SCN"G\'#7B M-(BZ8YCX)+OLZ,%A?V:,I<,DBKCK3=3^YC[!?
A=96LSK&8BN$;(\S%=*U"64 M$%D@941TN'#"M$(#&D;,9*%(R_Z"],@CWJ=CEW` <0QLW/!VC>\LG6UVSCOO^-MSL4Q;GC-$5S(§!?B(P1\§=.(];&EG:[%8?=0/0-W
MB&EBF)%\H=]HD&/. (UZH4|01E./##>$Q->/;?;52K1UN;"*)CE6),1] IE MU$@6>-ENM5ZIU4|EH%[M-W8);9[+`]6,9-HRNMCYV0SKX:=-I[^AT?>&FJ>$_ - MDY-`D4E2C54F2?
5.CCY=GlVGW2N!D^.X+!4CWU\@)^!IZ?]#!C MZO+C1_*\+W1TQA=>]GCH6756OUW=.A^GR8A5(7[*39U.IBMS[0OX9TV0P.8(; M=8'!DYX7A^0&&7.0P?M$>&-R!)66[.J-VAZ#
(*SA+!INB MLU%9O)PFB \|&&+)C5P,8TY!'B?$O)+8T2>0Y6=R7QZQAMG05GZP>RNKL?\) MJQ2BG^D2>XPJ[_8 C&I()(4Z(#DJ&H-?^AA24%8< NT7-KP*DQ=8{T6Z0Z#0
M.=;QE"R]!I?7&R]-=GQFO*3/*P%%KV9#1)SF&;B05U+A/AM-5]J0T,^W@\Q-M %]NAI.:(B@LUO,.-@6'}%M2;WZLLZ;A>YF]\FF4%8NQ[E66=4\'7_,N-'XX MG9AQ@5-
I!#53&A;."DC=9W[D6R)[0^H;8-U,&'*%%*5?LO)**3HS/2>;6=* ME-CGDGJ?,-QC\J#G;_'BC?X?V74W=RP+,188SW17HHSEQZ,|_0|Z&P ?PX>#`M:GU[4]Z?%S!0'Z.%21?WEO7#P0H-
EO;H3,>9@R]D1@B]%,UZM_=*3.!!4;HIV;T1//=P"U%O7.;#%RZ4#TO8LD$-40 M8DHK""H%0UX9Q5,-E6+9589 M?7#I3G4]>FE%('IHV5)-2V2@!8O?]@$.#W$F&A1+!-M
j/;%,XL4H(.D#<+R#ZU]IZ>RUBR M*;4YD#+Z(#@K^W!M%MNTIX%TCXHKBTR"\IN);F)-VG:18R;//\+BR!&!C5u=D0*2/\;)@V09;%!/;H(,>N0UBPPf!N?A!O:(A/?C MUW.OZ
T5Z9$94O(1 +UUR9AV7%0HK$5YHBOL*")E_5RR\7)]>]!V=7 M"D1(3JYONF<7ZMN3BY/3LZ.5[CG[N]]J.%8_=B^Z[TX^GES3S.5)O30A%SLKO:.:!1SNY+63]X'-QC1 0#!]"$O!,S$+
M*'G+M2D?&],+WF;HQU+C0*/=:)HU5&;=F3(]6?.A:?5WN+!\G$"(^H:H]U-M_PH2Z8@P*NK.8F-$Z. ^2?=\DYS?TV#U4/R5&9"DP;@C[_\WDJ!]Y"B=YK*D+ MSA)
(3;:@GIB6C=TG!AQP!-]2+(@]ZQKC]%DSE:V45B"L1Z2DI4A#<1>2K(_M@A&4,F7&!@]E"T>>.1K[*'N-,IFIHS19=22=DY2F/#I0C8?ZDJO^,]?P5GLL M'S 16Q0F$6OZ3/OI0?
(5YQ(QUB#%1C2,XO#!<""&+DQD%9)+>]fJ:FKU:+82 MW6+W2?(&*VYIEAK 8A&+@U:2G99>47L#']/7R-:&2;,;?_3?',;2\0"9Y M(E#SDJ&FY++=4RRHF(R@L94KLH#)1C=,"5@Y-
IF!Z8C S1P TY FB? M_WU1?9'{S6REKT3%5_31E; 3P'8,B^D^64^_(B9D&-F)=3'RN!3!%_6'+* 0 MZLD ,@C"0|*M 1,^0CIYK3+>* Z@3\+"U/O(L ,-7>_E_KY('S3A5QG*%^=%6
M7),@*-PTF$!>G>$?%%F?]U_D2>^$CIK&;2^U1#"_Q?,*R;OLO MJ9Z5]VU%6JC]HWX:2>=&A2CM(EUDXP0MDT-G*OYQMO\&,_\$_]-*9W\..7X9$UH?,*^ M^M;P^S;1U7\IE-
V?9BO0MC!S/?:FM^I?QLC]I5YB?Y]MP-)5F.L' [PB;P_5 M+MEG1DW]C =?Z%WVI]F*W"X,*>]&MF./5'?^L; 6O/U&PVMT6YLR5NT"&U7 MMN4P>]VFM3]5+3G-
EK/:HY%O!Z$W@;CN>|-W#=-<,T!]+4UO;\OK;!=+VRK0 M,"__6 -A[XU4V^F9N3E7Q>#U;7FUEC##:VY-1RMT=)U6T!S):SUZ[C+$PK MD3+GU)?H%>>-Y%^M&7AZO:
[5.NTM>5]:&Y M/!LO,_#&8K0P0C6K]%J0_AB_[M(%X>D"AU!AM_Q7ZA>0*[HIL.9_ZY@W>&!I MLWD A8182-4D!EW@S BNGH?FH::^@Y15%_1E@J#X.P#;C7%G4P"_I^F*-
FIL;0:^D_]S2D(%!:&Q>TQ M)\Q^%,TP(-*&'+EX744?V M:%MNTIX%TCXHKBTR"\IN);F)-VG:18R;//\+BR!&!C5u=D0*2/\;)@V09;%!/;H(,>N0UBPPf!N?A!O:(A/?C MUW.OZ
MJY^>H/HO]^V@;RZ.12)NIATH)0',^_NAOQZ3N.M-C4WFDR^S_R&LN MG_GX*[Y0/.]V_SQ;]CSQ/.5=>IZ-@>@7*138V$E7 ^1F<:VHUHQ,.Q(!S=? ME]65[;/3]]?<7W-
3UUQW(OKBH,!KM2AWX=[(2F8&[@FT-,6^2[SW'6O]E_8] M)4LK,FW(}24<5W,RIC6]TM&:]4[N@;8H:3KG#IU&76M6]CM\@Y16:1+D;.@[M? >]D;Y>)A%G)%08,_6]-PW6G?
^S^(,;3/8'Z.\PVP.94^NU!MC M1I95CWUPB5YT6]WF%]E?YB=.,RFT?=\-B3:HTH8[Q8"8W^8G3CX,IG$6H@~7 MM <8Q'Z.&EL(D_UA=N(P]_NWEX Z+SP?NI$!..@?
#=>@C8!8U'Z3]1E5K=)N M:XWVMN2)Z9JN5{1*95N2.VN:WMD]^'0..RNFKI6!T((/?/?7$A+05[>10_3CU-M)Z.]EK_S!:P6EUOJ";._S!:@YCO?LMQ[>S#2U*;
MM=)LURI;>./]87;B,*E,]'TBNDA$S\IHG)_NK&>F.^=^?OYJ;WD/44/M#4:6 M.25PU&O'OW?9K*G^+"O5&<+;'SQ+/;?N[2 VCRHVYT2O\G:XV*\WZG,MYF6R MW&': /A03>>W9_?
-31)FY-[36P6WX=I6XG3)!U=?OB""H[_U7\2.!54=,\!IH)-- M:1-Y"'?&&O-']M1VM6JC]U_D2>*C$IK&;2^U1#"_Q?,*R;OLO MJ9Z5]VU%6JC]HWX:2>=&A2CM(EUDXP0MDT-G*OYQMO\&,_\$_]-*9W\..7X9$UH?,*^ M^M;P^S;1U7\IE-
3TQEPB]F3=#!LAD_&D:G|&XNC_YZ?WE^?'+= MHZ4SC+VU\0KK@%+6:(B$VD.%\A#G-3+|[%|&A#S+Q,"Y-C!3@Q54VNDQI?F# M2.GX2OYM9$(+AH|&AQ4J3#!ESP--J3V'ZBG.
<8|&KV<.)8J-#&6#,.&(D@)F M67P4X9^&.O*MX7]?_|_!LDK|Q9O>=(SC!-G)KJ*I]P#"[D:EF$=6W>6XTVH MFL',=FSU0_(!Y!N.$_(RSEO_\W7C#U"^8QGM%(00%BN>C0 6FPBJ
MQ(<^2GK:!#23<#ZXR<<0%>0U88((&UV95EB>Q:R47"`` OI2ZLT(AA"..#B,BD M\V(SXZ8]Y%C8016" , 1W06EF2:)F?B\F&>,,#<)*Y!QE"T]X"P+@>5XD.% MH,3
<'&PB7D'UL';FZ(.#!-2+515YSXZEL433!F"[IQQI3DC:7?__;.,+!=F M.1&JIF0"H&+4G@"O+X<GLHP!:%I@*T,3!F N\E%H59_#]F3+W[?:>7,[DH7~19@C^
M$3%N_..4H!9Z4*_E.>E8]1=$\^VU%/2B^8 #&/T>)(:HPT]CXZ<]GHX7XWGN M8&PEA]#1'.YY[P:H#FQYX-M]&$P'2AOK9L*$RDH:H\+_%D'LRK?O8 39%3'(
M*92XIB@YHRLB."@AE,0_^*!ON8$(^2GVN.Q94+]E#-3)CXY MHV!A. H-GRAO[J]3-F#1""+'-)-TV0BIA&RSD&4; Z2=.[*^$?9RM":@C|N IR28OQ
M%8;*66IE,5MMCGJY^]SE$Y)4BJ%$1N1!QA4ZD%9%B^,#;8) QXV$D+@0\ MP,^)3]|[4H2)RO!L:4_'O>#'MP,-]2[1M1W294++((/F8(?AH1-3*D;W_ A05&C M7MFXY"676EN6P^(;2L2.|
XX?A$>]&]9T;=-2C I.#"I5H.)R23 MM\$B6KV#A_X'U$G72M7;0,.H7:0XQ"%&[1H7*.8,SVP_MKW-B!+|\X 2) ML[T%>N?%&*K7=1B@+6PES^4C/P=)LMGM$4![WMU[WU_ N]
[<^]]7PL9;46B MT:(N%?TDZM]#<^4#.#%9S?7N?6.27[DR/W/BS[X8N=@CMT:!0(=5SYC2$(L! M9*1]) Z+9UOQL//B&W,N "*D4GN!Y$$?]45#WJ1H=*$)H)R@M
5S>\)>+\052K8*K1P M&BB1\$(-AUU_E?50XXB6J_X'2IFJM896T6M;>|*JUFHVM4.EOK4GK#*;Y'R= M-9XOPNMB&^1!C*F?B8;3PGOX)6%2V/J,F2I-,B++"ZJ%99&X>6.GIOD_]B3
MTU3.I3QVRO!B9U[.I6[)'"%W)-HZW)IS!*G2MHU>U3KNU>>IX'.[G56Y0*]CO+ 6P I#MQ*)=/?,X= MF$26>NH8MY@'<2J5)ZCGX+^W3$HFC9TEDT:
/H;7U+66VNWINJ1JKW.38WOD\N>'YX=':3.]JKIF"61!:XT!N_=/:5.+0:U6BT2SA'=F?>Y>(-MXG$H_^&XIT?F1GM7<;Q3TYJM|OJ8SQ+#U\WV/Q@ST :)*DBIH+.K5*"WMUB-
M6(^YGO(./.PX.'P=_6;YKJ/^O,2:?Z@:!-\|$0\FSI%=V%[)>=<=N MD&/O<7R#?/)UHY$.[G EDW9|0L=BF*_O*N9W.E]H.6NR7F^EVTQKL&B_GU
MME:M;RIX61:+OQK9CCV!QDX#CM?57<5KO5;36IW=TUM@>GKET?2XO]!8I:$U-M-A;+*+W/2WQ?]-2QA[.-9ZMNM/==5EX4OE393?&R$M@6%7QF9UGZZV_;)?=)
M>HK&77B(K>W=%76GVF1/KJBWU+[EUC:TW%+3:,DY)"*EXB.(DN=.SFU&(8>]X'A!JI^8LI GI_EQM7K8$*T6\!N[*E$#Y5M#SPM=+!14 M2"9E?5=*@#7/_A.P5C)@/2#.
(O+!1*W?"#^0($]\<]B8 5.+/($"@$OTUT M'IU;+ICJ&\!GTYPE\G)[-*D8&!J;QK0]YFLA56];#UQ_W\#+F+0/"7'$"D@\&A? K&>0SXIO MQ[@<$%,<"^.E4$0L*2,B?^^\D
MK:,F)=R_$66#Q#]J\BP:*UC%MX0'?'#/1 M2;Y 3@PGC2X8=3P^/[PZC&[VGE_L4+GVR$*A>DVD/!R6"UH.M_]R1]N/[!Y>)O-THW_?FBF^L92D(F]WLR_M#]82U9DF=3X\G
M!Q@0M6S@&/8XR&T-PUK_F)7/-N4<.?))?0]IR6/E8R2QT1MXWZ3 IL4J#6N M[6N-GZ#6N+6O-5X3*2V%DRM6&Q>CO4>H!LWR=*4RM()"F7[!B%GI5$9#0WQ0
MA:FV;MH'.#1AL=\.U9>B.1W_/48X%>DSS,_ K9Y&H:OJ+T>ZQ*H2N>C D>7ZKDD8IEL W05:*$Q\B*O;&6%OO8741TTS'3L>B.1W2H<'-M/E,"(N=!*9!
(6E.AE]>4)X:#RN&@Q.%P8MX3J^P#7$;CYACTQ\$_NY:F=DUC MK!Y,1LAZ.75=SYNH5[X1&*;&B(N]6$0;1"VBDVSME"E]"C0-2[\+]&R2T5!O MO:,^M]A+X&_[ULAPAGD/&=,;Z9?
A5[%W9-JC(KG*^-Y/@K9*UG,50%OU["S[MPF?I.R/>PK,P"R"Z,UC]J-+*D^,HN[3"+GW!^OY$KR.=.?1'-#DV@$9+V35HTC9S%&C0L|%%S7'1F^"&K^6@QK%IDH"KI)9;TR-#<
MZS)\+PU=-][=;I2A9'X%QO>?6?Y8,9+SSY^321\1/9R=UR/0MG#-M>I9Q,SY!D 5:FBX/T79)$*TUM69)$;TPI=*>W WB\;L$SCK82=3Z8^
M^2TYY=RK';I_&>'(@1:%YZD#W]M#O&3Z1H+M(X9SEFNHH0].2EDF*?&/Z%JE MDNM!?DF_".V3:>-$&J47[EX0"]B$]M4*F**7A2D5K5EO/@VV1\&_C%Y&BP-Y M\X(^2P?
LE"C60\/3QL#BB'/RDW QY&Y'(^/VQ!1=L3,=M&9NR-#EW9HN7GN MXOK>7?P$!N+VWEW\Y$129#!4>Y?!4$W-V>=%[?W.54[I.7 MQRK^YN18O:GN7O2Z1_C'G1P7A?
>|MF!N"$T*FL5'-UT1FA[Z-6VD4'FM F_MB@EN2^U.33M$,6^'H458'1*8(?;FYG[4HC]B/WMB;Q#Y#FP1^E_;8S9U&]>^.M9V9>^.7O??BN2XP3-B^.]?DFVL+_.C'U1YK[(8.7.X0;Y*_T
>C@&.4ESA(8 MVE2-PG&KY/M3AW:8?W6HGKE4_3Y7]?)NN%00HR2,#74MU"]6HN&%.WF0&M2("V/RK= L3#&[(<!;.^1%O M\R1^.SA*TG8 %Z$D& |C47YJAR;A4\.C(F-
;6EIZPAP1(:D(N6OTQ5NL,D-Y#'L_]_', M((K_4SV% X:O#A(;$E<<^ [&L,4-U>]3\Y8"49;RT0'[AOO#GT["P4RA33@" M:+3F#F8(B,#*N M*6Z
MIBNE]30E6T\3^]7P21"ZMU\1D58EFEB8.%@O*A*/Y1)AYE80(-7#APF:1%%^-M0H..@Z%M10Z"RV(E&Z;QELS#(>!UXHQ#QE0)WS7(#>>+V>1)^,#-J9R)5Q7MZ
M+.$(S&D\.O=5$IPI?E!%/BC"FSWTQ+Z]G1U PU|NDF0@4!J3.5>\+*(45RPB809_YFXYZ]09 =%,F MO#$973_BY=D$P5&K M,URU(52=9%Q=3B")^_8_$ TU4-X>]MTIRX1*:SW#-
[&W"DO*A$*5 M*3'1W9"R#P?O%"%A]K##O31S(EXP:X"&NA2,#P7@ZV?EIN!Q1EL+++'') MUN$6$8|/89[""88^IF:,K-?
AA^G'U+/KKG#>27$CY;=:]X'1'I[4&OF+T'2E5%\#]A$)ZU2H!D=UW)7D3LO%W]\H3B.W(-4YR)2D1'O,!-L@?:*2]U:EK;8*-0/'M2D.#2:(L MF%8E/]25*, -K14G"2=[]@-
MLGBJ)"S(2:0%1@&VX+1)O*#=0T"E"$04=48 MRL$PEMP;%^#G=4F]V=G(;I2"(^/<<:'R;UU*3]K&$%%X O.X MBK. Z;E89F)
MT#![H(&'8#"RS"F.%$D%@W&W!+0)7O9?";$N*1H"NOB8 RP-1!#R(5B^ M=>TF?PB#TE475$^ CB M1:W#R'N1ARDV[WOQ$1#SHM F8*.0!GK#%O"6ZC!-6B>FU.:=) MI0#.
<4!7"% %N-S*/E?F<%5D^PIRDM?N8$7!EO%L"GFVG<;(G=SBQ3)-[/C. M93>GV`,&F05\$]V!S_D)?,[ZWN?!Y.11I&5F9Y66F5?GW0OE\E0!/NO=7)^]
M_02=,7>R,>:YY<!]3:D7&?/5,3EI">Z@*^{QXX|&! M+R]2B6/'(^66W^#RMD276H'HHN)F#^B& !#W%X6 QB0G<,G]6WB^JJY2G\IK-M+39G60;,@d=!:
(T1XMBZZ)]#/*H[H[/O>#R(R3W<38$IQ#RTA)TS>2I0M%K MO#_$=+C8$2 +6!Q!WI2E=,3,B' $C"-*CF%W"XGXI7^7\R1M%[Q.EAF;!$" MS]N&
[;,Z+IAR$)N5(^'E$#O>_LD#AY#6"_G[%G1F P<#1%# M@EGL"_AGT:/-X\G]:E57@;_<4>>_[OBF-JL_: RJ_[ )#?E2" >#6 ,41.Y@-R R@O9K+$8#Y MJ>'241:MEW,$!
[#/YE!+4B0*5\IZ0DA1$5 ?10H <>D)\.;/*$3W]+>=5NW4B6 M8S3S!%,7>4&.5)'MQS]E/B=HT, CD?)4\0'+,@87C*'!;Z$,3%M"; T- RC*
MBS2470!!W\Q/*#6SKT>%C,980C^=.S,:N4HLG(<4.V.5N4 +X@&"A(H0A$: M+, "]K(F,'=S> "*1Z-]I?#]1P6E.6UW9Y.T'*$2"@U8UQ,..NRB C):O'/XQ3 M$L*
)Y'MPN4I@V$A2L;Z*4/@&>NT^RXW0 RNZ$$8UV>]A<<"S$'(ACN8D4:H M49D5$T_ "\M\%",EGEXNIL,2:/+1O8MX8IO[BP72+A:0&!BSDU$!|FG%)>^A@H89]M@BW2
#XL4&5"&3)] M"1.=3)W("HZ:GNP"G%(YQ^C(@SMR,Y59_&RBJ6"GB4[^VWM!,,<1O>F%X'FP M\3EMCA#Q>|>XWY";?L<%IF> _PEM6D'>FW;Z-,C5.HNUŁ@^\,7Z(-8Z8%PC
MV9J4S8YIDP^:##03U;3,#4C>!KR<(^ 5T4.8EX%[??*LO>[0(6/XT'Y24>4 0 M+RFFZ%"(Q.40B+C&3)>,,//94BQQ53[^@0T'.3M#)6 8 O/%__U;^U;1 MZ" >Y #PK>%@CG(/9BD%?
_YN/.[^"\9P_LLY\>5+<*#>.@K.;"LA=SPE]. M6,\Y:OZ 8\RW1N1KH,*>>>\&VP+JV;;A:*PA@.>&$C^$S*19\'<6"KV@LN!O%@D]M?UP:F66!|?1@Z_2Z'T(76;LRMUZ(-MK

*N5;@G@Y*EG.P*F4A&G/A\P-J^BOB7Q#X?8',,E*:U^KGV'2-_E M9M1ED;=@Q?5&9G8NZG!ZL$G?93W!ZD@E.629RH>[_A$,.=7?1.3MY=JD>7UU>'-MCV-4CSE&%/[AWESFKC^ZO#@^(6<\)B>\Z%V>GQUW;\@/;[OGW8NC$[7W_N3D MIJ<^W<%?GD$TWYL&Q!@F*\(0E@D6ZD$F_)1ZZ3$;$GKK&J^>Z* K#)^_M_AI M_OQ6JS2^Z;K^;>+6W-JWA|ZM>5;M_^^OQF1 F-QT# -F\(-_1,)Y%% MLY80AR/T ?SXOR^JA3-."H&;,"E"!EC"9FI;M I;6>8T=@83L8L6-$1BX G4H1G=8MO>VWAXHIYZQW=?? U^Wf(>_]#IRI MH1$Q.< ?VPW&;3U7 MYO.VI.<%-V'7>$~}],;6(M=!NL&QX9/K14(1$_&-_N,*=\YCHWOT*%F?WOX M/A$7EZ ;YU6%[Q^><7? 7:HN\S,|2?]L_7,\]|6FK%>SU]=\7[" 7_*/20+S#?G"Q]#>}I1 M;G Y!!7GH-(Y]#%;ZY0L7B'_ [HJS5+_[PO]9_B'.QV;7FA: WML."|4]H_@ MOR\..N3YR9N3HY!_35V;KOVI=_SBC:YKG5;US]_C!_SPA2$XUQ/TB_ZA+4# MO7H 3Q9[PFH)3UC5B)VVQA=5_Y>-6? M#ALK]*6U&]|\.JP=+&T!Y5H8AC=@;"C&E2'Q 4]I<2[2P+>(+]DZ7A#08M;? M(C<5P*MJTZOZQ-^V'PZF08M;? -ND7|I^-FIVL&7+^___W]A1K: M:0"@&SN:R=;E9=W!(LQ>ZE!+,.*E6&4RJ5LG_;.#5E&AJ9#31(?#MX>)SHV|_M|/@\=K4$8M? +0.R& MUM072]\M=9\]W8MD(W^CC!4)T13>PB/%P"37;,9]-%L7WW\YN^_>#OX:G=GE* M<@$RS[HONP+jNVY@24.XJ)%!=YD"?90AB90TYK5++7KU^(.JJY+-M,H0Q^H M;YU;Z>^2R3,;*8_NY?#8#B9>8#CO'"%/SGCWD&-H^0[9WE/+%+F[G*A/"HA8MIS"LC MR!)\K0S3O=;06BU!{0&M&LHNR(CVF+$J9F1SUG89"G%5TR%,O0',*,AO!0N] M$3PT9#R4,-.'A^_FMX?QM'-GOW_G_S59FUI6+;J6W7BAX:B#&,O<4<&_HNK5 MJ)2 B.V&IE>R'(R_ENZUHI;5*,,X;A#=HMK2EY)O= M,;01>|.?8^H8Y2!7P?E;J]+_^>G? 3;ARD@4]DD4:C0E:?10ZFCIQ<:.!TN(0 MBB(B$1S(8T>_R(R'",6C1ED)/KI+QO(YKY59H"D_>.F.]!/&X.F!$!GL>5=IK?SX6<3F_N? QT%H;#_OLV|'SB-.OGSDN07*T.C5>K518KO,]=SWBB9\TFQ3)<=U6M MUEZK5YZ|.UUB7 M_?(#E2.Z%#-G.M4.0WKK3#5#CJP1E")G/B>.T$R"3,*F:)U-4BB:WZ?^K/VW MVS? L3(DDGTE34_=81!3+G(X[V]6P;MJ-6W1+(RW)3X#4PRJY[7J77W2_C*Q MMO@9,GE-LPQW=$W7ZO7ZLQ;[11C;$LA?AH=]VCU9NF1PU_G9;+IH0S'0;6A MMUP+\3*+5):)E\0[W-LN\R*#9S[4?]_W9]T$O6YZF7.!.XICD9Q6<3K MC@]XX T/IH&UVT[^N0]0G/Y,98ATHLYFIKG^6O2__(MD,H56&*\KF&#P TG M7DH))A>>>.|A(HJ#,(*C[5)&'Y!3?Z9L0ZYF, 6=[[#8'R(+V$I1?AB5;;Y0> M:'K&[V!-[Z7DOA-*V$S([U2B]R72(O*Y@EF)&,/UR=7;^^-*X Z&&U03KS3ZB$&(&A*52$= M*W>-9>D"OX8EA(ZU6HWS8Y==(C]H"=971BVBKM>T6F=Q-FKNM;]+,_05GOK3)8FYR>=VT;?=G\Z<=3T[.CLA@.S;&/< M>422@5:+/YBUX!8=)A,M.MEHD=5QYW^W?UU4__IR=-.+|\51^ EY#X40G_6,+ M(;U5AUGH)^(ERE?&++-=P-@X/WHX[_W]H2&\N/[\Z>._P]0VG[QP3[2RF-'C MK[E=D1$V(8P^S=^>7 MIEQ*O;&CUQNYXBY_V&;(5A#*4P6I-JU>-WEWYWRL;T^Q'3'(N'S*&\;.'H'Y'$Q8YZ-7,?JCB[Z)01 MR:CIFE[?'7:Q'<^1R38ZI=3]ZUIE0^%F.4>D-_+\|;,ROV\]W_?N"=$&"0\R MYQD_/M]ZLV[MG_?^C)U<8\-'(3FUZGB&NZ.8EP'Z)5A &<&-IE;9EY05?H=1 MVF]LQG5>!MW'VG5Z+E(O49..K7ZZ#UZ,]-\:HP_ZQX_?+[XTMTE=(&_24*6+ MJ#B>!Y.Q=Q05LU]E";Y02A^[2I.\TYXO+/$8V:RAO3NLH1'S';D6N=81=HN< MSQB\H^G7=Z-FYT9?U+!EY_4K!M77G.7>0D<;2T.Z& 6ATNYIAGO4.A3F!7JEL M)?(WU?(8@%ZI:24TL6,47Y7. DVXA\Y X_G%LXK:N_/ QK7M8OUN-U7D>+ M'\G?L$]2R2>21^'*$ERME +72B&S9Y^LLLWHD$%.1#_*Y9.#^FR@8>5V_&G@O3^]_SAX MJM#^N4?X!?7.]H/]Y>5T)/P1N2G?3!JTC6#8_-!}> ^5]4]LFS\|[3]T*6=>Z M7MV;Z)M_BDS!H)=B5S0Z1#)LICBLGELQRN7$++*M0C#&'?^OFP!E>-=SK5>I! MUN;13U:5|K[>N/!QEN 79;3F]&]=UKZB?+57R68=92€WM4+CS7'UH7HR??*? CIU=#X*3,*?=8J%KS(_M$KRBG-[*I9LYO\2+9/.)<@I-.L.LG:\TSK,X-]€'1]M|KICYUO9Z^_JOJ M^9,9A#Z&39I3N*E_FO4IQ)5,N(3C6U>F>O4(*SY)'DCA,A*\"4OWID8X>_)/[MX? OG_J5[:#TZ]NHOJC8,@P!\]I M'+&XOO:KDLL27+&4'-%.6ZLW-C,79__61=XZF\>5TL2_6M,Z!;,-KHW+'<>" M8..Q'8YQGKUK']$DN+7< 7(]R1P5S.[&"-Y_O__ZY3PL,46U2'US=% L8QO(M1U5?0@"_?/25F@.1?_,Y'TTB31UC]H=*GI#M7_V?:>B$^X1Z4'8OOG/W_NH]_U,&M-KHB:U7/AV\-GRQ[^N!^>W%\^ M6>F\?$+>,,&TAO; #O=1]E6>_VU\$" fU^'&4/QO.U$K8IH2SA,.7;P^F9UY^ M?E<[FSR4.*0 3R^/&XB$'%.GLMJ(${'J>\!7&AG]KNP>A-_E#K;Q6V8^<*5=P M3B[SG =P18ULX*MW<-'YS?'CD+DR_$N_^T>7W1H9/@65/*O)8@K$> MG/XS^-O%U\E87_?#O3&>$4W2*D\>=@G7E?_]U[O,AX:IZ95KL$(MFP!8X1G&M %K;4/7QV<21$=24NJ]]PSX7©QYO]$PEH_#@\2)'KQR2%3-4C>Q1 NP_K]4D MQM1S,89NU)V&(\\G]&-FX>L/X]^?W>G?'ZZ;HWQ4"7 AU1 KI?&VI=HI&+Y> M-1Z^#NO^*H_6.X42[Q^\AS%$;9>-&4B[}570=9"Q\U&T]+6_J+C5B%Y/">}!M?"Z2IH^*".L)%0 E_,^:!$"K# 'P35*NR.=!*3YRC(\%Z[4_6D'\FQB)]^[^*OZY^F?6&86R&5^+&_ MS3EU@K**^A.V07*M<+TR!7-)TBU? *RL@W$'YN/C3R<%=1\0I^NLN7_]2:>_8HNR==W M]=[2QU_$#B^G81 :+AC1ZWV#M>,_YU^OA_=_VLVI\=*CTC:HKWJCT5V9D M#Y_&EI/JG8N5N7<;&G^09&L9'98EM9?ZG569X6/5;56OXZ$<24_T6/UI_7= M:>5W*CPT;J&QV2AJ;2XGU+)%'.6OM.E>!!K5"&!*;$?1VK/FH1X7^I2K54T M%=X>OW)L#>0_Z? BGFOK2N+WUK5O"AU3'_G=]FW0@Z@2!:+D#*W,V:B67 9Y' MBUR)-1)NVK4P[^-@^./+D7?Y3{C)9X795TPS^.-'WZ]T5O_C8^_CV]';L79 M$=U9PD>_H3$ISSU9MN@C9#IR:ZVM? (2%_7DA'\SLX**AAQZN^???[\/ M&_9FIK+20Q5P W>S;I),$-#43ZQCN^2^?]V@=^?*S_WQOY>S^+)SRHWL_\$;: MP?DGI\#^"RI.%YZ@.%%[1EV?OWA? _KRI:OKOEMB^Z*/O7J4K_,O<=99\N>-1LA MBU9B+C]KWJB4%^1+>PMK\[DUU7X\&5DWO[;ZDW@Q_S423/398CC8KXR!Z. M?@Z^'UO?W>NSSOS-EW_Y=Q]">0LFMU8.G(6](7$#UMX^-\"[*P2Q.V]-3M+ M\TLTTY-8<;0D-C)^=?VNI0\:E49[.EP-&ZNK8"j,_.W,]^VK47?]2_D9F]&.M3/,3?]P\7!,V9A^V++ZNZU]U=8:F8-'YF(CU9Z+N)Z6]SH*EET8I%MRQG M5QO >BV&XKRF64J*_^+L_N=N[!9Z@4SZ:I93?[\1*U4.O%5-TX:-#.?*L,TS MI\B8V*A9!FK}..P FM4OS2O^D_>"R(Z-C'B;// =M4!/?F.8E[..RS4.1I1 MEJ1=;6CM\LN)G_5K9(O;,AAR6Z]H>FTSDZ5DK; [&$S'4P=&#^S>(5[U/IR6OE_/5^JP9(2#?C8Z;DNZD.N=;6 MHNS+A7.-EGFU)3C+:HU,(\N&_" [=/J)5CIA|?2L_5";3Z;PV[C;GH11;K5K* MM+!7!>N9KZW0L%W+/#%%V;R2' ZIL5.695&/IN$__SK_=7L/[56DE.=*O,< M5K3U;Y6Y+B"'Q<}G%6M.)@MAP(Z((+TQMKJ8=:.#*$;$ZX6B9+AXT MM4YUL1[V2@#Q86]=+E2-I7U@"&%&NA?IZ8%XIG%__W5VI?%#D%_JNJ<6B5K2-MN+ $EUPMG22'.MH-K=)<7V.(/9-)J'H*<9]0C#RP">U_4+-,29KA7LH@9,+1G6:HQ (^=XIP]4N4 M#)-?>3FVT/]S<*">VI9C_J%>&;>$]GO6OU-(J(9%JZ]5#.B1?ZL'!XQ!F?9= M4=5+OJIF!GXUL;4*4@G!2<=AY(/W_-/U/^316HOWIP>R*#F0'ZM MWLPFY{A=G[#+P6OU@C'1^A 7'D"*G_I=_XM^$O>_K7_9'+K)'OBO.G/W\ES M9CRL;QD_#OH68;SD/!-$C&*/F6B/P'A(A+ORAO+=X,Z(8]M *BOSRC_[;\XN M>B4^^=O;Y1#F_]/6> M]F(OSUPU"'G3@*CE9$7KY\ "A@/Y++BI3RR?_42DD?'J"0_Z24B\)SI$C R* M<5EN[=4JU6]$=>;3SIS;RYN3[MNS .+TS'9;88?)*R.RWCU0'TT;JF 6R^6 M!US@J""'VI1/G$;Q%$%Z8<9W3KYAOFFKHG_CB:[!ECZS_]N!=X<^L_ZTJXVVX$*>D\|:BCOPECPV_N+>O403N&82[AT M"5<$7>*_+YD\O:RX%S9C_ZS;W(Q\8G]^)!|=>!>H)L3?-/_O^!V^B9%6U5M%6 M\WZF3O#<8'=ANQF@4]8/.LE!O"3:.QV&5!?^2L"4=Q*!-P*:VAXT>ZS9$]S) MC(I58KE4=Y8[M8)8)VM//_8_'+W_WM&=!3&O I7$?(<_-JM5+9&&MU/:XOY> M^WL53-K>4#HUY9_9P\LVH)G@$L>'%"P|#A4>.^=V\;?]X>]6Y, MIU'C21KO]QE??9&P(0%]'K@"()>(04ODGCZUG5S^-'VVC<:9;Y?6X36$.@M5HI M98)N5:NV%R>2+X<_(C83]-NAC*Z,M?5R^^Z9CAISHX@O7NF]R;]$EZKK\fU]=6] M0^*HVZH]=KB^L'=1MUZB5Q7+XOK'O_UXTMP85\8S1U%W9I W>6YKE[&H-QF M7:LW%]N7AUU'Z.B;Z .Z=3^:,9E$J_N]"^&2(*@BW8CF4?0':U5W0^D ME*BB^J3F0A&J^#ISQ_\CR8//Q?:#KM#%;GVQ-)4489=K.N:KF]F0O&.D$7K M24V1(F3Q|\^FB_WOV730_O%\R"+75EF.+.JPN6LMK5K=S$C,'2&+\G2H5KU>U>GNQ453RI.>U1S R*Y%A-M#AZBY-/B@94XB(I,+=+8 ?PSIZI;A\'@OOG@_G7(N+;'N))&R"\EWIL<@E" M*<-[4(T5&F'AZ9.HP-@+8>/]'Z^N'OT9V:]0[6)6A9HM@82G5]-"3I[:WHCK\>$_ MKD<.PR3;"0(&.Z4R5E>9&T5MST'7M>E??>$]^6?6??VUC)'S\G,S'759T.A M3]&U.DQ+G6C.!1H(_D(>E\Z3^N?ST/_]R_U'S[]HUM[;SP?]"/M+L52K6J.RCT)M MC;L]#_V_/\P:7_-^I7^B&^7S0/]?%?@C]R["1]W6MOB'NGUD*U"@%V<;&NZN' MJO/VV\-]]^:H.KAX]_!CL($^H@4;Y_$.>1Q3M]8 Y(DT_@1>EV%U-^I:I5;Z MD))?]LE26FKBM+P<.DVZGUG5S^-'VVC<:9;Y?6X36$.]_]#VI(@8 MWA<$[^^UO]MG2:3AX3+#E19G0Z--WWES^\ZV"'1AXD6%^?)$;K8AC[GEI>_/]TD3(4OD7!D?;, MOX>3TX?SF]O"BM_Z@R2K*(9+A#\:I:0(:LWZ\H-.GG'PKQB?+R^GXZ_KXZO+ MOUL?/S\DJX^W&G,?E;71*,.T:17HR_(+X>UIR0KN(KP-+__N36YZ/6OZ7?YO7[C^]RVEMIS#W4:D2S3),N9K6 M:#QAIH2^_$_& _<^|&+W_<%K[?O+YTW5G1V:]\C%O!PAXBTAC03Y%LY0TN09! MB#W?WJ9G7Y"3T5QM=F[" TF8WKX9P58]^'**CF89AG&G[M7V:,;%;]? +4D:. MK5*\G76MLR'+,E/+D3L/O/.[("!*[M .O]DW8C0R4W/&QN79^=O#XU+ MX^Z?3!7 3[QI62:HL8L$T]45OI4 7:%UFN><,5*]|>K.4@.0SIHSY(KI51A?HZ*U M=|>Z? 6./L4!LMLIP#52;6KU6-E-D"DBY.N=R8OE&2(04*_ @ #GY.8'ATO%A M*L[=A^K[\]G_^LWV6MP!!6XE#HJ6/HWJ6>RL^RS, ;WV]]ID%F;$3.+M;0++ M\ !.84.LXBJBSNCQY.+VL']OX9-CFW>#?HZM:=5TJ=\$, ACP M1$^.,;.6.SKZU#[JHE&#.0ZRBB;?*T.0.FMYJ_O+*QO)OLT S;Y<34ZO^$D;2 M&NAFOH]>+]7!KM4*S%HH0IC*]34JRW&@&LPU/QK^ M#PM4XSQ)6QE^_MX+ZZ.'P28JF@L+W1ZU)U7DQ_P&.XJ8^<QBK!MEQ%MJVMZ M=6=;>#[5PRR2M&7$PVI:NI-WN2O(,0O$;"FIG-6]AKH2TF$UB20W_#3BG&;56K54M7B3(%]Y$D>(^MB4_,9\!F).Q1X3H_Z8 M$KH7-^;7X?$_ W^M>?9NL6_D*5 A+E]A1+)WS++*N(WTXI:.6:WEB<;?3<^M; (M^YU?HYIU|.W)+|M, N+-OJC!@QXX#Q. XR1=*2(V1+20L"=OP MZU|W:T#"$A*B&=VGZNP8T-"]HE|S6A4S248"5*3OJH-;Y\|!6:.QA,;F!UC8+!(0K@97'"6\4=V!PQR; [SU;/Z$'F^3<9R]T>3B -)Q.G((--Q3R2(-MS-$V^X=!#9Y2PT%00Y):(W(DO D5.H3C0.AAN28EO>OFUP7(45Y4:67XY2O]6K73!GQ\OY_?[TX-\;?VML20_E_+,_MG&? >$$(&34KD8+2%*K&E,JW/VS?4)ZE-)#P5?)&ME*GFM&^H3]I.12+A^\AQ; M$9)=/Q3Y6^?]H0H1"==2(<\6Q>V@/K%8P(?*I2X;(W!M6&&=R%6%1M+E]<7FM M-7N:RKW9;_%*5^Z?2 2^W?6=2B=$W>EQI2+(Y5]\(827Q),;S^;=B.$,F6:N1X^5A".5S^9C MB"MIA[8V1Q(OD2=HL"TL[E76-'0C# Y7RP@5\"K3G*U;0R^?U5Y5L"+5LM\ M=!'T"G[R3E);NTGW1? 6U\7Y&R)#A3Y!(*3Q-8=DB$!&5+$]A^Z#>@D9_SG=_|-MZX^+*R5+9P"R&<_>'CR_(\OH8'\K>!/.N#0(R:*U\]FT]IA#K\"6Q&0_TC'K M(QGQE*#^"X3[!90K1+DWA^>$E5[@:AJ7V&+Y?=MJ@QW/"A<^H8?5E]+-+*UU_MGV4PXL,2H]%.&(A[$-J)V\'7T(YQ)-$$BFHS TE6-=6>[BU!)Z3V)RNRSN M+$0 9\ T%,D:IO6[_?2_*PL__D=>-XV@9RDL{M_D4/D*.C,.@DG=K8P6IPS MCLQTM_TJKS?$04O/ZM)>+%=]X+"OW++#N#16$ON2>Q:IO1&=D 1.IO(6XWZK%R\(-@2/%7F@*-.H7U_8OIX MAYZ.9,,]'JA9L$%L9M*@2/A+2FRA]\X:>B5&2;>+V@2E*$\V78%G*V2:@AVJ M5WT'G+M=Y6(SO9*[%SC@\E5XLZ M#M# /V^H\5S9I/TZ:]Z-R^+%=T7=31YT7(\:7]= <_^>52NY1]R[TMIC4)Q% M*&H MR>]PLG%U)4=-L)HZX&^1FI?7,$00>K/BTV]+N?O*JO?K:O>9U!9"OI/\>Y@ILK;]E46W*)!U@0=L1Z8+Z/&Z0+(I 04R MG@R>>P|)6QOOCI&4'=8&T0X+GB'B,TQ9FAZ%25RWW>-/*'"Y-8+<&4*VIVK:I M]B>VU-=U[@!8]2!6+]OP!OLJ1\O\<_LR9^]F>>'7R=ZE@A)L@,#;UK5%:#;_M_S GA:"RZ6:O%-;)7G&/?GSF*P&X!$Y]VJ,.*4]6H_DRNX8H@5A#8*S'[*VTF<3FU"1WD$7G*)#0.83(Y%;$N"_L6PS6 MMX!!T<>@Z&#PK'FK?=BWO'!77A6#"?)Q\RA,4$J*1(L3({O!8%1^VA$N\QP? MYD9#>E)!O7UU=:4=(#RUOA23[.DRI +=]] MEP;_7X>'AL<$[:9(P=9*$39!BX636"-X5[49Z!-;?)/K+]ZAF*6Z30ETK25 MS; <8QT3=CX=!,4D>\1*20A!HN.)8Z"79MT$BP"&F&C9/:>8P,";)UT(B*"*R M0C'9K[RQN(@84% AH*(;RGHN%.Q.I79G6D> ?]"^4]D?A;+1^@ 3ODCZ=PL$8WVB9 _B+9.3FPGU3;!)@F4#]V(3_6U6=5 M ;IB.4#IV)(-4 HTKU-[(F1^?L^^ +LZ[_6 &K?]X5_F4_N[@ M@^#V&,7;W_O2.Q.88!4:R*@ET@,<2IO<*37.W.,;9H<$E2*$@GW=:FP.?<7 M)0? 2TF&Y0E,BX1$5V'R*/\E*$GM!$DE*%1&>)ROPFYMQDU;."BF8U6=)U1R7 M3Y*A@I MX(]B;/B'&W/T;K<_:W,0>[++5N4A?!NCG&!.XE%2H_$[!$FEAL:L;@LF$D4GO M(N-(X?.K>X$QM#;I!SYTXEC%+LU('4E]&%G/CL 6BJL71*2GD]5/X$,GD:W(MCP3-C$CF%UOB5X*4 FR%Q)DF9I6)NO[RK-4_5AR]M -|S ME$S *)(MT3E'=%]T7QO?USH\GLY:| MTN/&'MT7W=<^[*M2BA16JK&*\@4S+!8RO:$ZYGJSOZ<_3_:ME99_))A"%A8G M0K0X>;O=^9JW5U?_QNXEG2&9B(@L/M-R6[I9?/<-VJYL"W;QF^W/GSA3@M$ MINUMA0LSX6OMNN!DA"6X,T5;@L.ODM;AMQ+2Q%.1)-(24\,C.^M3)-]{N?=1ASTWJ57,L]:= MA.AZXV9$RG,_)BDAIGSR?64X9"@.S4HB6=202MJ4N71J"$_K>(Z)>!)4HDK: M!+MTQ,-1XCDFXDE4S2HT_'2D<\&L_(H^>Q$]BQ5$=.F]J4DGN0:KHV5$Q:2 M',FN]O=;]I?K$ZDUE;-,UEYT]'CO[_7>K/VN2\'N?]^NOBJ?5A)%8Q)=L#+ KNGB>M_'_5|_%_;?Y-F),B,9Y)E2/K44HQ(Y2FTI!-I4E/"DF*V:9\59M,KZ*\"M80W!D*!972"Q1V6-,MNKT7#$KTISVM(M9;"'THRHVZN/167:$]U59O80 D% MXG](UWIA*/Q^,&31HC87B'? 7>MPA4+HONJ]\V%>B[SY5D.-EV:|_OEM\J2N MRF(WG\4__TZ#\20"3D%<9+">\EQ&ZRDI3LB3[++P#M&VW-+)9B^V)MUOI6&^NW@SX\!OS1,_Z(]O ?)L_]E3YD[VXB9=#>? 8.PP@O6 M"\VX+.2C7D@F2N.[(?$5V2(V+GP$4B=,DVEF"@7 #0\R'ZE'I+4DZ0%[BX9 M@%+/AJB'J,AT+$WGCM A&JBU2Y*.H0%$SS+U3!A=]@%)P1/I33P+]C-W.(X/ ME"K4\]1T]R,^L:LL#9P%MR:V94LZ6D(H#;'\X_;O0KIN7=QNHY G(1+!_$UP M',>'++]N3B1G>X?.:#$3"RJ+]HXZ.(XG-C8=T(Q./4VWDF5,E9:54X>&DQY(M%W_BTD.V*=EPF!"]>L?]7K^2QF-!P6BEEJ]-[.X5]UIVJ#XK11C]45F!GF9 MT\EITKM+P%A^?]R$AR5&D+!NFK.OP0JL*!;9 IF(X9YGS6P::0DVB)#1!GF+ M-)XM5HIL*7(<)47:RIRV7/<7UM7[S&05ZKE- _#]*0M\-HRM5O,J'9'\9H@ MY-F2D!SW(9%^5TP^S8,.Z2"LW/<_6YWS&KIV0:$>VS-CW:^[O_\3RY]DHE M[]ZPVM'N>5B/[G"\0TN6XUU<-^3M4Z^(^O*S0@HWU3L5.2NA+>&_%] <--=,# M?E/TNM5#?C.)\#"!DZ3#JW+H/LZFGTE!C-I MV4-@UHS1V 1#H%OJ.YBGH 0R351#@=^,0+) '3C_AKOG?KU]T.OG=QUL.CFU M*;:-=X*]W?Y6&.3>]COMJ{Y&WE"[F(:.3: ;'<<^Y84(50Z]-3:/H\K1K2KKE M'-157<&?-!R0N9!4'8_E,%4+GIOUB0G_Z[";QWS>%+#@9'*@*_WS>M?7+U$ MP"^>_.NQ.G;WN[^170 P]GS/C*0\}3"P,#89[7^F "8"=+=!2%GL_GVUF:\QL M%ZC,5C:7I4R',^X#025X(0+9IK]&%0^16$2:=#)]=$#TD^16$2:M++)_FJ03?33[.U-D8@[H4=3 \E@_HJ1$P]O7+P*#9H(KYZ_>@_N?/^5#0=F/0 MQ>;[A?82GCZ[,G,=>E.BY>RU!.N9-$$24V1+;+%4HMVI2!-"@]!=E1*25#C2 M$V.AG*"-Z_99+B1H8"2FPXILJ4#[UAV 9%BE.A7(3H(5V#*WQ4FP?^.Q!5]R MN7_'0?IP[F>ZZ@A83!.\,#?&2-)9YPN624"%<_"9&4GFO0]?C"!EY@0S1H_# MSV5DH&GN6G&L#WVYQI+L?5[YE2Z)0*5+D\86W*? WU[$@./^QLK7DAB?;8RC M(>;2*$AA-Y.-=1OKZ6R_/3PZ"_6?0\(W^2*ES2S>RJ_<'5?'6 M2NDO1V-#,/6#1LX!.5^P$3%?V!>]H_FH0 !?23VZ'+U7L100*8P+;-!!E M/ -MBH@/? @,W:8&\4)1!{\&O\+CP=QZ*P#(2K)*"0CZ5,$300Q"Y{IK_RO MDQ/F7 6:\@_3ENZA,.N IPG092S(Q<_,3TF;H+^9DQ/W,%,4Y[1NB^!"BA$+ M*>*%K"2PTXGAB$R(U<7RVQ{J$8G>I<5T8OZO*)Q\^')^$@2U!^3/3'L:8,-(ATR?A@%P,4GGPA<&]H3UC&ML)%QRPW/^W_^6RV6DT+EL MK773AE* {O\:NUEG&OY!==:Q0/(D]CA,1=-%77VJM9KT!UUB"VQV6M>7]6H7 M?NATX3_?&\UNAVF=PT^MVK>OK>MZXZ;SW_^O+//"ESTR]<7Y9N^SN;DL?+W6H MS1@32}(5Y/+:V3IN_6-YO44LJCT896_-LW^0.3$.5U*N/754A)HLS^==G^>L MUOQA)95KY;N;_^!H>.847P@%HJ>",",RN3R/QZA%+]AL6I_M^_+]^6?YGN_.]RFS\311{2FRX0T=ZZ>##*"O &6YIF;E MPF#2>M6X09@T8Y?E.0L'!;.C)X?RRN0 OQ\9>H@6ZA<_^Q8_U]\?P!$3PQOH M9RL#K0IE(K+Y):TMJ!^%P"LK S &V!+J@X4 MKV^%!SGC=X6O/^=_UR_?!^2XU4E/EB>CB88<(W&!<@^8#;W]7+FK"D:S\BZ M6>]-ONNZ++SPQ6I%WL&6'6]?DO*52L>*TL&C5Q/6LI;JR5 _]Y;;_^*KR_&Y MKS$sOSOH6?]0OXT3?_M^'X]*W)%>B8?$I&?Y]@=]>"3[SED""R"0?+,P=W>*] M EM830(EO7:NT4U"*D2VP[/O M#&AG5D3%!]4\&G?N #(;K\)>.)*$HA1? ^X2O+W4P4&65GD#[@0W'FTN1L1?(MV$/6B"KP$FLI&:5AQ!+SVL&-L8 M?063[TS2)%T&+',UT0$C&,X>^_T/C*W:,.UGX%[547R/Z3N(M8#Z]NMN)_--BQG@\Y7I16PV7-A2S ME3:\;>@5.61K13(E1$L'Q0[_6;YZ,D05_/"$ O*)^GHR5!4HAOYA(-<)ZFO? MU+A\042;+PL\/|\]1>'.:$]V^<8GV-@=F\.V^A_XW]_E;K?0/O_1/""Q]F;_ M"5(M6W.7R*:@Y;R#7LH^2N-F2D!SW(9%^5TP^S8,.Z2"LW/<_6YWS&KIV0:$>VS-CW:^[O_\3RY]DHE M[]ZPVM'N>5B/[G"\0TN6XUU<-^3M4Z^(^O*S0@HWU3L5.2NA+>&_%] <--=,# M?E/TNM5#?C.)\#"!DZ3#JW+H/LZFGTE!C-I MV4-@UHS1V 1#H%OJ.YBGH 0R351#@=^,0+) '3C_AKOG?KU]T.OG=QUL.CFU M*;:-=X*]W?Y6&.3>]COMJ{Y&WE"[F(:.3: ;'<<^Y84(50Z]-3:/H\K1K2KKE M'-157<&?-!R0N9!4'8_E,%4+GIOUB0G_Z[";QWS>%+#@9'*@*_WS>M?7+U$ MP"^>_.NQ.G;WN[^170 P]GS/C*0\}3"P,#89[7^F "8"=+=!2%GL_GVUF:\QL M%ZC,5C:7I4R',^X#025X(0+9IK]&%0^16$2:=#)]=$#TD^16$2:M++)_FJ03?33[.U-D8@[H4=3 \E@_HJ1$P]O7+P*#9H(KYZ_>@_N?/^5#0=F/0 MQ>;[A?82GCZ[,G,=>E.BY>RU!.N9-$$24V1+;+%4HMVI2!-"@]!=E1*25#C2 M$V.AG*"-Z_99+B1H8"2FPXILJ4#[UAV 9%BE.A7(3H(5V#*WQ4FP?^.Q!5]R MN7_'0?IP[F>ZZ@A83!.\,#?&2-)9YPN624"%<_"9&4GFO0]?C"!EY@0S1H_# MSV5DH&GN6G&L#WVYQI+L?5[YE2Z)0*5+D\86W*? WU[$@./^QLK7DAB?;8RC M(>;2*$AA-Y.-=1OKZ6R_/3PZ"_6?0\(W^2*ES2S>RJ_<'5?'6 M2NDO1V-#,/6#1LX!.5^P$3%?V!>]H_FH0 !?23VZ'+U7L100*8P+;-!!E M/ -MBH@/? @,W:8&\4)1!{\&O\+CP=QZ*P#(2K)*"0CZ5,$300Q"Y{IK_RO MDQ/F7 6:\@_3ENZA,.N IPG092S(Q<_,3TF;H+^9DQ/W,%,4Y[1NB^!"BA$+ M*>*%K"2PTXGAB$R(U<7RVQ{J$8G>I<5T8OZO*)Q\^')^$@2U!^3/3'L:8,-(ATR?A@%P,4GGPA<&]H3UC&ML)%QRPW/^W_^6RV6DT+EL MK773AE* {O\:NUEG&OY!==:Q0/(D]CA,1=-%77VJM9KT!UUB"VQV6M>7]6H7 M?NATX3_?&\UNAVF=PT^MVK>OK>MZXZ;SW_^O+//"ESTR]<7Y9N^SN;DL?+W6H MS1@32}(5Y/+:V3IN_6-YO44LJCT896_-LW^0.3$.5U*N/754A)HLS^==G^>L MUOQA)95KY;N;_^!H>.847P@%HJ>",",RN3R/QZA%+]AL6I_M^_+]^6?YGN_.]RFS\311{2FRX0T=ZZ>##*"O &6YIF;E MPF#2>M6X09@T8Y?E.0L'!;.C)X?RRN0 OQ\9>H@6ZA<_^Q8_U]\?P!$3PQOH M9RL#K0IE(K+Y):TMJ!^%P"LK S &V!+J@X4 MKV^%!SGC=X6O/^=_UR_?!^2XU4E/EB>CB88<(W&!<@^8#;W]7+FK"D:S\BZ M6>]-ONNZ++SPQ6I%WL&6'6]?DO*52L>*TL&C5Q/6LI;JR5 _]Y;;_^*KR_&Y MKS$sOSOH6?]0OXT3?_M^'X]*W)%>B8?$I&?Y]@=]>"3[SED""R"0?+,P=W>*] M EM830(EO7:NT4U"*D2VP[/O M#&AG5D3%!]4\&G?N #(;K\)>.)*$HA1? ^X2O+W4P4&65GD#[@0W'FTN1L1?(MV$/6B"KP$FLI&:5AQ!+SVL&-L8 M?063[TS2)%T&+',UT0$C&,X>^_T/C*W:,.UGX%[547R/Z3N(MN)_--BQG@\Y7I16PV7-A2S ME3:\;>@5.61K13(E1$L'Q0[_6;YZ,D05_/"$ O*)^GHR5!4HAOYA(-<)ZFO? MU+A\042;+PL\/|\]1>'.:$]V^<8GV-@=F\.V^A_XW]_E;K?0/O_1/""Q]F;_ M"5(M6W.7R*:@Y;R#7LH^2N-F2D!SW(9%^5TP^S8,.Z2"LW/<_6YWS&KIV0:$>VS-CW:^[O_\3RY]DHE M[]ZPVM'N>5B/[G"\0TN6XUU<-^3M4Z^(^O*S0@HWU3L5.2NA+>&_%] <--=,# M?E/TNM5#?C.)\#"!DZ3#JW+H/LZFGTE!C-I MV4-@UHS1V 1#H%OJ.YBGH 0R351#@=^,0+) '3C_AKOG?KU]T.OG=QUL.CFU M*;:-=X*]W?Y6&.3>]COMJ{Y&WE"[F(:.3: ;'<<^Y84(50Z]-3:/H\K1K2KKE M'-157<&?-!R0N9!4'8_E,%4+GIOUB0G_Z[";QWS>%+#@9'*@*_WS>M?7+U$ MP"^>_.NQ.G;WN[^170 P]GS/C*0\}3"P,#89[7^F "8"=+=!2%GL_GVUF:\QL M%ZC,5C:7I4R',^X#025X(0+9IK]&%0^16$2:=#)]=$#TD^16$2:M++)_FJ03?33[.U-D8@[H4=3 \E@_HJ1$P]O7+P*#9H(KYZ_>@_N?/^5#0=F/0 MQ>;[A?82GCZ[,G,=>E.BY>RU!.N9-$$24V1+;+%4HMVI2!-"@]!=E1*25#C2 M$V.AG*"-Z_99+B1H8"2FPXILJ4#[UAV 9%BE.A7(3H(5V#*WQ4FP?^.Q!5]R MN7_'0?IP[F>ZZ@A83!.\,#?&2-)9YPN624"%<_"9&4GFO0]?C"!EY@0S1H_# MSV5DH&GN6G&L#WVYQI+L?5[YE2Z)0*5+D\86W*? WU[$@./^QLK7DAB?;8RC M(>;2*$AA-Y.-=1OKZ6R_/3PZ"_6?0\(W^2*ES2S>RJ_<'5?'6 M2NDO1V-#,/6#1LX!.5^P$3%?V!>]H_FH0 !?23VZ'+U7L100*8P+;-!!E M/ -MBH@/? @,W:8&\4)1!{\&O\+CP=QZ*P#(2K)*"0CZ5,$300Q"Y{IK_RO MDQ/F7 6:\@_3ENZA,.N IPG092S(Q<_,3TF;H+^9DQ/W,%,4Y[1NB^!"BA$+ M*>*%K"2PTXGAB$R(U<7RVQ{J$8G>I<5T8OZO*)Q\^')^$@2U!^3/3'L:8,-(ATR?A@%P,4GGPA<&]H3UC&ML)%QRPW/^W_^6RV6DT+EL MK773AE* {O\:NUEG&OY!==:Q0/(D]CA,1=-%77VJM9KT!UUB"VQV6M>7]6H7 M?NATX3_?&\UNAVF=PT^MVK>OK>MZXZ;SW_^O+//"ESTR]<7Y9N^SN;DL?+W6H MS1@32}(5Y/+:V3IN_6-YO44LJCT896_-LW^0.3$.5U*N/754A)HLS^==G^>L MUOQA)95KY;N;_^!H>.847P@%HJ>",",RN3R/QZA%+]AL6I_M^_+]^6?YGN_.]RFS\311{2FRX0T=ZZ>##*"O &6YIF;E MPF#2>M6X09@T8Y?E.0L'!;.C)X?RRN0 OQ\9>H@6ZA<_^Q8_U]\?P!$3PQOH M9RL#K0IE(K+

'K$S2MWAFP C'0&G2EU]|LZDFWQ5K3_GHG'?!(M3A 6FK%J@-=>K'S8I)2HBAV"AE(R^*-%ZH,GJSI MY=WWPGEA7B>748@2%Z#;K(_!0^2VB=H5]?*$$HG"FIGK?AE./O4\.BH?
MB^[MTXZ*H[C9H;C8A%*^JA6?ON8EOV;Q,+:@?WM6\S]K7[-4;NQ+(@N&P0D& J2D.10HBU.W MT_Z=]T39\^*:FU8V-F>W%T@D-O.L(-""A#T6&$4J M,/86-
]2K0H5YHL5>6+,_VEZ(Z;C6"&FR4^J@;V/7R$2V\6^]6=^XK]:N7WC[MNG)H^25HD[AUGS% 1O?(T+U8IXZ(0P<.7:(()L1MWW:"I-[6+&?3-$6BMR1/R>F]D-
,*KJ!BMBSX,&GEV0H:.D#) M:U^5-!I V5_<4+_^D8OE!8%+PO>.!.XN!VY$.G7.5DS$N)-,4])M=[+"[.JN MVJJ7AR-@/1YP9D6LJ?3B[-:*LYGPAW1>D+O9!DKLE]R- M-
*V%>;RPKCZKD-Z5\&C/WFS8T%L7/[].0'GGC3>\NYS7P>O&&0QI?W^N_:RX M^TYI%4>N8FT6[!NF DS_D6<:!"1Z,&,9FJJD ,XZ++K6R]>W,B*QNEV91%&Z ML1,S;;(HI8(#I
+*V$>'TM2,G3;3F%+!(5)!?" K6D_.N239E"U)*K9L[8\MI@P%49ATS%:2=N;8M M*HCR)$%1&95!#@(9Y"2&P/;41F^LB[K8F[4>J]QDT+Z*LH[2^M8A+AP6LCB MDCJ3-
)3:P3(=,+;QP<*(',L@*&9E/[R2S3 @?C2C&!.(ITWQX+RB00S2$$YA M=_-Z("60J5D(ZP5NV<)LUOSZ4B]62^W2_;P'I8Y@#*D)HRNR^F!=B*WO$0\" M*6YF^#HN^,
^/*V5HLQ)!\D2WQ MJ2=W48*G!+\ZP2^0;[9(>5S\L NO_/B_GQ@GJ1DHC D@ M-2# /P-MBG +OWF&U 1R3NZJ-=94F[&'DLT8,AX>KS"0#*\D?2*94T;(.T$$ MEK$
8)JA^JYLA!+\@T<@ \86WC!/;&..E^%]X!)B<&-\!("?)JNYI^1 MPTF' +(8VT ,I\"S OC2>=!_G9PPYRK0E'^8MG0/A7X'/$V +F.!E/_,X/I[^#=S M7HKZG#8$'*3!8@0-
%C$-8F$%Z5;37"'Y?Q^@X$:?(;7(WN?P*V5X!DAC"Z[, M^^LS\Z(J]A MF_OKC6!%KS'CHJ!P?9&"=RZ]W4>+XE]S/(3ENW=%_J\H=OSP MY?PD"&H/R)^9[G0,EU@UI;XJ?V::\'QT$-
T,3SP9O^]NY"O\2]7_PK\I@. M+AJ=$MX1\>_?$)T1B#6!]'C2!U"BPO6,,6&D0Z9/F %R"])N\(7!O:$]8QK;
M!U;)+D_[7RZ;G4;CHL746C=M*/#Z.Q'K_2^U5K/>@$NIPX4T.ZWKRWJU"S]T MNO"?[XUFM\.TSN&G5NW;U]9UO7'3P;&FTF>FWCB_K%UV=[?RCY-
T[Q0OSOH6?]L0>.C;__M07!Z#2YL@Y9T;2*["%=%U$TVYN'DE@4"@!\CT%YSK@G'OU*!S)P)'![E$FY!]E/EX;EJ>9 M4!!GVES7L"'3!QV KOZY(Z@&4G;75W3BR[!WH?
UD7%LD9D8605UU&(M'._648@;*HSL>(610]N2FZUN]T%*J(M,9>QY@;?BVZ#C&H6.=2"[=8X\3E$0 M8E#H>>HC(Y[KY2;%/YIXD4TCMLBF$TD:/_H^[JU_&'V'%^AH7.(4D
MX&RACD8XX843D4]?KECDUFR3NGJYXL9IZ:#8(2XECRA1!7]<4F98R:4]<\44)\MX2X0C5>)5O%4I@H2Q61K112UVU0RMPV9>ZNZ&*1 M--
-4T56(EA25"R6VE+Y4E"!FXPJ)*%WN'UUFK'ZK$"T?*K*BR%%"I83ZEE 7 MR(YHU\P2Q_)\>>=T%SELH1@PFIO =C@1Y5KU9GGYJ?B'KQ>XV?" 9Q3"33$:
MW$^Z!*>U^6ZC"M?:;$9'JVT)T"E=@46N0(?W4"8X4D"G9H*T\S@H;K:/F[0C M%2ANB.$F01D.J6F1+>/%$XYW6L:+JS?9*7)$;2Z19\OYK[EL_5%WD/NC;172P%[-
#ARD3'"N@4S,!G?"\O[C)4]SL M+6ZHD2R!::+/-E.Q(74X4'J(7E/9+I =$03=W9&=)&&?;X' M9&B*&B.W^LC)4PY"#K=%;+P"4U8MT!K@JUICM&SK)[!L>%UK< /_,%79=BLQ
M;N&&+8B:QFBL&5, \)?MB2D/)0NT-4GW[/L_76#4]*N1H(L''.OV@&,QQH!Q MNK$:#H!8YMD!$?K%]('D7(07BVC#8B3=_8Y1,?SAUPHP&>#"S_UM[$*0&6NH
MQYD.;/186WJ%;WY1[>$0: H5,]24VD.5D'J\4R]V7EG#)\IFIY:#M'#>>-7. M>:=T=550*D_B_.!BMF$*'$!&EDMM#ZCQ,^DWB9J5U32$RJ1A#63[+U*I/0I
M]E0\;%UT"VD'3U/<[%!:;$))7]6B3UV=4Q36K,K&=E3ZV@=*F=N7&C2 M+^X MH7$-*M%3.[\$$D,[=RJK(_U>E<6V.S$8:((7_(OEN:R>?YS7?C>^BZ(@'%I* M"MH(;H@
C1X9J_:NH<- DP=2A@XJC$8 08WV92O4?) MAF73(@_J=-K'WN*%NO^.5R NR=LTV MA+ZLW5HV5%K74+#6J>H7ZEA=(^8DPJHM7[* @BP5H%LX%^T&0./%4FW0 >:S M*@,'[C= -
NYU_!2, K_0:21:A7%QTA_'G B%(;$"08%LK!\6% ^I?ZA/3RL M:(T]98)C!71J)J!.TCW3V#:MI/?A6[5M_ZE:7')M$DCOAA72L8 MWOXN&2?
177%WGS(S(W(5:_/M6J._UN7KM5Z^OB6S^KPQXH*,HG1CQVP^Y3%+ MJ> J8 R]M&A-#5CI^U<0:G@$*D@/@<[6EOBZ_#Z\BUF93^\DLTP M('XTHQ@3B*?-C\VMQH[-
;6QT$+CTM?:KSKU\;?X)]-[0E:1YN>M"; MS=!>5 MF^3IX(5L+??7F X>PUB[/=(.AJ?B1J)MA3A3GFJ%M#$X2@J;%*^-C8O7)=5G
MG6KK8L0]SMKEAR.7L0EE/L4U"S+\6>4\6^)$*F2/7LCN:ASEBG1=(!%"YU.W MO:($30EZ38)>P3E=(%'94>;*K,AE]O11"C\4"M_=".$LSNQ"MFXV<3/8*SQ;
MYG=M_&5V:%/Z/BCZSM@ROY"MY97D_MRR_ MH63QCIP$IM[V(FD M#U*IW< 2!_5:=3HQ'_VTPS-PK^IZ4N;AVD&CM=,*>>%$Y%=(W2ZNV6MJ]=3M MS5#-GI)X7 !R?
4))F49=I)V$,TB>^*QG4I)G2=:SS2MWO/1#*?P>'KCX2.K:L/P1N,+C M[+MQ-P'#W_U==T]=U?<(]\.H>$,'PE2K53"MREET',.6)W6[56BL]DI$QPK MH%,S09XRP=
[B)FV+5(J;+;F50BI:9/_'O-__,9^A9+9$HE=I@;J']INMZ2RT M0V5KVY@S]@+GKMG>;"\X-])$#<8YX[Q YX8)X'MK$],$NCSMFI)N.:NOZ@K^ MI.%!*Q=0 B(85TW5@C(P."45XJ
UZ$JOGN$+BN71[9^\.BAE&1NR+U,Z7< P ML@L9QIX#@Y'\@3641ZEML'\'59F.'Z-,<*R 3LT$=,[;_N*&)J[M+VZH=W7K MN$D(WFU!>U_1)Y(QP%PFVEF,9\7RCF*"E%#WD5#CK?
PRT<2:'1)>I*4OS$=Z MXCB_D\4;A!Z>@]IX!::L6J UP%>UQFC9UD]@V?"ZUN &_F&JLNT6%-S"+5L0 M/8W16#.F . OVQ-3'DH6:&N2[AG\:KM6M?A'I2$6#BW2[4'$8HP!XTP%-1RH
ML,RS Q?TB^E#QKD(+Q:1A,5(NOL=HV*@PZ\58#+ !9K[V]@%&S.&<&,9'=CH ML;;T"M_\HMK#(= 4*E^H%;6'VB#U>:=>;&AN28) =LH;2$ODC9>OM#FM^CR8 MW?W^-
J^>RRA$B0O0;5;-X.ERVT3MBOIY0N%$9LZ38F6_)4;&QOV*C0J-'^XL;&M2@(GT%OU>% MQ R>W8KK2(_762"WI>IG8UA=(^8HPPIK'X)2058/T"WL;KP!T!"R5!MT@/FL
MRL#!W@V0C7L=/P4CTO-S%5YUL7S[\V4R!0>=Y0)CA30J9F ^F#W1.GSXIR;5CDV9[]72*0["ZL,]*)$N7V!4:$"8T]Q M4^*H=X4*\V3+O<2MV3]M+P1UI.U>3I>M4@=]&SM))K*-?
_/L<.ZG^:,RY:\F MO_*'EF^"MHH;_!D#9'R/#-V+?>J(2'3@T">*:$(,]VTG:.H!P*+,3,V3/3S1 M:,)PZL7.4T1J*5-$WHK!C2=Y-*;V4Z$PGGS3!WZ2QYJ2:[]R,][E&AV18GG
MR&17Y,LT3+HORF)BN&?#-,61Z$#)4W)Z+^24WB54XK+EQH=)*\]6A#PEK_U5 MTF@@97]Q0_W[1RF6ESAW2'CAD"U$1J_%T8,F MY,OE \ZTB#697IP]6W&V$UXN]?
Q0S\^^'UP\+>.G3'"L@$[-!-3]N2?:VRH! MO9#>L3G;FB?AMBFP8IX.J=EC"4#;O>XO;JC?XYBE<[R)S6<;0+%?DC?2Q"[-
M(X=U]5F%%*^$1X%Z9O3WN]_3(J__DMOBKA,EO+NC!C&9JJI #..JRZULO7MS8BL;I=V411NK&3 M,VT2*:6" Z0"RMA'A]*TC"VDS4"F5'"(5! ?V(K6%C?G_!#(I##GTT>Y*,4>
M(,7&I)0D1[(I!KB4A&R%\C$-(G=/M"G;E5)ZW> YFS8P0*76,5-!?L^H(,JG M)#8BL\I!(*N'4F M:O]AU484R90C9-=H7,;:[9%V,#P5-
R)*\29]E1+&U:CI+!)_OLJ_ADO9!=3IU$5&T2="V0"*'S ME* I06^+H%=Q3I,HP2@+!;9<2%U622G\4"D\8>[1%DD\E3,[6Y/N&&=V!3E: MTK>1V1"19W9H4_H^*/K.-
EFN)&;KN1!#\D6VQ*?.^Z,$3PE^=8)?(-]LH?(8 M\BT76*ZX:[T]>F[=WQA@7W*Y?\?!&YUW,%UU!"RF"5Z8&V.$!OW@+Y!GW50' MGYF19-ZK\.WH4FY.Q&/T./Q<1@::YN[G_SY
&*//%;/O[O)X]90[?RQ=[L[.>?JV[A2/I',*2/DG6@(RU@ ,$WT?D=E]I83I!&B M%.+2QCX]: 6IG/6505*3 9)%WC).("GBI?A?>$R?7)70@;B39-0R7M*GR,F'
M,&=!XD9"3H'G,VXHK^/X*CJ])?D;I, M<-%(3'I2\M^_(3HC$&L"Z?&D#Z"HANL98\)(ATR?, /D%J3=X N#>T-[QC2V M#ZR270#VOUPV.XW&18NIM6[:4$+U=R*'^ZXH1L?TD]CCN,
('3WNKM9KU!EQC M':ZPV6E=7]:K7?BATX7_?&\TNQVF=<[4JIVOS/EUZZZSNQU\O-2A2F!,+$E7 MK$\[7,>M?^+L;A$>1>_-^],);4_!%+EJC^<%+WEG4-/Y\\Y-54;Q,VLR@B^=
MX@NA9/2.>N:$69%4-ZF=._E.*^<9I:J!#%?.& S+@]73$*,>X2\.L@XZJ/[O0W%YR#]M,J8':OC* MIJH#YCN\>&@Q#6AS*/_VS;^=-X=R[TCN*Y@O>5SX$8CCQTEY) C[@]FVN"F2
MFY=]-P*Y/DU@UR1KV#8-5!ZAG$UOH?5]J;?&P)30>,$J\M6HM@JL:M^RD?^O MIY[U9C^;8_7KS\'UU4A+2+I]2\PIZ!8MB1EHQHO%#$QCQ!C>N]EB6.G7V'&L)H:ADM(E^Y9L8
MB32BI6TBSY;S1<+H^[1$RG!Q'471G!U=5C40@E#7R'(RCG^,JM^-']W!I)A! M1IUP.;1-YUT]LFHT,IA:03^A;]+:/S=NSNE.E/Z8%[//N*9(5:@!7J8 PI M0\5SJ.#?
&L!!:5VICE!\>H:_#Y_#=R^_A+MJOE1_+&SA';2DGMP(XRD*XP4 MV,'>(GFYS$Z#G(PG,)F<7%:([&MU;*RX(2PE';@D4DOY(BN4.-(XBA0KQ8!8
MN9!4W4+G*+!:>N,5'283U1JBTZ@U0-W/>VJSIZA<;V0%1,O#ZZ JWCURABIM MZOA,+4_0XE'V 0@M'C7A-L&SH3VCXU$V@:+:S$""YZIJ3P^4?A-QE4W$%(BF MTI7*R;K^L0N:;
(A*D#*%!5ML!DQ#@1KARACRZ_BV(VJ\WH4(* @F+?W-4 4+ M:O21[3VQ@=DQ!O:+9(++ MT5A23>R(X\-"Y,\K/[HS7VR!4_9)#YDO&,\BFN.U'7T1I:/+&,D+V J
0%SJ3_#;1OF],Z$ND/= M>%EPRW9;2OU5//O5*0_V3B&1@65AGZS1MPP-H,(1;S<'2J-OL9%-:!2S!=46 M*VN)Z" '+312(B1)/I"P*TLLQQ-'2*)\|$.3UT"R H(2)U(H7%A8_'RI_U!^
M7M;UR_S^*A[S,*2&MN30P8DQ.)G #Q(T:NS]M6J6$^LR7&64(R2&+_-BY=W+ MD951DR11BJNZ1';G"2DLM@$[@R# .AC0K8A(]*7G/+!^8JQ.T2W#M5BB49#1AE!
(IXHL&7RRN\QHR5)/I"P&HLL)VXGQEL- M9E$%XMNMP;E3IJO?UPS+MJJZ4E>M*,?IC5FKC?7.]WR0*DW+>*RB9D2B>3./)L7J9A9"U$)@J=$PO(46"Y/ M/"Z?
6+90=UL5.]F:7>FUX9SQ9T ']4.RQN^>7U>D\[:/S+)&[)*BK=P+TG< MEE[W.#*3E/6T% D990>).;?4B,F"FR1Q0<3 +!'W;L&*'YKK8X$&<3 66RK1O?K1S(AIX$.5
^Q"Q3+A1^E4TD"^O ^3=0"^;& MJT.%8-^LBO[4'@&^G50BO55EHC:4]'M@0?O##:!@SX:F2GV4P$[+O YU7Y'D M6U]*OEZ6U@V0@?J,VO@X)UOX8&LW;SI-
KGQ]5]Q8FJ.8VD7GKAB5,KI+WENL M)@6KD[&1\1 DF]S(YD5:WY496TEG8C:;):Y ABUQ4;UZ-QL#> L;+Q$#'B91 M @6>C-)YX?KGS]DV,@\B93NIB?
JF0:)M@+*F*YZ=T#8NJ[O3JKV+5-$IZ3.UQ>_#]_)=R ML3%G?FIUQ-V#YX=S$QS1^@\[.2D;MK*)G K1GB(\6R[3]&F"^$N23=FR)6.Q MER\1#]TD^OGBE;NV-
,5642A((,D_2Y6+\6U7WD;EZ.JFT=A9]-&0[@(R,DH9 M(K$K@17*1'2;(Y,N:5"4)$BR6:UORC**VZG[$I+DASD!RO79)VGE49?Y; M6+PT7L^'RI^?+V"8)09)W-V"]A&EWP0.*6/L5@
M&CE%Q$)F"\7ME(<4T\4O<(S7@\PT+)"*E>E]Z9OQH_BP1_K.VUEE/(Z%+B1(MI)=2,0]<0OAK]?Q=QAAK/3BKZRB&%#()N3)'= 89SXIBLM:5M45VDIN)$D9Z
MPE@N.\L<45,_GRQ!UZ2)Q(*[],VS>VJW-[+G4G4DU6J-F]KLHMGNS;H_GZ<7 M6D=\>GW<<):@)(NY"K[6E;DW0;VJ%H M^N\87;(0UK+MA][LH5"_X,XNOIO]/6@F-C'EH83\/<8 '?
EX%RPS1OO +B#@ M[61O49[44BPUKK*=S3R))C,I>N,?=!A]LSA*."EY(B6*9-)MEID;A642YE*W M)?U>[6L@,EZ.!4O^IWCQ=%XR[YZR&!<;2D.-4?FJ\#L$1&<6<$33,8B79Z 9
M&.M._2V61^.@P%)]H*0+PA^9^KDJ5RW24$:!1Z)KCL@6N>3B&^KHV1T=) E5 M$B9ID>7YC;O[TDRABK+3(FR0H&L'2=R0:^?B^5=K>O?SVZ3\L.>NG8F%BY(C M31;*.9
M\5Z.FY 6-7>VH-:H:.*0_J35$S M;7YU?T(EH/S]O-'M5_-/I=W[=MR5,R;0)-0B'L^%"QE04 5F,"^F*9A[W&6 M3X)07H*L;.>S0*)KCBBRI?*[;AN_*EX23D=!/,#J8B$NTN&V&&L-[B33E%
MM4#[5BQ3GJ<7D]\#3A^\9NGUO+'J8F\7;OC#:Y4&I8HU-$S[Q ;FB-$,R9G/ M]^+N#H^VP;Z;8^BMMAR3&84.D?SE"BL6B#<)?_X21(^!]3AE4^4.35C-#+T
MCFW(CV_$CJ4T;Y[R@]FO899Q%<1;S =DC<2,)WU-E:$8&0 TP0C)$Q2H0J&K MXQ) %#J$5L83M=E HQQE*LA:3_K$J/4O/'U[/*?FDS M*K3IQY+&>'M
L_D<4Q^:3@==X[F(EVQ20]SSICY[B)85[-6LQI!(Q$0MDAR, MF&C_!/=];>CW76@I7*LZ0.8AGF*W$-S&J[>M-2)@L^$^.@4A#F,DH.H@T?179 O$O T;-6?&H_E5I;8)%F5!*\X
M,C1YH'2Z(F:RR90\B>1=VC./!*X2)$V>1!(O+VQG?,5YIKR'8'89DB^A[++? M;?![JORQ\I:\!<4E9:)91$[904F@;$D^Y*0/T8Y*(AK6=>1QYLTB+$D$9;-= M8[NM<@+)JH]$[VQC,
"RW1HT7F7<%_I&LD%+1_!"_T<5%L]PR;C/J66;JFP# M!?U0U97P%X$KPR+J]<+X7PJNH3G"CE-!\Q=(ME^N!> MU74W?6J,R>4],DJ8[JM6:X"IG1=.4,9#B-K)#%'-Z:HT-2]
(NH,09^S(?3Q#&H@ H+5\08%$FW-T^O%[(QH^7'374 MB;&,5A5U2F"+:PJ[(]/5-LB/JU#;"M*61#I"@>7YY' O[7EV"'04?0:0:#@Y2Y$VL9X" M!$QX@(8TO&<)&$GQD7[)
(I$$$IZME&B^SR;\+5$H(^%OX?-L7B ^R2>Q<<06 MS7NM:?=#X/L&V$SNWV5>1;M3*VIJ5%2U>211V"&R)=BA_-W04+?-) M>'WR;$'8H;7.[>ORJ+X-D8Q M)GT-I,+[?U(QZ
J//0S[,5K<$RG&R;.E_JY-!C"FY3XE* V['&*(B@BP_+* M;"5%*W4R!!40_5MTBNZYW4B[#6Z(8HAXG3J3\5@#J#Q'TK#9I1G6Q'1: METM&U1U&A*Q#VUH>Y+
[BIIG)$PN2EZ.4MM&,\ GJGO0;2&:HY^J?]D >U;X. M7\4LM48D$_E=K1'-,V<4O%C&'@)F"E>,3@M*G@>YKTCRS(?&E]H N8H0C3:! MW9M=M8OMZL6/]JAVOZNR_0]?
O%5M&#EOM,+U5;X%>&9+["V1R*6"2#B@:<8[M0D5"TFV)A*M-9$612/G9BHPM&R/0E5Z!A0#0FZFF=?]X66E7)N+.2^B=Q3$V M6MTA$E8(M!EYG$2NC%
\G*C_CA"1Q.$DO"M"BJ;_>V7 9&3;]Z Q'>N^$HLT MFH:.#-/Y7 U=\:NY+VTP"@^+D'3SRJQ6BW:7X&FRIET-V>\$V]:!:3NZ0H=(M',^^XBKO/6N[:TJZ-0!F:X#(6+<-$^*Z:]Q@MPD
MZ%5E$B8LSW*E[?16#L>1\8C,QNL8Z(IJH],%*IH3TP3*V<1N&O9O@&U*1Y*T M?]5^O\K:H_RTL58;-(6*T#P'G?XV6D&DECH-/ Z" M>9:T"<##
()SV9'[C'XB4W4R_V@0!+\541L%"I@($/NA=BY;5,9,D4"JK=ES= M7:/54)MF!*[6X-9R9@ZW^K:DZJ@YF]>(O6+=/)&]/MKU*KBVCWUIXY*-[].!J\F1-
C<#*QO,GCC.'NZ(V4,;Q=P9OQW+V#5F?6P&,V050A M4;=12#%L_(C%$&FD)<+END 4QU\9D:2>:_"YZ-+N?D+QE^R/2ZX9!F@^*#WBA/; M&./7^%]X*6N8SCH 8+MI-);T*1(P.M)?
D%\&XDP!.FK)"O_"Z>)X *CK=(3& MF&7#+W"?WMS'B2Y-H-X+E$^G.]C$SJ"WLQ>[K_RODQ/F7 6:\@_3EN[!9_C< MIPF 1C%Z??$S\Q.IKO!OYN3$%2.*^IRV-B"XD&+$0HIX(9@+X.
(US3T(_^\# M9&7TV1I+LO#%X MT]_>7>B7N/>+?T5*YD7QX\F>?_^&Z(Q K FDQY,^@/(3KF>,"2,=,GT2#HBG M()4'7QC<&]HSIK'WPG[]+Y?-3J-QT6)JK9LVE'G]+
[M9QK^0RW1\,>7X\S'6U^.[VA+^R'*'8VA.1G!A\JI54X M]9 Q7*UM3L""-I/_L*!.MRF]V>C. M:CR>#_O7@_*'M54GR 2(UAW\\:?,G"/P5H7SWLQ6)_KD09SF2_\1H3<(.5B!(=
(VT>GND&4KOLX5YJI2'Z[KH4/7[K#!87=5[UC-/9 SI$VNIY@0]"'Z9,\']1'/J MBQ"QH*=T@#PQL4<%W^:9M0R:Q:I:R/_FOZ/3J/FO@$^23*3WPM7 TT8=!2PD
M"#3#1/LX91#:HF"=4W$U%,!+\ -8[I)<>.+UJ/#KD"%F3?J6JJ@2"FN>,E5- MP]VF/1&&%^-2"=.7- 1=9V,VBHLZIK UQW .:.H(KL\%JQQD%KQZ*WK]:-#8 M1(-T :$+)._>AXGN^!
P/O'6YC2:8$NB-3I&J(0!@3-=#'.>M \@E2M,'FPW$BSR)7O,@R+CQ]XG!A^#\64]7U"7S5#48*ZM=_;I@CR)4GWR*>GXM^ M?HC<_?L]8EC#]DUF_.V(EABKWZ4@B&T ; P
ML"S)G.9<4E)-9B#!_XP#Q] IXTS8@IO3(8@LV53[:,E ,U[PBJ!:,A>YNL$X M$@AK\0%2]C<3Y/>@S'15EMS\%2XOS D>PQ>_:PB95H*@0K(+;D^%KY Q=T2]
M,0I(CFR#VYQHCN2:M]] ?)5#S_%$HU.=;7E004.1X9X18CT JE"^0ZJ$F[(A M!:">4^&0(!"!F4 X-X?",Y(MAD8I.$7H,!_B*4E*%:8EZ&A@>VQZ-\AC>X+ M>06O_"&8[M*&#*H#I:
[B#$&DXK8&$#%=H %4AR=;GK:[7-\3YCEG69_8FUWQ M=DM0;ZSJZ]KZ?22/ZK1_ MPL\C?$)\?!FJ\A"O%#O,;"@0=./944S@%OI0#1RH;B\@HP\M?5?63"!0'):/ M6!GR@Z V.]J!=
[,B(SKL(7>[WHI]8T":K- M RS*#;WZJEKA*R-J_;\"38$;@4\ WS$]!^YP:B+\<^?,T4@Z2"&IZDI5@0H& MAMC<(V&=34,+LA(ZS#A+],2?BXX0-CQDN+APUSB3?E<>;L1F_EF!1C>4-
(C# M0U##V%'F 40O-1Q"QU.%2SW6H>@'\(IO8JY1 M26583C,C5=,0X-P1+2SBBP>DJZ'0%3!1=#*HH9TRMV,TH@ORG 8PQ!TNS*$-
MOS%BW4OJDNV9KI_8!29_@>^'6A=6._%/4%.$JO%B2.I^I[? M"2[!A2Z;?#PS*4!H'C$;9/7,1;BQF"&4Z-DBQD)NO."XFY)ZI3,>Q\EVE,2"/ MXEX4TWXQ\,I MMA"Q\?
C2^@P@DA7P"BD7/#1!02VU9KN1N@.'<#9'A8;_;M>^GGG508 M?/\E;=$#<-:;S7[]/GNX?K\YI@@ <$2D-,? Q%/R%2Z J6&!=E'\9I M
I4AI\@0\N0!6:H!7W5.>NM9<]A,4NAA3P#T\TC1L8L<22BP:J!'Y61H?>% #R[G.85:!HYUJ"8&V 0[!T(. MJ[?,@2);/FA"P@?:2,A&@^H+?"G$^M!RHY2^8]8-DG%L#DNFPR;&A8!/K,PV
M@1L"1YJCY2KP"0W;=8"GJ]O2*[/<6 E;#E&F@A\#PH5X+EM $QM^ZXDL>!E\ MA.R$[QU[VHD@P4^.1P9]%R8#__S!) ;LTPP;PZ+,RBFJB3P3LF$ABK5M4^U/ MG(1:5X.-!2UB]U?
G*9@)T".0,#9D[XJ%$P%=A-W0V)L B1CB!6G, S=4;^4F MBRHI)&#$"X[<7K*:U0& G6=^+!>N[!ZYZ^"ZH&F @KFR<:^K,W@_YDM'>JB. M(#.=M\Q9W?=X> PNX?HH[&!!$5BG?
]OS8&SY[=WA-LR69:K.GTUIIZI(H>H MS#6$'"2BO)1%D/MVT]SEIUJNA$7N(>>=$GZLH;M[B8-E+@:62"O2WCHV'5IU M=#X/>ML3.]# <YV=6E<:DW M>SAO=1X,N_-GHN[%6C?
OP..YQ6SM#KA':+_Q4DC3)&L'6R^DNK\WFUWWBX_- MKE2^UK;KJ#.NG[YW;[DFT/*H"A$O%NH^ON_Z<%URW8"?"<5S%],P&L'>=!-D
M'+8&#IK06>""PNHIK]>]2:=Q\;W1[+K)%CS']WI.V@627\7;'_G65^52F?A9 M!\[SG+0Y[XG(F8(?
^<_O^J__OF'_^#BP]W[B07D$_7U9*@J!B>+;!E)^)\NE$U+&5@&*=B[G1%DI,QPDOK!^.G-M!;@*A M,3'=].>DQQZ#A'YEQ?0K+8C2+$)$&&W$T+-EDP]QO;QZ14[BT'
M%/@W!4NW%F@-&I:-LXNL!<$3'#H?OK W^UWG;L5O?VKGHKA%"5/IS<1)OOV[MWQRTS@*48_@4'IE([63B(^KV#%B<&+'WD,VZ+1FX87/ M)JV3LX_[NUEH:\]-
I['"K$K%QO"]VBY@8<@'[\]F?,;O R5(RCJ ,59O;1F MR,Q>*GIP$Z=S>D#A(K(YJ#Q'A[M= MQO5OV#AOYP5GA4 ,C4WC&4M -N M&':X&@Q:JY/UR7H^&-QP&R\
^[A.'#F.G"*0HQ'N_1UJ +Y33E?&SDRVYA& M;T#8=5WUG6-UG+J$671!9%<#(GO51_5FTT[K92HI)7!6V:!07UR,=8#BNN;E M(KJRT \@>/[F@#\Z1=W>/
/'!,$@IN$)>\]7Z\DG]\D1#UNH3>FZ:1@+(,^A M A'=8(CWPU<"_BL&A,+"E5?TL\;%!'6>W85;IM'=P90$,*S,QQ;%EGW '3R M6MX4V(2BS;D0JKQ3P'"BQM$QC7 RU"GS5;50 U-
Y'A".B&1[QZESUL&S0)G(M;JS8 N8SU,-1NB.BCQ=(+O!-][@G*LM<&EWFOZ71^#/SW>@CIWC'SU7%I9#(MAH9T:J%$/ZDS_]51^[V58-?VB[>@J4,,42O*!5?
D%!4X@$9'&P9[:'W_,&WG M1N;&>1SKAF80MZB6&U>?F-&+/U=?(6CNH,:#0P!5&9^)_C4L7DS'6PSZ@(NT MH%X1BL&[X3YQ1H**ZJH M4[EKS@#)E)TYF J$B&:,G114Y/%WM@
)_!'83E(K_.B6SCK+44:]KJ)<86R? M>5J7:^SDTI"C5P?BF5[. C6I#U!2*93;]64P.,5):ZA>-1R*BY9LN43)%I1B M7L0/I60ZM7.'>MR'B[L0X9L6P.W_.F.H_RSW YW/L[>2[NS-
RN+C4)A<:A=& M%F?;&O;9[X;R;!GM:?-W">5%XG4R>*$,7NGAFF@MG;F"'C-*24"56&_KL?R, M:,A%/$Z XKFO9QTCR*E?3G^@^Y]/Y# 5[;-!;.GSP&<4L-W;*3G)-9X:5?!.6#FW?
C9J(B-X;N.Z9=G+]A9J01 MA(7;O*FRTP_"08NKEZLFXV(>8=:KH,&5,K@UI9/E@A_A2);Y>Y&N&%HN1KJ3 M48)RU'&:U[R? $[Q N;(:\N!1+3?*^3 ,5[U!63.X0,D#Z&\.W$_N48KEG90
MO_?LFQ\A;G5_/ M?J_MP\@2YSSKS6[:[5^=VL]!^VQMUWB6%?"]F<5=UJV;DORUP>\(!HW&8[=Q M9;5_] L$>H&MDV93IFDVNTVS*=,TF_@TF_Y-H3VP*^.G*P)\LCJG%E&.G'3= M
.-6YRI+6[>=)?HTH(EK//ZZ-,XKTLWP.!)]XG=;A7;U\\W9].[I0J[N1*:7 M>[-OA<*W/U;CKE4FT-\Q?@6;=L*(?,@)6^ M-.%;]?LM^ES@>5^^;WYO- 9#ZR+_X8N_O,/UM-
1]M^R"AV6A98T%\+@YY$SP M"MHMK.BCE)*!YC:#OE. @ M]=>["3\R8- LFNO!T5QU^(!+'=V+7N(->+Z!(@'+!:7MNR"P#3]V3?BB4 [V M5 D])-S-I(H&U03FU&#!]*;'RK6AWR-
3!ST)G=4+35L"]Z,KO/8GUP/QU\OH M<9)_5'P?@K/LN;\$^XEQ=+=ONZ9^8A.4U#"):WM2/('P<=N8+ . UQDE/^+^*I4(CK;?)7A.VK0$L;[2 7=/-%#Q^:=RR1 M+#>H@L:"
[@E/AY@X'SP[EQ^F'_E/H:TB!*%>CJ[A'V[::3$UW\.*'9'(1_"V M%@O+C:CF+_"VV$=[X"4$TCQ!2W\I"/WOG$$U10>JT]>%<):W:X7%G2.R*V>9=KHMPD.;\)S8(H,DO#KOT*#
MHF^JRCUP)[Q]]T^"Z^N:)P#SU?Q8;_V-V4UL3>' MX4:%G/> -/M=$(BHP<6XOL\Y0NG4?/>WW1ZFF>8ND5>+E%&"T*GFJL_]?M! M80[V6]K/+\SW"/* J@TF=$@MZ&3
M#\EOUU7I-S<%N+>I[T;V> XRFHVKQBQ<[(]TDD5NXV.Y[08HP$G&:Z,N0O/3 ML35H>V!S* E=";>G!/6(DIM8?&2<>5/EF@^_!Z,N&F+JLN8<4$XAM0N;U?AR
M=6C'C:Z"_%O:#TXN$5)MHD8NN8H-+LJ$HA"'#E#M^L3R\Q]77$'Q^#.CM]^

MJN/WS9DKICY$B_MU¥LYN^NW.PU7S^O=UY5#/R@6NJ1#H=1.J@AG#8_BVS_H&$B#IJS|W#0S"K7)4'B7VZ>)^5W?

*M=C)B@LS/+S%FPS(_]^YEOAPK\W,NQWH4]HA=I*C@7"C5-V6*P62B-M2SW0\':R#PAOQ_D=O[2N?FA"MV;7X.(0LE0BE,2K;T"DSB!#NFOM#E*7-,< -M=W;SX0MW&JN3>,28FV?41)5)UIP,&R?% WG0W$HG' [S\W4@|Z5>:.VG9+RK/)[-N/Z/VHL: M1;KS$46RY"7P]<$*F1O'OZW$B>+K06Z,)[QZYUG MX?SG;-19;AEY$M,.]H-4,X7&DZ3P-*

4&Z/SCM:!/4O*;5NQE0]ZX$Y1,4.(:8 M&K;[I KA$!.9&E"KZ$)F8*X-R,_^O(:[4-*$4%$ -2F9P'ZEY6G\=9$9T(+0>1X.T\0%P6_$ 78>IU"&.L;$'K9D(.GG$YR$%0@-/H\% M+9^WB[^> UE+&!9(,# :A$7B>?-VI6DB#_&K6N O$]%UOI)"A4&;G0]_"Q.$ M%]QVG),?54@Q:/T,W@#C[L -E'M/F%\P#XT[-=NH!92."O14374/E0O$C#KS M53+

[D/FN;24PS#?XD_\H7++=E9Y5Y_3R7]MZE Q]GY& M& .%D\?%E .:%,&P]F< 7CWN8> ^@=!A'[JV3!DMTM2 -"X7E>.%T2H! C"ECX M;'=@FFMS2U.G#8#IM)Z:!ALO>T5B?

4R8J&FS/XEQ@2QS^:?39Q0'B+- MH?$\;;<&#VED$BK5A:RAVLP-'N_P9?F7/HR(C'N$$\9A !YZ#L_^T_+=[^?_M_CHP2HT'GY8;WH[GI-LC*M/V/^ M.1TA[3 T?

*FP,'P)0A"WJ.!SF9/IF'X/3DLEKSG("12&D(IE)(W[&9N^)#NX- MVVGS#OQ]05)\H]2>K^YGY'FNN'M#-R#/?) W4-^XB"B'AMZ MSXU42'2RR[W(L? MV3109RYH;4"N1T]\CKH!

(!$085)<1O>56%6FA%45MV>%T^S#'7+G=25P&EGX MS8H<\8&F]VX,8]6"R-N3$7;%&'QUS(TOW-ZV6KUKPN^O*@%K8P ZK.AP=-&,E5MFO,<4TM5GQO/

MU6HAU3/@60QG+H:F@NS5HFRQ4(A/L/52 M.%"'#Z)NS1()_Y\74]CYKO --I"8ZRW>(-Y83_L\BLLR>,"*9(<"4A%DFLOZ M*M33,\KW]89@9VQL?M/,X+3YY<4]N

2XK3BO%.0X9>3+RL%A=[?XS234]/<-3^2BG+[Q M@57OM N8KQ"W_RG%,*R'M#5/RPO-83WQ)RW%S=P>YU/8 ,LT97C\2^&4Z4J/GNZ'$DV-_?SF@6?*N2Y

DI+2G#!)X:G,%,AIAFP_YT\ L,O^]&'/9% MJ/[3V, .,_DD%K>R5#XF^] 69.":AI-S9.>+\;Z%G$NT+#(_TS=L2)UH00B3 M(B>/]I4S\<=%<;]2),*AE5" N<(A&103868]-6Q>P)H0+'&"

*(5*X\YH+/&3.!>R[A@=->U^P!-O51]MA\6EZN;]A#?T#[%*4K.994 M-)3&@3Q4>VUJ$,>,V]89F;F1[!8^C;L=PX4A"XK]<890WC>$

M\KC589!_RJDMF26J(1]KQRSHALS$W;.7. ^16.CM@!F94VW9IC2RMK8@7]!54 MK[Y&8Z9K=@K,X@VG MS!D^^-UADFB(FH%*E/K&,\"YBKEY0T%W2!-N?

HZ'O<5X#QCD.C@Q!@-G5!Y<-M$;P1RW$T4,@9">=93LQ'*T4 !^-7*7(Z_;)<:-^-/A#K[,YAR&<89 >80$ M3;Y=Y=?C:!6NQID#A=]H:UX+R=V/EB_U9H-!-W]U]?

CKNKIVCUQ"H^7SO1EO M/8>VS?B M2MP-T8C J+"FK\J$!WGGO,'"OC)D =PG>]X2!8,PX?F>V.O#SH=#NKK>HH|(M8H9XJN.4SZ3QI_ZAM^O F^GKS-AR&E/G)A825VAR#C:K

A:5>Q^:,MYTY(D.LU2Z;??[S4HD!]3VM= .D_N-_NE;WKJK\'E+@9G%>Y+ MX@9#IC#]H2^Z)+P#H?^WV5"I?C.V MWF2%-

DP*H3]%U)0<)Y8S%2-.,\/.DT3VS97Q*2I()/FW!,^SQ]_Q[7!PP8<M),X./AOL:L@:W ;H,'W'T.GW@,*YM6,)R=V]).",-@(8_@.9 -3M"-7'96I"K M0N^V?W"I=)+C\TDND_D9SVMA>4G2

1F'03J&E15MY9+@"+V=>!&2S\<%I3)& M*)ZVVR;>?OX[HWX6\FQ8N"A:L\/EE-MK6_N]!F^#42>7>@>>.<9VN)O+-=C7MK(_,/-\XL2;7X1[N,Z\(L0?M'1SB\;L >YQY>7 MK\@O>(=?

\%OD%[&GW$3R"XX+JO+_1/RB3%^_"'./OA%"+]X&9A)GN5]Q;K MK\@K(U-O4+%OZ?`K_@N&2^$%3Z^8D81J^@A'F6S\PC!"&,,GH%5,)^?]L M2?XK@S>81A;4S

@PXC=0BB*8;#)3#9HNC$MAK&*#X9FNDB(ZRO X,+6CPE M./=;+%]:LOZT6("'POY_,%LS'FZ/0LMV@(GKJ.*.AIT%/I$%GS+?72R;Z) M2:Y$29_3DV-W8@OS8R10#C=W:.

(*!\M:!"F^_1B>?.7C+S8+.\XT/I]0XMP(!H^93{)9N?]B XU M5'LR.'"@C7F;%N% -+S4A60^=^! '@Y4/+BH=H8#/74N\I=GG8_4L'?@0)MR M7RW @5@:?

N]",K4A*\SCSW)2M%,G-._[Y*UZ*UVUN6IGX]:F& M"&/3+A8)>QG;9-/S'W'--3<5+8NB?+ MNUVB@WDV_/FO302V=D?IXFFXM_A#$MTZ26+#>=A=/p\%^;G]1{8A4NL5&-

MBTJ.Y2'9=NU\8J/:%I5TRR3+4N<4@=K6Z7+.EI-#:3N!Y*:M98V,"=LI33+/ M)R^[4\ 24B'8U-#@6WR$4D?#I<8G\S%Z,G(Z.M>] ML;E-:XTFO'5\DCOT>-

ACFMNP6IJFX0AD4\ETACT0W=X2W8,5WC2=0NY,9K[W M>=<*N1UTD&X,N)C;58<_9Y,.9?X$W,]O-08@:1=TTC0- M1V.>/01YUT *&U85TS0OI4@1@VKUG1<"AR

MR4*>>L+'>B=LQ=%Q<,OF'Y;DI?>EZ1QJN_&.IQK.S7<2W;?K*)9@, PI6C" MI%)X]IZ*?*EZMDS2+-U4#7MS%GM),BK8MW+M):3A%$IVPEBBXL _$1TB6#3

M9A(5C_J!"*AS@DT:2!DZ+NX#%5!G!9NTC#(T?,Z;*3$Z6:HJ&]LWQ!IUP&]4 M@-F:P#^;5]S#\)P7=ZFDB)ACEKO9LYCRXH(4AWN]E"E)6;0\^@F;@3TH

'A>0'S:%#Q2QG^A"'+]6MMS/G.8]M-M;F)YF.9&Z)DVWJ^M79G"Q]S;I?1"LE4X' MB&.|$_A]:W+-J[7NZ.RN_Y9;B^M]V4]@]J-7H2$W(JE =/>C#530D'/&[H*QEJ8Q,/U1B4*6U$*<;?

6+;L Z8I>IKB]&L9UEB_"V=?&VC;]7 M-QYV1@FQX&WI1ZM,5]H>$]S,3HIV#P_B8[*!"1X^-83@@'VI8SLV);;Z57W MKM]%X*23&F1K,HTY3XPF!X9VZUOJ FR0=)I@&?

ZOQ&DU.Z,GP?^FG*.M?>$ KH?P#3Y0 @-\V\!1F#F^W)]J:>#Y\M;LS=QZ]@IO!0?RGYGQ [RK4GG M/B_;..NG5=S#OW?\Y.F).94CROYAKH0MO; .|

*M#8$J(N)A4[^9>T$9HK^9HR.+K4CR**[Y2O9R9&J#*TP64;+U@?U %O&M?S'= M,2)0%(N@__<-YUA_@,P*P.A-0H4*TP;I[\-8B/8=!>A(C& ;P6AHJ M,F1EBFS*P$C(.$T1HE-*

6\4,AR"X)BH"X6J,'@,G\P#_6A@9 !CJ8^_V^>3UFX75,5[X M%X,48D4SACKDQ(Q7.V9<]1@C^=S&/AJ5!W\;#[$GP!1DQ?BY!/"$_O?8C4* M6"IY\E^(*=5%08F#XF?P-OA;K^.:%6Y=

]2K(Q4(3Q+P92%_CVQT80U6][Z(ZCU#-L\@^&]H3A M *5+OT5.*M-*F9U8+IC5(=A&'^M\W+AQT,3?6 ,38X3A4D5][=;)SL!HG4P M=N6#Q>U^$V>&1W77(E*EQ%,

0L'!Z/>1HDY=9QEL\[&GXMH-EP&Z> W10, MC4JSL93 G<\^G;MY,D"B91,K@]463!Z4.=$_ZF\#>415%=5 MTVC)501VVA1UO-S-A0OMQ?M[SM)N)!./9'R0L0KZVJ2!TGDZ/

MQ5R,/@F+H2PRI'&@EAEJX8]8[A:SNNEEAR-!,@D&Z,!T?+40G/:3U$4(>LT M#1P;@)BXU 35N(6V%,1%6P&H)TTPB\|4GO[>Y.

[74RT9@Y>B#'.RW?T.TXLBYCML<8"1T4G31UZ2U#'_V88 M(95RU23/4 _=%L@(*\LQPFL=+ 19@D((1TBB#]UHIB@.3X,P$]T-[N,V>

M/>4GX'6C$5^XG2/Q$/7=_W/1"%!ZK:-+|>;X6A%4E'*(@CP#E(KH$%^L*2@H M?K0F>2D_&KT/7_O=]D/OGV>)#-_)\+F'[#/|$6"#C%PNC4=@$W1&+?)TQ< M!X+8CE+

IJB8\MGYLZMI<%E^J5DBMQ# @D(TB," +6:H>O;^@I_('>4NI_6(M+=FQI2;L(]M99"]_&?.H ML/3 24'MRFT%6"'?IVEF\^FWYZZ1S_U=QF!:FZKIGF./^>1RT\A"\+<]KLG2

MR%PH% YNI?71P48X*$%NSCSPJT49=>L89IA(7\F>;)KW+BC*7,K7) M4VX9E_SR*N6W/_86/_)UF$7&%MD@C;P%-I&Q?RI,%3,I!S%/AO>!9"G$=:

MYVAHV(EKGMV@A2>S12%SB\R41KR?36;^<'[T^BEA,SR5AD^&3?+Tf8M EEI: MLM(DGC5^DSZY[+++#IX<^ORZ=,F9N1TCZU&R<<^&DCT-B5CP2V2)SIM(B.9/.

M<>PA!W!O26TCW)^CX5OBLE!SS&TO]6_%5): G#\L#.3,U6GJ IR?_%TF9K6H M3LTO*Q>L9M!-S0UJ49)G[O%)!)4LCUQP-$HV.&A.,@M+@X.K#KU'M)CL_)<V7KJEM-

L8T#VQ&9DSR@-6^FFX,?/ M%O50.C/"LGM4X+(W+ 9!9%*B4N2S\,W^$X!"RP1?8- U^&_*U:-M5VG:0'?-MHQC,,,,_76E ?<0^4Z4J/2T/8,.TT@H MRB.3,?]-'=5,^T5_&Y$G/

W'5B96-L?.?;)/&N&-DMAR8#[L>N.F,SOA6XJXQ^]7RlP+PMCW1GZ.1Q<$F>9YZ M2[\#-6Q>'4C3J1-*93?CIENRTO($= $M-04/D*<;WZ]I.?&(3ZHNM1FI\)@>E)O-C_?

1X^ZTP8U1*K5*H.)+ MW=[526;+HH),>DHA?0AG[SW!;4169.BXW;+I+;9-/Z4@+WR!;Q*LUDMU<_1R M4GE99H1F+,.!3KT47<'PN8M9EB6/I4F$#(T$$]23/89GYU YM;O$MAEI0,.'

M6("TMK@T6*UZZA\391?_L=[;&.:!+HM_$O!__PZ]Y$B699IR'W++&GAG;K6^ MH"_)\TFF 1_K_&;Z@MZ5X0O13U/N&P=_]"P'V3)#]NIPRIJ7?VL=!AJ44VS< MQ1UC(R\)AZ(`9Z,"

R@.0&,%P4EYE%:]0UE0)) M "8CF"'' Q,3 CDCGTHRB+,ET9)DG?Y 4,!!'$C(@>4345 4$C2"_PND4AH&'`Z#6SAC7 M> ;VJ:*]&QC;Z#D5XI?IPZU?UX.IP"2D,19AV$&- . $?B*$

/$LIT<$+"]:I MR^TAOACH)Y*'83",PS&.F29*_E5&\ G&4R8<#MF+^GL"OY@-@2)SK#AT)%52%\RU$IDE3 2^(Z$#A1\^.E=(-8P(H0O8XX((/[H5Q!% M F84IA<=6(I>6+HO.URH_I

+:,$,#@L?X^6N=1.,C2Q_C\3'P4UWK$%VI'A?\W M-5=S^,8 R$0'<%NF/@13K#CSS1(GAF[^:H@\(T54.\X=(5H!Y&.0U%-A,_F M?&M)T<17^)P(4D6@#'I:S_=\W^$KT:V.@B/;_,3TZGT^U

'S7T='B+[-.#TQJ M'Q-=:X^X,Q/5"0[!$(9CO/HO!LDK13.&D&\=,5[A0-@G[C2"Y/TN-2_Z WSHL%40H M.69>(==*-R>52[$%M@=:AFG>0SG)]#-<&Z:N>>5'OWO%? NDIWPFA>

&"Y/7W[T^5I #!7V%3#[Z\@<^W?MO[/'|=F M8Z"Y%@<(\9SC ;OX_'"N(8N8@-D#XL1V0!RW7<|^?!)N!00Y&&*,$5T,.\$7Z4L3!N\0!K\1 MPJ R$RF9BC%0\T

:J_,,=I,\@T8Y$YM4+8+G(WK?%0:4(;(^/^@-UM*"U42GA2\U66 M W:WH'?D:-3+;&K07,6C:ESKF@B 9""P5=41,,+=I);Z<=|<3_BRWBT/*;9L M6LY#BG/02%IK|^Z?D>T#>%)

(#Y1PV9H>D9SWLLCC'$^9%,KBF|#60?P-D&. M8HZO%4%,2(5^,F@CZN-;L]D>36Y.*\R[\175P)JDW M&%A'23*=CL- 7V<791=/R(EAWQ<;4+BGZ.RNA2*]K@EQ%&=[B"R-

ZSXYZ@H M_G0&?WI];&_8$,A1,02H-+#[@LC>L%V0IV(7\#09^5RM!O4?@([U:PVHTBDI M]5*[592*$& 4W!6O&C+?@,=4MFT4N&D3!VO@L)DU6P.5MT]R4Q=4HP/T>@?=

M'-74=$AO3>T6_BDHI*[7OBUO]>'P/56I7WVL9V[>DOJ_?0*D_LON&5!]HHY/ M8-ZSMYVEH^VEV?EK# <],U?/S M-/1\+IE*4[KOA2F-ZSD%^@TRTKE-M.5W.O^OT4XJ'?N#(#!66^;

CRF5%4K M'V)/4+O@5--#^L$]JO^]H!GIU%.O0K&;+CZ6W5;&+-M$F0I-7';PN 3'FF= MHZ$!+/V%T:QCHE1]8!T4JQ;0 ,@C W.@%A#N&P%Y.Z"0E2@D1K*9[^DH%P7

M"6Q85RI0:3SU)07H&IG)K6H 176]:DO:16MD0EL5+VBD=.;)L'7EET1VE:. M=I,SN+[5TNL/7-I6Z3B(@1L[R+0FYJO$WUZ]W%5%=AL[*+8EHX?\YU?S"D+)7HY.

M,?"+R:*K8'U@/Y!%K"YF+S'_*^?TI0K(DH\HJX?!"VR"-9.GS?/?YR3H\^GO MP4TT3H^\H+:.'_)MIC@=PBT4=\DKQ-U.#/)<@HJ8AB+.L]ZE_[,?05V$;X+\' M0O1?!/>%WK.A0Y-SQ;LH

MA=9DTA?U%;ZZK6_%8*]6B!=U#$J!./VC^E.U-.8@>S=:(^C>G;.BR[>`5LQ+PV&.V_#..YD)X@$A+>).G=:+GF9Q M/^Y482A!,U_ZN>AA3UJ3@IX^&\O%$?

>QS&%7)I1*:S)NWZ2JCQ7U1>FN9K;.>MV6R,,MGGT=]<9&/6B'L#O_6@-@E18NYCL]48 MEE] 8]4F/]E[QO@,/+[RKQ40T5O7=WJTV32YV#10G?V_^>O=]4=V\O(E.@H6

M;91$A[>26157ZC6 M)M6" KEN6M ?W\VKMS-I+>E3EIS)9N.5=MO[9;IHPR&V_9:J_WD]U?_![(D: M?N-7AU@J ?)<,E?(?H&.#1O'F35#9@IG5$:MYY,%?!V]>0*Y"A?$56Z%]RNH

MNN10B0UD^G*S5"R>9%0VEUCIO/O/T:4*;^!-0A/$YBTNO4(=%, -]<[-OOQ2 M(_8'L.L 7Z(17N;Y'1D&$Z&*F\=X,%>C$4YFDUEVOB!:VUS#"K*%T6J MFH9FO^^9=S(\

(+:SWOB\WGJV$.ZMKR,86"YTDG&^LK\'>BOG_<]U1\]">MR8?"5YXN"0]ULO/'1Q\.F1UR MV3_=4^KS;/G^T'VR[GL]?SY23K98ZYY0"UUCDK8+/_L* MK6WIYO-

N:?,M:$,1<@LW)(^04#(L.>7UHUU7BO7BI%9\;4W$<<<7LBF(M7]H% M|SS9/*.|N_],|EY<)Q>&G_@F(D?%VYM.I];9-_>K8BS0QN-H5$>QR4)F?E8\ M9?=\ULM87 #

E=$&K@-1!AV('_A5]L/H?/*\]5]LK2RL4B%EG&PL<"?(&OS47P]NZHRKL]M$2S#SHE-3D.>JE=7.G MT5154U"L,H0%19*C6<2362[>]-KEMP.!%ETDQND:6L=\%Z!-KL@BMBCWC

)= M5V0@X!?@!32\DKD<]2]N3XV)X.M/HP5))D6]TWC@Y2]Y+C_VPU@>&LM!$WW_M'X5VMYWA3HRS=?8E"S0?+9_1(71KDVTX\N+S$)Y&)E$N1C^]0\1^2Y@/9%@|

M#?,TFYTO.M86M#_QI5SW J.H2AA$4^],)Y.OX6>-C^M\Z>,1O+Q?IOGZ=L+Y M@X@@V2'8ZJDL>AB 4Y}}),7F>W0,.?^=((<@SDG# $\G"_RFR&!/,P&* MHJ@/07

G>#,WTMJK|(#%CM<:'E?XK,D#/"SI;1.'-^"U:4+CY43!E*\"0/S M7F0G#%S\S=2]H_I9Z2F]0L* 30(!"0,63V(\.]F9)(+U5@"RK8DJ/@S.;X)0+V?GYY5\|>V 9C 4;AC3:4^?

3\Q/$*60/.2K=EY-9^]U7]D"ZM-7.M:!Q@& M?*.@G (?3Y\27K90:=>O_O;]_9OK98*$5)($O'ME.F!OV4(TZ!?@"5-NRPG0 M-4DP>G$)[__^GSS'LK^_/$-8 A_!W"'"SD_B8RPJJR-

8!A@DE,'*.:.L%6NJD M4'W0U:>++[D;5 ML9)%N;W%,:"X;Q G>=2K5B,I7>GT[_.X'"$KA6M.91)L15O M1NA[\>,GH /@::5;_ +]$$Q=<2,KEFIWW8O3:WY;(M[>(+0 \ ]WE,2FX!S_

MFF=HI.X4DMP>3;[.)@X"[W>&AJG%)7-TQL\NE#03,J @6*++Q:NS7OV=%^J; ME>AU__R@#8X/6A>I18-]@=M/(QV%3?*I_1GFLD.H"68&=`KA#Y3:#W]I@V(.(DGW_.3S8S70B P5'3

M5$M8T2P#RSQ;-#%>8QRG"FPIW4B_E!O=-M+9S]T"7PD,7_;+X2'$A>%<\$0]_;(VX8Q"W+.33TIYTI3LI%>BUVZ0(-MEXU+PSHS_@S,_MC!W G7Q&5^.POSJ]3Q4!V?^-M1!$?

R,=R5'H!;0CY\4*3(9P,>_,=5M8MYWA14NI/=^O1FE;UW&M1+]V#HW;Z M+]S*FEX:K-);#0?W/0[C?U@'D@C=8N#&CA{<-,OU @'3\%Q/!3DA7PJB3T4 M2=O/_=_I<9!\U9<5!5&_,F-

B)BP3$(])15!%D&3^ZW=+%GQC+"V]_Q;T!5F% MZ+@&.L8_?+++AD 7$.Y(#\R,FFV)CA.PM=@2]"^): () @;^1-YIP$^-#B&-

MABGHIYHE@@N*;+2OKRUSQ*%.4FQK|GIVT\R!^Y.'W.LWQ1-!'/^HSFO"#) M'"THE^;>DEB[C6*7GOU-W9W8R649Y^2PDWY++CH/X)O;|^C%/RGT-QM2802! M#!S]1C!'OVD#QL

@E^&_V\!\!T!E-!7@,/@T@907)9 HI,('9$UB<76D^;1Q M"GK@AA^U!_)C"D@.!5GO2T(@6F\,@6'2 T\6G03#<^+D^A!>+PPWWY$8"B" MJCQ4=&0 \9(L M_/YS%H>"ZKK\T1Y(#

!E,>]E%]H&A96\C8E-<;[(H&9G,I%%NY MHHRCV_RF_G.$8OU D7XQUT(7VC4-\/#8$D$[@-ECN-W,O*$/T-W-T9!E?DCR* MZRTBFSPRM<$O)HML ^L#^X$L#L+'2W_POW).AD"

@S\B" OW%[CD;\;/S?/ MY\06^/3WX/#H?^S'T M5=@& ^.^!NBT#>8:8!"?8C9@?!Z'U :0;\ -#3!EQ,.F<[$]%.HG1O>%WK.A M0Y-

SQ;Y!VLW#VYU^\70V5E:]00Q[,_+++S4FMRPI>NP8C]RU?X#>^\IEG*2EE#_,J M$A7^A3D&[H<4D'ED,#_N5&$HR?#[GXL>-@UUQTDSG^TU\JUL U".6U-LH72 M8Z=

[_Y85Q77N8%I6TTYS*L#3FL:I(.M81KC98X8WM\V%0QX-$G04OZ_D?AN.IBICIN/<,UDU(*IQBE^?G%=B!)/I M(#"_$!@2T'82T.#$H8Y+%-N"(1L, ^C^\FG;3$KB75W#TWM.@.:\

{8IP<%-7R M'*]5{(<">@2$CH|#'C2Z^5@:(PV ,@?!M0&_Y4I&,N0_8^BO(GH&VBU-B?`MQPPZF[M+XG433_^KW6O+CQJ3QMIMT>(W'#1M F=AB^3CW6"R3QNUUOW.S>N:?

MTXXQX7(N;^ZKN\%?OQY/'G_]2DTG'A9\51U++[,E*=7N=7.?NNA=*4927V!/] MY,.0./X/(V O)V3@O3#U'AN-=NJ1]16+O^(WI_FO[=Y,TQ98F-@3H (E@#R^ ML@JOU=!_]T=@KA

K9J["KFA,7Y. 8GWCSXY^!6.(V/8'V S?G_3HPNY4+E!-MQAD456^Y@L5UI;IZ;_,<^(.;ICHL]{0X$'H>6]}-(/94&>K&4,G57F-BVMAP MG=@>'@O5=YT!MQ^E

0{W3'W?:7DD2#EWD9]YCM6IWRIN596;CL8?E$[Y=>^ M46]6K)40:^W3FY&Q&*6&9U#\N=<42&:(\<>EA"CMI)W+DE .G$$B]/CP_ MJNI@2,>20.N-

,Q&ND&0:]7A9J6Q\'>>Y#'1\/WOC2S ^^G&9SCZ WV#@G_!? M&KQ*R>7TWO!#DTIA:;_LDU%"K !=7,DHI.4G44TZD578A8#T*J>N_0|914%#E MFJ7|>-X+!3=\|?RNJ;$!'AD7L-

9K14'0_DT\X-B_GC[XE)B-6!U>K9TZ@83\5- YQ#]+G<<2H6T2\O..9UG(8)%4\I€ X?]^K,A'!I,X%Z@@XP M+!-!5&-XU3JJQ1\,."P1WWU2N19=|;=1R=[7&X&7Y;^'N:6VL?N;8,0D^;L8?

M)GAO4-FBAF[_V.PQ'|0_C9C| Z@O&>B7]_#X&4(MQB;4W67BE DU:PP[):VO M#]_S:R-4&NQY64*-.UP^G%"Y8RZ4)T_1Z5H4^C*T\&5H< QT($C+]C>I+Z#3 M$T

U;)RHW(WR[75/R-\IX[OV?BOT 9")>7WB5M?-46Q8]-@3=2Q:ES;/?%% M-MGCJY2V]GJ9.K=Y-]W""*YTY 5RY,[++>,U2F:L1X]O KV_[&W)^N|P,V@%>L=

MNU^C)UV.A=>KM=.2P$DK@>?R%QHZZ;4XX6C\R!\G0FHA]$ 3@=@M&3CD40\FDR<6X0L>8T+O6< MIT3NN_JJ9.[++#S=O+X-GTHY>;^5]-7)/;=VGGM_*QNM1!J4KZ/".CJ-

VKG* 5KT\?9Q7P\H?T&]C@_50>!-M"<[1"MZ9(*MU=?;SEJ19PBGG/@MS=I7WR#CQYLL_WIL,D)6>$MU&.

M(C]+*^Z3|>]3/$F=2<;S1ZG/KKC/!=E:Y$Z_A3CXW549MN|#TMEAM0 XN\8&W M\&*|#,.];6;LH@2W @&>"_ ^*5&RCS&=55@'3AT#J&0PT_N!U#:ON@(\&?T6M MNH-

^3_VVVU;?+7YQE36KK?[>U7")@JZ/45$(1KUAWZFM L?W*WM$G#I D)[MPEL) P&NO8!:=I$A $@1;ED93M!(I#PZ8O&659:+I)^A:I@@DUL"3S+IL] MO /P(0*

<1F!O*;BPBU1KH>\2LT5?@DX.*)/*,Z$/7R=/\(P\PTPR@O0R-%!M M**)EG M9B M")D^E[<{E'EX!X-

+)\CX>8T1\]D32$XT4"43*L.=]'HP);J#_0<8C9_9WS]QO{O{1K.$/**N@C0UJ'!HB"AHS,_K'4N\3_=A] KK@7DZ9,'-M AIOFB"_,'RIQBNU-

5W7WH&>+#&Q>DW8'A<([*458O=,8M@U9D@7(:0Q_56<6 MTJAKPY,L!G@/L0R=,O OH?RL=\A/9OP#&*H(*(C$7;>#O1'G:P0R!V*VHV!\ M4;Y*3?B'UW/7-

B!;Q^UF()NWZC:Y,ZC'DZTHA,@$!!$HXR/M'54@>A=)(KD(.M0%=C'F0=*,# GXC'&)KV5S6XX5ZBB'D:)(I+,@)\=RCH B07W6!^H,(O(^(V M]XP)BBS$GCD_2EK8Q0N;6A=@*>6($

>EGH$]GIR&^2OYS)Z8@A*2KA3" >CZ-\>]=[!M0!2BK@$H^QV\#66[O- B]M#;GF1$*,RQ81A(?@FBDGCI#HY[(0,K0\]E(2(MPXMV>\'IXW1,-

0."C3(&XA:,4TL\+VS4HK05!8R V1^ B8*$MJT.D.!DV M^W/T:WA&=-P3[A?]5@K\O:(P4)$;0 "\L?TKB#UW,Y"@#1>P%I025KL&B11,

MPI4%!?,R"71PB,"EUX3"^Q,0I/39D!=++TV7X)(;J815Q(E:1Z&-]$SD=9HL. MF?80&3TF05./KH+0@YODF JB,*!"]=0D-HZ)6-DHJ$454\)B!.(\^#X1B=@& M@NZ2 M12HQ+<$?-

W;0ZONQ0W-9&N@8XJ%H4NJ>,?I)(0>OFHY-*E;B|5%!PA M1';M'A\%TA#!2W!1C:,(9#F3RZ("Y*PX$WV"(+'JC,'G)\J$$ MJ8@,6^XXU!O}'>>I"RI<^YBY&Z!.&E#ETH'=-0!:-

//OPC'(PT,'?U&"B=+ M-$$-\I/<5L"]#*^3";^&>QLV3]>W +X-[@)>=ED.@!.3&]#:"K"+P(:B]HT MXT=?!3YZ"L NDW&1?

*7YYJFW(Y9SR+ABGWC@$EO4W.PYA]XUVXDRZZWP,=TA;4P16+'@FARA*B6?+7)Y1%KFZ -<1%MN%(;H(V01_#KT9 MA5H ?-

E[3X8RGUQ"D,02"2D5JH:ZT/1ETG03]9>$5"2+1!U!'7!4Q#J!I&*E M6Y&!"O_3@===<0.^&(+?<'.Z3<"&+2QC)!';K, ;$L]7:559\'?D6_S!0!%$ M"!V\|_S&$52]M*'M(;*7(OI3?"

P+A"@XC.2#?2@!-,DX48"B4ZZS.RY1@B M>T(J8004NZG?)QG4KY+HFO @E..5AF9U35 P-*M*ZH8;R@ JAB$Z=<=*\0 MP8QE!&..,Z#*D,^0K4SW7%2XZ4W27"]5)RH[V6<27>

[JSKY^'W^(>LQ+6:IM0 M7S<(\S!*8^\W4[S=^]4,;P]9T<_A/1#05%ME,&P.7YNTB[U7ME\?NM:R>ZR8 M78"CH1*+PP>$F!^)8!>0 M[WR,ZL7,Z%HM-MN&EZY

"6)8X$F&@=81Z!+0*.C1F2Z;@>CTCF6(@YFH XX)FBX\E%'7X9E+B& M+8).!P(%CRZP7:>VPY<$B*)XJ.5"3DCHK-9< Q5:'")QS&KO*M/7=!3AT%24ICG#]@[+)[XX;GKMI-
,77>4USW1J=# C%^1UVD MBR,F #9'H91<':$4^CTT=6)H(M<^=J7![_K(Y8P:]!PS%P(R!TN0DD= 1Y%' MI@_LH%Q0Q*.D";J$OCR!XEW$ 3#&&NV%W-M
'Z&)HBAJ.MJX'8'SW*!P2Q)G72 U7)D MUC$69\0RF,DPV?X@ATIK4LV+V=R35AF=K]SQG=(@![XU448?=;FJ/+$9=DFH#]S:]G42G,E^,- /^?>M1$$:*)FY@\=WK+WK>W
M,6H"#;MXSP*]>"[QU>XZ=[6/:"](H5$!41+Q5$"C*DM>#LM#F9*/#KA!WS MQ)$JI#3I.HJDD'0/J \)4E]6H6JE$Y<-B@8&>M(=%\^<4^2]4S.M0O=W=,)-))5/A36(@,;&,03
ML(WOYD3:I+FCQ3BA.1==73,,E#\@ B"ADXE 'D5F.7GXLH!F:"<<#NYR_B3S MCDIBX7771*S>.<-- Q:TF;XT;W&,0!+>T"S-?8+[MR5"W:0=7@AW%*0#S2<'$2%.@
B'HLC)V4H%FF,V);V*LG68"&;)7'?*I3;F0 MEG9;I=S=(()K%\ MN/^?\:08(-KQ.E7=?#)KUGV\"V]H9*P7F48U2ZD)EU)7?AM.19ZAZ:P;+W! M[>8,GR%N1FR!;,A@["V1,B\,E-
)YJMZINBH9?H+!Q.O$M" ?P2PY,E 0=O)8 MK5:HT&[LV%4VG':S881[G/+9&B1U!:_8!7]HR]^!G"QS&PWSV.U<:&R#[=(PD_GCT);]?C,9\;#.$->GV(6T M"6AC.C%!-,EX4
MO@SN$A5JP(UKDA%'UXC<4+"6P86G?%FU_QZWXR U2+6DC\M =QOTPB(B[$L8)EL-@2/D\OR7DW*W: M/W>+W;W:H,U$$60?9*4/R=.$:&CJ0Y116A.(,QL-KM1$&?\+5Q28Z'L ?
*]K MDL^<]R1P;>0 \F9$OFX1<$?6H4+@?H.G0<^>B0D\4\/[V/39T"F2L[7>"3\@ M?"7?"X '_=LZXYY7BD21'+R'C%O_BO& T9!)0A)$Y?H,$'1%!GI"!W8$04IB M*8:SXE"W%+(JD-
S^*P%O(F70.!EIJ-KUT-X":K\+&J-@IAX6=XU0426A'A*\ M")=PL2MD=T/0O=]<=N7A]5-]D-^M$EELN5CF210 ;.,F\'Q^VR6WT+BQ\(0\ M_I@+S\E#080QSM,&W M/^?
$^S]'4T1IKM8=#OQ9@OP,Z[3QPT60C?L8LR@8J(81U2$.T?/HCG$Y$U"-DA7\9M2: 9-^&PTU1VR*>-2]A?VZ@!5G M"1Y/[J.J0&(#D,P@8I+:=?
U("EFETP021D2S*0(/OU&"^:@$%*B.Z#BT@NGE MORR*OJLS%L70@@!K-/RE4Q2IU,!IV. ML7O7A5&]P>2."UR^D/5@P0=Q%*Q;&-%V?0X4JG!-[/47O%O# SOAXPE/%S5(
MNPNDD'A>67;6Q0/V6#?ZNANB;L)WAN+#Q^BQGO6$?Z=@L5S<-S9,-BGM5I]9 MR'+98S8TH\6%CU6X;7B;Q)!.=]CA,1Q87),X(H#E5;#KL$G%=))QVC^0VO/I MNG.
[=IUQ<2RKM"M*MS7%L D=]8P,!'MPYGBPJ3I/8@&6&[H+"_BEJ(?4M61A6".J"] /-CMO&0 M8X7]))1G6%(^@:2\Y0BSA)%/1&/*(4M (@0V=I "8_4>\0EEN(1KM%AJ19AU
M8B+^BQ#J/I$@C,WH6Q)Y3$DT&X\+3JG5)M'C@;0?HL:*#>C38O1ID71SV MD9=2Q#JB"#5I NQ 22LPR&LC=U 73N+JQ!"$:-\G-6..F8M1CNQC9&T@]LD0
M+&@Z]O,*NIE,$#UWMD"(M#GU*+V$A7=TK8__B0D1?XP45-WJ5(:LEBSQC*'4 M"VW8)9DKBH!<+X$J,5&#$P%WS'L7;%\U0^\N$,>!_R(DXEP$9NHB>'9G;=Q@ M4.
(.=EC9AX=70\/Z-&ID8IW"3:*X.OHNN$@:E362:A:T>S!K2.^Y-K1]0Y) M.T.O;D()UX7:@N-K")NUN"U5[(;+9I^OY?KDPNW$[YS)T]((6R7N:'E(6?A@ M2ZMC\> 6U>=\?
>H:K1FY_/S&2+,6 .J^]=.I7(574P&(K%RQEPTF M-0^0*)-="*"V0H+YY9*:'1(,YVY! $P@ *)<$ 1,[.;##<9\|CV& T^RFLL[M*K^!33&B'9!28X^6 "E>1H6+Z%T_9,A64;!H^;
<80\B4R9IK4E[#2K#8UH27 M"I.!63M-#WO;* (]A??F[J5V>C;HWKZN7).\8JUO^E#KN^5:W_2AUC?DHN1: MD^N/,[;>S:-V&K2NZN(7]J0U&9I=GGMX:
[^=@WTJ[ZVT)H_5Y\Z3UKOA!Y^] MO!?R5?GEI@#*3])YM[#)PRY.4JG6))<"JO @MR_$E]W8Z]KW*%4G0;'OM<*#:@(1Z@@JU877TA;*4AF:-EIRR@X)=%0IA<%F@I
MO1J%#M3)YF3S"OA'$)D)KD?;DT$['Z)XDQ\|CKRIOC%,7H8Y<8YJ^.@N@8U 0VIR@E?))Q,()#PW"\!5:01$8\G M_O@BN Q \JLW!94548F$8Q)U-M#L[9((H7_Z/7.W";4
T!!W4>A3N&;K8)^ M@JJ>QE92GYTN@V.;N&&L/2QB)I2/@91TLMQ(,CZ?36$/MA4]QH[,Z0TF[?;I M)/_P(46-H:PMX;D5^"^"HS@-,+QG4C"73'U5W)#3)ZX@VF?P:JVNLZ_:4)&8GC
"9 9@7Y! M,2SS!ES\SQ I'NEE>5H46VN0/$M6T?X,;"V62G_].T/F4N/JG<,FZ,2S2<(LM[HL),:ER!Y MEUT MS5JW<9'3;L_Z&4]Q=H3FY =1I)&V&&@VE\R?3M%RM(2:583]?
(5&!N2F1@A);+)BW(OZ+\CTU/:S(94Y9T71)D?'3M^M$ M#R<;F[B[*,I#[>'T5\B:;#52-K"1!.$KH28?D&>CE@W8LE E/'85-0#IJJC1 M"#%DG'9IA)?+AN\A5ZCR(;-YJQC"+4G=.-W-
E=% S<*21I2QU[MJL]' \! MU?,N.XG5:D8"CX$55M<2LY.:[6(SQL-.T*(Y RJ,; *7]%88PQ:J'IK*+-7 M!>9T;[^TO[??*=H1SGE@KH!@#*U!RL3.PT,I9)50):YC4V< Y,!FS^RP0-'*
MW#KY[R3X5;$[;NR9;58G]:>H5&VF-1[I4DR<8QKN>N(V='5;BT$BAI8 DD"* M'<:+CN(EK88G5A,2K/X TR0U]X%MH4Y#+047#1)DC[X.QF[7L@R7W@%)=9^= M7.?^/I_E5Z\'?
CL[<,K+X*EICP%PB!,'F6.(# HRZ.XCKZH#F:A3:".4][F M>\'M:7#Y@$.;V.!*!!3JAX^ROG4R]K MY=%X"4GP_&67KH;Y'21O2T]F-(C M.Y(]Y#15/(&%TB#,_;T4K84
LSNA/3&KX_RLI2FZD2/U1D(.M$M/ R0P!=U M//(9>A'QW85FJ^\A0=:N+J6WF[QZ=9/YN@2YD"-D%8<7]7'# >HC"D16,8T M5;R'B-O44*F>E\0MDRFPK5P&]1ZEAYV^^U:5-"
<_,:XL[P16\O.X'IHIA1B$;G^M6U(3R)A(YRBZ:" M#T43EX5XQG#6@%GOH';84Y2T6QPPI8SZBMKHME\]%40GM\B5;A]D#AUAQ\-" M -D*FV/C>B"BJ2M4Y[.I*YE /6:Q8X ,
<<8)%M!6QQ/E[-@D(&.4[3;@+I"2 MKM6,?@A)$=/C#T4SC)_(1,7U^;H7Q 8VA6VS1)55NXEH(K*)J,?XME)V@\UP MQF>&[Y,A7)^9^N[+.T/FH.0=^4'\ LAI8\?
9<7AY@5'NT_942>,'/!,14\+E9=EF&^V3*VWP?);JZE.BR%4FE[8-YQNWL@ M2[,'>X$X!YYB);&-QPA6DLZ@EH]S6K?C9 <(1H\'+S1NT@,*;B;HGL?3E\
MZ)HS"KPS2,URVT)8=>QN9^U.@H+&[TT&PIB\M>K9O:-;0[B<;/NT&]TC# MNM_%$(IGSNZH&E,K]#:VQ:-Z:YIJB4NU6\6NZ@KI\NV3!SL6,J1'_I7^TVWS
MK)BOO+FCN^L>OSWSPVIZ_A.K+?.N0#1(-Y0YL *!QS6NYTSY2,\5%4NHC8E@ MM3&Z]_P741LA)V #U49_?$%UHPID$)+@"2?,:4H7'B$(5R-S[[(RDF[P==!
M/=\?]#M;T/YR1^SJ,LM_33D:KH?T?->#U*P"PF%X990Q\QW MS6EQXRG7GJ.9Y9?0S/)03&Z?/3S+[W*YQ#8N^.X6-+/\$00"Y4L=UT,0[;:?
M/R61MF;F'03A[19@,0DZFMDI#]])*:67%]FMEND.U-7^JT\?XCK!(SJ)+@"'8LJ3$0P>!?.ZZ_YO_GM!0-R:RPC M3/.QW2D1B<1[$ *9.C6-].D@7AZ63SW-Y9?
+C2$%;HAGQ0YW))8*=^Q1M"-R M%E#D:,D%\F+V96SJ))OC<^6WIE9(4QR;FN:S\|>FXM[^%"?1[LK85%!YN3>N M;E.#2H'BV-0TGX\Q-C4@4SO&.&!/O89_?FH R4?T
YC%C\=DV0ER=[^_)2ZR M:Q3X]YC!1FGL_88LBC,%BIV.K.)T145(G7L"/S+:^GY9/2L]FU;&JE9MR90S/N M+3?CSAR:<8?5BLV:LB,7.M.:&)=W6D&=%(O/RS3SWUIG[FQK
MDGGKOC^('RGC9*,-H+?0F1NBZ>3YY(-MB!FYODPC]PUVYH:(>3";G1*?-\|D M<3?VNNEF9B+I7F>KQ1W(\K5WY,'\@6UF;6A 3=CX^6N36@;4BVI0!=1E,<*W M86JN OB-
5#9&L!M0=T13*ELT.R8"@19?8OJ':PM(U[=A.\H*9KX&EMFVE24 MSY>],;B(I:'^SZM\:U(^:^;ZY>'M6^<;ZK&$.J/CI7XQJ$N+HJ$V%'+^&Q(D$9*=T#-<#2HF71VJZ!):4=-
_,0\]&;6I(7+(ME:)3:D.@6N"SKO*ET]:DFOW;?RJ^RD/6%422; P48?R+@80"7V0#'=%P#9B, M;3@P1X,S3_YF+$;CR @V#!?PAB$B_M\W;EIK#S44XKP_"-R.1Y#A4\E_V_H_ M?[!';?
@4NDDQ^>37";S<;.6L(LFPVR61VG5(BQQP4] M%,$>;>R=. M4SC45 Z[[NJ=V2\O[89Q+J.54CO :YM=6;E[O'BM%/-+\-KE-?JB)/V::D(8 MT+UPLWHG
=C7;5E:6.3+'@J4#\!NB8)1B_N#;22H>;>P%TQ06:8ZXYA>4W, M-K.36 YDKN'=!.X@W%%[T D$I]6.H"77'#8J[P(??>2>%/&C__A\+JY%9XT! MX4M@&+\@
AU@D;07NX/#SO+2'XOH+0&TL$FN&7>6?=2EX@.GC2]\H7[N(L=< M"R[7Q!MC9]5'*:)):(90Q&8@9_2WI^L U#:*A&< ZHEU,#N\<.:='IBGG5& M3V_+\,-E]T<#*6R#7#8;
M.YDFXF9RF?FN@7ANM\59[U8(9H9?[QBMK(>+9VFXDO+Y^1)Y15H)9.P5#V-' M;+9IL=D=\Q$\W/8Z;]5N^?DMMQW==O8^<<<9=*-05$^THWHDCW/AJVDMM>CE
MQ(\Q$NYN2?%^+K!L+"/52U:;9.$\)0\OEUG\:F(8KB!D#R0333)KXN2Q2T>B M2"932!;8H#8-ZR 9FZD[>7V^')4_B3VI]$!90*#3(=GL;LMMW2K?Q7,)G5DP M:$Z3IEI36.8DS,X0.
<:#X)QVT+N6B6?_%A(G;^>"M>(=>^!VA%TZ_ M'YV,4V>O W[+],([],*OAUXHS0U('W.AG:2^.Q-Y2>E>K :%B,1(A9J_>">(M],HKL*I=*[;MGO?!G3QX/CG/;I]5K;7\-!?7<[
*JTH$T4MJ!5;%[ABKZD^* MF5&V4!6[[>VS*G:=K"I':?H@9%41HLUF5?%;J09SJCWO%M'TI9&3;&H#F :" M#^K(A4>V.-JG5?^?\,PMM O>SD^WKPXI\R^JDOV!5?'O
MIHFOFKM>\+*S95]KY[6W!P^=,_ZIT\V .(GM#J>QEF=N7;1CE.]6HCN5?/:3 MUN2O61<_7E,/?"-..OLTD+:,B-SSZXUR^!AI/63BK7-ZPF/Z=*X^)I=Y_+7%;8
M(97*C>S:*S>:V+%P1=3U"E+72?V&O_YE'ZM>U@^[&K)TM@$Z3YAUWRE_;5) MA[*M*-"LITCK4X#F0#4;HJYI7W3)CE4."KVF-PBR7K##>A:?:%:.9ETQ7YK M3Z9
M+ASXPZ;XPWK#: 4J]%!(SR^E6&-%KQ>,I$^/795RK8.^/.Q[E:29&ROD!O=O0,_(T4L2S7-!\ ?KU[-E0 MU<)JK:EV<;V45ZLHU-H3>(*;AK*E*O(0OUJ@UK'[-91K*8E;Y.+X,;T=78:&
M)X=EUU<@MV0-SH%\-J,P47']9.<[?CX?^:RO@IL^"UJO5D;#792.84X=:&B; M?&B]JA\-%U.ZL+Z>_'/UP4)TN*XE-UM]T]$$/R9AF!G-
N%3>G'=&8UB9$[5AB<7T_9MY<2_RU8Q3@!N5 M'C<[)KJXVAG#BXBHG5$YN[^OJ[?,@^1U<*!TXZ9(,:$XLT>6!"9R;FUGN8LR?I$[M8CR7I?KY^_6H M42LL>?
G3JYTQO&:*VAG?;RNOPD-VE&]F=^+RLTM=_DPJ=J/*I6>\4\[[BGTR M&M/K@]HP15[]XU30Y5^B;\(Q4S022TXO%T11'Z(6L38-2L- W0(N/\-=RBU@ MUQ!BG>=:&"/5I$B6M'$9-/-
Y\LK_/7VY4CN9*U<>%N-M)8R&JK7&V:^(?43U M YPBA]BZ>(0L8(^#-/$ GA_(N-/+@)9,%M/RYDCY^S?SR&\9LKAMWA1D:>@/ M<>=&)Y
^+*MXIJ3$6&JX3>\6JS4P^#5X[W1&'.HZU+J=[F^8[!W]W)H:ZM/4 MVX*"4P*,'@"FL9[V)91-'3P-M6@8P#Q"CG1XB%LPTI01:E)2UH$DFPQ$%FY^ M9\||W;U#!-
IK594I#KOPTB#.QB4QWLI:'Y+%F,$52^0":(S 7&J"BOL:-> M MTU&?OV(7:ES(YF)^0*(QAFT##T(VE3$#KP#BPF1!-"*"2_VV(.4\A3]F?_], MHLGD:&$!,O NTY"!"M\>?
@/=.UX8"YO"Q#KFM BQJNJB=^6"M>XG^ZZU0A MM8&NQCS(\)("PT"?B,?P2%=T!%1Z@.-V(:,O4+NL,71/)TQX(/ M\]Z3Q1[V-B#DZS+BBQ#- MS,A]P?]@/%F=M(
.HW]0[9D0WR*_(@00^*O JH M3X\]/LI6U;E4'@HX3\|!WQI3#0DPPC=S\E4V-;KA'*:V 2:(!(#2>*'\&7R;VL
M^!)"&I'5*2"33M:X;YBCH,!MBD/%\GL%Z9XI5T$*!#YYRXDNO/N5))HTI$I_M>='H-HRNAX:LXTGPS9'ZU)Q=TZ82-K;Q%J%YI8^#,IL"R&0X@(<%'Q!%=@ZE M&<"%H-
TR$F3%EB1#) &]/SQU& YD-1) W4<@T"1B'$')C&2MAX[:@@%\'"DA MH)Y]J%Q9Z)*9:XK6B"/L$,5"1/G!](Z DB(./++D1S'3'UH M0NY)9#JA76BH?8@ X$_0C_U[2L#'L+K=!O!]
T&&@K+?A[^&.B34$YFF=WD\ M@RKWF]$@=^Y:]#\#&)>/XZ4MD0>01CKV"D2R-GDHX4#3(]X6?9,M*##D$8'* MZA =T[#U*.<"(U5;49B!COS7)@8C$,1>8AJUV(>21
K#"U(<()1$^'L!/DX, M?_BR,FI7!I<5%*R<2:"#J< REZ31>$KZP/[@2S>8;S.@/Y7 MSFF<%U!F&=&0!>XOL$7>3,T?SW^?4^')I[\'-V8X/?*"V@;R;P:U;?K%%'7(M<,7?3 W*(H*
(FH8@SF:]3_UC/X:^"ML_STPXCH=)G0[QD-\!F!6!\+K41M M\00W-,"4$0^;SA7WT*;_;K@O])X-'9J<*]|=*;0FKW\UZ;28?T\/7G?G0E?? M.:UA&.7+!VF)38& [?<8*8D/[<,,W .^L>S?
USH;F(;"4Y,4:9[O[#QG*DLH^$-I-$OAQE>9 W?M'' K" M2]DN>8>6.KK6QXL2!R-Q]?W@?OJ-FBD'J4JE\<A!(.B*C/0IC=%$<:BC!7\(1)&#!R'^ M5\DSQ6[J3=#*:<-?8R>ZX'7+NZ%G-
O<;Q_1L+,-7]857X(8"$XHF0$$\@*J) M;FN&AC6H08JY"ZR BC^=,XWA\A+H#P(B!?. E! @ Q\,%%E$H#J&%IJ.XKW) M%60(T\6N= D)!HWLR1YH$R5'$DC>V"_$4+$$G
ZP]YT1[&0X'%1K Q5T9.SKZ&F*A.P ^"D4 MALC;#D\!]]M!,Q*M(K.1D=TYXE_(&*!^X0*F/BZHQDO@0Z BC, L@B)66'8 M/,F5FTH;^8 GQ\$DA"KLW43H@QB%%UJ
SXT3\)H>:9T.246P[A8((A>4I =- M>(C-H>(P \]M]+\91XG0!UY@V^E&Z%W.="!WA01DRD[&TC1=H?C\8*!KD"7B ML%-TC/X6P'-AUU>]@UBX8?-P7W)PFLU9R<%I-
D])EWXK*&]#LU0MR^XT+G89DDW)#EN:A7$ +Q^N#.H M;1B7< W(-]6*;PW2)ZTEUZS!9Y+\<1E8-#)I-_.EYROE_/;.=9V%;BLTP>C7 MK\>3QU^_\9V
MS5H9P23Y]X>5$/P3N:FT_DQY7E#Z;UBA7L(:&+E0-O\^:4\Q1F@+(PB-;K#^ M GE3(BS-9YH:^;E>X<7FTTYXME*\N/X8EFHO#CE6EC[+Q6?(^L=-
W]*"XWBZ9\M!O6WV"G#C5IJ+,J5:NE'NJS$XXO;MB\>GEZ M/'EW/>_3#?HT:\&I)GT+^UWG;W-)'%%R-^2/(T9$>^:%"O'@$SP+^G3%&S== M4#?1Q^-.3C1UT53VX<;-E)%-
X3*N=C\'EYE\8+%HS/M6H77?9K!U4KY /I\[MX[*]J_=M#H;2<=7?.1CB%51RR5;M*]]"#9GV']<%8]7P(]#[>3S[, MGGB@](6&&:\"]':W7KEN7/&G-7E7@'Z84GR84GR84KP7%'Z8-
_L9Y\U^"M < MJ&9OIQ1; ;24-1OG+74!;<9;X>+TXK[S<>GJ*8=QQ?LQ@'*VO^(2623IJ;C. M!.B:)!B]N+U@<629_7T8.;J=D<3+8)S&[*),C!;2!Y2OI8_B,BBG,6^(9X-:
M#QY0OH$&D\N@G,9XH'R,"6649P>S<0?\!6DS8F5TW/A26T&^CT= M[[#D_4V>[DKTY@/ MX_@V,8YOF3NR(>?48=C5C@S<6X9&J(SB3J8RA0.9[":9T-'+:+C TMR!2':4
M2.CH9#2<9FPRPRZNE6UJ.E[O^6DH2N_I<^0@I%H"-OWBN#G6_GJ6\/SI;&HZ M?]I-%ZYW4%$B)!"LQ%L9PEB!;_0$'910.ZAKJT#;FT;M 0ZJ=7 KDE=;N351 M^I:9>E^5VT,#
MU=S"C:#R(2\8F6L%G6.@@Y&L#0UEC,F2U,(7R10/O,=;@"LW465%JF"OF8A8 MT]_0+\G/R0=48RDW5$ \612M6N8D)F0HECXPR2#F[BADA13 6YMK_]7F#\; MSN2
V\:=VP,3/H\+Q!2(W+1#M\HYZ MI](?*-H8 +C3D2P"5U9Y[WT1(EFTW%ZW3LT6J5G$(FZ%BJ.\-T5I;?NR'$R3 M9N^4D^^$R6LFNJ8H3#)&??49BXIFZX=2K4FAV*D^C+3*??
8U3OW07"TCTHZA MG-0?Y\& MO'T7WDXU^%<&SS7H:CC4-1Q*.K8"PH_I.=_QO3\3P&:]5LKZAC MLT47J,3"L#N@ 74(9G(0-YQ^Z_2:R9>]F9_$ @12L(%H!0,LZT^,[!% NEPX
M0W8N+:0@*,.P2WL?K@LC67EF%=<>.-.8X/KY-@X-..G$\<"P8 MAY\Y\I1W(?9T\HA8"!?4V6;O4\9=FBVM0K/A/1:6IMFK^X)6KSWQ-Q5YCVDV M/"]@'LW2R
7@V$].M,75&&U8CXJEB?;_9^]=NQ)7M@70[_R*G+Y[W6N?$5UY M\.S>I\= 1*5;D19L[?[B"*2 M"'!/%3X];=FY4& ! (DD&C..'NU(DE5S9KO M9^-7[Z']W#QKG%=2C+3!60KKD#:*H'-
I?<0YU3A;VHW1!K7XV!IG_[S6'^J7 MY=^G>C[%.!N<-+$&9TNAQSROK"'<4W71'MWJMTA'@@;A0$7$8'A!LCH&S-JO M%W)&-Y5#*M4.,*J*>#8#A;V.JV9+/WZ^7OX>-
]ZZFU/2H3E^8(KKVH,OT%,D M50.5XEIZ2JC;/#)&OYM&'0IA[WY.6C^8[^CY@DT9PJ[*M]T48:.P#@N53VX8Q:' I0]A5F;^;(FP4IF&>7U^7E7B$/3^D*AT*8;GR
MFUYX8O]^3YU*L"H+>5.$C287F2M'SF/C=5Z'V PQ2ZR9GX+VA" ;[U#$M*,O M93?]NHUD&1I**.*U X<%2OINOO3:#V^#TU<^9904K%RO._4\&96CL%199KU+
M,/%\GSFD9KT>566C:C1_UHIWS\.4H6JP6KTAJD9A!/(A:D\2CZK\(77J]:@J M7#]=C&[^% =\.66H&JQ0;XBJ49A_/.LW^BUEJ+J3 K"K-KT>54>H]BH/JZ.+ M\?M1I3=$U2@,OPKC-
[3J8%KT]O[I"Z0@39")\NQ4]&BDKB65!+2K!FV# Z-2 M=0X8"U14+NL7-_K3GRMIB[#ZH1E^@!H=ZN@+I!1)3[E2Y*2T?Z3=*5=I5UTZ M)-*:%V/MFCVK"U?%E"%ML$*]!=)6HC
*Y5WX/@[J%8=$FG5LJPV[]17^;6? M,J0-5JVW0=I(XH%T.7KG7\H4A%TU[)!H.VE<-QIW=>U639N"$*QF;X.VD>2, MTN72^L20=/FL
]+;+1RD^O@J*%'2X7HD!6KC9R7/]H#H/F4(;QNWAME_T[X9 MV18.H-<[LTJM+P&&GWF@>N,"M8F,FWY'>'/(]^KB])JIZ3FU_M*/Q"Y'"*%?
5MRD0N]2JU_]8,K;9$OEFAR639Y=B>7(A--P':] MD^D#D4O^_";4MN32NN'/V-O[8O]:>&?DLFQJ14$ND02-*_LAEQAB'LZV8+&Y MXML0+3-)P^>-
"7G__38C4A,7C:HYV+,GOY\+OV^W\)KL9?NGU%:/@MT$X6K M@J6YK"-LA&;_HB$S'4][""F1-7O);Y*\E'4.7K(T%#(VDF)7FBIO/DGC7&+J3 M,K1H.TQ[K:F@#EN7 K-%
(6#2,=2W(>$6\-DU."H_4H%?;ITZ17 MKXY4^;D2E<,F03BZI%7/8R@;A3E9I!E^?4@BEI;>BVVU<]%WD<4+(#*<$'D;
M8G,_SB]:Y4;;S_:HJ*5HNP63@[EK+EB!QAW^=;WB_Y3O2O=PUJ^UEV-#'7^ABH")]@?. T7@=R$;OG\V,OJ!T@?Z4ZDS'>8E43NE+O*]7$3,JZB*8*$&=+ MWJ?
^=1Z#/P5M@/_'EQTN4OR,W/%]^MRLAH2GXR["G QO:$PP(]QMNKS"@XCS MA#!;T'LV.+1UKG"$2 S/D"V<+G[K=%LU^L7-U3MYK9UXC38WX#)W+^@LZEX=:$T^GO>.4P6
M@+[>5,WMQ5WS]N*VYZ$),M6>=>4^NE,$4Y3PWS]O>MC:X_3R]]\WMF!*@Q^# M?1YV-TO3^M?F3N4;;R)\8]KJ[\/^O]*U-^N+?6&WV\0HF@?1&2Z, M/ @SO4!$&/8C2<%+
(WP=4I?,@*%SR\W\(3/:G4@PQBH7LMK.STTF<.9'D%D* MLZ$25L:,/*%,'5E3$H@,AO[G*KS;>IJ\%18=J2*2,>GE8!-80T76L -!TJ@7 MD/-P!)A<,+?T"76.=^,9-6#_V1Y7H)O=O_C,0-
!6<:2MXSL'A8[[DIU9,EL) M'UM#.1=((CZ ,W,#NKZBXYJ@R2JE2R-3MH!.]GY"M>>AX@)@*+P@2J#@?7"* M^6[C%<;KQR0J?W>I![R&(3P@[.9T,ON*/6JE"H?
%5H%D>0YD_$*:E]N6'HYCD843C^#9'Z/:'[TZO9VYH)PL>G(\&"'L MX ('QYGR MQP/LH%6S S>,R8N@RK\#4 EO7E"-;B2E-;FJW\M_PX,JCT'55TWM&#ZVP96S MOIWV@2/6#
=L+^C>L3UDGF/IZSQ'I, EW]:TO;3O'PWEU8N9V;!FS M]#& %T9VE!ZGU9=2X45N7!9',X-GU<@.C]KG NI#S.L(-R=AIW;+93YBVAP-
9'&,QW""\%CJHLP(U;@YZX@$X48)*4U@FQ&^PX0UEY2*']UY.>? M=VU7]9L^<6BSW#'/+G#^L"&71O/*6#//",M(.
M5;C"14@PY"AZP[9T+C15U_WI1;D]DZ:%TZ=Q8Y9M:,/!ERX.3PL^1]LN&,F' M#?7X4T8>_A"R@I/MB2,NNW?.!AIS,D24$H:9":D->K30@3K6KQ*H[OK1ZGY
M*$K^^#^J/'&EOYW??4_7?O?!K2G@: T);'R$+3$\;+*?/X;S?"1MC#XGB\|' MI-K60!60UZ)XLA)UHQ09YZK61Y*!#2:]JGB<92ZK74E&5Y?7W2[*WRD]EXPL MB,H!9!1%ZNTZ,HL;
(EM29=A40G^JY$HLG>?7%^INFX ; ;G&4@%IY]?XF4-S M<\4HOP%%B"23E2-RYP>92W9]NZ\+MLS@PZEVE&& N(>N'5;;27E)^]F-" M^1-LV,S* #'*EFF^L'G&_&
[Y0/OL$Q1(3K;^0KR$[XE8"Q$2]P=&#K$V;&(E M)-H^'9Y>_:R>_5'+BQHJ@>O[(=$E2&Q HKMY.=A*DD/-!V^J"@12D17" MTTD9C_?O,+RDJ1]_D3&;'NZUPH
@QTI!*7K(0M7"FZO+HM=#19_%DSZHV.%Q\7!^8W Q'/#AQK*/> M%]'4($:]@#S<8@QSOY#'FMP)6USDUD[: 0FU)S2,3G*X;C$0\(:!"JRXWAT^
M5]J2N5JFIIN"0O*5('3/,6R9:F&]AZ3+V)\4R" S] MH<"K!UJ8#]_239CL1- ."SK1[,U_FQ)>!$DF2AQ6PI'FM_N[Y3I1T>8Z MK<_B24KZ$P:XF_5$;9+UE$MWUE.^')SUY*H%?
A@:6<)3S3?A:8NU'ZI7?3:Y3_#']Q20HYG'*O)@O0[/WX]>;'"8)RE=O.FPV5$1Q^O>6*87) MZMBBJU0E2BTEMV\CM>O/)L;&AH)QU20U-S>8QVN=H:#89KS+K]FEKVU
M^/^<'I:2GA&T(K\V'1H:FT]TR;5B:90HT M7UR?9_D>TLE^$89Y*$(]WPNA6F<,D3JS,[EVU+OZRY\K3O]3FC./8TQ?VQ/4
M8B37W5)PV$*>KI0_4'*7:;PS9&EK!;D@^;ITOYS7O[O9.D/!_+^SVD^>Q'IU^RS/US]7;F'2_#\O3J M-[HJC4O^EGGJ\X@BL=9WX2$[9B'1+*;-XA:YO6EI'9:&-"02GPS./JKM)?O(M?
9/UT"(>;Y>1M(8_G U_Y<^[=S^?7PIX>@9QZG?][?715+OSOW9]NTAUO, MP+):IUD0*ITLY&Z4N?KC=-)OWYM<6?I;P>:\LR_JZ$K5]<^ SU9HUXTX=M.4
MN(41'%\Z<@\ENXE*NA*F/]58<'(0=BB9$J1"^$ ML*_S%-'-*-53$X/)/@;>5AC'&]ZT8T K/.0#) M.\.O-F7,K'L]4Z.D/H59AZEA8H5E\-(@SPAU@*
@F696WMID+!S:TYW+T$AZV,3^PP@90SA"R]FI/+'W^H*\^SK";]B$+'/Y&%#+?M_F>YC/T)G-P1\R187DD#<7+ZP+YHJ*G4YEDWMU!BWG#7&/7!CW'+6&#>XA^C]KP?
E%:FH<)=/"$%7 M'J?UGV*CT'IXTJ[VVH1UUUZYMD3^\Y[Y98?I[\OOC^T1O7S MF^HP&?UG@_9:?)SV1]>_FGVM)7:W$5P)[)4;F*_K:"]VB4&7*,.@:#A*B:L8
MSS3B5P'K(KJ=ZJOGP!N+U1M3QX_AY?&N$5YR]G6,4<+G]*;JEOC@5-U%$XW8 M$E5%M!7O79-T*XQODNY&JSY.I=_39V%2&/VZ&*Q,SPVTZ_#?:O-H-'$>BKUJ;SMO
M^EWY_M'ISX,E]?A:&N19/R^UYZ/^'\K]A]VNZ%W%T5:=3!MS068_43E$G#(M!Y9#!%XOBT2%XF\9\ LCK_SYQH?,5 E:P9F+^:S'5_W:U M?
ZU%CHB$$@Q5^QSQ&1(+"2N:^+\>&)PA11UA5?,C00%+;2MD3U5'6"0949\[M;"9&2 H-18U$_GFYAXAZJM62ZHM5O2I+(/+.[0HO4B\84.+ER:B=0^&:;.5BYAV4-V-9'
MH1"N(,4B&,>B(AY_>RPV1 I4=S#V0>J^UDV]G5$[6,XU=]^S>=ZK9C)7QZ_F MQ+Q]E1YFXT;"@F.IV&KMB4*E;ZT_T#8#F$NE" 8SENA"?GW:]BYU?0FBU41M

```
M9I^%*"$]"@')ZE=(U[]08PWUD:8AT8XMDC SUJ&6>$BB,^"]":PMYT1$ASAS MSF-1J^M_;HS&1)=HVDS'361?X#N5G_K]9?&J4KJ>]4U> [E]I]1O]*_-M"YY#5*1IATG$.5 M A:"
[*X@Q679'@,7@WT*8M<M5^#SK-G\S=_9U>7-+5H@!CA!6Y$4%C&]9: M9B.9P%V:M6J+JIAV_PA:?D0]$U_QZ/CXWDY5JUJ9:E8!@ST[R]O;S_)E@= 9Y.19DC+A4O-%L7WS9# 9;
(1^_&_*YI1P:DD$]S'X'=S#<;HP@JB9)N8Q/43KB71)-<8'"%=Y29Y]6K+MC9AR"AY)!;4+FB>CT_K,<"1 F<;G*^$M3U7:5_L^BY.42![4EQ!@7T;YOGJ[FZ@ MPS6(\"/J[6+V:WU$;ZA:?
IB.;[BNITD#IDMI4V#NMV7#AA#8BC9W-,TMESO- MYCF)Z.ID+31=F%HF5/M?)FZM'.F!A4X+X],PUKK:Y2 M=(J;FZK[GVFWSYPV3R5X
E,PLLTD795.5535C_76(PVHVN2T2EWFOXMW5ZU7 M[8R))XJ5J)"J#8^M^'T4^2KO)*C*Q*?W_JP\#?7>X-R\S(*J+O)A2"4[J/I. M)-
%^XVQUJR^*VI\UC%EL!$.1^O=41=CF7;76N=IN'QSKS#<*(85%79PTHEN? M.&FH-P]ZOU5KO,ZBX*%AN<\4RFV.OQ5WB,:O4R[%WGTW)3AD+LN6#VL/>GO+A:]KVD]VF*-
$[V[8D/B= M(V\L[A'"]JL,!QWI[JD\:#5Q3#,(CN'.?1MV(SVR6AZ/B\^+-%H/=FYTG2NI,R[BCI?/ Y14]YWUO?3GW;QH7O])_][ MR8N]
<=9WNK.Z2VP4SJEP6=T)Y0QSU9)QQ4TNKX7RC_Y5FZTOI:Q^X+@)N]_$ MH"QN$NF2Y_N_A4T_KC+7\GGSR:7#!LSL6 M:.WL@D\LFGX$CWOH#*PE#UZ MGL 0^!TWX;
K?;VZ_S>&#]KI0]O"$210/5. M#(%BG%[UT42\.Q\A5GB0/HA7G8LJ/2K]7G4NVDK)]3[WWMOEO7'=:S5&8ERU MDHDHB]S5Y\Z%]8.L+(QD/T!;BH_AO\W.E:YS)<[?'EE58TP?2)T/
MG8O(ZY/YT#,?>BP^=/]NI/'4'GS_67[J_!G67SML5GM N$,D;9RSVH,#U1[\ M;J(+?G#?+ M9[4$PDO,1^9>RVH,/'@E17%OE #;964#!P8K:@;7R4"[F17V" M7OC\"E_S[-3QE U$6P'
1Y&P5(I&TSU8VO_Z!I([!"@N?PPFE[_N*Z\C]$$" M%'Q4>4CI#U!45O06'FG6XRQI1/H#\MVTP(9)L-00WL';7Q M$%3CZ7ED]L;/I=-B*H:@SDV@SUK'I6HSR3'7MQV"NI]F
=N-.^5=-9JW:_Z? MIQUM,CEO+^?KA!]WNI="5U]%FG<5:=Y/D)$+,0WR2:;;OHNSYD\ M92H%?7A#U9Q%/]UTB6>B^]OOO>KYVX]X)BM%J;W%.=UT'6O=SI<>K.*5RI%D
M51\L5L-%D!&WB(M.-U[] OVL_N$O\TO3Z]YS1MPZ#(PJ(XZEBY5TCSBM[SCB M=(D'7@ZTH:C6?CWQ))4H+-SUVW'L>P9"!2![%%(( O>=,9*XO2W_'
M+Q=+9=L?;LCI.G2.:MY[.&7HG2#U(4IWEYCVU>2V,NB8IV_ZUEW*TCOF=&T] M[SJ\CV+,/),-.OT @TZWB\NO=1<-+D_5RO>;3F]02=:@TTU\1UL63*XCSFB[ M>'-TH;C>1[3]I+[-
*U0.,N[T-)*DX "5JW?-U-7G7VRO'$5.\%XGF6Z6*KP. M=:/J$+Z=/O7N9IG60^8;+['7M_-1M]]02_5A%/G&.R!DA&G(:W"O&&%?ZY*3\PG,6,HVLU%R7+VQ
\J5ER\GO#GD1M)BF>DT0G)Q>W34[.,^Q\C=]5Y?*^T>*:G;$0;W)R M++G)>:Q:X_\WU* ROV(4?9PXFHVFP"^Q1)>HS230PO@ BMV#OR V!//KF^,EN3DY&A&7K%^;63JU;_?R]+T
MHJ4NY9R]Y^3DM0A8BJH;/DH>\]9RN>Q3^-9H-V;9_Z/E\G+5"['IP1=G5:??XA3L=%<;N?PT3*5UZ-T=*W,PVA& M[P2MU_4CB2-9=Z$J;(EQ_YBPD\9TTFSKL0T92FZF\H:L?
58OU&U6(#Z%:.W M+PTNHL/[@?RHL!#1E)4%:GL3V2'?NV5.U=)[F[*RFE+*D91FT24V$EOE$&E) MFU25A^L [*NU-$_OVB9?:QLUX1UU %Z#7%$52J7?+7,>N@?P
F6@!'V@%X#7Y$45#$1UDI#98[ M>J6C_2^[HH"M'&WN18%FF6C3+Q)$>(G:3 *MC"S+=I/VOPMLYJJNMCN%OT_- M_-]WF66[A@]5HG$DAIGUE.789CFVB5:GTIQCR\7<
'B!:QIY\8T1WOCI3?%# MY]BNXZ[;>=*#M+P2S7/O?5ICF$YXK%];EBM-_OE]V.VV+KL?*G[,=.L5V'A1%.C>1/^"S!]KTEV :G MOT?5!GB!BU7W+S+4DKS$ /1_"P^]4<:
M__CUA_LY_76QW)#@HZ77KD;H,A-5V5$XG>B=(/6ZM+YX&@$OL.WR5?[LU_-5 MZW4X_'CIM3MJ865FHS*GH+R=]6&&]Y1>^T$; 0>ZDS9L!+Q OK_^C,^9JS?^ M=Y?[B(V
5Q)GI,.B^#S-%/-9(^!Z1(V ?56N6^WY[KST_7M)^@"=@%?B;G1C MIK91J-Y=)^#3T)V %_BK@@;7[<9+8R+VWE,GX)6X%^&$*3Y,[79DG8#_)0+N
M6R[WW[$7$ZWGJ8XT0CK51*_4K3H2%-KZ@*;:2)/Z7ZF1H TD_&;X*C-#S7$T MKZ/L-UDBN(=DV3[U_WW"X(??];'0#5;:/< ]<8ZAICSTU?J51*-(;R% M^0=K<"O4/T,=^\$X-
T>6]MMX_*ZC__WL4.[R%RHE_(VJ^!>+"DPI&C(T%6[_M!1W8B@#Z6)8,RA@(V*7H]DZ0(J$KNNZ"8@C:AN+S5"9:F=(2H MIFH@BCW!@# )@\6@GE!"OX]Z!J6;HQ$1""
<>S(@4+R+#B#D$LTD$RQ+\W=XW M_'J'=Y6KA<>I5FITT<,=XGJ]+9!CU<)X7?36DTT1>1?E^/KC]*''L<72[],J MFX]R47)69\W5.S#&Q7RQ=7E98\N[[V#=VO]S?$R=2T@6OU
M+-:_XM<\FTCI M ?MA*U^I7X)LPL_4\;$MK$3I):S#TMK+,2:Q+U01>)G]@?- $:3A9LPA',DO ML5%89E,6X$/_P #\9;_SC?P_\Z_J(2R(M$_?SH^]H':_)7J3,9XBU5-Z$J] MKU032S?
K(IHJ0)RM>)_ZUWD,_A2T ?X?7T&Z:!,[W.&__^+[]+E9#0E/QUV$ MF1;>T)A@1KC;=%F$!Q'G"6&VH/=L<&CK7.$()8^MP.KO=O/EK6D6A"T(9?F6 MYH_(^!S1PJ3N-ZP1U^L7-
U3MYK:%>6YW+9EY=\X]3GF!O> D?B!!O>E>=PYB M1 =CN*8J(E)T+'+P3X1>!9!9YY(B*#U)D"DW*0Q;&7>*8(H2_OOG30][_CA] M*DR?AVRIQFK;''9GCEI^G%8FPKA:NWXKGT?
40-WL+MXM*]6@INQ74N?OG6& M"',S659?0>I+.B58\AYK"&J?4FYO97![?\?4@ 58 MV$MV\(4"9S5&,!,CUC'EO,C)S >D(V_$?_/NB9IMBJK/X:UG7X!+[@M;[IN. MSI
A2/)"\DW$!D<(C_.R8SF$Z?=??(O*[/I.L9;\]-!Y>YO\RC/ZK'1)E+!M M(4R^4!B%T:=OSL4"1"("XW__A9VLRY=(>8'C>SV791]&C*".IAMRAS[%;J$C MD)CJ /O^[U-Q^]R)-
<5VSFFJ\R()BD>W"U/Y%*MN$Z=*P:5PL5^*=SY.I+?P M+D##'Q1!M\MOLZ5GL;ALNOLQ,WS* M@M9 N@\!"SYG\#;&+.SQ^P@H$[HCS< M7@)C1MX2QAT5JNH(@]-8T67F,:J53B?
^+ZB^2;IG%0_LSU#7F'WOFK#)QZG! ML,+Y4ZW?_3Y+[.^H!K9&_$)6#L3Y=2 /E2(1";!7M329:?P.1![7 &3!%HAH MXF4YOSZ+?R=D3@0=\3'2T6+D*W%T5'CH3;I_?_]!S-
]W1$=+L;CMZ(B+*@&/ MSH>H>MX>G6-(0@JQ@YK7V?,J:)J@& >K*XN3B \D#)V$D"M54.YM\#ID*WSO M2VVIR-XWPI!MDDEU6>19YWY^CV#Q2PQ?P>C %A8(-Z(\1#Y$-XL/*
[J28'ZMH(MA2QS=W-3Y]ELW MY701;&P%'G^!'")R5Y1"#,9(A65UBW1#DWJ&*[K@J <37,P[%EPS2!,(6KP>F$,+RCE5SB%^M=9_T>6G;ON%#T'\|;>?.+CMY\L2]N>E25@% M?
YSD5GB7#L_5Y-8YA30I?1P,!3_9-B-I1 M@D^);0&PJE_?WFS4:?_-:+.3[L_[V]ZV=+AYY?^!)5_@E)TR'Y'WAJ?9TN8]
M.Q)04YUBU%XJS&8O*XQ\QR#V9QAS+N6HO:9B.Q^1DP,C=CG.%A=^TL2MOINO M@(VBB"CR(NZC__U,01&21)J#D^Y'^#?_%$SJ5="M.NJ>.(>>E9(7'R<_FHVV8>2
M7C"E8@+B6.I^*IB3 -@N:5;#LR!D 1E0LR-TE=]KO**)O513H/SE!GMOHF M+WE%&KYI78>^5T+?@'*/I7LXP9\Y!>D<_L7LZJ0PU:#J+Z1>$"ZE;VIX-2TG
M6M4V)_NI((^Z:BO/+U5M>J67G?S,K"40OTY1-JH0R)JSY.)R\/M2'[4&F4H.#( M<\#_C[*."(57?:DG&9_=VJ%N3'T%8J%*#(/_2M\@YX.Z=Y/H+2=HJI3BFI8
MO'EVI07K']N/04'F)4UAIO#=5.QO<&6;!TM*#I.5@BQ5X%4RAH2KM(>J9AQW MD#:B"(BJ \S0H7J8]C(=2H"/1:@:)3P&?H_7P'+UP@'@U]; EA8TEB AJ/V
M'W5J#O3XR9S+X/#GP@"_>2 8I,9M'CTKC-<949,%7;_IV^^YT6X!\=WFD*[^ M4A-D&8FG$V<]^XOZH]2PC8XB5_8F\OJ]=GV65+W6OM+N39/].6O]9&T&SJ'/ MRO-Z9#]4=^*R>
KZB9 ]S>E^:[2U'8\_KZ=5\9LL/EH\QM (F1:5WV[LIZ.N M%0H,S3!^QC_A*FNDG9T42QC4"5%KYM&*E"8+4 V-M)X$CFXL2 A2_6<1JRKK ML*INOZ,%KW#_Z,*2C1B7SJ^?;SI7?
YHM5G)QJ;YT#!=] IHV;8,_ZPX:"=9L MU/K;MRT35E98OPP$"V]<&(".ZD43FM+-[E_HLX.YE4":^P!C(UJ.IY$/YL(^ M[7WPIPM3?PB7TZ61A"%/&?B\NK41W0<=V M$964?>-
O")A3Z$.J*^B2;JF$ 'H!W[4%9V@;@!FE!+,/R?7:+(0P<@REL7U. MH!V7DG)>5E)TJQ)^C7(C MR"I645PU2$,RM%')D:_55-T@UC!I[67;5EBPJCW2:L71?>;@!Q2[N!PF9M(9
MS.ZF0=8@MJ^ ?WN!!DV$=T!K$.OEA*Z1;LJP%=L(]]X0:19"6GN0IWVEF]>M MY3Q;542+HWL:/0(1CI6"4O2E0[>)C&4#@#3&* 6OFH^GS$S>EB")#:4FC"5# MD%VZ+#2ET?
=.D;URR=+9TSJ!M6KO*\G,B6BLW-H\R15">Z0*KD>JN-1R]210 M1EGXCR6'+!%L$(PYY5J#NPP\^TG*-N_21.Z63>?KRJ)ND6-?I-3.@Q[FIJZ'L?5R1+>0)Q1;=B2S M%[%(;3EY#VA
BF7%$1V(,#Z!LC !$$,88_;YAM'<@)Z'2UQEKM$[7KFA8$7$ MA%=A&G+\WPL/YI^9%>A5NTG.1Q"5I\Y#9&ZXPQ\;G&<&;H/W:ZI), MAP5=(]F0)..[* LP=QI-(QZVK*JTX94$;I
MRZQ"IT*M8%;Y$[\*9$L_(*L,%/N=0IN4NL+#/-?$"/-,2:7$U%)2!Y36>Q]1%1#WWNNL$Z(E$6-[\%(D& M\9,VE,Y,BU_W)(=ETP&#F,U]>Y-:5W4"K[>!DO=MYV_&_@4-H%/4 P3(W@I
M/E0/W1/=']5G4PO\LO[FL#T7WMD^Y["GO [[17_6:E1EH_5N)8_U/CPKFC@> MW!5:A50[R>+ [-#9-.LP.]@QXO#QE9B=FP\CC6436R.]GF9::@-6'W3#M'WYZE.T#LM52_PG)(!K>NJ
M]H3$R7W<28, MYE2:U4DUK^XN@_)I#[!Q]46W82VI.T"@>]G'Z\_SL]K6%?EUTV0,- T*U M:N,Z/VB^L <91U1XG/X5_JJ#T>MM8XP.L0/F<2JAXOT3>_EF=,3#CICCF&S$
MW&%'S'%,-F(NF%3K[1\333!'%;1K^1\SQC]/)D\F\22_WU:N_>][YOD?, M<8_3XNCT5!J.Q9=MZONV/NOFK#?_.-7[SXSP]/.Y];+7T7_[GEIG9=:US*XL
M]9P"L)M^'S^N#*@4YM,U%,J=R\MP[.J8EWW>,S 38%(>**!NSG".V HU01%Z MD*Y)72"%?/OJJD8=P5O!,X3E8G6 OTQ^9K]^7N?9[\%TJ*AV+-MJV
MJ_!)B4F"_X5M:ZHY&&+++6>;*60=&ML=\*4E!Y*W*ZY5!4#YY$8/Q5290P_#Q.[P5;HG/M8(AC0>B: @8$'KGM5B__]Z2_\R:L-M7(WJO1IBE9#ON M(IC&4-
6PL!>)C6M!&MPA^#1KW4DKX>9K<$"-ZC$&H&-P+('&_D/@Z>0O'/ML@4'U^=-<5$2EZS:TK8Q)E&U MVRJ4 KH''09-GRO;NR1'>X!.6!=_6F[/27+,[4(Z08?WE;Y1X\CN
MX9K22<&O15*$K,BL%!ZSE%CK9; MP&#I9O:@%X,E3E\U"3[M(SNL =F#<'/Z"57'9^MY9GDWU1>K=XR5*\A;=M-*
M^XCT]X%H@:00=T%WXK5T2$TSI$!IB"+%T5TLBE6GVPRY9IWR%_HICS;:%K6& M\&DT4I"'T3.%EK17N<=LG1*PW0DEB3Y].[PUJ.[!/794U37*B/$IC1E/ &MJ M?
C]##/^S\GS+>YB" SY;D#K1N9EYMX%:LGI/JR))"T0=UCPC L*F:L9'G>"@ M,T;([ACC>5!X0)";B^*"JD%AEKRB5I@-O*>6H-UHQ,TG$C?_HLYA7]6=P7U__M>=9&K[5*\%7-
]K"="A!N9QOCC)65V78XU".F9]_! M-(WTL_D%W/"L_,#WGIC">2^?./)RH[ K3K!PF;OI\>R:IC00IR9.NUD05D2Z M-+!$G+5+ZHQ:X.Y$NJ[2WN*^^KK_U7?O>^>H7A>N^TC
M*W0A[,WG FZ^OGCS:QJG$,0XP]JHYT^L5\.:"=AE!&+6()!E4\>&/'UEHIRB M/\4J7PI"'G\/P8I$<[]C+/2HB.4L7*/7^M._>RN(W%I"4&?[67VP=;Q]_GYX
MEIMWM.]ZIE_R=S14E"OU:J?KX3:_GLB/7%7+M=IEO;?#]6S,J*P+BI1) M81UK)R:U^2$V;9,2_B0;*;L1G&3%=?#'+ =AELT/L5L/N^BO8_N3[*;X<(4 MO6>+#^RNH#
[_>,P6ZV"Y^I+]XC2MQ9+10\OI[#M;82I+?6?1 %CA+1JK&KAB MUG>,+3].Y4OQ_OXV+PRZ MPJ=O%T@=:,(8JTI40[$0DL1F%9(] KD.E@^.(,&MI#\EOHLLD'G L2RW31(W
M'>BRZ6-[6WTET2^23&?W=?8MUH*J ,7$:W8GU, %0 X2IU5/.S-]*(W')!J' M= .\??#7(]*62C5U?//ZYR][\]E%3<$LNT3!O2$23? LWUKP@1?7WPRD*8)< M(UY@I.E5P_*)
(K&CGJL:PI8"<8L#USN=S-"IJB'!2_GA4AQ=^IN;AQ7CSNQA M!M/?M9;ZIWC[^^UW'O,65IYG%XJQLOMRV_FQY!WCRI*^E@6)E\H2 W_],VY5X"5 M![#+@/1 T&6K^QS5N,'XP2V>/-
P(RNQGI0##N=AO"?3*5"+P7D##9Z#)L"8A6!/OJ&;;U,C[ MU)CYZ1,P[MKISVSEXT JD2@$5&]Q?I5K*Y0HQ_ )MYG_^ S(\Z:W>NQ+;(48 MX/N[EXRA8V-:4^/P_51U'4$_LH[P-C?
IL30_9)EDC;EA@IF)(\A6F(#\O:EJ MQK!*['K!B0P(ZO3,^/E]VNN*"W/T'-_%IT4 K(5 J&EY6P @N&7JW,!C?-;' MY:,N."5V"].LL<*+,V4_-I%^N);2,196?*X?YQE(L/9I5J#K7&V>]O7"D5E
M6+SHA-GEPL*0N%LZ!Y4*W VS]!LV2_3YAWA[%F$?):-B,^^U)Z8.G=1?!NP MZ<39Y<'RH7!VQR'75HM OD3S!;_:@'>$M/4(&2T;$:-M%@NB9I:?Y-^5="+M MF@P0O5B__NM(Z?
DD-"R?FW7::P__M\3Q5<3M.J294Q='EXGI!D!2GNA^NA%U6JK=%V$AL M0YK+^[7"3!G"1J<-;*Q);X*P:NETS*'VN,IQZ4'8P'+.C1$V$L,0(VSD'#9>
MG_;29GSC!3=0P[GV'*%##=N&%_9MN6ZM?1-XS?Y\2_+KW&&VS^#NHCYJGO5& M+^^'" (5_O!$P$=AEGY$&@C4OP[H?@]'"/6;VJ2L,)4_O]X/)01:$AM00C1&
M;R&$T_,#44.48F%+:V0U-9R.)MW?%W>_+M::(>FAAD S90-JB,*B+A;]9O)% M3PO[" 4L[I,[*9"2&,"5C2G2?GA3FB2/4:)J=F64B/#PO+TRO95[UT\/O/KC M;FW_;-?S'=;86*"5*
(SY0IYF^/76O"\FQ2D\#HFJM=ALBNEEKUKK=%^;+U=K M'?RI0M4EDV !5:.P>?,LS12P5QHWT.J\*ZP=4FG7L#52*Q"G/6 M+73F[7#5T9K=\1SSO0RB&
D01R7]:OV<#NN;="KST;*.N[^0?#<[.0Q3(,W>%A:V#C=GGQ.^X"@]JH4XW-H8XY M#XMJF1H&"E\^"6Q3_8]OHSIF;TC8>553@(2RE.^^UG^?5Y_8!"+A#(9Q(.%&
M3896(&'QQ$]*VDA(ILE;N@;M#&.47I \.:$V9KA\(,.E_!AN?D-<]X]UO1^& M*__X*=?O_[[E[Y_VC^N!X;'],-R-VDD&XWJ>/0D*]"(;"-EW>_00#OT8P^$V!WA,2ID,P-'\. M4+
[&7Q6X7@*1,%[)$)4YR)Y4=M+$0\_/VDP1YS?6@?RR"]X/ORW]%'\T%>9W M8WH 5_,1]@/OXW.Z%RA!/DIXN6](6$Z^&VQA>Z??KW]E,?]!")AO/PV(FN0 MYT\*@4@XSV-I+_M-
DRJ^]I MOOQ;ZXIF-9] I<='$JP$CO.MH//.4V$Q(GLXSYT$CN'[AUZ2 Y4TZ-W[Q$'Q M62IUY+\OQ=,#N 6W4;RCQ,&(S#\N?Q(X;>8?VM?^V]0QN ,> H]. R:>_2JS M9^WO5W6]E$1,](
Q%ER,R KDF#56H"VCH26\LQ\:!I0N6H66Z ^<:+2! ;B# M[FV-GWEOV((OB]/1JF1/0/^M>& M<7_&WW>%!*)AS*(_(B.0Y5:$OW/AV6TZ9^*4EB9JU-312#*@"DBO*B*D^4G* M
&,FC'Q<.QYG7CG?Y$6/TZO:M/0#0W1T+D0\*8=EED?E<(_3UD71P.:;\6LX M_/3-LUMG,,9LO^D8B]/$= 739669C"UQ1[S?=&5I8&7XI2RESSO6V)B,H0A) MGE (.A'KE*086(/Q7-NK9
PI"?_0LW-3\0J*V<<_8$33])PQ% Q,L\^FI"&J M;\*GU-@&$E&5!JH*T]TU2D?:B]1#L(8GPP4OUU=-C7HV!8WLP#.^!W^I*\AD MMJ\^1,B@1,% )U3;[
WG]BAH**?,W],1C/CAF*\+'SL[H]39]9%OLE\_KYED M2;NG$R;6LN[P;ATF>WO7R?FM0[W"*'!A/-;4-\Q%#[M/W2F8.4(& MLGBG8.AC)H]?
(\@."LXP\-0"4AM@5!T!7R53H6"4O3.+OXY_B/^FM:[U_IL MS'1S/7S6R;@=MAEZA'&E%#I[>=4T^7QP/')NG'Q"?9&$(5VA@2!3*>8Y$GZP MC^4J1L$1H7_XEPS--
B;PZXN@2:JI4S(Y**:6'D*03*[G\!]T8 PV \$X)RF" M-L%(9&HZF1W4-?$7D*Z?4/,K8@XU,&5!PR1G\RH1EA+Q#ST#?PACQ!7W-]B* MU)/&F$9A+15J4JF[D_8)!1\I1DY2^AK(,>
#E(5'.M .#"(WX,5>AFGB4P T M1HK4Q\R64)"7+0##19HAX)5H;9LRP)74G&= EMUVT8P@W0A"V;([QW01+AJ#HR,%L@ MQW)70EAQ!JGM+$E3$M;?E E-
O:JF+&+69^3(L&@!OH$Q I]7$%\07 GJ]S%( MX1@V1$@E,ADHC/4\4S8(QU6Q0FT# V^HCR\5*PCX+2XWB8D>,2= I+H">14N
M#GAE_>;/WV93J]U',&!PMB9A/LZ2*S90>ISF!\/FTTO^IE/G#K&#RN.45X32 MS2O_]D/O'V('12RP*F^OI]5*,8\KEG[?XZ/J7,)R>(7JH7-LZ_X-<\F MUE2A5@6K!]0O3(/P,W5\;-
=!B=)+V,I[:R_'ACK^0A6A\,7^P'F@"$PRY&2\ M^277C(#SZ9*\H@@=[\]WIMM2-UR>_V=-@V8^_X__K(OS8R^H'2!_I<#L_T)5 M-E^I)E8QK(MHJ@!QCO4^]:_S&/PI:
/\/[[%6(L%1K/J(GR?/C>K(>'I MN(NP\H$W-":8$>XV76;E0<1Y0I@MZ#T;'-HZ5SA"P4;7O=%N#9LOKY4.VH)0 MEF]I_HB,SQ$M3.JZQ^FNI2_OEJN/4W/ZYZ%^_72C-]@];[G1;-?
K%S=4[>:V M=;+IS@N/TZ'9N_JNM=36=+CGG8/Q3?0%;$=C[0H4A)I7I)Z[DM-M.J)31W>* M8(K0[>_SIH<]QYCU]-0XGSS\[2B%?1YV*W'1FS#=%_/J]O8\GXB]1J3P-Q9T
MQY2I_@U+65? >)-]5'7:.Y@77*N2*B[])'+"0$,V1L^Y'+P/@^)M VM"_$TB MZB/\#]$]W:@,YN0T)8Q4K-%:FKTQ!.N"IGJR(&%=&"^-!I;_:_C,S4XAVT2
MT>P9L#/+#]#,L0K'E#3QV+)C+$.!Z+/6(O@06(XCRQP80R].^!J12?/6BCN; M>"2\22-SA/7OL35SUNMO6# H8$LO6+$'%1K;\U@EQR8 !<.*1X0S=,VYDU"B MBB_5^A8Q%-
RS@H<"_H>_8ZO[Q#!ZD4237 D^#^@9CH/6>LZR \ &R*7.!HC; M%US.+_J"&TH/(V)'>%OO^?5VREWUV..TW-.+C;MAN_36B]K/RR[[>8O0'=<0 M?C7[K;,7$6@<]D;AS:7 K1O
I<@)##@!B=9B%C^TN9&%M-@(1B*F,TQ1F@24 MT(?OP6QI3"&>AS$]..:\94(O$3:P LT:(HX1'&_"MLP54&'!YS#;!5 ,.!Z. MR2CRG/-=?X8QVP;P#- /*%'"Q <\C_A;AHC\H0>DYWQC-
N,<+VT;JH:9$IG/ M-CNI:%IN6E.6+]X>5:<*\ N#B[M]E9P0* M"UG8N955+^ 9QCS8 [:G5A>'N\M2!9D M\$^O0ZDWM+@ S_E>S! Y8@1(&V(@8 /#Z& A@ T_,:DUX*PAZ
;$K%C/$HI.TL0I.;OJ& M+QC(L;TB3%?+F MA;H4M"X6\U>&>$)A.Q@CC((L'"./P_*;\MDY44K.S==\-\?CV?U>]UL5GMS!+'+9@ M6'4"%56%VXU'663]]6U'5X'(I&\;^
MQE<.4I+PEP@D:7P#2WB^)$I+L8I2K+^TD2*I6AMA4D4B ?^9B?!K*ILBM?V* M:!'ZXO*'@H/8DEX.K T#0$J%R67(+$)LG(1"-3\BH1SKT#U$Z.@TUHGI>R# M6.+0JIG .
(N1]E70,,4;)!S@9NUXN3C)LES)P;V#PVJRH&.@WUMOO=%NP3'I M$9Y1DT,(I,]'Q:']AE=OP*$I+X>.RM'A:__M)^TIB)BI+A*L ML "&A0$^M$7ZK
8*GH;]U"TF;!+J$V=YY4"*3G74>Y)#EX/.S?3'74UOS^8' M6F>? 5&SM5<1Y).E9&TFD%8!-E$BJAA-GGYE184>^$RQ1,&OID'(=%'.R1+K M"?
J0)M8@MBT$S99+X!/&K'0D@;,"HEQ=09?LO[UBRJ=F26+__28DFQ=NZUJ8 M4%8%5<5R% /)6#0"L2C=IAK,DP6J+VFZ 5YXE;Q"EK"5!1P%@\S #%0B02K; M&;W(6#!'QL9=0G,[
_F'*X<(^-;QD?P%6,0@.L=_VG@I/,MJZ[Y=1*^;K^N M!6]S_^B*(1:8B1\GV9:*K6*A6[!D/:/-KR4%(IT.I0\[1>7N=3!2/?Z;^MRY MX79=N(!4%B'W"=N\@+)$NFPGH->!8R4+6$F^9*
[YW#D7"#JL$X<0M%?5;#F2 MEV5/N,"B&Z#@)?0X2PEZ6(%P!SW:'>/'_9M8/O_UWM##>TXO>G ,$]9^7H$> MA9-2,'I@R.0(9&S&Z;&1,6_]"P%\C$&"^!?+.>
(]@KB<#E^@]+$L&:1[DA7O MG__4^HUD$"!%M*.<$M8$L?+C]4!9G-^YM1QZ&T-VQZI>&0[XJXIHP?_&-$ ( M@#>O@Y43H@B]74:*H%-%,'\||;>WG=)L@(R]$==0 %
(NAV[!"V$5+"0$TV( MF_'+EX>SAR]?6OG?G[Z1XI<)2%'G*MQ8K2,?W5>XDK3K"@*2,4HD+PAE2^2F M2<)5^WU)EDA\%0A:_X.G"/\;XA MA1Z3%1I9WM4N4E!?ZEGJA?
H*85F2>X21L_!/D*M)G>'CO%%#?1< ;*::HYIXBQPH_O7@;1WHROQ<"S)_3+0BY\9]"]N\]?5">E7<.Z>S<$ MF1.N("D'6&-E/CN7Y;,?.)^=^W#Y[-'DPT9*0 M7"9D/KL+Q]
(CU\D^.@G1; M;]W<=JB;3\&/?"70^*3^! 8)6L(79(@CF4&&+@LGR$AH*#I" TA5U\81 M"Y+%C45=8]G]=C/&EH*/ MP9+^\^DAS7?9XB_?(]L-8-0'D?-",@2@!=#K;SK#1TM:;
(/T;ZVP&68RHQWU9?;42*Y'0&SK: M%FB=1 -W]$L[6=!*,UPZ0,[*(!3L%#]G[PIQ6!W-94=KJ(\T.Q51T"D/L&8) MSK-CS@K1&QCUL%F@6FAHP>:$NL&4-/]]* C"%(DM
MGA%;@46]E>MLUO=KI"U-)%P:O@F*0HG MF".5B8DE_TKVXF_/BK@-G/SZ]!J]I+]DM;L$J,02A86=7 @:0 MK=C]AV9?SKG'06\"?A%^%6VY9 V(2=M14$011C$P07I8;?I:\
[I0*@N@4$<1:9R*4 M!K7P%6&]$O^[L 0@,6BS:+E3LEHL"'9S_/&LP01<3-0+;4>U<( M!*&()ZD;FGR9"M2X@@S6%C6DN3_;6I'U>JL[F(%(S(3T*/M"';&?;6.-2Q1:;_87Q^%?#SN\RQ"
3A*U#0K5(#5)&P.DA ]G;,#:1*I M!M'L6H\W#%QQ,*,-$4&$2%*(:3Y7DXNY?\|7_DEA@ 4PA3RK_[OS-UQ+6@] MBXYY8RID!1(-0KP2RBV/8IJIJ!-["(4RQN23\,1'$=UNI>
(RXF3HM>MC"?R M63SQP/%$/HLG)BZ>N >>%]3/:G\Q4LZ-D=9NFNV;J\99M5,_HTZK5]5FK4ZU M+^OU3GL?VSHB-K-JZE@I!X/[#;S^5KJ?8^G;OXF"(7P^2&AV(PX6?C?A>-TG
M(*85W,TBST\VR6'Z]V=@A&&^(N 6\(R,V;=]&)? V?$\(W'>"/L"5/F_3Z5% M/ATH&GR6\X/V4KQHQL&2Z.OAST*IE ,M8$&>89 I:J&Q>V@>\0Q>9KCRS17*'Q>/NZRHE&S72E6)<.7
ME7L.?(D_?J_1!,*_,$&;V>5Z[H>2@9;OQ*$D6,SBS2Z++1;_\5,.:Q !=S,0 MP('U(LA6!HFO7L;]XT^:\]]B?=?Z3\ [V0!=KT07V$K0,[XKK-1I][MU-K_$ M^D)O/5["]4.2Y?U4
T:@D&E43G,M*VO":=K5(Z->W 92?>H_+,VRO'4RP+'_ M%/+L_B5F,F2X^@B6TP(C^ *^$*6\#D!/ +ZRT$5@:J1ID!QWTBYS"3D1O@2 M72EMB!Z'I\T
A:FE(5(!:;?.L[S_I+OGX@%#ZULA=:RP-[#)>^P;PB3#LB'V M'WX3*3H\8&84.#I?SN_U8@LT M4U[2I ]TL7FZO*DVN6]R;N K5@:2G8H7=,_"")*YIK-[YBMTI5SR7#3/TD5N MSR0,1E-
25$-LJ/";XEV$1/SM0E5%**:-&^8L9MU<0F"^S6;V35\WLS[)I%DT MV?JQVC^&7LK[T7#H/)N4&RO2Q>(>+RRDI LPD&Y(LN7\':70*F QKBX)H8]B
M$K%TGEL2$7LVB3:UXOF05CQW4AB[1E,X-+4?V?2NR&.4J)I830CE[=SP+JI1"'6)[;$TX# I8L\HO>?VV@D$,K#-DS.JJ43UM7#4ZC7J;JC;/J';G MIO;C\N;JK'[;=LH9S^KGC5JCD\!
2Z(V?KIW'K+D0[QV%VD>%9M@-'3>'=\&3F]),Y.=M=_V='HJ+WW)FDF/% ME;# VQ"S#D1P 8;"+8)R"=)MP(IH]H4>J6(W*$<[46Z4CRA ?$Q&=F1J5[KD.IGT8K>S]S#[
MF*!$K,/$>//80IG.B)%=U@I'1MZ^PJ30\69Z7)A0YZZDPAY=AX6[LS.T8);QYKVL?)%=,3MK8/9U9V6,9BR?E.J)4@4;2(5$I0&'3@EP$^SM M3("E3O QP^ZH0/-
```

A'/AQ8|11$>|CA((U\T%I+\#;4)TKB"'F0XH-[J,*4Z0K-MW+9UA)_3?/1RH427EEG)9D=/8JJPQRNV8K)$F]^.93B:99;2B#X"UI:P-%Y. MB=L?

TH;BJ/EMDMH]'ERKQ?/VN)OPK.\L|SV6S'>[V5\2NU%;;>\;[&I-L:A MBK ,;RU7)2-$4RQ,#15<";Q}$GW:#*@-.<94&JW(.^1-"\RTN.[H$"C58K+ M6SU6;4I'B,2K4*S=YR[M/0/;.&'DDS6ZR%#GYR_Y#9.(9Z[^^~@1N\^NCR%. MLN;SE]S6$P=KR9K/6K)&B_"YY(FE['9EY?V|LK8[^)_K>K/3AE&6-ZWZ;.73 MP%|XW_U9%^X\S4U8?*

771/?>S3&F'V-\(^tBZ_W#\) (@:Q:IW97<8C5?,=e5-M Z2B^.sFW4:056S_(P"W20;X!6@:.^^S466;H?&7)VY.+]-LG|<+W%)%UI[Z MC$;O=S^7"4LW4)/%5A+?84R6.(#EA.7?ORD M6*;SR\& M^$43&7M1UO-%FEU&AD/P'ZRL%_?3_?FO-E:%FOHX] M(@F['&!LM78C5_]7D=U"XD.;@6S|5-"EGJ5D2+)\(+OOIJ?I8DJY6/Z&7UMS*

M]6Y9>/%D.8\3P8>VDJY)\7&2#P6\,NA387=X=74L;X+G4#5T1BK&B0.K_;! MRY:QH(P%Q4R%&^C\Z[N L31?XFAFV3)-1S.T2&$!J4E%NL(O)0)^U*9H5'KZ MH44,FZSWV?*

*M<(DSOLT+6^\QXF\"ISPI9[I.L|HF|>[EP_0^:JU4 MU@@-,Z?X.Q0QLY7>A#(T0=%ENQJ(6.S>DLD4|J-9FO0 {UAI[N#MV':-QCN] M&H+F*Z782P@9AVQY>Q?A>_*

*:'Q4++=&GJE."P(9SH/*0\RLEP#,8N7UWV-MNNQU2S&3$!D8N9!/K'N9AYD 1.*TGU\!;">'C;G9O:C\N;]]/Z;=N>?98[MJ\\W:HW.05VIL:WH7/TN3N7RH7S*?@:,*>]950>Z%@|L1Z6*

W@?52'[??MNLL MGB"D/W'{0ID^SD+4/L[E/?6%D21/OJS#"9_]N^/G"7S"_E\;X$9U9\;,:;?+P)RL(_9Z2WC^T2G_OF(G%^OO-^B';SM(151.X,V]D/ M.XET\4UC4/NBG03J?

*VU2AK%BS|!QLL,QFPQU*H,Z9%|0O \0YT;=;,B.I]R-MGPT#,AQZ'^SG@'AR$'4RB9%&:U;=WTVO-[C!!=W8v@^E)/VI=TLSM,T!U:##/?0>DM21 0!TV-^[$FBM'MP>^9T\Y#'OSG6G*

*JRH/00[9:%4#Q+ M"G#9)\ZDM8W7\T!X_;(N3)G?L.U-U^VX)_YL7)=&/2Q!22C/5]J;^T_^[\P MXM]DMX-D=FL'I366H0M\,;NY5-$;RV0<,ETW5BHQ=)&M9++>6JEL[*I5+-),O*

*M[>?:/FRTW8@",HOZ49H!DZ'-@=_F"?&"S16V MT%U$W@T*9 2202>#3@:=##H9=-(",'L95 .,O<,F1;ZWJJNM41J2K4*8ADKA MU?!/J]0/R9_4/F2*

*<*3]>N:F^RADDG@TX&G3B@P|(E+B@KY:/#)L.<##K) MT:NOJ;TCK23H\}K7>$9)DD))1!9UOH|\"R30<6?;.&E< D026P[*L/OHL,EX30:=*>BJ$A\O M3I$'KR.|*

*{9UZE8SA$,ED509SE M&<;X8PP7E;3)<.:CX$P&G4-05#J]=*0_U"%7T)%(9A\A12?I=._HPC-RR*^3-M02>#SMX|!26Z7-JJ*/_HP,E0)X-.0@DK13XXZ-F(=*I.C9W9(Y051Q6E%PFO*

*M)F:.MX|"%!ET,NADT(D#.AQ=XHL9; *<*=$!)W-0?A2LB1LZZ73%-49CH4=J^M'C1D:"K^67I!\L0N;'55.WTL2XLEKLXK#!$8)TI$VF+T_/;+Q=X3++N-[#:R*

*MV\AN(Y0B50E*UHNSIUV" ,+Q7H)&3UDW"F[C>PV4GD;*7**\TX2""]\S_!K MP>$5%%O)*'WOE+!*49)=QEQO@V7H-(\%]3!.fN(/5Y$B:%9-JA'0!+;X!\N!>5U*

MQ,\BL1ET,NADT,F@$V_>4+Y(L^(EF:P._D%@DT[?VZ_P35%ITFH+?]&8Z\UCA D8RT9=+:,%#I>U M. !X6=8K-<"MP#.1H4SFBOHH.)-!9PU%?70O70-K;9"""GI:3QV-5/Q-.;+:E

M4Y"/U-4U"...I#>*($:FUU9ZN$OJY&&%W)4/+);R7E53|6-+#C|48@H@\ZJ MEY69? 89?\ADBJ$-^HB71Z[f*^JA^<*#+H M9-#)HI,'=$IT/I^I_AGF9-!)$UVER';7=57-*

*:"%#3@:=###IQ1NGI2B6B;5CO M#C9'$0(GBTA_%*S)NJKZ'61M95U4-X6/HB,[ZVC."<L6RH^9+>1W49V&XFX MC2,V.:1?UH-C?[<0ZR5D!)QI^PVVMM(9_%%'G'-]NK!E47+*

!|G13B0C'R M:DI4S:Z,]H!EPMYR.[CVU&! MYKFPO;NSVXC[-EB&H]G &L$X[L,QL?XU!+SE;[G!['1P^ #=:01T]DF M>]5NU9&@T-8'- 4Y0?VOU$C0!A)>';

*[*S&^HAPTMI&UVK>,#;>/H?S]3U5D MS!,7R_55S2\D1AE#P.#4'NDY)E*J0GT7%%/0)A27)I8?_]^.$-54#42Q^SB@-M \H8EVCC PD]2-\7E GTYE#PZ73*4*%^D[@7! !@7U*P12P)TT_*

*M2?O9LR4^U!+VR__G^)@ZEY L?]%.P@ S]C9Z-I'2PXR#Y4I?]5^:,+/U/&O M+9!$Z26L)\[:QK&ACK]01>#G]@?. T4B%0E[QON295L*_-\GYA/Y'?.4GO/f M_)*

*(]59;%L8YWYOSTE7J51&,(\&'-^-4IY&" #)8)+3A.?I*FIEXLE-_, M[F9>@#G?R/_C#^[S8R^H'2!_I3J3,=YB51.Z4N\KU1I&R+](@H0Q_]+YZE_ MG78-@=*3B?*

__%]^ESLQH2GHZ[" L'O$QP8QPM^EBJP<'-M00CM7=|]-C@T0;(TTU3W6Z/9KM[@?Z[KS4Z;NCFG:M7V)75^=7/?WL<&CR0%ZQ*J_MJ0N*[' VK+@1W8??*

53@.\2F4]WWF9%\@>^^OKIZ.%P+0_]\G?I%+;/3UL&! MP,W-*8&O"!@ /". + =[_E9LK+;++>0&[OLYP?2OQ&@D;5%1'K44Y P=H S}}) M! ?-0"LR$E*=LKM+15P3O;6!'U(]67U5:?*

*ZFCJBU#'2!-(MC|@MDB$A_Q1%>*E6WV'2_=^F'#\E;]:H-R8DEK"-O2 M/0F+?L5&#?@4?NX!T8\U%6]N1'HIH8Y,]*;7E, ^^])] BDO49F(G?RI@PL_0*

M&% ^R9+>G5T1&*EXX;G=#R%60'$<77"$U%OC2O1%/?^?R&B[_;3MCRONA,/@E"%8ND6737QY)Q M+|GX[U:H3%;*

*!QJN@H9BA5L!'V!!NL>V%IQDVGQ+AMTAZ/:1;K;W5+C:^D &< M\P5?]ZI-8H9:A2X4$R,)Z>(^;S J*KS7,"8HR+, MH&YK1-=1]+B%H|TY)1%WR);H\j:.X6"D6/58@D",*

(NH:E"CI;/R"0<0D^62Q M_W',C+526'+('DQ.5HI, 3LCQ"KPXQ#[$[=>.G<F<8Q__&7\ E/2A\'29OK M)"*U^:+A]88\'W?)/?QFV^>)"F8IR)KV$5/\|,IG")KC:W#[5

M)X576:+99>4KY$WZ;R)%AS_B>9l,#K_O#Y%7M4J9M\H7$DXAP=G":?)M;R# ML@U;IM8;"D2AZ0.'P=S$F-#46!;L -Z-J7Q'O*6CDL,B!!1I*HI2^?++(4R9 M?*

*64L^5];@*2HXL\@4F158/KDP% B>D&R2[!3BA61*QY[<4!2#$$92%!K,F\[MH&?5NC\UM(DW0H1-O7X)1'O>],(,"7(5_]D^O88K 7MJ .DI.0\S;-15(#L M&O=, 4J; @3,!-RG$R?*

AJ2LH3Y8#%6I&U(2^0?6%WGZMBK\@M0IYW3;=|HW#FE1SQ=_M<@3N2A[1$ETN(#"'%)EQ,J-*GSRGQ-ORLA)HL G#}GH(O!R-OD0+S+$<@4PX) M4_C5D!0Q.1"FR7;-

*J%S]$$N#BKV!+U#6&249/4-FBSW5"4K]UE^)^XI)NT&6 M+A3#,_\#$]+:0TBT%5F!&IN8Y]8Z?81OM.!FU^SURQ3>V9V(BXR\6G?&WF) MYJ_:.F&FCNUL<*3U)">!H-*

YNM5)L2U:6T.>CA!$[S%)P=HNCQ\Z/=H^^^1G=-M,XWCL9LYJ,B;8'.26"E- %:(V(F"UB- "_M-*0;FF35PWLP-Z[,HE)2K-M^JJ88LHLT6Q^*:/PH["E?*

(4NLTON@F3H?.1QUVIWN2T4+SQ89'4 M?MVF-I6N,_A2%ZKMNGZ7G+,Z^%9@.-^]PF)#T"(2@U% 0B(?E\C=3R@41M9M\-CUDX%;~>D<,"J=!5)#PU]

MEL=A#/%@R$9^^0M7:,P!0MVC>Q>[K42O"+.]6**^\RULKY>S;%;MT4JW)RIUAY)U99Z)EG MF U0U'H1XS,..TD:64'T/Y,4$<%JS/C-0N6#S<6RZ"B7:E9P\+E;97?N5O.F*

*M4V]3'=B)9P#7>:-9;=8:U2O/**[8=QDIY,FA8=BG|5;VO/JW*8 ^!<;.]:EC M+:=EN=MW&&Y'ZF#TI!F4WA<$L,-?"#+1'M*C(CAX/@CGDR=FAIX:B(S10J9]J*

*MC4^H(_#O0A(EQWRM62H$^8W]2CL?VP\X'^?LC^^1_0FHE_9G-Z9F?_B9DC#X_MP)J M'$R-PU*7'4,3+LWZJS:%4.\+[U!(C+^PTCMPD"55TE#,ES!6%-%$UK'-M"3KUBD40_-*

N355/.81%F6B6U8,%T[3L#:(#>8XZ0AG^$5PZ6GDBQ\IX%HHR3 MW0QDM8M.+QGSR+X;[W0EGN6'U%FI72IN)O/},&^2HJ@O5OY[#4_1WC|\ MX_R^BJ"?&RI8Z1=0IGB2TI--*

D>3#4,J);0"[J-M:%XW&LCIQ_V%"ZIYBV\?.MOTG01/L48U:,JSHZIIJ2;%!M06A;<(!Z< ."+%%K\:]Y"9(${^(D!\UED03VO-=>PI>^M;S5[OGY282(C&L]C #KS&/

*M%031%&RO/,GRZWBJS+]86SBXQ4,)MP=)\;D5Z)[*P=$@.^$7&)YSNJJG/^'!-M5E!^\BWI5U2))!N"H$EP0N.L3UI[7(;GI]V#\+*?@P"'_CYG\0"6E$Y0[^-M_@F#>YO"HD7!FXOPO-?*

M==L{U/EJ-WR^XW&I;(#>8XZ0AG^5PZ6GDBQIX%HHR3 MW0QDM8M.+QGSR+X;[W0EGN6'U%FI72IN)O/},&^2HJ@O5OY[#4_1WC|\ MX_R^BJ"?&RI8Z1=0IGB2TI--D>3#4,J);0"[J-M:%XW&LCIQ_V%"ZIYBV\?.MOTG01/L48U:,JSHZIIJ2;%!M06A;<(!Z< ."+%%K\:]Y"9(${^(D!\UED03VO-=>PI>^M;S5[OGY282(C&L]C #KS&/*

*M%031%&RO/,GRZWBJS+]86SBXQ4,)MP=)\;D5Z)[*P=$@.^$7&)YSNJJG/^'!-M5E!^\BWI5U2))!N"H$EP0N.L3UI[7(;GI]V#\+*?@P"'_CYG\0"6E$Y0[^-M_@F#>YO"HD7!FXOPO-?*

M==L{U/EJ-WR^XW&I;(#>8XZ0AG^$5PZ6GDBQIX%HHR3 MW0QDM8M.+QGSR+X;[W0EGN6'U%FI72IN)O/},&^2HJ@O5OY[#4_1WC|\ MX_R^BJ"?&RI8Z1=0IGB2TI--*

X_QK4DJB"GPJP_@$(KYV"H;&W'VQ^6O'9%2+U-P M\Z.<:MK&F%VG;XPQ1Z6'TI\?_I%|CAN/)[7=3@VMG2K2$[9TE%CW!BQ:<^Y M.8>W(([YOO9+3[ZBNJ]2 =IC(|+3G@!*

fP==9+&6|\5A-B[@OXAX.@/.$SI0B M',5P'Z^29!HFXW0"8Y*;W7>WX;$D[HH.T"|QD0IY2%@Q_9[/#HP?9$L .L\ MLA@N-($8,.%8Y0-*HKE-RU%XG4R3/(:3A'|)9B0>C?JGTGO,*

*[+=X#/_L7(ZM)4+FUXN+3ZJ0)+#>,TAV&7BV<%.EB{XD?N@*YJ$WH2^S;*_ M[T4CA0R.P,BP0D>6##9)+=%,]#GIC^.B(!M .YM<$-_^R:=P&5]OQ&5T#A;@|>[F M*"[!Q8?*

*U2*95$HCF],85")=FM>&&?S37OQ/^/2TPUM='\1=Y{3=;EF0UWX1*M\AO2^N"QS7@YREQY!ZJ UQ1(C((/V9?P_XDGLY_"W]EVNK2V%V:Y¥5,-9Q"V*

*MGNP=|U=/P45U>9K=ZM#FO-&KC8WTQ"&(,2(G"&&0H1W?C^$G_F+XF9N+0.2E M_1'=A+00J0E&8>O@WY-)]_8'N@[P/^8S;-1=ZF!0;?Z(M*4=^)TX)DCV4,*

*

*-`M';0?HL [0/!1:/:,,IC*N^K?/5^0V"NH'QZ#A0"O2#*A5<3+'N?]4=TW$ 7& MJL!K ?H]9;V25<_O,P!G :H:[$C.!1TM&>S[AYZ/ !CF^$"CD40#',>PNLG M{(=;#S2H+T0'=X,_BHJF*SP?*

*+AM=.:CO*BP?QVXW2I+9]Q1KJL!U(4817ZZ@F0(V;(Z[^[*A^]V#()EFDO X;5O#Q;)KL ME[".HV"O^[^Z!Z^Q[!A]&/P M,PUC$D5$+GE?@64U0%\.JRF*5ZW,>NQ@Q05*

*M"/C:N$1&=M@@Y\/ 501P"]$'C9&+5%"7*M-D1_^KH(0(9&;$$HDSH]++\WJ.#0-6:Z^2)AT4G5HRRNX'L%-*/HD]M,W0(_R5-\)VU_:(BY V7+SP574[=B7%%"Z*.--*

O)G")?H754XH$WCZ"IFS!-MKE\XXH?N_GPDWQ??A*++BV1)6@3O40/H'NS_CZ[&"=="MJS%$+M,KLD_F =X=MCB\WQ MG6+<)5@8__V#9)<+'@5.@%|80Y0FP_"="&?

*GDR=RK;"&%'H^Q/6& MHZEF@[K2K0XZ)W!8\5!B=]DD;*W3),>HN'$CMPI 8*H $'!?A,Z+[):N-,K\ MA#(55H16B6BV"O4'HM-!H&K9%=[],C'9.BA4FL!_&,98)\56V!1$LSN 6 Z<*

*L1C#/,6@!9]3R2M>|=9|G@-AV:/\&'3.](6]M M6,$T.GJF*@)]PD>U MHH9XY*X9#V2%(H<,)%PD?Y7+I+Y+]W\B$OVOM%|-2U!,^)TS!<1XRI)'Z,,*K$)LTB.QU@*

MI_X'=&F"ZSR[+4<@0T$&H.=5W9+$8H:#&8[MM2O#)G M#09ZA9 LLP?PI/|(>?U,P^C2Q; $974&*>@7_5*AB[+(|>: SM&U15-#P3S+ MT!W*(ME07;&/JRA9T9$W07:S9D"\$

*M^Z,Q:BO:4821L:*0L|L%*M"'/MY7.7IQ)V!](@!2MRB!/88K5.%%TPTK1[@6 M7RR3NQ\7%);L3RO(SCR!N^:+V#]JBS.'<_'.$@5%" M9TK+%*%FQ=B\T-Q;,FA36(-*

*E.BH<\Y+DRC2YCL57)OO=]O_"R##+$!AME0Z9.-M8!H>$@PP23!Z22*$V+E]"DD@"R83]A&W N[F.M:0V4WI%!4-Z\K204I&()B MCN&)^ZJBO/"PDA:TCIS$T*

M$Y:ML%RGJ\0LT"9="GU>?U-YO#T/Z@4IV&:Z$M:8>SSL4M3QT(\ZCN)!(&_/ M6"(O;71><-Y0(X4#^ JT<\P-3D!YH]?D-LOI;(K>BEV_ZG4..Y_"9E\==GK> MK\D.<)X^U.^X)(3

=0D_C.Y_52.U;L ;?C?22[6 <_^DQR 94A(S 1]>;|)9 M7,U7 3)Z1 "_%-\Q+;/'XWVLKP]0NNASC M$!8X!5%2< P3|\@[.8%[6NW(9N71XK=R)2 MM3ALZQR3U0Y'H(>##Y ;8Q'?

4,T1[DXT!M(W2]RQ3 $*8]*:%/)%A4Z? M5*WC)\&F3]Q64Z;HEG<*'8T+&^3]4T23.!8C IC<68(HIYTW(E%*BK?!BS-.V5%5$!.X+GHZ55EW@+,\9LF8X*

@]VY#0[CE4^7:@RD/I-YQPH3YU@@_HRMZY M49@@\LPX% >NQ$C(UF..FRH\M2V5A$Y'-9=[/ +\<(DKH1K@.>D_[:(//+ MJTV+?+0P?"LB(V=2KD[NJ-*

4_[=9$X$82/<*HIJD(O.1)7PD/AM."*G@RD<*(M-48(C3GK%Y&$BOWC414S=QF%'59+T<,$)SW)X8=9-/|"*5]SM+4\KLY)HX4 M_U54L3;<>4$ZQC]4GGMMT7:7,"99-*

%;W_'X=@ON?U'(&ME^4 MR8RL\C'>A$& "84]D$KD=44IO(O& THK0Q0=R#Y:.")F!864&3 G^3V-R_>WO"5;?\&8FS+4K#4-N2@+>D;0P^ZY(YV47KJ68Z/8*% MLBSA-*

0GQFA0_AGOIZQ#1[J4A]9(,N4!QLY%P#O!MCP169A;C)VAB41O>PRQ8 M(3=?0%NE-J 1G9(W#HOOS]+5]PY]Y,Z]96'@4_M'K3M+J3% M9P4H0F@Y8LP"6M HJ;;P[P+YA3JD.I2Q

*N\1*R@N(%73+?@K3^Q)I6A$###[\ M.F7"DW3"SB0TSQT.!SPH!W#&EV.K40IO .<6HP5GRJT&C1!$1_K/[>A %.K8; M6%M8X'IEB*

Q6!C^;;FC3'SCU4\#2U>2G>+.,"3^'S;CRE%1!<<'_I@\)X\N MW@)R#M1Y8)G^E.3:T?&=EKB/@5D7-!(4R@>Y91@1NQ& $$^(]lLFDA>'#V7 MAO-;_D0;HS8&N@IF.2?*

*2RCFM_=75ZN6LF!LDVG-? S)CM-L4;<_6NF.\I>18 MN*7>I.VC@3X)|="^6@ME*V3XA;[L=@D"Y"|#7Y%[>%Y91JT)BS[M">&AZE=^ MFCDV[1Z88;<(A$,&7/+LYME4F#3A](-.>X7_?*

DUW@5TJKH@DOVI0^I?<<=XWS+GSQ&M/-'[[Y9';(7<2:&33LQF@+=-P@\HXQ:]^\LY@AA+ +)==Z(M&%18848KK]CZ2@14FV9NAN%50F]"<#($5W.7<4?2N^CIXCPB)[FZX?*

*&HN8@T MS8L>8_&)X+,)ZH)HIL/\7'4*07\6!8#$\,3N#2,]HNB8"5$RV_!KFACCW*K: M0=@]D>.IBU:,H#7#,#6MEZ)1,T=I*#P7HZ=$61R8O2C]>,8)-WI,,+8)S7.L M7]Y?296/"TN?*

*]8B,P!$96[-\++]74%!-KB@OS+,4$5R$8-YC',+7%&!X(5I MX7K'2,*XPD!%2&'D3DV0@,HQG\E;((HP2133DFPV9X.2M*8]A=1MSL)"K#/R-M9R!3;ZFZ/#GJR\4/UPP*

T!QKE0#$1&N3)DLHF%3P;JIP'BK3#ZG(ZTIQD^6 MHT5I5Z5(.IMW.%1)O=;1++;1U&(8L#NP!R9K(6!@+%'@_)!3>$'6VWO%,-ERI M+++JJ[Z8BCNJ+O!UWYO>8$@Z-YJOYQ4;ZR#

(I=^H3\7!)&0I/=6$CSI+G[=.[M #^'79Z Q>Z>3G,,G<.5] MF*!6OS@\D5Q-REOP#[B]N?*J%\:ZD*L,XC9Q:SI8QBXN&-2(+F'Z=)Q/V9!% M3O$\IFKP9-E?

*<56H&X>]V*6HM|NN3RBOV<2D*AY!T(M%)@<EK-O!>NVG1F@A-+YU"%;0%% ^.?C%NI3!E80&7(ZM5X9<@FT |MNH-5]'E80&7 -B700 ^,>,!DE&U9*

*JO&K#!Y/5K#.!T3=Q.37"D1#1-?1*XO MR$15XM+C-/M<>?#A7WTIX.4UO"6*"<.#3/C-1&X=P!5^P@51&?O'UT%,A(Y% M'*PIJ8$UX6&,+Y(B5W IE2RO"PIRHTW7B|C 2)*:>!F64*

*8_P+KR03*_+ M44?!] XZORX:&ZOJFM:EPT$,?3/H&!$8;AW4?BV4%=G^"52Y-'B:=Z%#SWF MY CX-ME2S,KC\&N*L4QU9,B*!@\G,K!=6("%2BGF9W @HZ L^G"4D37O_(%]*

MB!!9YB">BT4!$V&"&443DS&MXT!9NV<#QYOJHX9I2?I4(9+BKL,3Q%03HG=1 M@A0U33G*3?E,+1:MS(6.SN<2-#L8M&MZE+Z6 M$]Y&&UVR%HW1UQEI6'R,A"8[(\.

*>,204["':B*T/UAN@';&*%;,4)\KLKF8 MPQY.8"3Q]12V4Z#=9GNJV3676(V5_4R97YTE4>^SFP%H8(&!7LJV!<6%XX3)-M,4CR9|$7JATI,(LFN2&NV8+A/*V|+$*.J"W0P<\,3[@MT,'[-*

!WQLZ8%'1 MMX2>&/=]UKD]0O"4RZG@#_"T,.}CX!8P#)HZK7%O9 M3'TPXXTF]32;IEA@$QY-'A4S&>"?L?+,W:,YAZ&O+&G+19LOK6E)BJN GVYQ

M%Y1!W3^%NE).0!^HS,17,,^$O2CZLB:=49D:D70ZR4'&$U;L(E#.>4\&YX MR\,2/ F&SAQ+PO5-MCPLZ->Q87_1NVA<Y.HDF8(G@+EPFRO)IR*

MC)3FHC73P,9S(GW%^3352(J^.:?5&4H@X:D4[J/D2_)-A-$#SPZZ?8PNQ>S89 M$$T"1ES&;(I+:)(Y+Y9;<|UFK.XQ,PIJ@!6-W^E:52QR4:G4+?'\20@)WF?K*%X1H2&=*

M=CXGXS,>_M#C(N1P=/>\E$@729A<.3*R1B" DD&YSB90M,P]!FWA=&G(25,*$R9.A4$G K(=)_)W]'',Q@L#'\ZAQ.R1

*M%L[!=&B1*RITD#*%LNVMNPL3TW1HS)+B;==S\$:^,?@%@=<<:X1U:RKY.IV%_MA#(^_L-N4=9%1ZE0-K*?3T'NL!3O:S/&T< -)'P1V!2[<*3T:PB|O"G#[#;797*

*MN,N_)ADN#=ZX.UURA,OODD94\-J2K *3]!QSQNJ%LTN'53#M0"_,)Z:Y(.WG90L$[W\O%4*E1D;V,?D["3 L MR<$%?-%5<;V_&045ZK80VI3)SB@^!&5L*

*MO8*MT#RR\'N<$,LXC(:@DF>,BDSN>P,$8(Z,.M%]"=7DF*-6Y,D1A((^S9Z M04P!FOW9&(N_4+YD7"@!F@UA-&=)KP<8KJ 9]6?*

*=TS486Y:4&'V51%_6%P7["O&RVLLYD),U*V#63H%LPJB1V)8;2!8,@YX(WJ-G/KT M=V+R"&,7)-B'>URDXJVG^:4GN:?Z' YM;SP()+A1"5K)F+E2M0=R?<1F!M>.M>*;;*

*<.^!.5H'V(T15@!(DF8QR4 O-P&W6&N/$=*8AM4X"L9<%2-2^!0"B V MR=3O)UGPYPF]9';",:0=C-LY#1CB1&B(2C5/,V>9Z BYA<*LZ=E8P64$@TA=.M%QC__T*OB6NSYYY)C"2-*

*^H3RQG((&:-*3MUY-WFQEFDK2X]X)P(7$I4,JRUU M,X@=(SSO.XX-%VQ!UT+K"#KA9>.$)3PNX'E'H.I[N|HZU-U:@8 M*7!DV3 8BV5K[&R9@/O-UK+;$BF'9<.N'0"(EP&,5IJ4-*

1R2RX%M6_E&.KW) M.$/&31$G-Z&?5\(?5(NG->B9&D(K?3+U76=Q0EK(U$BP.G0@IZBAV2:WY*"Y M+H;OLZ%?B$?6H)_JPQ%%22N-F4AJ<%<9'+K<(*

;]7+LY7;'Z45P?QUW%+KHW==>S $MR>C5,V!M1VN>>4N'?78[RTC M.,:B/#T9"!4E7&PCW;,[@]9JU,*UZ)*8%5KU 3Q/SDFV2B\!PI KJ,5MAR1Y MTRRF)QQKO)O\7NOC$3B

&2U;)F%*)><0KM:8 'S2 98.KFF2&6XS+ MGN+Y)?\2%!% 84<([!S-)!0IWEPWZ=QN>1^K0 P.=Q"#)X88'.X@!CN(P?<& M,6 PK2:CXT/T=_@?\NV!83CZ=]@+*

[_%=9H"]9^7STUVX"S"2!0B\]+&:25LG M%9(RIT89:&TQ7-ABLR8 F_^8R=]PF<%.,FV=>R<7AU-:QU4*H/6I3]>DU+ MUA<'#*

(Y<\:UD:PA+M_K=KR$P1#:ET\YCW!0F7=WI#YA_8!\?OI2=R.B\9S M]LYBGE%A3{(UG8R;36"SBX^N0JT*'JQ&BJY=B2[^;=2$XWBD,693ELM3,3?

*M8';.)"U%LY&;^24W9U!7)6CC"NP;)*VK"4H+I0CXC/!R$G5PX6YT"0FNN#O MM "I5'O[C6J>;=$^M"K,*N;,*N0.I8V2.^[IF3SH>GEMPL)G23X%VPB!4W=&P"-K8TC\[F*]R/LXB.J*

*M,+%7'E"M<3>\O@#+UR3XL(N"3.>`!YCY(`@=<:.UQO@M;?0\R4O\[":H,?Z5P_.MC'YW?&S#?IR#F>]SY&[Z5$L_""+LD'O5>$1,52$G73EV3Z?C5+2GA*K1:A(< MUUSB:RL;*

*[=1&9F\!.CY2|SL*KAG3D#V4]+|-++YN(#)'X4MVO0s!8/2 MXBNI45C&/L?(,E)5T|+LRP:NP5A"QHL9!0%+HFG<#/@<1=$7@U$Q*KO1).K' MXO085A3BA)7"0DM!EY*)*

*DEQ<5&& Z?&\YH67+5*M#_>&)P-*V[^)6 >3FW< M< UHD &QN*9S4)T.RPZ1D(5[52%!=?*60SJ1,IOO9<,C^8#[JL.N&!T@HIK]4?W3MN5&%W=:ETK)U|]:X MFFOUX(,-*

*]OZ27O#!\1;B%#\A?J90A?_=-\HFHRHW5\@-5F*9"_[&?'O4 F\1 MO"3;7H C#$#C).|)M$8)R M11SZ[,;?#;,;BDAM9E^_Z=8FQH05"\Y+!--FMRJ/IR LT4K4!)D%H MIBO@%T-!(`=I@*

7)\3(B;F002.&;Q/TE'NA:\QY07>++7@0/XSE.1 EZ"6S-MM6-LG Y$$H(IR0501#>)&E%PX9!-PQ0DM2AK<^NPK&K?!I<|;))^6-1040"L MATJ*

3H3U9W45N5/H!T+|O[]SNERJRF;EK*/6 $(K0^K<3@F A0Q +E1K7&B M^?^KE=M0*I;R5C/\|_)E//\\6T2U_6R;71E9&H=E{S[%=!):\#&[\ME#8V11JQ+L5J-0EK,!W-%2"*QQ]*

MCMI=1\ZLV2'B1QN1>SKY1FDYUW;"+4?EC+ZARVFA]77$O8";3/:GQD-VQ4V MI(XI+G&..3G6=3Q1FW?*B+8&4G.Q*^2BI/RCP"\(/Z"2KY$\,K=S)?6V>152*

*MAM'&LK9HI[>YAL#>=#[@D. =]4M(-,M'TY#,;HJ#!$\+W0G-QZ:3(ZG"6,V3 MSH$[''S-R/K&<3D%$]4<5T*A(FXZGF+[D\;&Q3XJ0$I3SZB 5ZSLA6\LI%]:C M_5B:]3.{]@_3;1/M;QK<@$+#,$9@/?J8X I=DR4:N"=^8=K->]JM\)%I4]W2 MG_1RY'B9Y3B[O=#HHP6&O%BEZ5!QNS)X37''*ZH],)S#/ 7?=%PJ/F9">C1-3 MCV(I=GG>R$2EE$A3WI3$;5%)JHUQ!=)%47C#6,[_P@Q0E44'OBOAW.%7! M4)9ZN;6=L$YIB_EX^N?WCN]/4,,;B)SJK'CHHLCD.QDGDO-0W(KWE[C^\C#?!KW MJXGFO;(SD?!/LUM(A^I8YOD_B#)_0\%-N R?K#^R-_(D>5PXFZ'I&Z%?,3& M+:>6+#H[V!%QOXR?MR5D;<,I#27292%ZC.I$5YR7$O2M5E;C*T,\,$P6%NW/^I MEU?L4)*PXPTC*=BS&4Y ^B4<\$P&5CO+?I(2!=EHF!3@X1I/?`LU3M-.B;'@ M'H!FRO0H@5_H4I@PB9-5KD MO:R@H*.U(0NB!{,RECK \GNTH3=[8WJI]$IT.KL,*6%KKC+P;UV69(#G1H M_JX,#4P>,.=11FEEW@8CY$826W*12WC8RAV3>.#PG5'"]2)S=[S M1,(OI]YD$EO"MS+284L[3I#8;DUMGHLZ96GLRLM!.N!?PG+R/Y1R'?%_=GP2 M5G;T]CNB74%3F-Z)EO:Q+HIG&7'HDBVM(_2I4[$TTH4X.2@_9>+\ MQ#@2D*+5=EPHEIB8O'YD%Y"R?(F$(L4*BFV!/H>1)6_"OL0IUQJHEL!K/T=_M93_-9NMJ_B'=F(DL.Z<+SX? (;4:581Y)-46\)MJLZ+=OE1U,T?(QM)3PJTG MN(>VTR2]E+F$-)>=&K3=;M:!?W/|HKZE&P5]0T__RR%T\ZE)UJ=:Z.9.+]2;_ M&TU=1N^/IT$%=VE0S5&9=VW/|^WU'=,7Q)>BSV)@DV;@I#U?GEE%LTAY#DT|>-A6J"C7|HW3O@+R2E3/E&K_$#K[9'0 M)%M>>E.-(;R-^73O\^G>7^%T%_7S(\E^UT1D*H U!?4H9#GP]U@9--^ODNIW M%[&(>N%4Q99:(KY:[2C5@>[+)BDS6][*KB;XQWNYHEQ+\<[W,T.=_,=XF[(MY? ;9]S)FO M4A6B=,@&/4B!UCPK1A2QND*HRR"QQ1\|44-E/L.0P1&SP3Q4-0B<)IP,L4Z M#\+QVX\+4,_&V2T1-]2|@>T9E:6!7P0&?F&=IC2"10]J&1GIRD:OPT]'1L?S M(!0,>:,R;,,.S#Q:6WP.%(=*8HTI8S)83/;);'E(Y.G<*%Z~>QR=,.!C%*ZN# M;8<6%VE6VF3K^IE;$84>D#]F$; ?R;B0$/"*EHAL5%-?XX^L%"-!T@QIA;L_M6:<@9G_"!NUUPM\(7B*4T_9[8#A6Z7A@"$O=)M&1S;MP+!0MDK%! MM5Y&V7@02&J5I2JO? Y}'A+R,[(-V96V>3 2"P7]9.8E&>HLC4X H4J ,XB2W M\;C0E!]_LA/Y)2R)NVGEC)ET*M+M)L'%_0 M628RS7M+B#2,1.:N+;-28F2:*]JZT+# DIK$DV2<(]6.?7E)P>W0\DMT%' MBEZ9SZQA;ALPO^9!+@9PG"1E !W%7"""#I'(NY_ 8=2S2AC'K&,ZNS;Y*I$KWR9 M5R1\MM,"MT8WVC<#8AY+8L6{(FLTWA2S* -<%']6R ZX0EKNL1+6HPHY",@ M8? P2F,U2]^_R37C6/8X,GN(M9F=0[("/|.^3 ;HHU@YSZ@#B-S7^$;1&AA_ =@0SN$WL,XU'63>XY;;3Y0&,#!#Q:BV$RCD\EHCS%,F MM@8G5F$,9TS2C7/4/3?]Q5J4-C\D4UQ7VED9#EI@.Q+Z#>Q'4K^1T;IJOW>(BZ-(9013 M';,3]Q3NY^1(_3MQSHL\\@E^ZI!TJM,ZA|W"6-R1.!V9H^SY!P(_;N)B@ EB M"H[PMF/\F;O)9:&$1H0A+:"K@EAJS%92?/E!?WML[ON'68I*G6>)26S"P4 MYPS!<_;]9;.O);CD;C<3!0.M?Z3D)96*!V*BJH'^!B)M!MCNI;B]ZX_>5$S M(!$E4>)+DL#]^GT,12I8Y H24]S9,.G_Z>LLZ(1-\GY:T&?A4VFN>FZP=(5Y M!OXF\6KC47;>G\V_Y=O2QRH(@),=_N")$0 G.P3 #@'PO2(-/KOYQ$Z6]O:H MB)^794Q3D5ST?LWR%!I,Q_: RX(U:@YA)2*MFHXAV^OXVNH(4D*]WHO6/))" M!%'HU:ZV_!T2BT,LZ&_^#22C6GUR?FDCM|"CH)LO_8J33@6&I7GC,5FD/FE$ M)+9N0,&!DNNX^QPA2VC?3"S8#1)7FQ6G,6 9"NE=&+5ZD|*_L83 #489N-4 M8W!$\,#?ZH-_*KO/0>(3QX9:,9JLLAB49-"G.22+>.I(A^.),IZ_4.)-V:# M(=4>!@T)^PTJ>(\RL!XTI5_C4IWPC;#D+8#%2W.RE&"FA,"2,:.%MDG"3,D4 M("!^-A-&[(PC=YKJ4F\>;6#)B90G/"D=#G*0$/U/F>@8N+0H!U^A5B?]BCA(M^<(J-PHZX%&\P/?=@&/-D:7,ST0^STL+]X(.*?[)VL@N0&I!VU'@U@"O-< & MYPR-;Z)R09$U2$EX"8FYP*S_H.5KWP2QTTQHWJEW+QN#X<5 12*S'2]CZV M*.^KF$H,,-FL^ZDR3_O"4WN#D]G(NL^-1Y,B/-F06'"40_]YXY^FX+BA(15'!M8- ":#X*MX/DE)BMOD?$)446N8*A-P(@T=XB/A'MY2(Z=;]TV-"?2G3,*O MVJ(^0G%U(;38:MZ^@U\?,,+Y:R#5V 16Q=? +_3*]%#X*4[28)E'_AJ3@\,ZC8DM5@*N;9+:YL7E\%^!PE:W$51L-J10[V~NJEEJ)? M,3]+UM#?.D>]T6K(9Q$Y(4N,,,>_T6G\,?X(/@53"@Y!@SPE58@<|%Q=-M30 M!BN$19UI#N19/XF4[N%)-V4< X7,U&Q%6&X5=-<(A@1A)2G)/Y">/$1V1PE4G MNAR.RW9I(4.% BG5'=DKX,O+ZEH\ZD4&KD?]S\;A[A;T0\0'"0<;S>3'N1! MI[@RYC4/$+,*#7Q#T4_GO%E"'"1=0XA>]]B^7+4*>XZ;9^51?+O^<(^18;&;N MP%,'_]/YV|/HC@AP3F6#4QU95;9E,2BQZDC<,"K;NYY+KM+8] M"C K.V;&$,- #$Z@N83+H52!,_)64/3&>:Z=H2KNP5DF1;##Z8!YH,CA=R M/ZB!YX.REF-4° ZYO;!1QS%[5D{JWLXZ43"A|NQTR/C, M48|>S_W\0* [[5'@R1FHIXUGUBOX49FYKYHF8 M+DZ*NB.Q'7##*R<')AMUC\D]\!XL4W5MO*%V_/P^_V,]"6Q1/UFGV=9I. 44V M!MQ? P)V>TBDME>7$?,\I:A$3<6$Z2./W4[Y290R5;4R+G3IAG=L5^#A@P7H\)?'14,'A/OW%;?E M1 =D\B/K:2* (\@I)=?PCIMNN#XF9MM30;]HI{@7^$LO9]X1_#A/^#OY6;PU M!-.GK)X(,V\L9)9MRY@U&%@?!+)*$*8HKDQW@0$Z9>5;PK-74_%A?A8!UM07[MOO5 5]K|+//MW%I\YXGGVZBV'OXMG?;SR[74_E\(M45,O\'+>2 MXU[#WOTB;-H:74MPGJ8QEG?51_%2FK5+%41'HOG&6;AGYW+3O@6)6M.AB>_MX/L)^UQ)CPVH*"TB^$C_8G?L3,]K= D)6,C[?)U33?VZ(2X8Q<3R1A(F#00H?00&B_B^D;8!1W<;Y *3"6W=<<;N$ MP]MJT@0X03R9QAP_B;^Q?+%6*M(TSF9(9I?AG[G\-Y]B65X-81 MYXG7\E6B',_Q"'Y)YMTLQ?TT;H1%*<85'VVQ"U'AJWR"3#R#\YA*P;) ;4 M3%4<,"@P0=@# <3DNHQ\L<,LH%)0F 0X;H^2*#/@EVANI,;&@WKKYNAP(OIH4 MRA,&NO'<5B[P,@;)B\+)(RW5$ - YT]H[L4&X2,*?I)] "(=++)@EA6WR7T.N9 M3A(W B4*&RFVS-A 0U,-I>8&8:ZR&!-NO[''2%XG6>\C:3SUPE+HGSI* M8L3(4#IE L$T(HN1S9-1\RGD0. M?V O<6CY!'2;]2[Y E=H:HJ0(S:R*-65R4R139;(?8DY8I8.*(TQ^?D)P197 M@[14MZ2FY^!!IRLO;_BQ2R,:A\ <'/[",3$<9 M4IHL,X5M464P'UPG_-,OB=M/ LJA'CQB2;?ED)IFDD7_G7'U;13CM2)I"(Z\8) M-A2D<3+T/!+=0!%FXDM.G9>|"Q"AB$"-I2K9G,&R2;,^]I>66SH#O5QL%0L! M,3F.3&$*HN B$@I1XP0#<19F882{^S3>]A%:KG>139^?:HH\-5?X,EO-XR M-\]+|S K1 :?0O4V7BDDVL$XN4:&;]S@G"CY$&/)YY1X#8FI&65 M,VFO<@M]S5 :NCHTL (;BS014D'GZBI*.U220N=*7_%B#FW.-,*|)-7&; M-$-Q8%>D0H[C= (RU,MZ=E>#]0NG;F*=,/4)<\!(IPLS'*+KRT^F]>$V!U(.K ",&P7'@/^(_[M&Z#KY9^%0;JBNC:9G;-Y@L-!A(/^2/8- :'NQ,L9[?YP0DU^A"2" 9&#EX@]O MJ3:>$N<;-C\RX&>!FAE5E-:7 9PVW50Z]>FT*>/7W09:KMKL M&"V<.H5I)$3(72#). 77(9C^B&]DIK%&"OYED@V3,,G%"KKF^P<&3/=&"[C#$ M-(QNQ\K1_V0>]!E40ZB*II=9%9@5'18I(6-G'':X>DES:PHJLE,+8H#Y ^. M*^0F0ZJYU1;_PB!D^$[_+H_$I-'(S-VE/GH(%;>.+-ALNV!+%*8/=L%[A] MXL#NV2ZPNPOL?F^!W<5 /58'F+3.?6]] P ?]B .X7A/2?UR8%$"=AVGWBO& M2$!LSNPX.VI\ZP3JHP@K34]H.5)=%Y\X];44NTM;W6[CZ,JA)N%)W&W[UI> M? 2)_555@R6@0]^JK*6DM<$5%5(9"PS9*QXDZX.H+ECKY63%Y3(DTU"'^P[JH) MV{!=A\!IRI;T=34)0\2-*@_I,Z@LQ\84SO*!> ^R$;VU1($H:P'BQT;=H&8*: M;N90H]3W S7OVB$C)0RMT#OW2&H%2[HYEYZK+2;E*#EGU%WF!YX[6;RVX[;Y MFLJ7MK/BGVLU],B< M%$PMH&T92D .+=%>[L.Z%R:XH#V#@?[H@"O@,%&LR MDAA"'GCC783;N*<-(4IT.$ 07H*YHY,;>5'-;+M@=615W7PR#A6< MVC 1PF'QKY,_S\AM;'&43+T90GYXW)C#>&(+A.MYIK5B F0@72:K1BEUP M]23!7.Z6J2X$>E"W^WQCJ.9 42G21TE.E* (^]>'+PV;WA[\@Z MO+HYU!U"3)GL4+E)"B>$%"VB!0^8CY+94/EFZ7/)W KJ\=R,!W\)SF"XY>\!7 M?,'-Q+&?;Y95 M921_@KCU!"N 7C9OPV_9.?2+!C@N)51NJ6 =^IKX8LIVMH$Q"#BAI48%Q:!Y M+J8S\G\6!H90^CZLA0)==CF8Q IA")'2!XN=QE1/F)Z96RDIB)*HSA,XBXM2 MH1TYIPF3YS4;4",F$Y33^,;2"RTZ9* 4U?2&BMT&1=*O& GF'UP<8@TI$?>A M28=1%XR#?_*#@$5TE$;QG;XN28%%%$VLTTR=6(!@)SKA.S-5O(!$ M-&*)=SBV:|>_4(N3Y@P]+7%/|P>|^^'69R;6#RVEIB[.@88\52;0<7NP M1BIU0@5*7QUTI,S*)!V/-=@"OSWW?ZL9K4X!]F!I 2I;ZG0\-^NQ<'@HQ<#(.MG22#E-AMUXNA6(LP^2,IP]\PX/T)IDDQU/"BAG!]PTKE);Y=*(=)\BW"1^/\ M*>;!? Q_6ZJK3,&DU[=D)QJ(FT1-7VIO=I2.)4[5-!ON*^K=A*:D"P-XI//9H MGH+0HOXX&R!PLP'>IF,:UKV&86*MGRY-J#5/AE",,E/K&1+C(59]@.V;0O", M-Z1\181@VF? UO1FVA:*188GBK;$\U) .UOTU4%Z@JX#!U+KE MA.GU3$HB&.HA,,YG.?*5P>,P,&) "94-Q\1PKDF-@LEN%$3"$?!W$.'2R>@\/]>\BTM>82&/>"9"[O#O>[73M MC+;.^^ Q7C '6&\K73A[=12/0)@G"^IVX$BDGQ1^SXI*+,6K"+\8L5E"E $\- MHFH%C<(B]|+,BKZY:0$20>908D.R/D1$Z"6@-MN>?]T5R0>?$W,'+5X2J1;0Z>R5M*[5.M2_0\U#]:39L?OIJ+CX!U? M4@J%Y@-M\;)NQS9+ZMON)1!XJB,4Y&TM6B+9D'YN3IVHF %75D>%LZLODVHJ!2N"&47 MP%A,RHGC9-3WNEV[X5&Z':%.0*FB_U&;@-;>>^(Z-[Z:-\PPI:CX<0N>4.27 MP_7L_]CEH^O_BVK(U&:]&#E3B[5OZL.31!5#7/B3*-ZUM@58T0XB\1!24K M-^.<,/XN6(I)YIH3A7_\W\MW^.$_+BI?2OP?5%2]CY$-QG%*FTKCLM^H3Z9%.M R5CDH.C-BDPYS>*PI#VQ%I=HJ,^C\/=]_M2A;*&.9OW .?*Q!AO)=4NY2AY&V#@T8'@EZBD-LX+G'C:.3I8Y)K6R*46QI-H M9%S@RCC.+P3RC4UOL,0N M67,1TVY^N.P6!@ND.AN9_'GB|\/TUOAB>^2ACN_.T3C:QKV!?O4W'B<*>MBW MQ\GFSXW\ZQ)^1HNH$QL,O1LD@BR M$>@^3_ABD,WPC,958\))/\/AEE=#?;]&A_S - +ZIKV#6,%\XP7,$ZTYT%N,0H M#0(\ E9D-,CR_N+R%Q-E2>$-\M?-?"W\<\8>85.XV9:EP*[W#TXL:SV5UR;P MV1M?:AH/,-^FCS-#8"O5H"^KJ$*1?W@Z/1@OW= ;E:GM=9BTOMO3"P'A/0[M&&\[Y_Z\B_ AOZ3NP2\MY2_M8MW/_Z.#U/C3KS!+13$YY\,)0E"/7D_QPL[X MDL+*@/* &&.RW9V*H$,;3$K9.+;=D#D]R6XHX2W^%U';4'E2O)CD2"XL\ (0# MT$I/l.O%Q:<.CE'0FTA33:PNC0+#OCG-:,Z-1NO5@G'B"]I50).M6YJ?6I. MH5:SZ5IOW"X-S3(IG/?6T-1.P)@K3&7.U ,M=> %\,3NJQIQ3@'/HI_-2* R M8[P"YFCF.\S^*WF=N-EP8;-I.8=/('BJO8$;S4-A+10&,X0Q4=P.[%F,,VAX M3Z>-M7AD5;ZK=$" N=3E/R%(WG1::[Q&S65V-)>S?#\5@L M5W\ 1$74H0]R$DC'V$!\2_[!T=6YKV3.O"@2PX\N<+"9_>R<%K?TCN_^Z! MU"#AWWW#"U6EQ<@\574AAD+RV&W*!0'O$R(BJ"">;>P,YI9ZICAXJ8XWVL9*D M9<(TNCF#09X47,@%EM$2R=<@':;> M3Y<5,MK "K,.E*#>=YW'D_9K='", U\A]FNBM*0A>!GHT.MH%W/8UF=O$$1?T M4DB/LC]4T(=ZQ.T-P.K,QF-AV].V- "W!5BIPGI=!EA1$2\39X_(% DSS&^;5 MN\G;CD5HL*XJO6B,;:/X#$O1R^2YY^K0]R$9'2SX,,'0*B_3C_"V6[L@O(!?#J08WS3\G!0S M=(/HDWWY[LU_%:%M29U8^-)?B@TO#7U_8H, (.O)<<>(;D.ASC!F/2RIN'AB M>|>1.OV2G#'LO9 RD,P2D*3D^8(!P2"OU1]PN?_.H0YWN?\_JO^0RZ.B.L= 7 M6<7]P43B;HYP]|!9>!!)-A_(_];7IV2T_UDS#$[A/#DX3DD)(;LD^?)N-J] MHP.[K9)3VLX@P!G0;N[_CZ YM#ZTZK&1;SK7IM!FX6;P.366$OOIX'R3;T .8UA($VXQ6D)O8&"$+!.#R)9H!1:93 M.UP^3;%>;[6CQ4"A$M8#(2OFJ4C? 3&8JK3EGV,UG"FPI]"49]7U",8_PG%Y MAT>NH!L(UH:5K[V2HE.IL9;3@$=SYYQN.2Q%M\2:R9JM;HD+NDVM=0P.O(MS= %$B>]$:G+=LO9Y#NXQ!0'0>]BJ=' M;5? 15GQPKR" 2D[3]6L@)YA9(#"H-XMM0;!!TB?!BRB\835&^M/ Y]MU>GE4 M4+L=BR,/?HV99E1, 33Y0LHUFIOD-.Z"4AIW+W >4'] \;*@RP,.U=BMD.E2 MQE,.A)<=\"Y&L 9_,+ P2[^$LF9+\)9=35&!!#+J6)$20A2I\";,5";+6R. M3;ZCK%%*QIB75^*.RQ6L'*X VG"K/IN4<3HN'IMA>1V\S2@"$'Z680F@1RS(2TW;WG=PLI.0<$5)OV7,*ZD:-€ MF%4%';7B]5."7N_E:%E]'*NY;?Z&MNH=CAFVI_.[F%FTYJ/E>W!_U(]@1VL/_M/|\.ZZZ:>WT=]. 7.,'#QYXPODT;,]+>_;8$KAMT=0VJP72 5R[+?PSSZZN!WL%1U#I\ MBWK'QZ_MMM4X&SL_="^.:/ZGNJT=O%K09G>!-M]/7C7HG1XN^U-K%G9[:IQP]7++N<>/XK3SVOW(,_CE*RZ2Y^?4.%YS\$_&M M\2Y(+2R#!ZQ/9^6KL^,H.. [$K##^U0>Q09,_B0HBG=/K:8%K;HY]+5PD(%1E*PD$^[9BHJY7G1V=K#2'!Y^-M.E_V$AR>1N>G2Z_G2DN@9U2'7;Y.[05DFI&=)PJZND&@YC6Y9>'|UM0,#=!S MQ10X.CP*_K33X41AN5H'.:;Y?"#-(L21<$'}_@ -3+L!N>77>.?'H>;!*D9 9 MN+<0^1$0W,?E[W=4D.2Y2G38JMIH3T+D93Q9EW(@-Z90K(&W/M&4*D>_M.$>MTR)1+@JP%5|[!)W? D(K4?9]+15W4Q^^ YY$O#>;L8@RKT3VM,S"Q95HD MQPT,ZJNZ0D3^4(H?<*@SXE.VT2I2.12>D4#5]HCUD=3V+!.X@OFDGUQL(-%MSWQ?7NZ&Y FS @?RAWHF&Z.S3.$Z- ANCLTS X-LP%HF.>3?>3;_I0G%.Q) M7%6#$M\VU8F^>$9^PJ+K5]V3O5G=^/N_-8[O_73^]T_)U<2#$]2XA=X";]K M;G1^W/#L(;KNA<=')Z]9_.UWP@F*GLM99U;#>]PX +&V_?B-8];G&K+FMO M36,YC(Y/NO<;RWKO;*MX^L@:R<8ZTKO14?-J?"]1A%YT>'K^S%&$!>VO-#'!-M[YM>9/=Z,=1K]L0 M]5('C"$LOZ%^-(SS8?'IL !C:?>@&16HNK)O _"B(MX9VAEW3!1MI3!$5GM=%@QV*L79!KM;,&=+?BTMN 7Y#)U!."$U<'$M<&N+$Y[9AB".O?=P_-636()ON*9'(CP)^$!H)4KX9C8L;XEG9*WVUU%?J-ZPJY_) M%CR*3@IN:9<^+,*''G6*$)<9")GI]9H7Y+@-B_=,FW,<'1PTY,$+N$COJWS*.M94'Q_@S3;R4GU*S9@WX>$^OQ1K'TNLVA-USW)J?_Y&,TOYX_8O?/7XI2]M M^!6>_48L4*I^PJ[%2$ZI&963#0?&GI[VOE>'UN-,_:F?3G5AW6$51R%T4ZQ. M?!H -=M)TMCR7_QM=LQLB16H^A.ZA\L07RM 5]_O5D)+TQ&26)WTGQ3.>8/+W M?X2T;F-OWU[O+#KO+<4]+[B!KS=ZYB?1P=%#7>FOGT/L+'6IHWRF-IDG#%-\L MMW(O.CU^'+?RIJ[<738M&^WV+'^&;D!M<;*=CC2O2GM$I-WB#@P[3D=+TNMHTTV'4ZC@Z;/_GNPA8ZC MH[.&VW6#3:'\+F&U:3K_B=G2,[G55L]1=+:<->"9K)XGX)C:%YB62??K[=+]MGCC=&I=+]YONTOU>7KI? J_#@_]L$$4@NK;=W!Q*VP<5UYQ05[IV$"@%7([[+ M<6T+DGIJ'4.,[L2E38CA-[OSD'.Z_MSFNI\]KN MO+8OS&O[MY_9_X7+9PL3V#C_/L] %LVPSG[/EY Y#TDCRS?_OY4SS'TF0> M?:,.^7&L&^!Q%W>-[XGO6-I:SZ.STA0.I_QGG.6BE<[=ZW;IWJ$EB^%P_^/N. MY&DN3YX-DZ)@6CJDL5L[).ZEL=I,VGZ9=T6U<*IADA2E&M>CVX;P*SP=Z[MW<,K\]PNRIMDF.18TEK(_]>\#.?1<3/6\4Q;I_<=W,=+W-T'C/,+0U[MM1,ICZ FX5A0"14A@Y>,.O8.//9;I M=;"T'+R8S[J@57.,ZJ25S$)'T=ERA/FV]+1,C_"Y) ^?62B^9PCC[BF_,'!, M[S0RCL;O%\\$2W#>=#:^$(#0XX?HW()SAU)P[M7]<8 M%KH0&-PV5&AVBQ..8JR3<'USUUH 6"VAU^YAHT>IYS!>0\+9)\L MEOCSBIFYWG>'"T(;2MCQF^'NF88=OXCR?X\DF M2V(S1G[A8.PO[D@X?IFC_R,I6U?I]>U\+*E7)OOC](:=R[X@_"M3K-E'WQ" M(W+C![,&XT)O"G;&3XEY$8Z/6R.^;Y.,9)S-T!.1]$=3:/WZB6/N]8\;$^[I MN.&O>&%1]P5/#WSN*CD[NAQAH9-P\P[!2R$%[6D<-.ZQ;H[G2QX/$E#1OK*1 M7.*/X32>K-VQ=AX==U!*J&?OM(TG_HX#M5;?Z_'}$R(;[B&[X@|$0(%@0VC M=+;N0W,6'3? 3)I_OT!P=K>"U7_^A.;@OK=Y+$#QOG.J"R@X9#OAA9[AHEPI M6*8;14Y?"Q_;7OH=@CB\YZH\D1S:Rf@#5IYI;/+MQD<=]F#Y M!TN=MUN8<_WL51SN*\E[K9)\22AF>*? MO=EQAY.3Z'QY1>^M#KWL'9Y'YV<-.M+6CE-5AZ@1\X_2<2W" #A\W,WVM&(H/TT%R]X7<.<,V.3#/K\495LOOWTO,?^.HX_MK;T-)O|F12U\V6>SRG4#Q%W^4?,P:E*UU]#9_X02N M7;/ZWN;S[""}=M&:N&T W@AUBF[M8A>;@<&?SLR0<|]@I?X<[FI_IC0;GQ=/\ M; TX;!G\Y@D_K(07^L'NMV3B6$'=-L!W79 M^_-G?:B!K,#NMT-=#L^?'A- MS&<=^MY1=-#,L'SQ0+?C;B,W; =TVT"@6[<9;'\&A$ET=/#\]?[IH-MJA^8D M.CY_$4"W\Y=54'>3@&X'T>G)2Z$8V.LB4<4*) -K%T/GT<%]"3-V0+>_$%K[MSH%NO=[W"'0[;?+]!NFQ6<.SF)NN??=^G%/2RTVUMZDK<4Z78(!O?)PR>_ M0[HMG@/J10WF^17Y'=)MAW3,.HWT)#KK[K!N.^S7=SG?9RUHUXT.'ZFFWIHJ MYCU+&9:V.D%W5>-)<O1-5-PGGL&;_"V=Q&4RGH>ONB>=(OZ^5O6A6C^]@UJQ-M'[IPCUMWJ-[@4>?0^R87#^]>UCBG###M_F:VI'=PYVW"+2@TMZ./]O=7LNF'W8. [MSS;!BFT%*:TYZ,LP+I ^'+3?XLN[=]V]YN MP69\0C!&F58VVO CY6P.$XMW1<2!6DP"OR!;^]V_R"K\1EF,(>%R7=*[HD M5XE>>_P*,Y)5904W94=']NA6CW1S5@=U\B,#5VM1@/U)*V4C_[#"\D\B;,! MEL]_<$TV\TETTKUG^:.IP4>P"B=K7H7#]-ND-WH9!^!TS5/O1:=/2C!7W]V6;MVM(B]\4/N8CX6- ^#Q8$(X'#WY.X T6[8GM MHV V_,+9% QC+K2;DD.N*/,*YQO,>/Z#$/3](2[+-#2T+&F1HK54Y%=NXB@LP M!O#_R\(4@(+1?$WY;T<9*."S>$XF&9S']"9& <\UPN,_)0(/OH2(6XF84X52I MR);\[H39GV/^CQ2R"=XF5R56L'W="L+E-RU54'K5]%_!8S')~D4S@454'^E?!W&&N"(!Q%DZR03(&*B MU>>D_IK,T7RL)C/"X>VL0.^EV!"DE06OJ?J/#.&H>*?68*:?B99?.M9*N?GO[P8$/]^4=_?/#PT3^BD?'S99G!9SE:7_=U?8>3W=]U>OTQ*\Z@RM1 MC. (\6:#*/A/HX:'G>M8Y>I2Y/GFU0%#'4A!S,[E!VM>[G,\(W[]$OJ?WS2 M.>[=:,_@+*S,<>[VSF48!G%8+;U%O<>89I/?8'?ICW\]I\75_F"=)F,?ENM_LH{)BY&K1YW#XP=NR*/#%6K: M^3H,XJWL8A5FGJ,=,\|2F^QF7F.=LP\TQTSSV8Q\ZS1{6@QBLY(-L=CW%/ MEY.V]4^]!+Y*ZX(,;T=!PR1(L01:0O30.,6BTF1M!6QMD69-Y*X5]>:?)MQF'-M10K*,YR'V# [#F!#]TL>)WACO#@UOX*E^.O>Z$[Z?3289GB[T(%"6.WPH5_4D M,$%N$HJD"C_1;KM.[&EXLL)@YS*),PEOX'_[(5-SY_6P*:T\!^\HK+$UT>L<_MA/S7DC(.13)- S68.X#!2Y&$/1X*;T3OXR88BZ!?=GU(C2)@8.M%($PM[X3NHC"!7A*'T(8& AA'+XZ]",ZKV,8 M"$),$3=8C4L=!8\20U?W'2() _@:UR<&29)-DG!/8'"OHV",E!C?HD[@9*)& M1:*$*,_%!*#7K)0GZ.YP28=&P)_N^4\YKAV=+HX0<3/2PP.K<]4=._?DD31 M\5@H!N@H!#:.JA5;08(Y=;M=5#(V Z?.'KTBO$KZ<57H&4S14YGEY3Z^->$T M1E!E9&- LR;=^,E/D)O[*RJ]\,7[F0O'PD12CND*[A.?O*PHHS >_*LJZ*V&-MFW?GMUIY6NOK[@D%RDH=?YB&O\=SO*X'_JN&I9[""=Y+PBO@^W6=%O@N M#<)9=35.^W MAPD^V!%)FAAC4#>=\]3!-KK,RI6<') 4_R/$UZ)0HHR-&2O![M:(';*6C)6HY;)4K $B6\0"Q;6,9?41:B7A3&_7Y6P5NF5;.T@\$EJFEG?<6* M0 Q5O/<%VL!JO:ONB?U.N'A2J . MV5_7F&MZ&&_9@)AN6HCIMDD"[XZ'S7D>4*^FS4=[";3Z:DU5$W\$W)V#M!0I MMT=+<>- ISK_$\&9]T(^K\AS)LG42_ (_+/= RVV74)._"JX-'&VS)GO3/-07^S M? R&,D\XI7#*G2_=K];FA80(G.+M.2 LR3[*_$'S&I;U[+ _^+'/=>LRD&T%,D@(K$"VP%V=*YF73)@"%A- MSQ%#KP)5O$]@M@PDY75<.C:BM]Q7:&48=1^U(\P[FE;Q." 70#9T3,H(D5(Q MVY.3=)\ _!](6+8P)\XM69I6-_Y'=L-W2Q;Z3N#\B]V8+]O7OV1@$1=&4TO#M MN6Y1[17A=V-U>QIN\'?'^G&!CAO0@),*OX];,.SCO@@/:ACE02GJB6:RT-2(= #2-=AD&#&54[:- QV15]WHX.# >1)! M8;_8:G36V5P#>/>G%9TR^,.1#5C>XS^TF_X8CCYE?8MJ3+?$0_6%C'PUF^2_M=F93$!)4F+!+1SWCL!/W%6WEME1)RLM*&1>':=?#UZAAMC(:_1[9^,XQ] MZO9..MU>#>?"FF&*3^35OY)^B3O'}AXY(JJ9"K6U1)1O/IPL-!MDMS@.)R\ M6GBVJA*]:'!,)BGG $;FXS3C0#V?\!+UB-D[%#(9%N0+SF.1PU% WM04*@L#? M,U4AX>J#9(UQ- 6#D(U_JN MM1S$ }3E/89S80H#K1,8XO/E@YX7T+) U'FF& MK^P4],4>'5A56#^XTTMIQ"MCIFMI/C6?K@S,W/HR(24+K[NJY]3(;Y0G;,.OI M6"7*>.KR+LCYQE/5X%V7=15E? 8)3U62140\7<^_T!GKUP"-9\S$9L(_-'H5' MAQ0;%;>/L4U?LQ90N_]S^&U$W_.T77K%N0D_]^E+B?I_#C4?U-HA#I-9(AQ@I8%\=K2\;/;% M:7-)T'E!%P.^]COAASS@R5!WV659=LQ- I'*/7JFZ"!FB"+C((^_RJ/_U+UX>]K?X-R>P M-R=<^>8QX?U"&G3#Z[4W-HRO? >L6&/*QE(Y+E]>/"# M_53=4IJ&>^EK-JW1&@#;]>Y R=_4) C'U"=+C-T.C!B@*'2BA+1CN BN"0N2! MQ1H<&"R"?LAU'!#& ?]-G>BTQ;;>\JS@8QA(N-!<\H+,#70D**6-L\@PX!15 M*>QK+X6)_[5>B@]6C=O< O/DBRM&<5]12!9AGRH&Q/E<+%X\)R!\XVI<=@(4 MUF(*. [\/]IA8+$% MP!\5="%K;U]B-MYQH.FTPD,3./[A"'W=O#=ZPZ6!*!?Q6BAG\IX&0@Y5^* MXQ_(I7ElG2?7>"Q;Y$90C^"XGHQ%PZH[N"/2%@9)?QPKM ?M%1VM[38;2H@+ M9/4=S5A?LO%&8@#GL7V0(N@"H0-J5_7N1SBS5OF'-GM_W8X>/O-PPB&2<[$OQ"!49\57!+8)&$,XW1+ (IV?HR&"]@GW@(EK398OL!3901@3(OIZ=%%- MK*2F1[2&#[,*O#1,?S$=$_SB-JO&@W 4@QBXPD#P!.M;-2X_OU.:C?:,XH%1-MRN@9G\1D)+K"GFT/7QD6_/SD!(TR3(K"N,&B@Z O;-MVO84SEI<[$MSI=3N0@E=E0ZQQ"*

M&%E"5JFNN[R1/W!;BI&A1@HX&<5P3H0B M-MJ+"P>+OXSS@HPG_"8]1'1.\"RA+97EBX(Z?F RJ(?.ZF&SXO5]G /._&"S M/30[;4TY@ANFPB"E*)'B\EP$3Q,-
S%\LBUE^$M_(W:=&G[0U#?Y)2!TN!H,?:]IM M2[K*TY!>O!"ZAP>-YJDY4GY+BN+'L)K:K"3"::D5N.8EVNM&W8,74-@4QG%^ MN$*MW-=/=J,6/!O-
[3(XOD>IEO6<]3[/SAH5G+^#:1]P](X/EY:*O'OB3RLT M%M:6^B,I;<8FAZJ6S>ME$S-WC\^C\VYOI4EL:^VE[O%9=-1KU%)X(>S46XZ# MW98^5L'SGNSPO$^,YSW9X7EW>-
X=GM?2)@V'7-@L])A_U/MK S,8-,NF2-G> MZOB6F$>G>_J#@3"4M\D8&I[H$?+"[4Q!S[__LNH656,Z"V@:4Q]Q3(8%H*C M50"=N)-35*\VUEV1L(XB?T
M%K=I2&]@L!C)KUQTEHBW%^"5/8YZ)PW+<#,28/\KU"\MR.H&ZC*K'NW=:X*4^.SQ_HK%O-&[3U4W\6Y[E]^5FYPFNR60ZZ MD^CT:.F^;+6+\O%68*LO(N 8]]ZG1,?
&L8%YVN_54#D:L7.PY:"[^'%RA7H(I-V9Q9A M4+7. #%C=6P;34N0Y68U-8%$%I/SBP1E30DNI4=7V;+,@0__W*34!"52O$ Z MD/U?X&+#2GQ.-"%'BNV\!^.?
2W1M"XWIQVEX45U7<'R.6\AS0S*YN.![%L;! M;QD18 V@ASXCN"^4-M!C2)/E,G]TB,TXS2N>8)+G99I,X_ WR8'\%=[26?C; M;V\X"Y1Y4/:DQ=_H1]-.\ %.:'*=A?],X;PG!4SZP[3?
@6_"Q1G'MT1JFN6S M3!(#]@S5FO\UARB.8,KI(,5$/S\[@G.L]*M_D%_K8@)KW(<5H>%.PX^8ZC0U MQ#>^,T[:0(HYZ+=?WME5@6ZB/+O%Q+P:QU5STLZ:_Z+?
LHND"75NX]=5C(PY M65YO'#]HVO!:IEW_Q.+$T%\3L9[BNL>PJQ.6>%BI,[30ZNZACZV^M%CP=YPA MAR[(894+5KN&J4:7)&6PH/'/?>!Y>AT*TK]VSI!:'B1Y"O('L>K*\D86@$^
T>=8W\"Q/"4 M?*/,9(LCKJ^JM]8Z%2'J*P+X7IV!^PA>LILX'>L=8-[(LJ61U,M@(/.7G6\!?H!S+%,\/2;BV>. M?"?\Z"3)\-H6DDFN&8VU,4U0;C*;!*5;.NFAQ++L7W6!C4>PI1NDE
M]S2QG)5RBWDWZG=R8>M!:^MZ,VBE;0*Q$F#-[8%"Q6 \MK172E5H!@!BQ:$/ MTS3*=]]$N7B#+FYH*QX'+:P5]<&]WB2=84$?O^@A:=ECY_;,D3 W$31Z/N%,
MX8*K3AGY0:RAG^/24(.&8UAW2BZXE"W\"/;IE%)'A7$=MO&SV\;EQ_>?_:]W M0OR=-(594D&3Z)+',2.^URD(/Y/BAN7O^/LK[*?R.-@O?4Z&"2=+?U;:O)@J M9B
T/YM*#$JE_R">OV:6"?SI8C8;PZ.+]_AWVHA5AF"%K1W$<)PAH=O0YHV9 MA>95"20!;>55:1^>&3GG/%+^ 8R9L^!L*QK&,UWI2Q0@>5S)C"NRDK*IGW(D M#W%.!HFY*;Z>F+)-
%-#P"H5^1V6=DZ?+_"2J[A'4?)/O-^7)2Q7&?YW5N73 M>!R%>U>OG61&.J7O$\RS'(?O*Z1^X".VPO+3(O!"'W2.?^!,P/YK)4X]/OC! MKL06W/XOK0?
A)L[19AHD,T/X0<(YQA35:Y\KP7G68R>7ENY%)_S S]9]OX@O M+:J,G'7[JNLK DP+P\[!LED"OS0+N_!>QO.#1@V:VP_!G8,^;EUZ-UUTAGG: MJF(-$W(-Z+T\4PT(=L"V[L"@FW-
9D6&&Z8.+1E/90O MPN3@ES4]#?-]84^1-&B&*F_9]%/]EOZ[L,0+8BF:+T0$ZLA8@-.H'7N]UGM MMCB<;:Z=;KM[(X-716&!?864! XSCO*(*4-.8#@S(K^4%I,_H>99IX?%]PXL
M:6%T96KY*_CCE.S;<9H@(VR3 JVPWW3RZ",V]0(D.BB44>DF83Y;^<5L'"/; M&8V!>D39G%6%\KM*4_[=::99)ZRTR$*^4_OB0@P064>PP9?K2$ZN?Z)JLRZM M>-1
E2QL"SH:$\,RYDW?:-MLV_$FE)95VC]U$P9M'K%=!0.&9JGT)1@2W:0 M;FF(.+Q)LW'L2HCFH9(B#&HF!EHTX3Z)[[BP.8K5,;&)A<@*E [GG'<-MFA) MXDL MYMZQ.)U9?
YXZ"+2!:*S&\N^*^]"_-NQF9IZ=E#S#QM74E)LF1]H?;> 9$PO3 MR->39K^516*?H(M5$-6G.T3U$R.J3W>(ZAVB^@4BJI^A#NUJOO:/4GXK"JBF M9;C7A9?
^MAEC=75JTCY=ET#XP4M:4<6]WFO?2^YI"P%& S4F8[Q@ M"W4--0B(97C0YE!?["\%T+#I91XBBCRD+E'ALJ,V3X-9-O&%E*T#,\O58" M+Q[Q*3K4#/U5#W^2OGGFRT:B?
&FFTH?2?J$FB+26KK_28^VJQ8ITG\1QZ%LG MJ&G;^*WAF4M+/3;$O6:#:>S9\+C%+67::J,0)Z.9T]PAP5VV*#&5XA1O3"=\ MS[')R-OB\,XVPFL*W: =I0S0FFCA;C.:[:9!=K9R',5?
BI"7@5F7B8UL0:]\ M>UK)O5DM]\]8GE D)XB'0U@U\@QC#"*9@L%"BKE##^MYL) "4 -P!*?!<^*X MP[RRQQXE$Q@[>>+:BN9LNSBZ@^ M%
[V_L8U/>YA>@Q\CX%.;W[BQZ4X.4G/,=%"^'#)&%;1I0-F-*$#=GF;C.?2)\AIZ2RO$^:DZ^_IQ044&YM1+ M4;AC(2=>@+R:/#F)*]I2TEL@U+XL3Y5LB>$$M0QO]"CF<4^+<6UW8$
M=F62^PM;R,#T@ [C?FD+9ZSY\X,_';K;=F8-')PVFN^\E<[![?O3,F8./ M2'.VC4F$W>CPD3B^-G4%C@Z.7V@*X3H2L6S^R(EH^A^(Q3_\$G]+BNW(O&IS M0(PSM-
>Y[!K7+0"C!F9,8$3U2JYHNS4263\K&_!6%70,LOP#K9.SJ-3@\:>W5G'PV.W^<8]\EA='[8H!I89=QK,*I: MS_%[>-F@N0VV%7K14?-
H?"^&TMY1='2^5!'="#;HWQ:H6IMM)NP='4>'!TN) MRA>:"DNIRE_X]$_.HJ/#I<;\LNFOC6=E*[&^+P1.?+:#$S\QG/AL!R?>P8EW M<&)UYNPQ=
XSGK&^=:%HLKHCY[[@H9TC9Q>CWOE*7O!(U^HK^?D-,)ZDX_F/R\35LF*[W\L< MUVO7-X^1>0W(?7B)*.\U^.#N5*@7PAL:!OCSP#(>-/CCAP_^2<3' JF_^9[%
MH].E(>YM]2L>/]2G^)+P%UV+OA"^U W>D:/S[_8P=I=#+9Z61_SGM\B9EB># MNW7 A<]^^\HL\<.LWN +&LQ3ZR!_495=>2T:,;UGVI-NXV:\ (6@IORM[3CN MBC??6T/?
4DWM\/2[+;*Q=WSVC/"?OX;?9MUL((_I!F_"X=E#*S)OP?D[_8ME MN)_;3!!/^MXO&BWXM#!:L-G!^+/EDF*K(=M[1R"N(961M4(N.A M=TN,(,UFD3)I\B[FM>TQKUV@Z\6/]$E
P4U9^-:5#\PXL?.$O 3+VPW!M#UB M%[6*4FL(<=P7(]V-NJ>-5WDSDF9/F]Z7)XG,/,ST;X['UW.%G(2H9*Y $B6E M4YQES1?]*#II6O#/=+E/FU4K7\3-;@[B33Q+P8
6WHPBB7/D<9KR]<9R%$3/ M37=]D%)MH#4OW5ETTGLIVW@6G9\U\J=?_IU\DTVI4U1J,9U]S:MT&!WW[KE* MZ_.I1Z=GC3+3+_3JO4VPJD3*S -2/\]0$:S;YQ^=]N[I]O_>W=[-
\7RHW"8-N72_8&$DDP724R?:2-C)7A,B\/(OXN4HSI/]*R(@1E U7,:GN(6'T4'3&?A, M>W<8'39-H!=P!__V\V<WPO@;=N='[4>+F?%Q?5?E!["W7HAA=QW8_D\5ET MW&V$*Y\-
N].+SDZ?4/EZ)$SE@J@,YGJ*/811(6(YW^#KM=<]/H[@P#SPABW- MVW[14S\ZCHX.&XR FP(K:1$LPD8_#&^VZY2"ZGC\&(_1D[^-#HZ>N@A?3Z9 M6CN?3GA]%T-
["59/VVGY:+T.6-W&;-JZXR)[O>CD8 6C_O7ZQW'<;3R%SX3H M6FW++OK_KE*IBX1E>M"A_B1*YMYQ,WGF&7;L^'P%.WK]9%,OUXW^LO#C>W#B MFR#2%WS#[G
T2$ARR+!RR;WJS\-KK%&\P?K&WME?A;INYK0/FQ'Q9S<%5G$Q MK&(>..K7)F_1471P^% [8*//YFET>O)0KO"7A3]?="S)=%TVPQ<.O#XY^WX9 M\ Z;>-+O&G2^+7VL0H%WOJ/
6X+7?&P*O/,=!=YT1X'W\BCPGCF]QY98*\(A M9\A'(15B);-;3+5 :#+J*@@6O)7"D@S4 &L=R]XB/_A$R_@1FY[6+\9RQ3ET M.@1=B7YQ-6=O?%6.LIP;E5+9VN;4MI7 NUM]K
MB45(7>&JGU#!2)U/8",9M)*FGC0.%#_HAO2ISE]D)RJU-V'(R4TZ('&(0_Q7 M-;A&B'"D!3%#MR#F%5;E8T/^D4M0UN3\4U\$7$7__!VE'#%U+9]"(H15N;D M99!"QS'Y+THZ^8-
FB,D_690I-Y#2QK1+XW'+3D1A55#A1:T)/T'ZZW'Z%?K2%6?"[@?_I<,QI&1=UH[BH6?IQ4,/8K.S)R MC<)$N#8X#D)7I&5RP6T*XW<.!1Z:'\.][FNY)U@B.\D+N*O8?
_(M+U)6N(5L(7O;>EQ[BV^_2G8.Z1.PMDXGM+2%256W;R&(?S$ MI[>7F:S9H#>A2 M'>+N0:T0,1>A?]4][)S4?N_65(W<$J3N57=E<)^JKP_X"947*(F;:UDP$@IU"
MWS:+W;X3,.AJ;*;1? U7JMH>#/-L0E_WH;F)7:6![CBN%"W/%ASC7^"V\]W_ M[WA:X<7M:BWVVX2>U#R1"%29!7V3J@,/7UZ"+/,S=@8@";9C*J[NPD[N#5Q M'Q\@T@[H(%WB08--
[IX>:2(VH=FQU/!G:&=:X58.L.8TG+$)7R_6&H(OL/]O MJI+/WG]G5T5XT2?)VSOHGF+-ZJ),X@&+<(3BDFS#^MGNH*CA&(WVS[V0IN:TN;R5:ZR'8?'^W@\4
RGV0"E,QS;B@3]0*K1P!?F MI,V%W<4?QC+2\,31TOPY3?$,$B/1-IR[E8FM449.^^D85EJ**8O*B"CKJN0S M@8_;7,4Q7O$*L_U4Q7:EAI;K[G5_P$/I$V*7V>)*:7$A/ %%L&,)N,.]O"MQ
MMJ/MWK$9K#T>"O+ 'NGH2O':E(QKS]= :W[NTV'G4/6X$OEY^1;3N471X M>K]:TT^')Q7B0KOS AK5YU!^OV8HR&FS%O=S@5(.FX"'%Q)&-:R%5CFQAO.: MEZ5[M)0YVDVJ+
<*6<%37J"6+ #C.+,.D4;ZT?I2RIMEJI\KW>,P.FY"%5X6 M,OGS(IN4\VO7#IT\/5E=WJP3[-I;)2?Z2=^EY\F2[48G]\T.7^-8#NZ;NO74 MU^>/;+H_P.@-\W=DPV':3_+B*7?L9:%:NP?
W?"F?Y#)]R:MDOYJA9L=Q ?8C MJ2ME[5*N&QV=KO 0K%O.]:)NTSA\S@O5:H5^Q)#4!B,4EU..;FMZUEY337YV MV/#*:,P=&_".#?@[V9>E N"L'[L=10/PC\[EYU O2+3)BV/%
[,.]P3;\,?' MWPK!,KQVHZQH$'+4%'KKDNW![S+")F;P+G\C4,YX'KXZ.CBN174[P87_D>[! M2>?<^XA$R8HDQ!' !&X0[X+!J%3P&1CB9"1%GDSBE&+_@GBXQIB%?#B1R,=1
M%%;3,;(EVBA84)4IPV7"2Y00?I^3>([H"2*9XLA+DA+6XO]O[TV[TU:6MN'O M^A5:YSU[+>=$P2#FO?>3M3S'0VS'>(CSY5X"-:!$2%@#-OGU;U5UMP8F@PT8 M')
[UW&5Z]52""R:"@E* MO&3D-^(27>:'==\R+<.S^!7]P*3T8J8X7?R-W;KI>3=BV['WK^/J M247AP'!<,15MQ*IRV0%N%*M21I.Z]#RI$QL_GS4H+UW#V/U8_VO6]S+&%"CU
M8G:#4E\N2KV8W:#4-RCU#4J=QK@,/3\T4&>YHW%,D?UX?+4GS4=%@*!\-5_1 M2?OE*WE4CTX(;X>^M+]&MK<844-RK"(=I40'K#E%P.?(4%,-M1%V0K!MT?+A
MYARJ=O<1;!B_;5'4B4"^B.Y5B]F_5+?1 !(0M@O17BH8?3:'Y'B,)3%.8.9@ MEKQA]WT+GC<(KPJ3ZO!D:P4G(=!0*X;MMJ3.MF;EDFH;P0B!U:S3SAR;FSB M')]9A1FC.-%. 0800=F
MQ'& L.)1C&@!JSMD,1'D'RNM^X$2.J;E\R0#A,L9'B(,:3_0GI9&=LJ0IA*H MX$HP<"IP^*:%B#XU?%N,@.K M_Z!92E= S@5I@5"$'D5SI_ LPF2O@,VN7#4KR1^]#*=T"QW6XBZ+
<1&.AP9 MZAB8GZ'PQ7NN8_0L+_35'0M<@RMF6ZS)780#.'-NQVH@5A0.:M GF*>4HWL[M5Z"$X)?(&>>;!OMHAR:LI>.:5A-,*2YA!;7C LFX\77,6P W1;$&"RGC^".D
M;!Q>UX2'[^)V8AX,< @MSV0VL UB3SM=V^V3=]Q':2A82\@' M0\&7D#CXG0Q86OT(J3SHRF0*0[&!,<.Y>*H>+5B2&4KW+*L13_*I @\3(!>%
M.#Q"6'5B5CB)4O"J0N;FY#D5$09<"+X'GSUD=8\ Q"B:A9\O=RB2TN1I&2HN MP[,0F0FLC\C=,>CP)'(;! *<>GPIQG"_@S.3U#,"8,I1KB#;0H<8KQ5:'#/6H9AAIU;$QI#0G
MF2[P4)R;)XTE1>2FC!Y0YG,X<&S4X)'9/;*]@O9[./8[$;#=BO(,<+'U*!^# M.J X9*?P<^(KDX)V>(!BC/JFD]W"(+<5#+/L&C;'A(TYB..@H1/D11H\;1/C/U$^>)VSF#_Q MSGL\ [X#9R-
5. 3$'JXW%7QM6C8/TXEJ-$H2"S'DQE.0^R>XKKYIB>L+"B#U MX&/@<4B!ZP](W)1+& 60DY_%W8-Y_:1=QNMXHV,Y]+)2[T\JF#/@^5MLS& 2 M-('O\J],-
SSYNIAXSKWTV$D3X33A=N>JZ2(,&75$KZ_T'0R0C++3N2;B,4I9 M7D#EJ>6^BY]P!J:D*5:3AGULP[_%J)WD7M/W%PX6C[H0MK*N3*\GB#WNN MT_((OX.U0@1D!^EX";_279N"V\
(+D[M83D83)1R:-C\R5SR# /X4U6;0=74+ M'XHN0G=DZ%X;C-W+@) ,T'/[+&)=SN?P 24*P(OFOQCHCNYU&JZ'Y6@")N[D MZF'_$UHLG T-%2L&=<(.?
3SU^*CP:ER&1_08IO(LF:Q:EQ"^:SJ[#MXBQH<, MST$GJ;'2A3;RDR-E 5\F'H/98N8"**N78VT+J%]W4X' M-!7]\.]V_?/<9C#O!5F?!Z;_[[8UK]FNB N(]YJ&,(C=)A]=U[+9+/X?_ZN/
MB;ITX=2-J,%-*.%CBB(08)1XZ5281E#F[4HK2*N2TK?!?;4 M4O@_PV_'Z"L%&=:14$M1%HR3JPI\^U<$^'H 8QUTA=VG(G:P(/3,091%9KRZ M YZUC>;\26CCWW'R%XW
10,Z1\@Y:D8];B;@8;*> M;42$")B#$P$JB)EI9-B+,G7IUV/Z <$XS2.28,M<(AF4=?L-A-!I>R&,U\A_!=!3Y4LE)8)5(++P'WKFR95"Y M2H)
[U)GM/G[@/M)8UD*!YKAJSZ4H"QE2OLP_B>%/42%#8";P5R=_4^%E5+LL M"$6\2 P"[A>'HO&,G2C@_XZ%C"$ Z" M:S.%G#84K(&&+(/Q!*,<5Z3[CJ7OIX%@AA6B96?! 8EET-
H;G,LL=6N'?KJ M%L;O\%"9(56)Q2E_(![C&VA20#!TB/LB%N,4%,[\J(_+BK\=9H C_-]<+"]C M?< GD!B*>'5P*$U6]45ZI Y%6C)$D;ZZ:W@$T3%AR^&889G<1$@I&1 SS)^A
M'P@7/P&!%C6IN?26,]'XWQ4?Z 0[MYT7<8(,=./DN%\JP-R"*&J4=%(0Z"- M@K8,$ Z=@"&5=#PX&=6V'A *QAG*!(7BVB%%1UW,\^.N.R\(D")9\UG#[\X M2O*4"FEMID0SYSPL
.$WC8:$K20*%R.@AT/-78_'6!(T)ZP6/YOP5F)"1&7F M8 #4YT!/ZA>#?" J,7(,D\#W1 M1/@F_PR')CQ6H$UWQM219VPU#>5Q19$C[2//)]]&/+&XKE158HRGC^7#9%'? MX1K(O
1R>?!7-Z4^.56U!'06S\=_"]E"HKG+])G]$HQHU*_*^164=.3]H_>P\>S]06O1I9],(K&>4&I9R9R,M)B8>QGI'T4W(Y
MK5*N:,5B.>4TO%O'X#@VDA$2ER8Z!6#D]0$8X@>@VH*^LI^4\CLMC_'8.VG. M/E_VI1#E)T/:?2*!IJ6O@!Y$DF.R2&8C./7R@EV"0UW^NOZ@5. 39< M3INL*M!Y"-
"7H%W!+P:Z3W%)?WQ[$$\ ""6\7L]H_)Z]:E@UC!VXY%C-_AP MZ6]*AJ$8UN@,_5D_+C<"S)CTYRO9O%:LBO+VTWTU/JE)8G/#&'N',]#:]Q" MQN-
[IKE.%,_I&#Z%J&:Y5SM\=W2D]*)GX8U'&' 5[E[2Z,8,@"CF[J/!9UNP"W MI1EZW#9%'E+3/"0Y<)U$SD#HL2)"C\D"<^)E@<"$=4-QQ_$ MG*!GV"$'-DT247UTL:))THZ.
8Y^LA(HD(_CGK%Z-84A\]6 ME2F^F1**-!'\-241TR^AN8(=3J+K_5WI[^U+?P_\.KS>]0/T,M#6Q"XGX+/> MI%?,EQ3+ZY2L%AFR0D-
3Z@FY9$_,HXMF0A>2:T!>OJ])#Q+367EG%#S!C4!& M 37AS\=H!WSJJG;CQ^ZC(4I<\+MPPK7PO2(E:-B46TQTQ%Q+2D!IM$$8X<&F M&%"<48OVARRW2/+),HB82K3TV&KQ!?
MH>KFHY;/5I(U"U31(@XH(60Z,I+(0 MT#P3+!%]:\:%8(C;W@-&8G^BGAWV"93XY(U@S;2'SCV4GC@\HPXK,0CB?VR+ MMX 7N7YLZ /GE!EBA,ZS:F??$)YCPX>2JV[3NC+9$A?
&A[*C#E.6@*TTVA3 MOEC2=TP/PI,9_YL;J ;$O<1*II+6W\JZ.FKO?(QI@ WZ!MBP9&"#O@$V;(- M?QJP8;O-!)Z2R;]D";]D +G^F2VP/]Y_.>ZP>R M2Z<3#M?[?8/4Y')Y*$%MZKSD-
YVXKN6&J_>_94KU\(#CFE\LO*]!49\QE71Q M2:U:OC1%0YGEI;4.CUVC."QN$2C27PS#. O?('W6;.F%S24/S+)Z+17&:(@C M7K>7IXR(F*)' ;@U3A/.:]7\4)&*/Z6D?
TFKE%Y:U/]M<^''9#]?HQNQWIG2 M9:U0&.HF\D=5\L^5M4IY/LT,YI\KO@C,"4?Z7'1%R87W #IYR4658C)^FPN# M\P_U=?21ESO4$TH>?E$E]D\[S%U"25O#3(JQBL2-
T$2I\)ODQ+(/&Z"\ "$ M(D=MN-CBFM]J-0U+0%XDKEC,V%1#7]Z+? 5*LD][AF=CRBZ'70,%.J[)[(R M=4533-?"-^@^.P)@!\SAF=8Q2@MG)=IK2P !EI6-<*Y--_2HR&QTJ8]57.>[
MV0.^W++X:7SPJ(TH$10>S/PD(Z*X?MA1U Y].,J""2$/M4:""KV:2\3VS.(MKR>@M]V@+12[&[- A&A/P(71 F?,L!E&K?;R%6+!+*SH6_K4B'O;+IK,)WMRH_(KR__UJ0F:/"Y(
MNJ#.Y!-#B&-+*&;R0Q1\FT#EBZ:?RU1>/OT%50V\==&H0 -WT?&N!O>/-B5D)-D>^/%(-GPK"7#LO(;6-8&EK6! M98T-DOEA!UZ->E<,5D=+A:ZHOZ?
L:#"K0MLR4A=!&)XD6_>V/T>7%_POBSD3II_.]S\X\LX$!<,_&^7E#)WR;SD M@M=Y>5>R<1'_ZQ[V)P8)$!HV_^$:O"'^IV&7:+77N]-J>:R%X1.:_C$LS')\ MJ\'_2@;:$K%G!90"B2-
!R2,Y_9_E-796L"["[BAL5MWHJ;DE.0$77*OJJ))@4,KDAG-0:[?Y*36;-70"! MA%J9#5BMV?S!O/FG>0+Y8E;3"\\V(UQK3R!?R3S?;G%C(?]QZUQ.IMY GMDD
M/T%]X_ZF,XB59Q/7BH6B5AG.Z%]Z\MXB!AQ]PP+FY;.-N=_/ M7/YLMO1,F9E+36,7U+UE?B#J_\787U?%GR?',=Z%D ()7IE3*^:U.+6%8J;\
M]@G52Q12V6=3^M^_D!KC7BY=5+W89A)1 <*NO6>;*5\J@C/V!QD1A6JF.)1N M\7Z76\QDWWZU;\[EBQ!'[R;YAM=^M"1*;W3:C1_5>S"Q)44W]!IM["R4*E/^ M3"Y.U 6"LF_B=CC,
[F,NCNA&(LHCOX/,FVGT/HG,IG0OD*BON2\:>HORU?C)J/D\+VNA#"5C\2(6U.LJN6=\ #U3%G6M M>1OZ5!?QQ,<'MKLPV*R$,K &>UPHLH7)E$1!SI-U0P886)8;>5F^V/H6ZZ8* M-
U=Q^7]>_^3&L8)W4NKF,M%<)U5^/JIB#[\414%Z[+^0[+M#'15$6?NV0&(%8$5C*#!N#S9NB M[@7I@OJAVZF@DEYR&9C]C5F=K K,>L!]-^5,*_?-I'B7>(LG39F3!C
M:I\,)WHV#;"_^G_=]"&4IC/8YOTN20;D1*:WLI!SX_-(AQ9BHD6A ;1BP6M,)S']%9XLN*(\/);AD\7N<_\GF@YV[RE MZV6M4AF2 1, *(O;XOP4TU@^^FBQNN/0]9K,&M[OE^)"WA3AE-
<*Q9<6=GXU MP.DMJWD7,L5G\1=O#I-9!1-(7XY8RV$QY_R,Y:46-IMR?N:,R(UI,IZ<^5)) M*Z\,OKR8*6\LDX58)@78YNP4V34+SQW5,]6-9;+>E@F"CYZ][7^/EDDU4W[V M(OS-
+9.I+Z278K D<"Y3,?X: 'T;%[+;@!:(,NKFE\'.VLQCG#YZ)C^$MDKBT6:"7B7P: CBF %P-MP[M* *<\>GE,OGJ"R!F^8'E\>W/Y0: ANH$C)GR/,:,$"LO!)6M+><1J$S/@IP]
MZ'1MM\^8P)5=2EPHPI+>![X,F>V@=GF),,B.%:&#D,+%V?P#IE +(.NS1 M%C@S4PHI>#P)^M(0764(T!08!2#;),"I4OQ+?MQV'SD&(NJ"Q=NE21'HJ%O6 M!XF2@B!OX!]M?B_^-
;3)YAI(/X: MK8M_!>4)^+BM-E@5?0^,-]5$4!M'HJ(XZ49+R67_4OA48.J&X^ R&X;?3AVX MC'H3P=Z0Z$:6":#&]D10E;!_(&CE;$QN+R7U3HGU;IR.W M
#4:=5DCYN2/E@I:KIBF+;PD"*]KQ5(Y^6]I":8E,(NX>>,$M3(@J+.9W A! MG1T4WR_ M.YG58X*^]'.-<_G[L!XU^M9OA_SUS?ISK@A*'Z=[O^#F3SKH$) M"P>7-:QS;HH^S@Y.
$[98TT;^(L7AN_" M?CF!!3(Q6@ "DN'3H0VRNM$(/=6" \#@#U9@X3 P-!ISB$JFRM$$0>: YI0L M?$2#+\K>P/?@#?2:81Z6,[#H1!_-P".T<%^*5!:T<0F7RPYKRWX
MNF]Q^PA4&E:_MR,E)$8F]>G A_RHOR-,)A[::GZ*YLAAW*/F0O_R:'B$5-;4 M=!H$_AO99O$ SZWM_84500GF6K31E/.2,&_%$2]5ECI36?.V=#/YS.8 @M ^P[U M;'\&Z+M5J&JY\M -
[L0QANYMWV+>Y:Q6GK$=P(>E08#&EBJY&S3ZQHZ_WL/ MEX(Y+5_61Q4J_P,O2(%?]9)6S4]7Y6&U$(UC^7EWR(Z*7*'(''JCS1N2*"_; MMZW"''/CTU%OV+,1EQ1=?RA1??
G8'Y.W\+O1'W8_QV]Q*DIC1S=?BA]SZWP=U MQ_P9TGV%QP+/-42DAUQVC\'I])EHS^:#)Q=P=YP<<0^]:$<],9P0TRCU D77
MX']]QE0,O*BY^2YF>'(4)E;&7'R1EFJ#MZ+6&7/4X6!F,H)+X\W Z=QB)4Z:QBAST1@ MTG)@-!^_S&.3\3Q2(UDI TVOCNMAN@Z%#'):(?ORIJ=+R1;$C D$Z5A-:[#XVJ)3[(8+
M=;Y1LE]EUK3#9>?Z78TJ;+3H_=&SJY*,FWLPS)+Y(S%\N M*T!_>^"S6T&'"E3BK0_8K0C,8D[#0IMU;AC 1>#+PHY /UM=4P=;U M:"IQB KA:77#QMU1_39C 2'4,FH-
JYLVDCSGH7^4VLS]DU,G)+'QY2M?H\^B_+_-.RH[W-HY&#:2'Z@"/$Z(>KHX)RQ%JJQ]W8T M+'B5AS'A,X3PAO]J8%1Z01__VC,\RPU]Q<;EJ["G#<90U",76H3\%'P.RL1R M,+C:
/;V*7NLCM!0Y@_D%ED^'*16:!N>W9='BK#E)ORA$2"L%8.>T=]P*E;# MZ@(G*3 6A^?>9&H9%7]R GBVB5ATAMRJ&B)-HILH8)P\UR%593=9QP%/LR$B MM@GF1;D -I$!(S5"
<'(Z#'.C=@D<3_AGE6%J"$]DXOA;'Y&F0<#%1+Q.NM-T M< 5U9ENLQX04L2VC;MD\ ""GPV3+EXEQ!5!MIPB9&X:_+;6#VU>F=CM,D\0 M R;4A$T%O89I);).\]H=W>/T?
K^/0WS,CYWC>AW:G,%#E\I&$;#G$4K0:(%6 MXG(^I>.2G(Q'2)"PSV$NK(D :N(B>4CPBE]3C8Z+&7QT1H,VR@E-;=B&!5P- M0S-854NA<4;5L ;I@FE.?G2B>>%P^(YG?
N(2B1_Y!$X?%@'*B/&##1^ A<)C M9*NFY4XTBLA\PBQ$%^MVI_3;H&B +_8LGPX#Z#T\7'4X1W ".W1LZF%J)6 W MP[;RI^C(JW*MJ!$)(=V/9
6*N)YEAK@E"N4/T#HX7H+>2]SW;$[S'S#&-)"* MT@92L61(16D#J=A *E804K',=,=<3N8[,G1XWT>>X[4 ;K@.$TTY4)738?WD M-C\A L/PP0:G(\X0.CG)HUW[N>.28W:9#XM$?
(PW\OP71&#J5$,9L\&)DCX M#NMPG9^L-?=OW=O^/+*QXAK-?9G@A"'[82+V_X+;U^#TC! <&B+ QH(QG[S M>6S &!MGBEER,39BKG.=YA17"
[,E0LWPP<$ORFM^K9";U(SBE3LSI)6UH?:9JP'G&=.%"B/,O$V=MW&KGN973=4U<%C'<-R8LD$NK9# M03(J&#>QK\9RJ%K(S-AX8X$SF=%<7 HF?VA'3_O]JV9F['NT M.C-
Y5_7]AP/I_,!3"^P147)E85'R26FF?WJ0?*EY@8DN)[.(JTUYL)5+])N4 MQ+=J>6Z37UJ#1+U7+F#9)M]@C 0%OL\3UE$8(%HS>H+_&P;D9'1N<8$O71-L (3W(6J1 '9Q;6E^P^Y/+#BZ
MN57?& Q3:Z?GESKZ_FX)2(2$1'^&9*\)@2:5S2LLF0FW?A0L?<4*-E0?L,H6 M2/7%& >K&_]:J.F4C%V-[+&-.D.)0W M*0Y+3G$H;U(
M&#*,KS$'WFB"W1)9$FD2K!&.M#P<(UTY%*F<$([+]V#!^TM@5&DQ#8)2I04U ML/<+.F 5+3=<+N_]'[$SYOM_8P6.$&U5CW4]YC.J3$95,N!OP?]?O:V<5GCQ M\9M#
[ZO5.WF7?)MEQ^HF59U?C8,X$F/]IQQ$F.?P.CMZ(M*95/WI3 M]KGN/\NC$=H9['WB4(\T4ETDP47IV*-UIAM.B'@4RR9_W@Z$Z?E%]+$W_< (PL"ERHJ\F-LFBC@5(FB:*\E-
XY=9:G)$T>Q57/4&U;UP M^VIR^Y8;QT*@20WDU4):M\P:=,?\QO*X=Y8+!I]UZCE=RPTCF%?KPD!L]RGP MONEV%NQ)%K7^,%7K\ RUZLL;>)SN8\PJQKNOBJ/M25
M:,DQYBFC*2O0Y6-.'FRNH!6'VV3]424!JR%3EA=5GOWVU:WBU\UL>2SPUVTT=[7QC/Z(SVC,9DLJ[CVC7^T M2OX1CPH:CF$:J^!OE/):855:7,X,KLKFM')UQ?
M;'H38FP"5AXP5IOVGB>50 MYN"TZ"4M6QWRAM_(@]++6G&X]-";I"_MA'[@P0>,!2^YJ%5GA3XM;"ZY'%!A M)>]EWX';.MPC]$]Q6@M:>;C"[LH"H]ZA_UHM:J4Y>6_K2@.]4-
3RS^.#WM:# M';!.%W'=^2Z'F"9YK+))'EMR\EAEDSSF;)+'5B]Y;)'RB> Q0Y@>E6-ZW@,\ MYM"ECGA4JE-EJ?A6.J5-XWUME;@/H-&@&I'P!IQ,^7"F])?&_ZR7,_I?&/T0
MX*EB)ON71*W*L*R&'>RZLAE>1IUV-KJF!(^N.GDNQ4PN,7Y>Q^E,'G_]MW-G M7$8B;-]H@BD1P0JY3"6Y85E!L(0_^(%Q)LWF-5#@4U=3P:W<-P,]+$S2&Q9 M.5/X2XEFH.
_6@QU'<[Z$/UX6C'K*Z%V+S MX%R5N**@J3M^V_+;:JUM>!T#MQ*D.3"%X2M[;8LUU8,GU@AQ;]6+9M-J,(\B MJ@B&M\RX8ZZ_=&P_DE=-LW$MPR2V-'

>!1PX(QZ[*AHXZ%0UT:V*:V[AF=B M[U_>HM@%IMW"YT0+[EW\9_IS[I\/V ?;M8B=+]N6;775HXRZZQD-X%%#[? + M
S%5>E'#B<5KVVL;ED=T'3=S19)LG3A\"D[0LY(3'AGO6$ME4+!E+750#]H* M6**.2>V1D_0_I']4=^0_1ELA.0(^9 7JCFQ\R[O$#KY%=7.>$.V)UXN)MJEP M\(Q45W1E\(-
XJ6BR!IBGOFCK'J5CV-9#:,'#?;#?02KATK M;+(+-M;,IO;3 MU)7[O[DL)[QHFXY/_+>2^DD(AW.7_Y?J+/*4=,NA'(0(91IUX'808.HP:I4-
M/@FL.QA!@CDSU+MT2=_A$!/=ZVKD7NGC7"29+LM.;>7OK?B)3 MKC<] 'ZFXV,2QM]JV.TRKV'XC S%RYVK:SZCXV/^7[)4]'_$C^>'%U=?=ZZ/ M+\X5\-C5JX-O-\=7X*@?
GZN75Q>URX.]ZYL:MR0C+WT]2$?+/PY8)[*35;H^ M OM)]/\"E7_L^R&U\T3S<-_R \^JAZ+Q^:IFWPQ&9S)ZT7)&(YVH3!RPA=#A M/<.SW-
":BQCEWO0\]RTJ"=,@C$V@&_8G%)F@E+23E6:;=N]6^XR^//&!37_$/;&!\N[\@E9_R2J>X5WS.4P5N&=9M MV?]LCU*]!?S<_R7^WR2Q]#/T ZO9QR\E'<0Y&%STOSB908;E$_R?
=%NF_5\P MA'VF<,'N,17!^1TJ,#'Q&65^._21(4I>NQ?[1WIK!. MUWVD.R(PF[VN*TQ/V%A+$ IVW.FKX!W[Z-2T76HFXGJJA>]T#2_HX]_P'RR?
M+BZ!:YS(.>H8)HN>PT"STT\|I,%W'>0K!3Z!J?@V(Y9K\)L"/[0"_'C7 MYT\214@8*E&]@(@<'_QC#W'?EO30/9O&P']35#'(L)0LY7H(@/<-\Y0F@JT
MMMT^H[D9K<2%2F(H39#6]13\CL^\'EJK8AP,:L.21KRGSC2HX8@.WLF!<8\< M6$C;ZFKJ3[QA4?%&+/28I@1>Z--6\/.%I=@(MD*/]H6B\W(=A1]P/P1$>SU>JU4Q^P"#W'C[3HG8
(X#U%;=;M?U^>_X9AVW4980\TD;9@P8CPI^*R!]>]I1C2[Q%*C&S@@F!G"&,AUH6,;C\W07F9P8 DRL3Y! M)DHYJ+Q2#KY"!JI)&:@(^02_$;<.RZE10@ ^CIR A9:-Z)#A6Q9&M(P>?
&(Z M228/@()SE0,9:+)1J J.I@B0&76W]R(A$)UI=:HSK8P)KIFLB0,2G6)Y 3-. M'/B(B#,?,C94X-U!?V=F-FD=>*W#1Z[(QZRG$@4N$W:FH9M6!T-
MN,X/B09@L@5X;>_C%'CTCP@AUL _US9Z.#>&E_+()-%"L/>%S>3LDXP%$H'Y M7$R[CMV7C\") W(K$??LX74GKG.OC?%ACYB6?PO_P7*2KV[4E77!$#5-
(N^"MTPBT%/'/J,)E'P\0R2&-W+- CJ#N M@R_3E"RO$7;\ "<:[XV!*BU),@L/CN4-\RF6@01^,Q,R @9KTG+@]2A:S%<\ MECKTL-3&^.]R[:R#9QEF\1ZD*"X;>*U.".]U;-@&X4
2G%5;,Z0X2$0*;B# M*=9L(]\@,P,E82=]T%NJR^5D!V88^)'9\@CVBA2AD=QHDC@>;QDH'CSI>7*? MT?41"L6/K6QDC4GJ11/">V#4,:<7Y\HL)\6'2B0)(A&!AO)BQ&Z*_Y-R5Z&I
MH?#]A^_8H+P2^TE ,_S2T,;S9:"LK#-BV<+OPXD)9+"#+XD7\G M00&%*]6.T2]1M3VCWLW$V3 MT12L,68Y(1,"V$B:"\BG#6;XD;2=TES'I7"JP9<]%NL6AS6M6-6ES3FES2R/
MRJ@AZDFZM@D7"7[*#*_>L'TW,H5&6A>A!PZ_S^^S(E@-\&#HT84@>E0,)ML4 M6ZDD"#!7[TB=R3M2%NH=J6.]H^B (E='&DG!HG5>D#B_R0/'39"QAQ&_1#\)
MZH[2<^'CO.PE1!E%5R*2QMY# MK"MNZ?CX1<"EW.KBEL;L]NI@F=[>ZLWJ8"%NE6,C4<9@(R.8^U$IZS8.SR"; MDAE#5A(HB(3L1O,'30^#7%?Z'.)
5'!3.U1BAP<7\&^!A,]R06[8"4>)3&NI M))417B JWP UB]OXU79MXT-*0ZKL,"!!B;1@=VCO^(7(.N35-M6F;8L.C? M0QAF0!='EA6MGBN9:
5D^"BHK^1:6+027N5U].S!$!:$QJF@SHRG0^:_>"ZB M+\T,W4:W;]A!?X0/K(Q8O0;CI 9J"'=#(G%(U:9##!0L1WO65P8%+/:6 Y\BB=6RXDP_QD(VQ9O0&:$/Y-N.$$
MC8Y]U8B0\&FJT&N]='A#FG$.XHP0M^!>M\1Z0GH&@&U0@^== ^],>(U?XC9 M%'PFSE80_ +.I\W((0NH3CW&+X(@#F;QS: P"KR^VX>M].4)X ?@D7&\5FQW
MP7N=Y[ZO2$,1/IA1[Q@WY-(0?P'7$-=VTE.!/]-CXB$)N/?3ME]JL=*MX!X; MORWC:T(#4Y$V-=F>40R'2$"+QI2,C'HCL?XJ/N!'?LR@QQ;/2!L%[8^G*(]W M:JIT82#GJ$V[2[0K$J 7")&
[S^!G \U]$4:L&[X5/28C0(Q%(D6<;YP[W>4\ M$WF-OY#P<)*+245!AAP@?%(Z0.0F\&)6@,1,_(W4X&;]*.=A300"%#6Q+Y1<#IM@ON$"_A;77@OT*):$F_0KI<
M%.8%DPTO_$8%/>S1*015TX:N*9PVOG'98Q62P21X[A1=#,EO2R2E10VPJ50 M/"%R-%]&>H#$=*N3##<-7M^\](*3BQ7Y-I66M_E#_,^:]"QE?*C;9>#O:U%4
M5FGS,#H&SG@\17"P*=WNH9N-^ $C=0L2Q4V>/W(Q2Y$M!'.DFS4N&GD>T7B1 MP
,60AZHH4]G4_P"H^'$4*B9/8Y6AIU*W(HAE\1S@AGCU00<+IM#+NQ^4FKBQY2!@#390\/AYXA M(&E"H-V.##%R@VS$4VD=EI25Q *PK!"#.O"4T3,L&\FF-&''2#OX\!F?QP5D
MW#5H6Y[YB;.!&%F>]- 7,:/HLQ2UIY.% A%MR'X\# X0^NMD6 QB38H9]8JA MQZ?6#)O?,-PX"71W+4)^KQ_2A)_*N!U'?!\HPNORSI7SJ"+2"&MAIX-N@-!_
MEYY+EUFA+_()^6WBT)TW:4>1UGV27DBF'3 M"!C$@T>QD(8ZU\KHI3U6;'\A$O%#0&*^Y.#S;47ET7@D'A\,_?<#O"L6D-W
M('&EAH9X.TIKF]BS!3G3DM)^B!Q*G5"HBETQP>:#P>F:R^N5,&HBLWT%$H\ M$CLI-T M;!D?MO0/2(-MF--5"&>JF"U12076"KDWH>[+R<3+V3A'(;H:E/N1_L:*G]UA..@X'*''ZW-
DQP +4X>^E%$/GMI6W1))&8=1 MEBN5J"1;L-9H X?:\SWW;^@Z7:>R>7VY3E ZEDW9Y607<$:S_!3S*-'39-C; M*!M-*4-PG*?(?A@U@-7I@-
'$56872Q60."!E.>IY+7*\1WU827YX0!QP"9"2 M"F^3.),,D@X&45^'HAT;2YVU$/*8X&U],'@KDV;&Q$B'"^6D KCUS^*=N M)I5I-SX?YIFLF2DG7,5G:OK&$\[6\CAGD);/[9^+C<
ML'PF-Y*LX]8V82=&(K3_-51P/YK_[S_M(.C^O;W]^/B8 3,CTW)[VSM>HPUZ MU-]F9LOPMDTC,+9S65TO%?7M;#:;RU7S.;V8*Y5+^5*VNFWJI5RQ6 ID,]E
MV@%,AA+T!=@9+08Z]7OIF.MQ,N;Z[[;QF1S/,38#2!?)H$ 8*6P&RU[LB7Z& M5PR[VN'MZ2'85&KETZDFI.U/RB]E6^,H>MK>JY:K60WS;+5;VH5Q.' M=>!<[E,=FPC-C\H-M-
X!V%Y/S/QTA4_MA1VR>,'4OF1>ER$$!NO:"&0/V?#+ M.M$[80OC;3DJCI.K+O= %U9_X_5L%DYUJ;)M5O1"62^/W_BXL QLQGHSQ5<# M: /6]7GR:9X8E3.4&1!CK/PY_K -)"!W
8=\,;H /V/1@>,X^>5(,0CMZ]1G_Z)FWN5_T"O%?JN3A__0"_#E?+6U;W$+[/_:4S6>?4P 8 MCYM@K0]9?'C+A,+\Q'!2I>J6)>\'QUVF%5!8G*,V1_-OV+(O""8@6@YN:#H< MF^"%&7:T\)
(=72W3OK XEVT>>\O_J(/8A+^4\8BWT-[)Z?D<[*_^R<2HB=MD M#[33T0#QS/AN_2<98D%V.'@($9F1"$)?Q9N9.&6L%[CC.&A'#C!*+AMQ"OPDK#TZ^KGE'OTU\/R 'PK98D7?-JNY
MHEZIQ$?_&8;8-7Q&TSRF8"I!L[F8_VKT8=.Y<:VI=18\XE5-6H!@H.#.LCM@ M$P2P1]>(Z=; RA+(K!W?=QN63,WT.>:;C18O-(GYB9C828A7\6;R92T\R&$& MTJ=AH$/+ \^\%G:['
("V_[6K#2S_%D<&[U>^,QBE;Y%.'$\XT1&1SZC%_]" M]!Q-@5>+4\%4,V1(UN)S6RGW,9?-%,=MY+>0\(=V?X0N^3883!H5.%BF M5"BM^,[FT*\ -
V+;+%:S)3V+.YOG.WN5O,R^XCEG4=UA>>H%G4MDW%4TW$U1 MLL!IC3C\N)_'!,Y"7 T5S^8)>S"$W/L=N?$)B^52IE=%$YA)*.1?'94L\P6. MYZ.1//&B*EHQ\Y2?
+1>4U'Y>S7*D6DRYG(3N5R3&D'G@A\<@;*,F" MV\|P3$);U R$=/KJ(9!3K8&B8)CC=5C;?;&N>(7) 3]%:Q$Z8X*O.B5SS%:K
M*^:3RDKRR526Q62;8G:F(5X@?)'''"^JW0%L8#HD;@@@%5H>GBN)_1>4)1#$(M(/A"^>T5MLE"^&TF8539JG]883Z+#)$J]GBI<=N#- @%(; +KC!"JM&>V:')
MF2RE>N+]FB#N%VHV%#.Y__UO.89#@I)%&4SDI2S=KN6(",(1Z%P'.*\%%KL! M*KFEJ6=GEW0[O#PK&4S"W)*(\O(3H$"."49P"EDJ_DL>\IEG!!M$RG M/)-J$-]4+SJ.50]]C-
ZBS=3C,H0Y/C?/+FV#NTR&N-V'WTY",)'SV9GCMTCH M5]G>L:!Z01!WCL<(NP>M+,_^, M5703^6<<^V34K4/X%P2TJ4"K3_E*OECYL%3)DU\8'\TQ>IQ'5LJ6MFD/4*P)]58:48>
MRDX=26[*2'(:-<#9)_]VTJ>PZM(G5T:.*1>%](&_5G(5E#YY)*G;M!QSJO!@ M=/&42J29;;]?[Z/K.]=&VKT9^3 MT3J5=WW1"%Q4:L+@F4EKS$&(C [UK<*FBQL
|&%*I5QVVZQ4JZ4"@@]ST^VY MN'Y.=L,9EB(\T!.!/XK\!C@2).,-C#TP;*@&MWK$'!KH[&Q/1<99!M]$$R[- M?F4]7ZE165VID;1.\|5MMPG;8#,LZ.>WC #^^JGZE-.?].PTW'2!;ZMG]/J0
M02H"8_D)_%(+L.VN>D0#OXE3_*K= [RI;JZ_"&T"NB0(OR:UBKY^?@L4KA+ MP3*!0:[PP8 ZIQI>W6*>-6]L MP4OX*_,^:!%OW5D>PZ*9^$LCPZM-R'\[=T475 \H%7UBU_4\JC3Y(?
TTYU)\ MXDC>:GR8@CM'<>/K^7F4U&L^(_7TY0J]W.HFWLTQ9,/!.1'D-\V_L@^ZFHM8 M&/;SCV+_A<>4UB,11=\DHKQQ(DI^DXBR243AB2BHG&8!I+\T%87F,J\\E*3.
MBF^L\MD\@M1ST^$]KK$0TCAEA0!,X<+]V6KJ59XFX>C[:N%-_,SY2F:R'SX:LX>ZDHC[6.D4J%8S+X@1BXO MTV WABY=9')>Z#!5K_#;\0FQ#*R-C*6/J20>7N-TT*?
@K/(%3(FZ9YF@J/>, MKH7PNZ_TKYR;@0.7&7TGK$%N^2E_./&%W=\MFIVF4K@3=.A(;A*JB**V&U<52;OS??&T$*K,N]&5:6Z9EXGBU&P\?(SKGI%47RJ%S MEGT+RR=8-
+-.I5ZE[OEK9WSW>&AQN_-%C!&\NEA5T)+GJK"]-94B+!])H! MU6MMQF;5;DG;Z%(TH9F--PKO02*,!O^O 9L4E\,F1]B1P%&_&!XH(/4L,&>T
MG4"GHUB>C7I[.3$5/(1@"3AF^%2S-#6/57FK/#@[\A!'IA M%WH+98-IW:4SJT&= ^>Z_Z_V9U[' ',X_/I*ES*9M.O3A1&Q!K/H2X(1WYZ% M%;#GS0.O\QA62@BL=/63L=E=L\9,XJHE
YPPF$*X3%DP0][>8D1!GBJ[%V;; MSQ5B 9'@%P4PT*J[!.+.?9^7EI^Y\..^)B'2X;W.IY,Y5R80\.:'>$VBE,,[M6IBBFL1<3N_KO/E5.;UZ_BV2?_6XDJ
+/_+"@9C.@TV;..VBDF&78=VV&NI. MHX$M:O!J]= " M"RT;H1>&&&URVO[_UW6-_WR^I/['>.) MVDHLLXY!+EN>:=%)4586NLFRB>D94Z\1NS(CL\]5T^UA3+^L0.K9>KW
MW:LS#*Y17SMUWX63CAS_230D$;^;\G?39;PW#C53\V3GDF.C4EYLP?9SN[;TF4,Z/.[#?GC,NK@[\1\';,QMGB'?H$@-!*4)!@,[QC>-I0@ZU,EIR8!?.]X@C7 MUS%Y"M8ZBPT^-
TAK#%NBG$ M/_3Z[IB'Y ACRCW:6AS3::6 M2=;PQ*E' 7H,[%D^+0D[\ )!P85H-GEG3]&E>$ Y28F[SBTAW\L8TR06')UOWVL82DY^T5UU4:U01PD, M_X&B*)T
[(LL/VZ6";S_Y[35.A_"Q5DJ=2,: M)Z?Z)"N39.]AZ::U/R;='L7YN^2O'3'<.$5PVUZ_K!)P:/B5;=R:9S0PV-XVCOWS")+>L# MGS@*B+'?!)1XW/15)O?^(CV).*P9-%LRXL/C.S2+?])O%#-
YU.U#;?@#9B$ M[+T^\"HU0?_P#\PQ,4F/-6ULNBYBD(EYXK2;X'(0J;"V"#:X]L!80[HV]$! M/":3*=HP\3F,)I&ZY?+7.D!B%?LWPV_CR8U'RVU^X!NG81=G"XRWD PY-XJ] M&JT6C
8C:/#%+H*J ;,H0EGTA 5F!M1*8W@N4[VHZ>>P5J[Z$%@1)CR[JB7 M-"B"EDM)!$@OV'+0$#[:CS ^V+;\;_#AGFN'':*/'V\+L2+NF\4W.W!QJB;J M;C"0T<08\|*C&]HFF<;LJ<$8%AXS
L'?CX8?T1\?_L KEL'L3-;C/2A$P6@8 MT78?D9)MT(8JD%TVR0$;U>K0M63'>+(Z88>/3)W@B8X=HX_][@7WL*B#=Y-? M;\,$$IS$KR*1=O(64UK(W83O@OWJ.5L6],)67;"HU=1&
[#/^E>^HGR NKK/K M60W.?Y(3'!>XS4-O!?-%5#W[UP SR"5&WX\72U\;YA!QP))A6NYJQ6W.5;Q& M$6=.Y=)9O!QS^FA&^X?6 8=TC"B)O*HD$Q-Q8<%(<>&FX!Y0>*")7E-FS-
1"/RC_FM]%GZ8^>^V]5G#']KN M(P@9C_^=V+EK>$;+,[IM+.KQ04O(K0$""1?4 $H[EM_F0 M P>%OLN29D?RZ*352)Y+G_2/Q2USK&*1OBO_]U%JIL!W!%7E>-#""/Z!:424
MUTAD#U#"D!)C6%X\+QMH3O!%3-.2DFO:.+8%;I*-"#+>]6S8<-!49L H:,ZEGG]-FA6 M9'83P2N2\PW5 9LP1=?X-'D,Y1\J0\ZR(W05:7'+T:)3%DE7U&TXH<1+1L Y
MC9H8C)X//ZCPN&$K===)VJX'30NS MGZ'GSP\/8?95F;GL_:T>X(%Z@=0"\TP*+&.*U+A? ,T'@GEILSH5]&_ML/MTNISD!/+9792_B??CJ3-?X9,GU03$0&D^^/J.-
N8\1HMQS)26G&!+\-H6 M^ Y#19)\296>U)"M$2X>Q'QM\-\/X,VPN7S1@-8>_$XZ-!Q+3/>J$GL8%*? M*"/T2?K%^.,1."2E&^$10:=)*G,B?@@5^9CYC=)WB1,!B\>%6'4T9:HL"6:XH?
@1\/>4&B\XYI6LT\'(AZ2NR"& M'Q%F,OD&UX5O/K\P)4EX'!ZG&=._ ^0&%X=1H#^Y$NF<1BLB*WLMY%GQ-?)L M@)A
HZDE7.PKDZY-.Q%#.D93@O$ALC@V)GB8;&@/7$ROGS8'DN:#.N&+23$[M%))1$C8G>G2>B7GXJ2\^XB@8\F%@KILJ21WD%08";D!YBA,:T443+D;*;/%8 M9.]@8 GU:> JW-
R*")K2X;&B;H*_[S[B;!I@\(>.*#+O:Y,(0'=;9)WAG)DW M-$V2Q_B4 D_!.?=!< IWAF9*\V1T098VP>21B57=J]$!ZQ^3Q##LU#%)(W5B M>?@/U"J:55X_*=#38G RQP]:VG%
)NVH/F.&K(<-5Q^B8--C3!6G5DE%4\>0 M!4@.ZH0K7#1\P(1F8+\TGR$S/$K" /Y+:EH2MC_AI7]&'I#E7@!LQGK16--< M]Q8VU[UO?-U;_*.O>S?Z=4"_-CX,*QZR?
5R/S#]I7I&OFU0Z!@Z 3!KZ[CCW LI\);P\1EV+.$I*@7=]4\TA,:\"Y#<=%@E$.E'COD M&M,-NKA&41NV875H'P=G)Z=&4T]N\E8B=$=GP.C'-TXI*@*!8!U8.P19IQ%Z
MW"M5NH9%$LB(=CK::-J7X6T>L/0-NG72X F+ M7_G [N,5-7SU U!*,8"\G@B$\=#,M).!H>%7AU]KQ=?)$^+<0PS&PV*A@_$ M99BO$*V)N9_@%XN;8:J%&K&ESX+ YE-
/S0^!#":%&_RP#@>*1]W@2R(RV@4: M=#T,3*D_8:Z^:?$U8 B' *&TH#:C'1[)M# BCY+.F75%&$%I86*!PY=&A]?" M^B.&^3,TY13D;0WUH,
[,#\0%QHJ32FS$K?)1W_ZMAEW8^X:!8/\!L!>^-3\D MV9PQ<)O/;3XW'?-/X7X6-^[G&[N?I3_;_5R-LS)Z0Z=6'O2<9?Z__T3I^_Y_ M(BU2_UP[/CK?N;ZY.JC-
7[N\IFQ4FP\O\;GG(]E;&@%)' M&/8F%HRDQ"%S$HI6A+&%[X=F7^!+=WG8.12&=^@$KD(#&&'0=CT0.6:$&]P3 M%V$U(/B^!3X)D",0]X%[L"U <\8J7R-6<*
M#U4GIU(^8I[>)UP4#.BXCYX1IU+FGGF5/U6D'B+US\?GM8.#HPMU[^+J4F0K
MC$X6G"5*\MQ<1TYP.$;S9XT_G3'RG_;_O9@||NWHMB*3&.O;;$FZ'3';=#B4^;IPY;\,^Z*>,!VH2I!0P9<7=P=7ZL6ANG-]?7%U?G__Q2D M):QV0%>)0ARC?YL+Q/F,#"1VRA 2-@L!0[
M@F=MM2N+/OEAG<]0YB*#A9CXB4-NVE9'CLK1;LEY.. U:$H7Q!//1/ #9G C MA,)B. <8L&&@YB7$#"$M@&ZI?X^@G+XFT'0481J#]^0?F0B DLR3 :'QUAI^?
C3D0"V4]*WZA[%1::2ZR&!R*/Z,G^$1/:0DWR21W>US,X\@ M2J:X79"H+W\@,!C(5'\MCA$F#-9QP6*UA98JKAR-29B#93[#2L.,F6 I>I#; MHF!]8G2=SQU.#=KX"KU(7P
R4]14X*,C2(H%#>-3==A= AP MN#XQ)G(.G">>H^707B NS*>CPK/9,9R)7B@/KF+ZD.EB")0?8TV>5-S@9I\# MRRGRW[005=:B(>+#3WC!9RE$1R8Z(-%YXA.*_N8K>!O!3Z]-
!05PBKS"0+1@ MY,.>Y04A4SG >YTM<_T%GA:A^)5)1S$.4W/?289R(WB9O+L1?E$LBOBIKDK-0]2% 9#9R,#)]/(B7Q(
M',5HMKEAX,:KW+U)MN_B/_]2JDSCI%ZV+=OJJD<9==>#Z2YL.0=/H#3(3MQK M&Q8:T0L;:BA>]C*G=UF4V:*B:6#$7X*)BWW=;#4FEO"2/[S.]UZ1H,F"3M&R
MCLIP(&41!)D4)UGAT[(C+HMC7@%I6X_3,1=RO#47S'O\ M5>?DO;9G^? V!M:^&)XML>)_,CO/FR9OS0]_&D^?L&;38WWU.C07:5FL"3?/ MCQH+XX'-'?
(T=\A38#Q+_Z@774KZ_EL],_Q@_1\$Z!G>9E S\56>9W$YRG* M!)(,3^;3/^KQ/OWA_[*5W?]CLM6"3U.CU]C)[\.[\URH_[Z_:;JG'UO%/6^__MUC;Z>OCES&%ZX>%JM]RP'O-
W]7U_)S0NO-/CVNG5T6S^OW-]RL]J!<+3:?8N^7 3UGZUQ=7";V[YH;3]N%Y[N'NV?Y]W+V^9=Y?;XVSUK5;:+Y]M/^2\[_8^E M0]>H5?K[?N\QN]V[T+?W*F>/EY>/Q*[YSB_?
IQV:P=MX[%YNM.OU>X- M^_;AVX]Z]_HNUWZ*MWNYEO73WD?_3, MD_Q)V[ITR^??O6V]>:N;W^_L&[M[<']I/UQ?[Q_<%P^_[SI&F/_2VRYD>_LG M=X>L<1W<7.TTBK??
#ZUNYYM_5SO?+7WI?2]LEW=RI8NGF][3MZ]VD#VYOO;O MOUY\9=LG.>O'KUSAK+13_'40A%^KNT?&;>^H;.A?'VI6X>&,73W4[?WQTGA MZ?JNGOUV\O#SZ,N7AR=V5OORT3\
[^M;;O3C)MUM/]<9->-QL%NM[8?OBZ\WA M1>ZX>;Q];?7.O^H_W,[/B^+ES79O^\YQ0F//KMX4O'HOOU\O[Q?:[.9V^UMC MM]K+/>6[N:QSNGUD5GZV#J_.^]YQ_Z3X+
<@ULA>Z5?A5/[G^]?ONME_[897[M7VM'K>S-UY.=_=:W]L>#W>UO/T]O^H;1^E+XV6V99^W\C[#T>%8]O*SOY;_=
M&JW=^Z^G>^<7WL<;X]OAUQT_UW&/KDO]YM'.5\9:YN77JR_][OE9ES7\D^JU M^ZUMA8^[!S5V5[:^=>ZU\,FT]=W> MZ\M7?E_?IQ^^O'\>/E_8%>VBGYAY?FU?;7_N'V_<&1?
OGTHW]3 MN[[N.*7#TL^>=U7+54]K]L_B_MGE1[?BUW*_[=;-CIO;WCVY*,(AN3Z__>E] MZ3&C\+UTL-][J&X[O6\7W9/VT_6I_'3K7B M734/3NW@X9?QZ-X_W.X<9?
7['WO!9:&_7R[__&+>'I1K!_=']?JQ<[;_S=./ MSB^^Y*_W+^VS^[.L?WO_]=J^-YIG%V$^T.\.?A1;1W?.>=[]5NT>']]^/3!/ M;2-[V3AY#"][C^9^Q3G]MG-2Z/RL/QTU]NQ]/[JW]]N'-2?
8R[.KZ M=ONL][O2/BU=%:\..X?'/^R>'Q1NO7[ORTGK8\W[T3JV=]O[3[]_'%_]+I:Z M69O]WOMQT"AT;B]8XV4\''?_H^&?]ROU8:G_9 MSP/C[9QD'W*UHG-
_]>OB_JK;=1N]G[7]RNE9F*U?_[HT/M[MMB]JI5K=:Y?: MY6/KZN[@K/=T_W2X?UDN?]G>K8;-W?QYX^]ZXGR]:_X\^WET??)X<=MMG9_J M5U4KM JG^T<[?]/AWWZ]
[F_ONO7OC8>'_''Y[KIA,<-IYYS MW+D\KM[].[M-N<9A\?;S]V?MYU6KOEO8O#_GW/SC]LGU<;[F'?_7U=.[$O@HO?WW>. MKVWW\J%WY%SMYJY:UP>5TN.UOF/?F_W?
^[L[/ZV'AT+VXO?'V[V+_9U.<'13 M;11^UF_O]^[ZM;IK_LJZN4*V]&O_UWV[='OVZRQKW-Y=W7Z[[M9[Y_5:9;?U M^^8ZO/?9Z>'Y8:OVY:$:W/GY,%A(6CGO&CUGDZS6_?
=C[V=_.7Y=QE M]>--P;QSK+83GE_8=4>O_# ?JA?WG=R77#YPFK=/P57QJ%UZ;/C>?N_CP^-# MIW+7Z)SU_>[Q92W[^+WT\:X<7GW[VCOZ?;U7#O*GO5_?S5\?W=N"[>='S6C
MP++Y;/7K]R^-[8"QDX^YQ[OCVG&EWO1SH#,Z1V7VQ?G6_?CPL_;P_#@LW)?UNZ>\=1BT_9EX_]Q+;X-6]+'_[:#COWY_P=02P,$% @ ?3"3 M6=3M#WN1$ Z:T !$!I;G-
G+3(P,C0P.3,P+GAS9.U=6Y?:.!)^WW/V M/VAYF_Z/91->4N,XYNN)VL\LF_&?4QW-RCCX01@3VN/@9?<*N MK^[P:^H2@=I\OG")1Z @J.D>MY#G1T>/ MCX\O&7_
CUS1W[GY;W%IX?CG" ^_Y]>M3__?[IX?Y\.W$85\&SZ\>KG]W[]_2-_\9_O?/ MSZ\^W;:"*M]+>T;F& $83%XTE'VA>8]G+[F8'IT>'Y\<_7;;&VFZ1D!X_N12 M=I]&?O+NW;LC71J1)BB?
[H0;B3X[4L5W6)*E9"BE.?2420\S>XW>\98,<>+7 M1T'A&BE-)7T3D-*(U"$;=)+8+Z?\X0@*@/[T543HR^84X\62>(+EG18:%JP1 M2^$E">'F)E'3>UX0F4H:%*TQ.)[88%AK-
2@^4L6*Y[1Y?-8\.XDXN_W1AR43 M-"PA4ZZ<68L_?G>FNJ1+YH1YUUS,K\@$^RY8\,7'+IU0XC20A\64>,H[Y0+; M)%]8Y.&8,0X= 7IC>$?=6RPH>/KR!MQ2GG$NN$O&H#U2%]
34VM094=M#L&D M@:AST0@N8[(B:0Z94$9US6".T%-UG CY])\GEM[-J^6XIUI5\>9W@_:L>=&I@Y!&XZ<"&Y2QWL$><2NZHW MCF:$>#)J_:UT1M"< AXJ8)((&ZM_U>F/.E?
J:F3UNE>M,?RX;/5:_78'C6XZ MG?&HQJXD=@,LH!UFQ*-@EBF0ZTQ&J)Z5016]6*OIQQIE $",O>&7F!:,Q_'?;Z8,'6-?(&G2&K7$7"%"K MKRAO!\/.#;!U/W50SQK5G?
|@;F$:&!1AZW[V?<=6"1 M!=-$:E//T%'2.(T];D>"])1[6//%\2:7/J2,B)5>![1*8/EG(V9 MU[)M[C./LND $+0I";$MS&6$\$]J[46E[7()TN%'4 WB$Q15A#!S4*PJM*H+
M19752*XR$EX1#U,W[)?9Q29PG1QOPK64%XN\H<0:H'2 ,!4Z M(7M+L&I$/=:%X*06&0%SD@ &9 6)7Q275H.2'OK(73C_U%=&37Z:"%W 6K=O
M:ON.9K!J:JJLO5[;P:Q/JQTT>5:A$0IGFRC$I*&XN!J95&0Z6#"8&TF]RB9" MMUX 2VJ)$2:O-C&)1*$72MB/"(;U *<:E/3N$EOC=K[XU'M>6R-G%QO!\SK1 M96+R?D"!1/0BE%FG.-
(Q^D#X5.#%C-IJPU7,M=(Z=\5L,#^,04 J?4C8:OU;1Z!$71O M-Z&+28SP6LFL84J%J/3OZ=)%]\L+3S ML%J\).X:M7]B_;\2@P(Y-0A[2@-X(Z$36P3A[AUX$]=3(%DSCQ>'<1F2$82*-
D9/2JU$KD=M;0RR'P BM M1+HC(\]7([4]X;<6&5>_C7!(I#B4@+K12V4!XSCDDQA!DTQO9&0$:[B*IP;C M6.64&P&5R%YDI@EKI/:7BXHC6(+/"-E$TMZCV[3'V;3I$3$O[BU;^8V\
(Y$FS?>.P!&6M=:N ML]72,_*F),; 9U(L^9N\-4YEEWV^IK+N^J/MN.6.\2%B-Z2TI\O]&1]O9_O M+L?(#1(YV:R=P[629?5(UZ_'A)@&==X[NX%-HR;
MI\>GKV$I_4"$1^]QJ"]EN'L=DAZ@.A355V-N@'GZ6)I:8H1;ZE-]]3BYZQF?9L;] MM;Y8DM<(5^/G!',/#-4=LA3X+1NZS&;D-24V@C>1Z\J!-ZJ@AK,Z6_-
;G$DMHMYEQ1UX=11;0J];D1L7^AT<.?)=GV'.->"SU57 M];W0(8K[TYXJ,'*Q1'XLS\7BBJ&59BA2#4U -Q133CGB4N"@=KM='X3/&(., MR8U<(I%&RW]0OAZ+#G)@N=DGWI
|$.9O)&EV%6+D XE<7/&CS$U]YB*JO>[S M>_2-]#"PDP03KWB=2.:5..!>!XO=7\:0CG\1!B.X$\F\W)[U#'LCLJV4E2:O?'ZU_(05^;WY%Y3T8SH6'6.)K+'E?T0F^_]/C
MMA:5PZ)^-2.^IKK5/#EMGIV\?)+.2M,B2JR:H9@2$5\))3*^Y9-6O\PB5Q?: MF4PKS?@F4&ZEJ3Q'Q/5D=*>T"O$O".V@@Q932(GMGR7*4F<;I_XM2SF!?C!1 M/!=QA#A+]*,
<&JMO/YD!$=$'(*C/096MMH07)"O/=('PJU'!2[SZHP]_W/([MZI(15SDV6#;=DOF=^EB3TO&BD55(75<]-7S1\(2O8J7Z,M@YQ%#*G;$.]8X? M+,,:*
C]RR]AG3M\CBGK>F2N*,%"F!Q"E-45?!#<7UPT G$42/(4OZ9/Q/E, M!11(V;)M^)MAA1%E%4P:$?% [=6Y]'4S,DNKH'HW6''H4Q=,5X;=&^XZ.M5, M80U'G'5KBC!4P.
(,,J%WF@B3G#VT"?0K=^M&V-$6063QNH.5&++ MZ T0&UTCN[P*Z@\P1%*;+G0]T8F^#1.VT%3"C!EUZ>)2P)1O0_>4@BHHW(>^ M.H.PPYQ/WWQ*PDCZ

*!G1\E=8#9W%]U24^,K6D^!6NH(9U2XPHJV"27O:M=D"' M9)I<[&ZAJ8(9;5]ZT(.%Q3:&P[2"*BD,"XETA>,%E5)X!O/L#)77BJJ@M#[T MTY42@OF5K^+A0-
>OGZ;K/!%A4TG"SU):P5.1GV"F!W369 @7@MKZ13!0K'JP M2I-TY@N7/Q.B;PY\8<^P) ,7L^7 ^56K+-#(0=E=\&*BBX:M'UB)VCXHG'-& M/"R>#]?R^NB<_+I-?
Z@Z"SMX0"&U.GMHXBOZ0!W"G($@,-B+4/.H,3)+OS>7 MT3U'/9=+W4+#NR:SM9 M98'L.#3 -7>UW@D4+) EL M>ZL9?#8%#J\BLTK[HJ=D[R.3!>MU"
<'1FL3>LC7F0W7DQ&U)2=3W4<*DEA%I M57%3 Q:#"$$?B!:@WAL[GI%DIDZ_K_5Y3)Z\2S7FZG_=: 2NYIIF45,'7M@ M;@RS+'NFQB8PSN4+)6JU"MQ=4%5G-
05L&Q'7A3(P[1:+>^+%5E [2_D+-(]. M\ 9[(-$;)&-KL7T(^@LT4GRN7ZYUDA)*#R:5:97U)>R03F>>-?DHB;:RC =M MD??]MYCQ"V-
+M%X1V56=R)1VELB\9Y5="2S>V0'395:UZ8;D#GMD2&Q"'_0G M>-KKS9!37M%^%=47M#3MP4GEPR U;S4BKZJI] M7VT36A/U(!\LU[&
(!;R,LG(+8,H\,H5)R>XJWU+&!82"Z$"8]:6I/6="K(%.+' #Q,'8YS569LS-O8=;OLBDRP[P8/ M>:;G G:6N4/ZYFNVT](4]<+?H(]&+C">8>BGSY=$V:=NEVNU'6KX"[;A)6;W MPE]X-
O0TR5TPU'X>$BZFF-$_0UL.T;)&]5:BO<<"Z^D.?E8G-*1Z"4IL7R.E MZ-LG0&[Q/?D,VI !?E8E\51.1MFW5SIRE:6"UT1_+4_/,WWF#56@2XP3A;FJ M,%R,@1AT254G
M93W*"+3^VIMS81I#Y_[\2N#'U1;+-K+OR<#6G,,H$$1L:V().J4,NVK;1:D4 M]]_2W)48!3X3E4PA3@M&/0@DRTFVWB"R?$\!HL8"_&UL[5WM;]LXTO]^P/T/NCS H0>XV'_XS(RN,;-
^U/>*C+T<^.?KW__[U+Q;] M[^>_C4;6!4:>^]F:$&?7T+\Y8CU MFW;[_/XM"1Z.3]^].SG^S_75TGE$:WN$?68W!QUE5(Q+%=W)IT^?COF_9DU+ M+5_N R_KX_UQ)LZ6,_U7+&F?
DR3$GT,NWA5Q[(C#7MN-)6S!_C;*FHW8CT8G MIZ/W)V]?0O,]?\4&D6O&^J7(69N=60=-^W6=Q']H4O_$!(/NW:$ MW#/;8V9;/B(4A?4R03D,)/"M'2_>D01=FROO?
25[/I3A8U+M*8]AO/5?,-B M"776<.R[+'X$Z)$2X"=T1<)FP*BS-T'5]I"V[&L8(RPCXGQ_))Y+)X@)6F$' M1ZV5E? <1JES.WR\\,AS>W\M<>I$@1LZ#P9HOCJ+0^RCD/G$$C_XF)K*]J.Q
MXY#8CVAB<$M%#0(8Q]C-R"FW^E2< %"98V8RY70(5')T)? M8)^&6VQ[6[G*+*Q5VOJ6L)NQ+-QP+.D:V2'%%KNC;6BR8BZ@1K=UT:'?)M.
M.ET^TN@X8ED/#YQTN'+OJ).CAJP3T:9VX--A%?(8C@+>99U<,HN[)6+OM/? M8QR] N-Z+6$GXETB\A#8FT?LL*5!L.:H\$F1IC]^E []^6J!P^]U$C?AU=$, MM%[CB
^PI#L67>ER#A"K :2=B#BCB\LUNK-?ZD6J:-J-)\;W(?H]IJI.GR ! M3-1>RYS;U]RK;0Z^L^^]>G74.?4['\.D!I+W-S<#Q:PG[6R>!L)=:MGGG V3 M"43)-N?V,X;Q&W&F_F<-
HYK,LD@1TF-^ \6_(KF=5;@.T ML;$[?6&S(6+VGT>/*&BM$XQOS\K1J!Q0]]H7XCP.V*[H%;;OL8>C7;!NKF[3 MGGHV !?
BBO@/HP@%ZRX5AG+N5T'525R947]Y_6C[4_8+CW[7Q$4>=9UQ&,;K M#8^'4)PZZZ$_A96Q4F'2V>*&R?"1SC9/*(@P35)O2 0>+5#Z[H2=^73TH3!* MX\X">6R"O"-
,"&7)59GUK\9Y@%P<7=@.BRVO7>@BY=B90JJN+J/I<]4\$OP< M:.EV7'M5;.Q0&\)]1I%-GZ*K^HXBF]YV-T;GMN?$'N^Y%0-8,G#A*Q>[2'MUV MW>^'(F7G5F4T^-[8B*
[8%HBNWV+P9-L1^\%5506O"]Y]?U-3U:D!JUX^>"D/ M)""]3%AG%WBOZ-\+%.@E0CX--QD?)C2P/##"$6N;%FR>6"-6W1DS$],_IBW[M$P1<[E>0\I2*MEU",C'G-
Y/IS7(Z87]:SJ]FD_$=_$1IR"ZQXHYR5[99%88RTLV5W9XS^LVXW#T8-N;8X;Q,?*B,/L)1YTC MGO[@-[K4HVJD&Q$9;\^^1Q[O\;>TW5ZS8RVRLNT\-JSH;RS:/]D>'VC1.773
M5SK0^')0K .0?%^WG#N- \$2G%D/2/\\!AQZ?5 F'X("1?(051LM@)&4;WW2:E@ M@)UJ!0RBMTDX97O.KU1,,2[%5C W!?/]HF!01I$#$/I@U:4 M%*Q@$GB)@//5!
(<;$MK>94!BZG%LI45C#$VXPG#.J/>@-C:YN9YP%U M:)J28T@A,=C*MP&AOA"]WGJLM,)W60JT8:DV_7/R"0==(3M$"R;G?/6-AA"F MTG@5T2#BT,5#S+=[)V@3(=GZ\[QF@01_J-
0K%L58_OOVXR$1AB;AS*^22XW M\R/;?V!?;!+CT/0AV4*C0>J2$/<9>YXL3X)0FY$_"1,GN %, JX>'%4 ^DZ- M! "8;.1T:O8?JD:^V/(U9&:D+P(X0"H;A=$NA;XAOE.7=PJ:PS#Y01,F,A5-
MPD(AV84CUHHHI#-#:@;E,0C]7#56[_*MJJW?G[M9^9=M7X#V[_?:ZESYB MZPNV[*H5-LFATNI"%;^2D.A>?:@)%?;)(R6CW2!"]1D) O+,/K&+T:EL MK'MY
,9%HJI)B.2J\%B!5>V0$;77O6H XR)7V"1HKM@1FODJJ<8#S)%5K76O M'L"PR)0U"Y2M0MUN<;=FK'M1H@!U)R8TU"M "!N5 -;#9+#E]\(Y9(DH(3$H MZX-
-7V:O\8K;0YERKZ"=EWI2@U)!T/:81'^30)N@%:+"N=MK*7)Z2NL@:@D- MRA%%>RPPW4V"*SECEA,3NJTIH#$H8Y1M<$HU-@F?IMD.!,!N4-G:<+YKM M%^6J?
+K\2J6J2'[%B>^)#X"BWU)WN M@K$0*6D2$&/7Q4QEV[NU,[$%@Q+C9_TFX$:(]U9+QS-9B8R">4%.['C[XXX%DJM"I%'^K](99?0 ;Y
M[9KJ"@PAHN9C1YTGU+0>X0=-4JED(4!*IGNP"Y$H#7F]B8-[B7R/!:"?/?: M#KZCG(J2#5X)C>YA#P6J7F^34$I>;>/7_+EK[.,P2N[XJ(6JEE!W0@_%"V@!
MDT!K=%:Q@T.&_6W.0<$ZL(."Z48P_B.Y;RV.4+ DJ^B9KHEFZXV- [XV.9&D M/E &NG?DH J6L0D,+8[-;+%'?9C*O1N]^(,K4B)U18_%*$+8L)#P3R:XW M%3MKKYWJ=OH!+"KRM
J?-"B>95HD4J:C@BI*,O%K;ON!4.L.#\.#KV)5D[SA MTL8^ORL4A7.?VH!*&N/P,7DZ(?^:7L52H)Y4]V)@>#\ V]-8)UA0Y8+8B>* M&4K%!RHI=2\Q-+N
Q)HF>0"O>,B'JT(:P*@E(TTH(3L2>\UT#\9* MJ97'G;G#)Y.Z^NFRK'AP'$4!OH\C=J?$'5F@#=O/]!^FE$!6YM5A%[J'J+H? M=&!1D]RE8(#QDXV]1/1C[T4M!I4Y9N?
6O9/>!0L\4,32RSOYN?_]W5^ M-9DNEG^W-R3\R9I,+V;GLSN-*F_?-:Y6],_T6LML(ME_6TK?VI,/:*A##^ &Q-WAGIYTE#7>*O4?.FH3N+2D0:J,W@H#V,2FAJA1Z
M[V&TS#=W62+DV9;VG($N8? &4U?6-=MC!,]UJ+B&D 70!PS>JU*VETE@"[1G M^4O8LJZFDH>FSXWV*__TFU)C'*4:FF#D(N/YLV"\.8W:H\7_UJ!X%=5]XBI3,T[L"!A!G&
MI/2H6N+8P%=?L&/'S\[9$86A'8#,1*>:&%':+I:(=F1]Z'ET+URTF/W\N$LU?U1(R^&-=F8 MLJT;(Q]',MF8!Q)4$]7FJ[RZ<[^58<61LY?.="^&C'#"'F$TZ"*"&SN* [JT
M/XM#MM#@+Z+A!Q^OL,.^!R2?P=F-"L3#A:?="B?/_V6-+%;BZY&0-SLF[?16V]+GK K8<>A/:Q@%_ROB: MCD^&!B8)L M[_=ERU%;U0=)NI8W>WZ5WU*" BY M; ?]H7-
2*TWC/@?%AU:5DK?FW5+;SK* M;A(Y^5BR;XX^O24D86.]21GU>$/*)2(/@;UYQ,[,IS$GF5B3IS@=Y$=I7)JO
M%CC\7JW/#_OZ[%A:.9X\M!6YLLB>\.WO,I3ZYT4+RORXKTR.0Z9!U;.K70N> MNQJV6M#29)E06"E);[X>WX?H]Y@]?8D#KVEZ6Y'9F5T?4FHFHM(QWF1_ZG$H0]*3.U:(*-"U-
&&"DQ3K3<*W1^6$V8I,H](T*\E9AM"A*GF1 MR5^:B@4IS "RLP1%)FH(F8$ \@E2&UDHI8G8$&",X#X59F.3/;29"O,=P80 M7B5WD"E5FG25,X@!E%6=5]*P:$8M+B=,
M4AG9:O2T^8*:YW2I:%9>MMV4P-UJCT=!P"S9RJQNI*WS#[;+;/F^E.-T8,NT M"5?I87,?=Z/ZV MJ-.WX# !"C27#TBUU+TNF@ O1S@%ED%X,*C$#_-RPIR+V@@ME>8C+Q
M];QM&!Y@XK?O#FU-8%Y,54H\B@C5V?M '>F2$/<9>U[' M#E3%]@#3N_:.(]:O43-.\>:%!1-GOOH6)M[>?OZI8:_[9-'PLQ'(W@<:4GJ9 MD9K.0_V=9-
(23@YA]LE=T]/MEX76C,T?.L5[L;K<>A&QUKTP[,A;VN\#5]O< MJ%DZO2,KO1EO>T%6*K+\\C'%"4JA*]UKR8X]J#]#_?>$ZNYC].$&(D$$ZLHK
M38H_@OO9I*E>J\2XLHM#C3>=+ADDQCF>_@*[1[("U[JVLCD-. M9\8^4 _:WOD.R8?4;29CKWMO2Y\GU1O=)&]J:B?(;D87O'7OA!F2!*E.:H.> MZ:V46*W(-_?6M+0
M<7!D_IB7E;+R\2PN!Q#E.P*CZJ,O\BJTT/V!(#8S#1^2R;QG2>\VKV^M>V%597/148:6J M)DU@6TD7]O,U]?: ^CT$DV)SW4LH%4BJ%#5H-A#'M+2D:W]G2!KY45 +")!:=^!KC(^2=
[>F M 79U*ID'%]>IJ&DM8C(:W1LCS4&KM\1!9"'@[U/2O*1TB%V>EZ2=5N4E:<=6 MKF?=N4KYZ:'Z0XYB$DWU^(E "_)J>RH:E ETIS"U:.P_C2S7W*3@.EUO//**
M:*+EL:T8%8<#D.K.;52! UO#) A3)6\#LD)A2&UB>Q<(/MR$=+J3FX:CKL8. M)B%'DS 4H#""UE:)VNO.:%21DNMM$D+91\D%>D)^+'DUL]10]V<354PFIH MAJ#[G
L"P@#4R<$CQI:?Z M8J..#H9=?Z_!*@\ID!T.8G7-56%OR8PB_I@,;#5=NF=-OII.%L[;7DQ:.B?Z M[^2!U$G(:(Q(/$!'5\0DNA?0]9C(LQ&S*PJY=LO8=X/7)GXGI=2]@E9&#FJ,
M0XBEH&L!WY>N>91>7#KDW7^5=YB.MC]EO_!NKHF+O+'OCD/J%1M>OB.=+$IW M0(JN.BW\R[8[B_?'-V!S/0Y2[5-E$!C*I[#GJ]([J/6$#ZF'M,E=\> M)
<6O?"$CN_]U9#%&5HZ3Q5D-5X3:@?_5%S/ ?.07<6 M(\%(L,$%M8I)V4Q>ON1A45[A&?O1+0UQ.%Z+H020ZLYGX!B"[6 N>-OGL\Y) M*+L25$ZE^SM 4\BJM3LGSKQ>VP_?VI#-?
N22[?N9+V%L9_S^GOS^G MOS^G/[T1U+Q)[R B*&CY]J'R$:]AUVJ"UR]&@I]+0S[XW2_IBQG]K^M$.J?O M>A\QWZ^.K-#[(Q]=X*]F"81&4'6 M6(JDPDLH(RO7*W]:@_7+-XO2GG?
$N?=3^D>]TD)C/\(N$XNBLT1.'/#=SF2R M0RY[)YQ!&D>I#96,5MIEDQDM+XBUD\3*1+'8I&#EA&&FW3*\'=*0PB?X8 .H MM!$'>))OV+&D\M3.Z 9%Z4<.^?96:
<]._=V=$3]LF/4V!-0JE@"A_[&TR]?@ M^:$A?4'RJ"%,X=+B3OK(X< 9S=X#@S"-2JE8Z<%!L19I=LE^83,F_?,7CBO[N F<1!G9G8_&8Q$ MV]J610\EIY/SUR^IARW;*CYD2J0275R?
EF$"/GR/RB'X0^CW^V2,+M0'"'4I6\7JT=T_O\O_+NO\K#*+OO_'_>4 Q'C!Y M1?%O3W'P^QO^W?RS/S[\3.CL[?MW[X[?_I_KJ[$WQPMT%$1<;AY^4_3BHU3U
M._[RY<7!$/):F&2"D:@"WX3T=%LR/^JZ/C]T#OA_ M&=#KKS+2,)X1#NU;_K>WIX2I+B,T[36G>/K[&]9FQ@9___'=EP_O^-
#_5PS;'"IS!>L"_&H^EHR9<=IJSQ,/+Y4D/QG'4('O$5B>L! MHS^\"ZP>#NF!WVI'"..$>-_G)/29+3G#T\ +DH.9%8S9#E.G*)Y?A.3'X?JZ M-Y(1!FZ8R:1X-#U9Q4&$8ZX3XV
6!4Q4*$J&GD=64<)\B%M&DA=@*1MUQS/" MS%D0>X0/O\+^EII_8_["!:%CQ <7,Z SAA&B+X*(+;3[IPLNF::H>, M#DDW(Z2=(QJQ:16G:SBFZ2=E=(GZF)%7:?
4]_WL5),^*Z[JTHQ'ROF(RHV@Y M#SR^BZ"+%)74*#+W)TKRJ3^:W@7Q=QG%=<8R9($6BR!))UCV.;ZZLIV?PEJM MT-4(B9=L'[K
]^A)3E)%4S.:N'J(\=\KQNKYH\H"!K6W8G.;LKW6;/]>@CE M[.B/U*P]5J-:L7MSMEF13'E78W9:$>Z]EDW:;#6:E#HW9K_5:)3W;-U8JA%> M?T0KJW ^C6\0Y90]2KTK4^.WMBH?'1
ZR.RVXL;%"C&6Q5@.JC4N)L''7-&F M4CRC/:V!/]JLYW!T&7$ODE VS6^4\:\Y7,.LW%*\1(%__L2M(>;R'R5S3 _F M26W@C!(-HMU?7;K?JEA :1$7)%H=I1@NC#)
ML.K(S3*H:\2U!VK.KS]:_Y;_3[KZ71,?ATQUAG&\6BS3]5 5)V-?:(YA;:QT M!C&VN>$T?&+6YA'3)&!.Z@U)E&>+:G]SQ%Y&;/;A.,G7G3L<<@-Y3S@1VI3K
M#M8\&Z<4^T%R@3R^MCR;X$4XHC&&=%5=U*?)7?,1\'M%21\V:J.,#3TF0W6= MT1RF2=)U=4=SF,:B&T>G*/168?IQMDM&<> Q0W,6A"LV\8H.16-%6$Q_ISGF
MAVPGXW,:F*C'V%O1U!%;9U47/!-C-WVFILM3C:$:.?#2GDB*_47$(NH5]%8U M+A, Y!H6*8\\R?!32M><#4&]U0,^\H,%#_?Q<_3\0V6!K$<)HN0M:_HV;_.V MKH@D
M0UW2BCZMZB2>HE68U%;*HOLVS>S7013P1?N*_;A%-WY*<,2\C8)R/J!B=G 2 M)+QMGMI]/#CB>> KOL*R?^8M&Z-#.=EWB\CWC+)U (E3.;HY.[\9GY_Q?XU'
M5Y=GPWOVP\GP:GAS>CX8?SL_OQ];Y*(Z"72+I0]U6!K\M#7R/XID\8+%D'A; M?(4\6YW0??6."[VI64O5/?_%9$TVDR.^ M9/]KQ\"E0T:[]+D9AJ_1Y9#!M2Q^ ".*U BU;N)1)/,N]
M)PB0JK9&D=AWY&0P@!(F4LHA*-Z_ZR86D^,*PDW!4;@PAZYNM?%*N8,@^V - MLC'FQ\SGMVPT3"D_3&<47^>>/;BPP9TF5=IW&(C;NPT (,$$(5JT@[/*V@K' MM@OD!_?>+@@]
(ZN'9+H*_RB^ Y[.'CD2WE^M R#IC7,Y),=&)6]"'UN(&"M M33U&[FJQ2@^BSO"28B_((_7\TFT6&ALN"$V"?Z>_OZ6$F?GD^3;D^661S^.?
MRX486,KX)'[%]&"8IF_"!Y&,=L*U=BO,P@K!+Z8SD/ M?DV6P(7>%LS;)HEMI47X!FMDK2^21#- M]# J=>PD4+OT0VA]=@.MJX#Y4W[N:?$_8.:GIZNW*FSP"!W#3\((!.0OUB(X
M9+$@44T'1*&S_"I\@ A]ZL#R*G['8).74)*R^/XX@Q",G<#Z-]9!0KO#%_OJ]Q:/M&L4>]HZXOZH=L0]OF?_N3Z_MN1\/1A>#T>WYW?#^DC48#&]XR^O;N_-OK-
OEG^>#J]%XW)]Y]V?>%8<.#IUY MQS0I@<-^V@##?F"N//%77L(\'TP? P\#1]RL:75+1T^V07K;B?:J"3V]1)X1 M%X/GIQM.JIJW?)PM$^N>]&$6&S_(;@D#)X^Q#>#4S
%V18V@F_'7R35Y"$(\ M)OP: [/JX($T;US9=O*Q91],2<6)"M5@J+3ND@3(^")XPOY? <4A+U_A,6IC M-8'+.TY^=5SZBBR NWQK9X$YE[(,C:UFD^.VDS)TX(I!DUS[5P,8"84!!;7 M]
(7:7]UXWG(8/<4*1)\ARV&TY>6_> IO=?U=3#(%@ M+3*2DYE=&8Q22O*DOGI*D[(M/L2F$0S?A9._M__QX]25'2&:PS0.HSUC:@8 F+)6\OB^$KY?6I*IH%@!I0: MN2_U/6+!/88MF>
<1W&C&%83[*.O22=*U2-K5?7P468!0LY:E<8=CS B9\XH+ M;$J'),VBS(D7^0*";NZCI4 ^A)2U#(TQ#D/NB$3^-:+?,=&XR[JZCYPB"R!LU@(76X2S_7Q"5UZR MHHQ^+=0J>G8,-)
#^$C038-7U]"YCY<*_2!:UN(9&P>J.!T+HA77L76J[@F> M$HI+3X*Q!80B1G@0(?J<2H1QS5.5#)K09@U M*_ED.,$1%I[: !VZ BY . B,M*DTX^D/OHUF((!-
A:S&CWR87LT0HP%;8S7WP%,@' MH;(6)Y+[<8R=E!-);03-@=R'LQ9#(,#6@DJ5+IF"UU8X;8KP&_V,^\K1 +N@ MZEB+<%4N:)K+M_M0"L@&(;$6#]I[S"A[!DK?MNYT[!Y,E0R
@#D<)V(,Y;R8 ML+#EH=P'M29+$,SVJDP;L =J2F#X0^ZK2",,@PID+S.3R'D<@QM8"4JI\2!Q@K6%> M#KH*#O,':Z$H@(FR25"KAZ8Y4&?A%3,$ FPM@)4FCVQ51-LX!R4?("
^^SW% M*,9G./NO8@;I06.[KP:F> 0UPVXZ505G%X0RU8^RIS.\YWN*HIBQD5WZ2'_* M'EOF:61I')X&,9L 9VD&62:*0C#ZJF/PX]W5+>-")7/9IWA7:[E2B/HY#[8 M4N)!D$K1M.
[4W%1X8_)3(P4X]QZAW BO90&5SR/S9\JK!?&YCB#&]Z/3__HV MNCH[OQO_!UJ2^)^#L_.+R]/+^[X$:0VJ^Q*DCC^[R=]H2I[Y.D.B]+EUM:Y:Q\TM*.5RR>
(:*4O0W9SBUSI2PS&11[31N81<:!J"8:A,'>>ZB^GPH- MA;.;$9V5'KWEMTB8 MF+JS0S_N07QV-T!METSGM1>W)JZ[TFY^':)1:T?TY%G+;]"J,'U =SIWU4$J]B
(+1VEVGH_[]5G*2Y!/<$B/VEC#R@.*OJ MRARMU'FZPVSO&@<)SI_\R9B^PQZ99@ 'N?F4<\4N>(8G9:.R';-@!F0Z*@0EH0>;L0>;P1OBLKKL M&>/U&P[]"T+'J)0*M\79EUW.RD,--
F.E[/'1!E-"!]EX#3%S$40H\@+F !;Z M=,9/?L-J;([?[7*P[E]2R/4(3=&, II:WVN,.!GII*FF]WB/7M9WD'8>;/=N M2EE*U9>W27N_IPQITX;H2$W@T9Z#7TW:AUW22KT'V]T;(K=
(.TAS[_.KP]6T M?MREM>@Z^(EW_L> S:I!WK\IV>Z=LXKRXX_[4FWU#_/?<^&&?R4#]1>!=QFQQ691/(?#+).'HR1?D$;3NR#^7LW.YUUV-D,.2F.F:]KVJ'Q%
MS\9M[$[#8A%DSD+&$C<0.)-S_$ON[R41B@8*(_1$-VEDL;5=.Z9R*S'(._2 ME)ZO'F+\]XHGJ#["2^Z>D=MT&Q3]'/$_A'[(^SU;5\\/&?Q4_*NY6:SBDJ0I M^@"K>V92V3$9_)2-
VQQOH(=.Z4B"C= M,[^\PX8L*QMHOH=D>RB*V>[P GE!R$SIWKYR?[,LZ68G&%!%E.1REZ"+,_>\ ME"#:V?I+1>'\[:]MVL57OJK:6KOG)1<]D1(/8N0&&K+;1-6M[=SR$HA7A(.[M-
[L.A\+E>UT'P>7H7:X[_$C"1_[$]Q;-\@L1@FZV;A4)9\GNM0@9_<;/?@Y/ MGO#FV%^%.'L.*UVV[YGZGH35!Z=%1%[0R]8%ECI>@Y0/"#"+3Y:4WP]DF[CB M%_E;.1MW6Q7+NB-
V">>#>%3P35H\'@)BM:)MV'Y,$8C8-K]CK K=BDC?BQ^" M =SF:=>)AHIXVHLC:L=$F^=5-UB61TMN^.$J?\^^FG-#AW<\\IT%9];?LQ1, M."4A6U!)1L.0'RS/R C8-?,N9X$@3
M*@=Z1::Q#2=7'E_R0J/(51SY=RZN_-$X0D*$=OFC.<8)\P4;1(W-WN%^.1Y2U#QNE@! M<+HM--9M??_EV_QVD72HVH$6#S=H@;4LDLZ =MR,EH$7F#)]X3OKPUC4(Y?]
MG2[J6C/.%'#5YS(+WZ5![0AEPOA&0C^-M :+(,$^Z"3Q 93[N^ CU9COI":K M[ED=_) P#A*ZXA-!$I&H:/OR'1)80@Z5[-DF4FE5!WM8BC+ 8A;AX;@M-@:+
MR];T8.A:-6U#]JM/IR1ZQ#0)V+2_(0F&*VOR+H(>MHZLI9. J),/"M[P]>$; M_&.,HX#0,?:81^6G=)RM,&OY12A_>+CK)YB!Q&4?X6#8'#U+ M*-E53J^\M'U%(>C,OGTJ >X.+_/B
MBL,9Q2E'N]2"IHGUU^C>LO,@$SNIPT-+?H0CF#GI732 :ZO!B&_!;/Y W^& MB_=(4(2RI>3JZE2X*U;IVOKK$;4F$*G!%+BKJAN"!0"Z_T'NL8H80 M$Z#UY$O'8!#Q
4G^BV')C\DJF8\\C**+5?I(N&Q"P!TFQVT_4'0H #)>0$?/ MWF-%G;UMW%I\2.>:LK7:U?TU96>B0OTU93%C[D6#KDHW"661A_VVDV-+@2"- M&\D0U:!!LO=,VWA.:'*O?&H!-
'_Y9DDH)Y>J\N_2*5L1P0YV[)-8SA),W+52 MIF!QV589@*[5L,*:ABN"HO7V0[Q[$G2Q9IADTX#HT ^;*'L'%=LE#A6,%-3A M%9@IL:SV<;7V]D@%I=(U$>YBR5A)I"W%QF[
>IXV6&0@=W6KMT"L]YZUJ M/CFV]+JR?+X(P2E3#UJUVI%PLS=0Q+GU_$6"P,]_@-&K.^+D_2=+.^KF:RH< M)A-(;:S-YYL5%RA_7#)'#GN!XRS]4WT\B_8YR4#+^,:7!',
[C$N:$9O_I@7 M_#@V;UW=^$6B)&,7=(C4PJ@ M5^6&*EP@#P\7_,Q2%?A-C]<#\R[/$*C6\KVWR;W#/EZDK^[>TNR)Q5PE1U/V
MB\@+EBC,V.$MF6P$[WT=.O+K49*ZLH&4R6Q6H,ZV"X7%V\V%'U(V<9=124:" MW9C&*"]92?3EX%Z^ "\P,YKFC^"-Z%TPFR=K9GB:,D,)QZ$7-T7K]?
R5$\Y\6'V7_X>W"/S#9QD22G;/EX9AHG M>?=6+RQC3Q\##_)56'O '%E^EOB\22$WN M03#K1KL. 9/_ZA! ^:]>-Z@;"8# EJ)6+3YXH_)\[1'CPNWU9/_N8-Q7.>N?.(L^J2HH?
MW^^]6JS^ BY_)3HG;5"F;?/2;/]J MR\X86P06[S<7KYY8>NND^2J<>TILHW+SE>V74IIG4?)\2FL$./.FB@75;KV. M=K?>8>DKQ#><"-ZVPKE5-MZ-%V?
ZLO&=*.7M8E:*WKD%%W'FM@EY&4_4V75&:K];Y\;C,_V[=?V[=9NN+AOD M_MVZ_MTZ$^_6M5H=]982?^4E(YK'R^']J-4M7YM1!04!SE +:/)#@)RX6%1N
M4]"_9*H0K'N21]FT78)5%,8.&GJ#.#DJ#W+Z959K:UF;=LF)?4G8GI-KU-0 M3EA.'*-SE,PQ%9=[J6QLHUZLLG@E9$-2[L0]^#0YC4EB&B17U6E\54Z2UIC6
MBOC8/PL[5&B0:AF.GFF0>8=CS"CA^<9G^!&'9%DV'KMI^(>.^QI5QZ#@3 ?\ M#E>?,0Y#GC$9^=>(?L?LK[/#=:=BT%YQZDO-[1BA9!7%$?M7F(IZP;".DRS7
M[/QIR1.7S)@W\3=>H^HU),1V]MG-:.(97E+L!5E(D'&Y(#0)_FVNW)!@_%X# MC0@0].L[H'WY/Z*9R85O=]!>S^I+#5(N:_45ZG"4X6!LWU@Q;J]B!PD.TC)K
M11LTF"]J&)E8>/6D>@>M_X#7J71,2A!306A&,2M(9 MN>?3*?:2T;3R[YKJ)ANN5ZXZ\@*CK-;.-Q4F!5^*1U/ABJ4SRBO6"TQ@0I3
MBLMWXE9J6=JB6ZG^CM+]1VM\H[6^4OHH;I5NL]=J+.73B@KWS MCDU?S.'%Z%I?S*$KQ1RLF9!A'&->GE#CA/AT12F; <.'&"ICF@]^^-B35WL^
M84AVD+ZY86HD_%06R#>2450]].O5-C.BCXAB3I=4'^+'Q\ MASW,.&0[C^J<)'WIR3_3*Z$Y,3IG;358O(SXT\V$/N?+NJ%,RNU!>V6K*S30 MJ^Z :MU2O$2!7UR*SEP-DVHF^D"O_6-
#@%G5_^%[;#AE]_@VOALRJ M]#NO5Q4;D".DD_9NR]SQ%R'#;-89N2:S,^ K5!\# H/TQ.:U&(UK8BB:!6S3 MG/-D=LF"AW^%JF9T>J+#8SHVBMEM;XU M?851C-,7RD?3/^)L@ABX-
RH:_A6JDG'Q@2K5B5.")FQD;QE-"0W4K2X=KQL- M5KQ>7:HK+%"'K$7VKP+T$(1,8+BA/ U#'WB]NF92@*#^=:& 57$N>XN>^3FL MR3.EZJ%?K\Z9$1VH;8;?4-:CEK*?
B^(CQ1E83G5IJAWN["M_ZA6J6:.B!-7. M6KC_P"6\,>/Z"C7/H.! /:L;PK>F9SJ'FN:^T6N?(1F"BECWC,!T(*W@]UD8 MW#@H&E3QB5>H7XV($%2O+IP$G.$I9JSX]^A)[-WI>
[J50[]"K3,J.C"MM@NW M"E*W=#-]3&L+#]0\:X<'A_L)3?IQKU?G#,D.5#AK)PIU&3.O9KUR MU9(8J%*E X9.U!%<(S":\MM@%R'Y$0OK"1XW4$]P3<2 3 >G'=L^LJ"+T;7^LJ"?
65!R=2_P0F/ MQ]Y2\ACXV#]Y_B/&_N4FH6'H)<%C&D.79S3ICS7Y]%H/)VK*"M(?>Z:C]-(S M^W>(4]R4W^16Z/UZ=419.LYMN,9S1/$)2H^B%CS76*('U>U?+_(">3AG0=@2
MYF'LIR^T\2)LL:[94!S@]6J#CH! ;\^:>J!G+K;XG@R]OUIA#M-'OR+\((B9%]N^4;P7_4W6(UZLE>B*"E,3PM;-[MBJ)XBNEH6A3Q9*O:/2D7\8$VD?
*>KQ!K'Z6LR@RY>'94FR(WDK=WW MN[EQZU%+*6[Y".ROI9'_U^!FZR7=C0C:8C.O5KM[]U/([P<]?O-/#(IOI"F" MZ5>LMRB>EZHI$LZ,$TX6J/#[IR2-C??T5
M5YC/_W.#*%_''G$UKY]U>"VX&:P'M93>>H?9\K/"=YC;&[9&WV(Z)73![;7:=3R,(N)\8NC![+(EB"9G;!D29Z&8_HZU;!/#^F%8^2K1<"@VK\3@@5K4 MP$&^T];)C:5)>.QN[:3N8-
FP#@'QCQM<8/(OO&[M4160PL+2YO8:!?1/%*[P M-4;<1TYCT4?KW_+_2;F[)CX.>0 CCE>+91]'$.XR?MGSO-F0@W3,0?E3VW]9 M?VZ0?B_=>Y6^;/O>V5HL62"./XVUV0WE7/FCZ
[S2ZY9E/:&1+3X\03%@G#8Y>"%N3>QDM5TF4I^;H [O:<5"TR70"ODA$0.&>0 M.V5F/DC&2XJ1KXO=?M_)QXZB!["X??1&?S6@7U,%[KX[?>=?.XH?@ K$'Z? MG-L$4QTD=7.$Q
MF'/746!E/,$Q>VO0KM/R+J,XH2O.BB0@#W5XL;M]B8@$S3 MNJ6%X'9:6@IV-#+?=RL5['/JG#TY9Y3Y/G-4U\2N[ROMNCXPIAJ#3(XME5YO
M(_=#6PZ0.EB;QYLH$(SVILV+!G.73>?.\39:QJ,&H^DI,V+BN^!0CQ>-HYAI MA="T[811M=M8OZKFA%;=Q&KJAMD9?DBXXGYB0G_$- G8%NR&)))+=%_V'EM@ MP[#_\

{$&!9$&Z5"\V\U;' M>SF3{RF&9G>]5Y"$\{F8G&+5,$}56VL1'B7!|R|L$*!,&>DRD4IE0L$>EFK9 MPV{6X>%X<5=CL+(@A7)9=,F4+&=3>CG41"EF,A[O6Q0PD+EN6@V%S-(Y=6HXY MO;)@=F5S2Z9';CV(&N'.+6_;%O444?K, T$+LA(5QQ3ULO7XI]9N5,J #W.IHUF@HBXSK'"FHC=@+@@YASSC?<5M<_(I15X^8)4+&G,U4KNG8"3C4N M"%Q=IYA2G-*

<[Q;B52\/VZ[/3BXSQ@I*{8M2A^,,C''20D.IGH3S/Z MTXS^-*, S>A/, K3C/XTHS_-Z$\S^=M,, C2C/\VP;5WZTXS^-*, S3#UZ/I6 M;*

{%3>_Z4/TBB\[JDZ@BVGFC1V]5L>/9PM&4$U\$>V\I7@2K8#5RBM&LG MX%/CPCG7;YOL]5-?:3Q8%,+7MAUS]X*!+]R66@MC)V"!Z%8XD7 E,)Y5'!E M7GI"*8R.'}>(CF?##XKQ;8?*

(,:"CZ3;/>R!7N,7B;19\^PJB)-%R01=G0N5* M$.UZ[C)1.!\NWZ9=-"H:FLMG"$7/9$2[YR7L,,H2C;-U:WM1#$$XA7AX&X$ MXW H7(Y>' 27HY&+,_Q(PD?NG6[1+*

(M@"+M9BF0()\G>4RAB\IU;Y%Y^/*,. M*_&2PAI=WA[7P:[V+MFE,=B)7;*AF;4:NFAYLZQT;__CWMO)Z7;8F<=2^VRP M/ANLW]Y:.*WO=[C]#K??X;*

fD'6[9^Y%M;_?;NK^7K;,9N36LD4##!TMOM1H+ M-7P0SIEC\VAMVT]HUA[0o$N.@\!CAXY]]^B4V2"P@QV/0"QG"2;N^@6F8"9 M.S 7:N9X6L;K@B*AC.*4SZ%]>&B+I9< =DD(.K4.[>8Y;D'MX@FSVFAX.RA M\?CDN?P7L>W1&;-+!DE?-@Y=JBV3*%L)]HK.L4TU1 YCYJZM.@P67]^3 R"A&5S-*

WCMA:T[3OL7\&>+L"\L&229V4H>'EJR1(Y@Y:94;P+5=DS1G^XCE"46"Y{]3)7RW M7>N/>]>;&D3& 3B%ZNZ5 #G?L'5Y/F;$^G\RJE?, %[="@4.=VB]MMVADI>P M JJZ80B^!;/Y*

PW\&3Y%RR!!X36*T"SEY>KJ5 B&2M?)<=L/IA^*BSI7H'_V MT3!&3$N2^.H5>317"V_6+MB.DT1'$\ MFO[%$WRC9$3OF%V***MP)NG3"""Y>S > 'TV2F4I-EUHDZ6\AVE,E? R-*

UXD&F8 MG2/ZS4/9JM/-S_YS(L31G\&V+MBZHJ,P"(B4G/G3 IVR2#(FY=P)) M*EWAU"\#A}*9V6=_ 0#-!!1GU,1S'KB8_ M$*AU(Q+ O-

DFZ_PI2"XP%N+#NTEZ.8Z(,@>@L^/&Q#HE(<^GI2C4?,EYIY_C M<&GP)H;%PJ4K,M#9&;RA%!*?O#B$6C)_B\ZPUEGE&Z J<\!J!&W=ZR[>L@<*

M1$+91XL%>O0CPO{)\RB98QI+UT7%WHYCI,T)A(W9#/#:ZR1;Y?46R'4'QX%2 M(1["QJUTH+5SB[T54SOFVIZB,.0:5R0#Y UU4[O4!^X&UD:8A'3"VMG]*5DL

M2#1.B/?1%4S1S5B/U&XXC}>(ZH8*>@T+DCY*HRXMRQV!U>HF>^.^,0!\5D8 M-;!+-[*2D&\ZZ"RK@K-VFN*0E,10Y -]JKC(Y;2#4Y5'ZG\;?M;,,;CTV "A MLY+S.%GNK5S< DW;

8N5,0&1]SIK]DQ_2W-+ P\?JL1%PB$ZB M*&,'A-1:R 1DX)Y]OZ3L!0J9;8W]98X0_76&_B#_?SU%RC9Y/[[## \4P8^LF1>G MG(Q7IV&J(@'USG!H;6.SUQ854(V*EAU

#Z0:3'IP))VHI&@F-G\O;9^GN:5[M;SB?Z!HQW\Q9<*W67B<\P,=EE9$? ES4&GZ&0XCW5.R8KZ-SVFZPYPFCRWM MS'TM59&]P6S'P5\8!MUTC3$(&KMLQZE@$4S%?

3FBPEGYOS)"U=^EHFU3JB# ML50=H1MHZG$+#XFF\)G>"XUOTS(M//DQK 1,/00_'@5"B\A2\X=M95U77QK(K M_6<4_0_+*

!!L!8^J2*;.4L4(SZ5L_]>$)}HMR6RO"]]JNB,YCNE! M7{$X6[O25<4'O\P2)/F%-)6XI\8@W457R! (K+7P3/F6"V,U.C\B>]'5T$\7Z0)&.(K6-*NW8!,D0T0.FM!E.KE M7W?SIC-*-

P#5YPC"MJK^E&G_<_N>TX@&LR!"(8\>H,C#@@.)>H,Y#N&AC(%(MEH(K_W]PS/|X/?B;Q5_VAH4/R4X\C>1Z2T1,=@OGI&?/,)XFXHF#04=/?"C M9V:Z^1XTY> (^/T93E

0;H02)'SP=^G_??PP.!KP9(20Q"N*Y0^E00:E441_ M^BG_0Q#_>6%FRSA?+D#QC/,:T,?!P2N;)KA2&8?KQ%.D[!0%9%/PI+7#$YBM' M-M:I3GOU55?

B'+$5=UV4KS3"T5>^R(CS;S.>,KC8H#-_4K83;D/KMAH2,!*WZ MDG(A#[8V8/_W-PE=58B]K1 D/\U(:P^D#WKEO(D+D LI.5 TM@D@=R.54K&9

M*^:6%,BRVMF2;G;JF]M(7@DK=VN<-P&7DW5QFX'4V?KG,=NA\@-(^/&-O.U> MTXF=38#;S-DM:U-!NW,KXAV:,2-D/HS\,_R(0[+,"D.FYTXR>!0Z3]JNA7P

M8]KLJ$<6W1<IRH\'(OT;T,^:Q(&4(93TGOW9<]R>/(/!^M0;>5QRE!3TC M?^@OF%SCA.?"/(&)%!)6Z3XJ;?GIZ !QU+_+74],?2#(^+AA[Z<6*B"G7"ONC M+!>*1'&:D-,CG^W

',ZO(%(O?9VD3,-T+8K]XG2;/\U/I/WEMZ MDK*=*(*.$" =>.=4T'/HL<4G2)Z%45XY<&?<"9&:4Z9P+"D(3R<#T5F)#_ +7C_< M:>9 N-$40$3$IW-,Z/1<;SB+_-L012K/Q#;S-

3LAS&ID20O\NA?K[+X6N1Q9 MM:5ICH9@TXN3@<>]=\X#Y ^&4'PW_D,AW@=WFU2QTT]"1H,+Q%Z 4.(_"+6[MU@F2SBB]L1>/5DF*.G+/%^?K)^C{)< #>\ M-&/,=DJ-Z:

(N";V.'B0Y2'>MW;YLCOUM;]>&ZFY3T&ON(8*#%-?:[=+FN/\S MG;0V%7>;@EYQ#O$$;WZ'B@2(,_N)3?D^?@W/ G8WF6 M875^SR?E_)XBJ6>P'K%/[^G3>_KTGCZ]HT_OJ5*

/KVG3^_ITWO)0 4.<&X5!!<-6G:S*N5%]DEKR2,R*$XG M_0UUD;?I&DBDGI?,%; T!9B8 \T"ZWNCQ"*

---

*I9,M-)FW?PI9+ M=H\\<*6PF[VU%[?=CST]{(6MU[D_2[<*)CXQ^>*H*W70F8$QR4#*Y>Z^7.B! M\E.[=5;D<0/A\HJOO$P-,RD9O/N^DO1>_!3_R# Q@L,X M1?

X@__*F\Z;?IA3.1G@M"&@8)8'/J0H>F19*\[^A./LK2WL\5*7666ZV" M+9G]HB.S,B&##6@!0!GU6#$C%WX3!Y[DWXBK0(8U^PG7]T M("U?$24AFON-

,))D!%0/SD45BXWY2TF',GCQ7#R!)<6KRHPZZ)P+ MH%03JY()(^]I*3>]:?Q4-,,MK*GF<':?R=-%9W7 TS^F4,^UH$K!EDK_.M*%< M7E=>V-%2SI/R#-TM"-]EQO2"#KT31E#T%

[_U$"4P!.E367L-6S\9K2ES ?7@ M\FG_W,%$'[")E'+&.DT+,1TNY7K;3^B55#Z)\F9P7"#9I)<.WU$QK;ME]7L'$ MK'+Z484#?:CA@]PBP1NR1H.?'%LJF=AP".6@"A A(*

MT#D:QJND51;)$7:R${R3RUP!(W>C;J9A!?1J=H&20HE,7$A-UL'0{()PW19,"]8$X=RE'>)E+F=!ON8<= MK=PTC?E!9.1#0C:#:JM$Y M11'R/#;X5QSQLY2KJU.A\0';MVZ$:DT5HLH):

(_L[9N*<\E|K5?9-\%=.F'I MY$Q (%E[,:Q,HF(>UE9;R^D*H(0K4ZLJN'1I'W08%DX:&V-X.1%Q]&>&J+$U MW>AF"&$#WB(9"_[9T;932?UT&NI+CW M+!>*1'&:D-,CG^W

*-F[IUAI9[-G8AG+Z\L^IR@,L7_R7&1PY@UUD_'5!YX<6WJLS]Q"UUF(>VP M;1]WN1H1[=@DK.!023M8R:\BE%8;CYI>7X,HV7_!WGC M:L"B%=3@MIB0:)T[>!=1E-

"%)E;/9'/K+B'HR2SXDP2=T"_>B&/YKSB*,5 MCH5/H7S9K7RW^Z(MM\QT:1<^=V2>N,Z4XCO4!4! MWR4Y1-YVROA),GW7B4>;50&%<(Z\H+D#;WX>UX[/\7^Q?C47CQ0-

ZQ)8(OM_QXI23 M-'J=;P=Z;N_7G$>'O^*_!Q#OSO@RU2#(L*L6 MA--->C3'P.N;?_F #844^'WXB)\^7H!DNKOEX8N5OF+++!?H!D6%(2I+)6)>RPLT0Y

M2Q!X=E(_^&W<($G]KBRQ@'MB3$.#]<4!24;!\6Y&06G$(HU@,V9E[L^&;[.\M\80%^.\5?]KQD9.CQM#[788VPPRR<=O)@=CA<$\YJY_6].YA[W60$CVRK(7*.MULZD(:,[PE;

M>:2RVV]4MI=X<(-_C'4)K63\5^2L79"K.67X3'EW>T]0ZU#@B*7(K6/]> M:,-67N^E4&LG!?U+H<[9^/ZE4#7FW(OY&GDIM+,/A;IX=)U;1Q4T]HK:<@.T MH*BF&L3!'A [EE-

J^<$.73#^$FX=.@]H%3ZO"GDNJXN*M5PSD2U6<.41?M^MW,1& MK9 J924"U+$5P>Q60'I9^$DJV7*3R2?G)+M"B393I8V60;?DK'U&+S>6;>0 M? @

?%]{M_6&3#=@U&;)}!G3RWTGL1L*8()+YV*/VXO3)7!0',?,RB0XJ\.]MR>%3791%8W0$:4V&G(N7.?'H93>@KL];.SM:=#=0;?*FJ&U@JL0$ZO/(4(S9;_X_4$L#!!0 ('TPDUF>M=?]TVL

!X!@_5 ;6Y59RTR M,#(T,#DS,%]L86(N>&ULY;U[.S MFC94)8]D23?7-C86F8$D8Q09D4)$LLC^]{=`O/&,R$C LWIVNYM%NCO<$;3\ M#H?

#\;__^W63HA=,BB3/_NVK]W_\]BN$LU4>)}G3OWWUZ>'TI.'BYN8K5)11 M%D=10N^_^RK+O_K?_^O__#\0_;|__;1;%U@M/X)W29KTYOLG7^+^ACM,$_

MH0\XPR0J<_(OZ)8_D$T_!/ZX8_?_6F%3D\=Y/Z" MLS@GG^YO&KG/9;DM?OKFF\^?/_\ORU^BSSGYK?CC*M^X"?PHHW)7--*^??VV

M^C_!_]HDOWV$_NO951@1/LK*WYZ+9)_^XJU6S7[^'JL_YN3IF^^^^_?;!-__O MS[\B4Z3C/?;"G]5GH!\[_?I!'U^+^*NZ\WD/-MDCS%]WB-

N)D_E6|;"J4B84GXJOK=.\%KM3(I(=|P_F\R_!25,&8-_<@>:OJG MUM_5;^^C98X,0HQ2HH/K5T_]F153-_X5O8.DR2/K{)6@=^Y ZE/QPXIS"@-MR^_=A,>\C-

))RG1Y/Z^D.YT'4+F651W>ONE]3]LM; M^E-/1?Q.T@4,Q[623(1A!N8M\(6ADMU(SU<]N2F;S7,BV\Y61BYS'15++GA7 MG#Y%T98V\-V?OL%I6=2_.66_X9U0_>*_V-J(-

S(@K+]*IP*!;KAS)?_7;VFA1U M.]S(?_O*@?Z;H0&,\X545D1D9>F*BN*;54X7LFUYFHL%^QKDF^_?M.*#H,E.N/CXNJ.2L.$X)@K]S/>+#'1V6WB\(HGN^H]1.G)

MX6#*JN.058(#7:&&!\:78#L0P@I2=M!%_]4BB_[CO^Y(\N]6Y8)0]5Z2%59,.M3GHR'QBR*!5;4A# 0M:HAGFR$T*+A. M7G\:T)PBHOB,+6B_^T_"1%5\]}$:5&G!S.O-

#LVZY^WR7E&XM[9^GJ9^&R@U;S\-E% MF]17/]15#,&Q-4;+(gZ3@<-(V=QG# _.TKOHB2-R2ZB,5)&K]1$O M%AZ?V"%20XLC(P,83+EH.<17RX,8TVF2H8H-

#MKN<1DE&8ZO(I(EV9-ZVVXC #]HDOL\)=8*DIP2#*]-X02C4QJGA(.ALM=IM=BD[-.3; .:K&?R.LR)YP3?9 M*M#[@\!SESN!U'AMK5FI.+B!IV5)4F6NS):IAB5.9WU"/79

MX4#U,BFV>1&E'TB^V_+#NF2=B&0CPVK+T/!9(_2M.XW5.J/+F&=*9VS,0QY@T_*0+*R1@ MCM!7_="&&{7L)X@).*423A^H"#B3I)CLFV#->92R!,;'9XS+LRQN?5IF5YH7

M.]K;YV>3!-P5LM0$>F.I;\]XPU_]JW.=(\=NAW8'FIV4PX]2KN99UB*4X'_8(M_B8K,'[*;{(2DRP2EOTU3YGRQ6VR2:@<$6;

M>W]PYF#M{@!OJ.P1BZ')VOP:+;GT>KR63#Z084!MK6::K$/]LFC$=JL.VWR/+8YT&D]8UU7O8#% MN.M .F4'!DCEPX)-)?]SLB3)R"H./^3W>LC/-[.F.F@K(\|H/QR\|9^@6 M_2C80SBPF7D^BS3#B8^CN",],Y+0.^K'LTA&HICWT;NE6"N^YL\????G/Y^@ M/[S[TY^I]_^'/__E3R?!*.I.//_SP0_\IF? "%+33K.=9 OJ?PT2I7A?J/0)8 M<[M*->G)5 HI6"=6_9H.E\E+$N,L+H0E325B=LJO;<.)R)<=10WX_054LS\M?L#XHP!CQE]DBTUPG*"[K8!47 L)CMK>6#M[B9)4S/Z="\A5 ?[S[$A6+B/6 M14]PI=#=1.UD:1#U5MXZX:*HXRZ@.F>O'#47'T"N:!P>%/%H 3.1;5ZGH\.8@2+8&,$ZIBY9#_'&.X'BR;SNI35Q54W6IT5)@Q0^4)HX+)O1$ M@,'E-+WEN\80PPG*K9_#]K#>'+K@>N8VO";'Z){>NGTQ#@$&<23NESX!PQ8$H=$1=)/3N?X,/%P-N4S2';O\ M/\XYE;A"0DIC@@E< Q:P,%/K*4]5G"HXMIP(M5XR^8++,"[S? 49C;@\8O]4!Z+.W,);2;+M53#U.+ECA?C$WQ3C>RB M=KE@G<0KXZ?VB0?S2H M-T4{1L] B'=M1&&4@*-#NCT" 7AF[KHM#F6_1TL!@%,;B0Y(U8F CE6+WCKG M @)>^9T05D:#X&><%'bI4E%=>G. ,J/B$Y:$%*3U<4A<^EOL.0!;'WNI1: MA.6C)0D2#+R.ZKGF$_+%,"O"WI_N;AT7Z^LDB(51?X%2UFF.TM>7\'@<[FS M>PVPC32]%S1SY 6#QY$*2\&M#CN;_/B.(*Z8^%+++?P/L9L9EE9RI><)>&S^Q M*]X;2T5>>G?(P^]!)@[*@K*)E6$"_V18.=![+ZAI4ELJ M@ZDBAA(94_%8QOL3[1UM"T]8Y"G4-T.NPP ?:[*R4L=9[MENIL@[]; "2\K%\;[]*W22MZPP=C.1^8X,:65TS0TH)<%=:NXEM!!A-U9$=' M9NOPU@.L#1JT?QO3/Z/$!L?LA$ZP0G[$3, ;]DF&*$"$Z*:D#M[+8#CHQ\Z MJPU|&[\='? (#"0NHS7*.\O29X<_)4:E+6-4@ H)J.YW332=.T8 S%M$*]RZ M<\-Z566TWJH+*T[)\<&12VU<81$S)PO8!K08=3?%F=MS-N(08DP)B2ZL8-R# MH3U\7+UC]ODL(ID;3D52^L2JE)2MA2G^]922Z3AHAP"M. M1QO6@ZHS-[30PFC-I7!"51^6UZ#=5LPG0%JLR.# M0!XX+W)2FI*0G>?QI"9 M U0J.K,,")TR 0>F!J%Y? MRHJ@*OQ>W$N=O1B796,.UQ2-#(%"POH#=#& R0,,#.ADYJ*2V>?;T2*?DVR3#S-G@=\H=.D'#%PI71C-T0%,R04:>26'5MIK@ M+@P/5NMD5D ^.":&>DXGPWH0P%0!8.=@#UBR(!3*3H$VGT/9 ,G+BSTBNJYI MO4>ZS>G/;%%LZ1T<#"]E=>5E.&9X/\U*#T;M:\{ G&5Q_Q<=2=@%W5'!3 ';,(G XVZ1"\|PE'A;HVD*$ M-L8='S8J@P^\O8P6[];(^935TPS=[A4=H?D>OI7P.5S#=':!W)/O5 -,R&<1V M3=5PSLW?IF'+,8ME\Q]PV^!QSP;'^ 1'-%9G'WH!WG9Y*"-2'FP\&4Z}3Z2Q MP =(Y_5V_G<>=6LVLX8W:-@ M+6N>/5$M7FK_#QP1574-*[6W8K5VE9M2M7K2X(H (":AJM*-"Z;O MU]@!E>:<*,2H5!W5@NB2 P*#22P;#?"7/|_=]0LFUSHD[KLQ@@#=68^GI$MUVF_+7RZ.4^^=I7NR(N)&5U578.U=>J1-T MD(N^&H?HD419L<9DL>[4"64OP3)!E;4$W-F\N4@CC&A\)0>>X!@@0>C6G MJ /0\ {JK@1R/0"XD5$6|>>9.

&*2H/9B*I9]B$O\@M-<"IG/(Q& @SJS(5)&W;Z2@2/E ?/L6:KSSQ'Y M#9>#RLPSB#M"C)BLV ,@"K&A?2P =8-V?9)9U[%LG'"2P7@_8'5;>5T)GC M$SH>&MX3Q -Q1TG[U$4'$?
$M[/XE'#A2'N]_[8"7D;?&Q[B!/ M1>U='E!>6-E;(@#$S&S('LZR6G*XN476L'\O7DDRN!BOF63F$ T .X>R2 $B
MY>2BJ!F@(Y6J!H"H5Z&.@)FND8_A!X2026H[E(C0!.OZ]\Z/[6+QB#FSBKTZ MG/WM+100FN:S97\'AT>7V9X)R#'@B+ZI[UV]&4IC[B'N. &CM6)_J#2B0Q?G M'-
$=U46M_FVO>?!B$GVS=:KM/GIZID_BI$'VYJ(&B5 M],5ZA!F]>6:"& (F4/[_>>4H->41I@\N.<\CPNC%@H(&_/9,@-2!E?%0[DK M8V=6JC?9-74/BMJ[JY37E%0_6", P'5XV_98HP;
XXZS75^M<,\N_ C1)F[M3;,Y08I&X"^$=1V7Q^C5\AS$WD(!H&A^6^9(MZ@JW-(64/B7*\8>T;5@GP_ M>L"B2$'>V8X6^>QG]ZC/\$GHHXV>V_+ILH"!)F]3=@?)>$G&,VB:=B"F3D
M?5]'1?5O*'"^]B,%/QH0@6OA0[L]GF;F@/2MW!155P>M^/JS+8!/];#+8O+6 MT M9*R@,KN \RF+1/XR%E?,-(]?6YD ?05W7>4"X?(T*W?CQS<;$KBS+*V([NXVZS
MQ$3K*,S9"*"KYH>SS82D;EM=.+'"2KL1;9[88JW;33*IW$>;LAWS42S[9< M\KDD=9V3 M-4[*'>'G:W3"3:J\ZYM,V'6(2K/UD(#M:"%J";=Z'"^$ZP?,Z@U1
MP<,%C\]15MG],>=E6G%\@/5W;.-?PKH\V>8#0%OHTMD.%]4A2DG5:8'?:!1Z M+3]8GW^@(LK#3-XF25+P33/MEDV>\
M!ZK7A2^3=%>J(Q*S"0<$U/EM4E7Z5ER;;MOI7)I&34OL2K1H"W4;8V5">7/! M$M5HZ\D+?L"K'>%'NJ(\\R*CXR=9744DHQ:QVM-<:SY8U'EIX^4 0LU>ZLOY M1$(8:J6=5%6O$?
W\7"*J1;+I12"B@@)CO.B\F=$*"9%=W1M.O)I K:0P2#&[MC.$# (%)ZBKF!!=^Q1?L_NJ6_D1_7?^*_M>2+F+T-__4$L#!!0 ('TP MDUF_D-)?(5($*O!0 5 :6YS9RTR,#
(T,#DS,%]P&UL[7UKD^,V MLN7WC=C_H/5&W)B)V++=W;;'/8^]H7JU*Z:Z5"M5VSO[Q<$B(8FW*5(&J>K2 M_/H%0%(B10)(*$$U9JXU]U=!8#(H$$&_Z3Z-8/"!U= M1:MU0!+"?
I%^^*^C'[]]^X,[NK@ M/LK";V(?IK>[=I=)LDZ_NMWWWWY\N7; M,'IQOD3T<_RM&ZU@#^!'W[^*__/LQ.3$<,KC/_Z M&OO_^(9_-_0LEW??1G3QW=OOOW_SW?
_]>#]SEV3E7/@AQ\TEW^2U>"MU]=Z\ M?__^_'_;O&BEY.LS#?)OO/LN[\ZN9?9;7U&^T)/8_VLLNG[X#^Z>//VXMV;;U]C[YLJ;T7=- M/QMZA/W08W^)H\#WG(1XET[89LM"4EB?
9^@+1RIPX\.)6&R)(GO.D'[WM1H'')HAK,O==/VDMK*+-XPAUY<3+VR#ZTEY?*RUU(L #FPM&FS!A"X-'UB77)UHQFK;7B3#7?NQ&O/D-\4IJ M_@M;!-
Q&=.;PQM4"F+312:=O_9"96]\)=F1?D\3Q RW4VHK==,_QJ5@E?21. MS*@5VJCMFJI2-U239ZUU*);IY*.S);..%WS5(PPG&ZY".W3]T%3KI&LW#@W9 ML(J%#2=4?%+7+U6=;O J6-
^;/S9^L@7:=6W%3KKW@40+ZJR7OLNW!G0E6!&3 M(EO^A$DV]"?SJ1]_UO6X25L=S4"KE9^(99^CEM7MIT#V&I U4ZZ>,0[TXIBWU.]\#.LU ML'I_S*(^4K!W?
NWGELR'A^$^2):&M98*UV[-PS"I3 MIEZ'G;C:4.X5O?>=9S_PD[VQ;BYNTR_U#(#HQ'T4+BX20E=="@QMN5\!32=Q MXX;Z6]=?['[*_R.LW\?((P%3G7$<;U9K80^A/'7VA?X$-N;*I)'.-
C>\#S^R MV>:%T,1GB]2'* &/%FC][CI[%[+11^(DLSM3$O)\BGBG3#NN6EC_8MQ18GG M)[>.RVW+M@M9E"UV)I"IJJOJ]+EKOI#\'(ATNU9[%6SL,@SA.F/83)]=-]4=
MPV9Z\VY<7#F!NPG$Q]DNV8E]ETTTUWZP80,OKY 7!M+2]7?Z$W[,=C(>[P.# M>D;<#15KH9M7-]AXQ+NET8J3LTFR;G>)1[>?[O>@R%BY31LZNF_L@NW8IH3M
MWS;@R;:CYH\NJBEY7;3=]YF:J4P-FNKEP,MX('KJSJ[9@LJ5E?0=L]^4*I" M7A,2,GN3-\1[#8P/3/R$E\TB-M^,+GAXYX9CS/Z:ELSZD?!AD= M!!SF(:4BV#$F[K>+Z.4[C_C?<6#X7P1"
AWVC]_%A\;/,=-+=WED/=$E/5Z-"LQ'=K M$4EVX2[]8$?RG$TN,G0R)"))1XM L4\^4 4(_\^VP%^1%HF!1T+]B)_C4P#VE<) U-]CHBZ1 M$!7OF]"#HKTK"M[_X(-](!X2U+=^[#I!VJ-
;]K-8#7=-<2CD*'M.K9BHL/^+ M.!0,>J$P%'*4;:A&Q",#GD6T[#NCM"KRTE#(43:@.B&/C/E-F/C)EE^\?]BL MGO>.TS+6U5)0C%$VG3*A4+#-/0UAPO,)]/]+ G%&&6OJ1(.!>X3W(4>
M>?TGV:J KA2%(HVRQU2*AP+U(_57#MW.?%=O-*IEH6"C["S5 J*@_>2\WGE, M*G$=@(.D!UU:!8H]RK82)"X*!?R: %U'!7?Q%;^20;=7D:SOX+"C[$6U8F+"?
L7^.J%/T1?)";2T,!1RE+VH1D1,P,5,,Z&/-'KQT\1D M.M0K-:#0(VY1U<*B*GPZR4.T/2\)Q1MQNUHO'";.CU&<.,'_\]>ZE61]>2CF MB!M7E:#'=C"FO'.GA2R4Z* (%%^4O6JM.,>&E#-
,B2-7WW()** H&] Z88Z, MYWW$SSZ64:CTQU9+07%%V4G*A#JVX>5QQ+%TZ!=^#8Y@0S&KAV(<&<;?J)^P M'O!P]4V8^6@DIV*2HE!X4;9_2O&.#/5,)/S@]P_^LA4B]?=Y-
LLXUY6#@HRR MV9,+=F2$'RGA3!.V[!9Q7/RB 9W,YS++JRH/11QEKZ<7%!?YNSC>$&J*?TTM M* LHVSZHT,>V,^G=ONV;M\]/_,:,Q,I42D&Q1MGRR80Z,K8/T1-U>,+\V7;U M'
7RZR&U!:$(HVSP%*(=&>12/^KA/2@"!19E9UQ>&MA=EQR<3"@G;-#:S;]E?ZF&7%(4"CG-%4B7>L:'>>'Y"O+1+U414DMVYOA:4 M)P[E$"A4=S[OY$@^&<8?
0EGQ(FCD'CI4E_EX9=6@;* >(:H$1>%@E^C8,-0 MHB(0E$K&@*0H%'+$LT.)>#BQEVE0\V[N2=_,4B$NJP$%'O$042TL4GQ:0GB? M_1=R[21.UD,5_K(:4/P1#Q35PJ+%S],K-
O$L(O69^4%!*-J(H;"UHJ& /%LY M09"GR%:!?% 0"C)BS&NM:"@@WZP(73"C]H%&7Y)E=K=3!;:D A1TQ,A6I:@X MX+_N[Y&G]]^4R->4!F,:42E!7E8?BCGJQ4B[HD9$7 M"9Z+ZR?
1F3NV;U,%/>AK05E V:Y"A<:96PLW^953:ZD<%&_$C6F=8#AWIC;/ M@>_>!I&C7)>7BD'Q1=R%UHB% N^E$WZFFW7B;A]IY!+"CT_BW6@#;(B #4 I M0=R?
&D&!XRZ(5BM^F2AR/XL\L?%DDX@GQ%G_E$X#93TH-9B7. &"(ZV"XOU% M+^)=;J=D3B@/4W@BK\DE^]#G>F(,JD/Y01ZY[]H+]$I^#W MQ$M94-^.+D8[+SE/@SIYN+YYF-U<\
[_-)O=WU^,G]H_+\?WXX>IF-/OEYN9I MUCY-ZMR)GP5QF_ABX3CK5!])D,3Y3_:*F?W@]\)S/#L'_V.4[AT4^52SZK#: M[0=9$\G&<2[6/ 'VH./;X$6Z?YSKT4&W)/G)A,_<62P?
6)F2>.P'B> M, /ENIO51CP>=TV8X S&[!6;\8K[ZOXMBU/=F;W^OXV6A;B+6>%8U*";D3O& M2+C@3T*FXXNM7-(WNOCI=A1Y7_R@[E+$;L$#J8V6&;F+%1T<'G0N]7P9<])#
M!N7VI%@'?+9("!=U5D'.AJ8:7L;E]A2!$,'G;;_8?XA"5[>6DA3'2]/< 4\J M!-#Y,5B>PUELU2A>?NCV7'>)KI&I!W3;7\\\P>M?<)? MI:P^FJH_,H&W@)?
PNCWAICBAC\)"A\&G7ZHZ>#FT.R7/UH.P_*C@T=GR;SLV]T=E]1C8 -%E$W 5652LB2K@I>JNQ.BU$B@$A+F[V_.CD!Z=F:LH?"$TX>Z::_*L/QR6E<=+[=W!H;X2 W2* M[OD]I5.
[Y1F.2+H_%@BHBKXN5_[_IX28$,^EB]SI2.WPU9D2?G MM6AB5(>#VHIX^>4[.(J H8+.GC@>JYT4-*>$DCIX*>P[.BI48H%.5].5-H36 M+MK&R[2/MXNQ6TU ?
&,F]>^4N!/8L_!KL'XBKEORJRM"W1:$X:'B4ED)[T6! M+M:_6C301UN3<]\.3GI[>)R@ ^>Y_6>[C[E!$'W5W)&K+8SWED%[@A32HS-3 MR
"@N[I8*8GWLD$W1JY.;G1"QIXG^L\D<7RVE[ERUGY2^\Y*?K8IJX#W&$(' M![9J%/!9V@?DBRT,S^A#R9*_@_1"T@WH?13S;>=DSG:BR@-WLX;P'F#HY!B^
M"6KH;$])XO@A\6X<&O*SZ=)UC#E_.$A.,*0NWML/[3F%8X-.8W6A9+)8Q'Q! MHH]%X@GLVW0QCJ"-N*0FWG,6G>[.E;AT2KUUV88>!502CWTKDGJ MH=&?
2BW_^9R*J"?)GGA0)4"&K)QNQ%9TWK9A>RA0\;H<,A5LL!*>&E05E%A3 MUC)*2@HE [_0_6)('C(!5X$3QY.YL.7C5Q_"0[7*$.FH2E'(787D,RETZ3I:
ML>6OPFM24]8R&F2J=>@QJ9%DG]T-:7@0RM8X-V4'VTAUM'E.YIN@FF)*?RG!K!E;4A)6YLQ#;T@3=/ Y MK4]%P?X>D)J<%-*L%R"76,LO6),%4:L*'8.*KB5LZ>LGY-
Y_X>$XY6P7!5EA M>66:M&5- D4=\\V!0N>X//6P/?&$"K$]<:#R2*A(*0T]YY/7QYZ2P5R: 6(9 M?VG^[_$F64;4__?>"Z/CK5K/FER+9GS) +"2)_&1UK,BLVX: M+%M:&#Y*)).JR:+B"-
G_C-F!+2EL.(3>O_@^F>]N+*2AU(5P)Q[H5'\H_0/L M4'KVQ/[X>//P-!M-;D>3QYOI^.F.%1B-'WC)CX_3FU]8M;M?;T;WDQG2@SEI M4-=.&OW!M+3"^2S:?
+1IT#\?/Q^%!=N.GV.:%,!G_]H#S_[!4XA[&S=AZTE" M7WR72$Z;6='ZDD, 7=KY?LZ688B+6*VT,['T6'G?\[KBR-A+896A7R=#RS-E M-D/T;,?
D%D4;,1L+#TCYH4E9="\9FJ\RM@J^M_- MNE:"[ZW_2KS??$H"$O.3"_9?&-B0BFA[/5/DX2B@;R\RN73!$@?%\%(5FU!1 MW_=>]3_O4/[:CU+G987Q]'-6IL,'$?+:!"I_DJBI/)/)- M/]
DQ0<3J*$4URXR@"0,*+*B5CQTT#_0*(J9M#E7W?\K%1I,:$2-: .^)[;+ M[,7UB*]9LJ<9 >L#0-7!Q%. 84 ?65.&(/L\?TCXF@WZ(!+1C5EW58L%9;7! MA%2 Q$!QP][*#WT^
MOA/_A6@)TE8<3'@$$)TJA]]M=G%(YGXH1%#>,LRRSS"PS7X^>TF(706S9,O M#(B[U=KQJ3CI?:-8PWML7'4[0A%3.4UB][_/# M -@K%H;RA^]C4,@Z9 :Y@_@A"J.R=)F.
K9@P/IX9Q/&/!LA@FX^[T)FX$F< ME'I9[+XRYS2L-I0\?->("1KHU'UP_##F=H3$D_#FE7=OX\?+-#\%SVZOV GH MJT))PW=]@'&PB[$ITS.Z<9,-91TV(JRV)I0O? \(%
5TNM2FO.FDAGD4W.UD M9@U1^R55?MKFAQNN3[L(W4LRCRC9O1Y 8F8GJ,.]D.';@4$/.\X/Z>+A ,H MGPE4R]LF)75;:<9)0_WF3\+CBIVA*UMQI&2YN6 55QLD./P%5
M'GR'5.>XHAL&UEN((^J@&)0Q?!=4K7P#'MGE"\[7_HOOD="+#V[&<*^UR@5E MU@J4;7Q'5!-TS)7A?:H,(5GPZW&HZE!2[_&+XP>IN2E<-\PRY5XZL>\"!SBD
M(:A2X#NX&F(T8".1YR[/K\T+N?2.:4TU*./XWC&0_.A3KWXEROHONJY) V'< M$)1)?+]90XS0N:U=&@)6C_GB$T'&YZ[T'@>K52$,H3OUP)B@,X5:)[(.M_%;%IN"GSO
)W/QC@U7@W; M\$9X![,%3'-S.@SQ6_$7RSY%,84 MQ%F0APV_Z#N95Y(RZ:=Y\Y:@+.([TIJB-!AZ-4MKPV:@Q.([PQKA8RNKQ0D# MED[.N"$HL_A.KX88H7,+>3F3329^Y+&?
4^+$Y)JD?P)#;5NV#=4 ?&=9=TA: MJQ2W$65J'J:/B+C;)^J$,>MW>M]&_"L0Q/!X.^'NIW[,E/U:A-JELNO?L#W* MQZ%JA>]K.R(7Z'I7(Z9>7Y25H#SC>^, LG=Z)C:LW*:
US=_["71J1W/H0.H^6>09Y5OM!>(!Y$0N1A < M/A%>L@_-;$/LZ?)U3]_F=Q?WTQG_^$PR/XVNKZYO;NZ>T)_I[?Z$+/10[V] MZN?LR*U>ZM4S<\Z5?%Q.+,F5W(2
5('X@B@*N<4#/M=;7VV(M-1+@OYL[T&W M="_W2HI;1HA*V0Y/&NH%*F0]LB%$5Y^0ML6SO?T?^QGP8?73O85@3QTC-46M MR>IH0(=48G0NQI[G<^2J(DI6W)END 4-
JV=&I*;RI*W/3:H<5O EK,D.:##%3A- YK6[>6#?3O,F/ M_X9P[ITM: MI^^&R5BOES3Q@XUT=S3/1]"H1]#X04L#.H&6/:?"IZ#4*A6_+AZWO7DEU/5C
MDKEM)VMQ!ODKFW)$>B"1+B!?Q&^4YP>@ MZL-)KFX"AZWDI1K;G+U*_<%D73<#!)V_L?=?FS@1@0E/D<2[*/K^[,1ILFNV MGA*H3PG;&<=^0K*GT%(YI\2-
%J%H16BLRCO;]Y<'DP;^6"3TM)C(TZ:4SW,D MT[ZL\ "2OZNZC[89X,E 2_E!&RSG:]H80,[W!E+AK:E;TB1M9 "YW9N(-:#9 M\3>'4B=,=.[1!DT-)Y]
[8YS0&1[&V4(+X[F3MQQ]^$N"G7S(]/3.C& MOT=XV/.>2+,MBOO*B9>W0?1E#TLI=OLO36*WK\:S7T:W]Y/?9NBQVCOQC$*T
M:VJAG8#QOCS2B*_7O=_>]PC#CJ,#FM#1E/2BM'[K<(73\@)3F?HLY&?^\-$*@0%]CK7N5>#^#^[A# [M>>"[\(5U**+;WZB?D.OH MBV)Y5%?6FL-Y.$5RD='9V"VQ[WFFI;W"
%_^K:UES5$XG"$(#.AFN*V9S&_]T&%[W'!Q%<4B+DXD$5&O+. MV'-;;N " M,,0'G=#K;#UK_%R@MJ(]A^@FNWD0&CW%.O C.];1LHV6O_G*ZZBKV'/6#=R0 M01!
'S+YT[2\IX;O\M94L><$VF 5H4-@T#OFP[2/E+#-KI>O\+()BZW)Q60VCF.BVK4T;0^J'79Y<=I@=V)JD]O"1V?; M=(+8584J@TT.(S B@S[&:F'4,C@0PG:M
M:8"GA8O&\MXT[]/ZB79H$U"J;?)X&2,T:$,!C^=31LR!VX!JA$U.-'.,.DUH M?_3C=9<03R33YHOHV#1Z#MP 5!6L<.:9"F>)N6=KFOR^C?O'QJ>$"<#4-MGR MN_T)O_C/?
KKF112$&K0!Y=0FYY\Y1H/>$E3$O6/\A N?+7UUFT9 5:@"V.3[M R,R:-XELUB-%3.>Z6O;@&J"3:Y#O,SC%Q(Z;1-.$63AWIK*P$)= F7R A4%;^=("-8XW3"W)9)[=JE;'
MQRKK0;FVR=4'PP)]8-9WLY!GW92U4E7P%13KB:M!!)V[HCF!6U(C\WF$1]B; MF<^3L9E%H>ZC#PF?(I@"Y?_8AQZ
MY1\42LHUIY>/057,)M=9CZBCFYA64J0Y[*JGREFNJR)>*89R93MV/Z!Z:).' M#H>K 9O+G@SCD4R@3;[%KHW=,%^5:85"_GSW!QIMUKMQ5_N4=U^Z9]8%J)[: MY!<].D-?
MTX70=I#EU^>/)9:&_<"G,'F5#2[(4]?MW+WI*T&N4U_L,D_WEKH M3G0*.Y?MU[0$,-%4FUS\1P7HK-6#7 28Z+9-QQK'QL@&]9:D8!!N7W[5322!
M^Q=QJ"*8B]=058#J@A7'&CIA+/$MYHGL>3?K,Q5F)2L%H6S8=! AD=8"%K+\ M*"3F75.Q<% 0RH)-OGJ)M.@L[#)PY.&VH;<[HA)O"P "4>%-0)FSR;MMC%!/ MF7W$*[ALBIO,"Q?
M>8[HD&?*D%TCX%5!-:'4].;]-<)P,GQ MBE]U3U]A4:5=U=0#YT6VEDD0,.C\3?W%DLT.G^+T(M+D.7'\D$=NY">1/$#' M]/YVJT:AS/?FE&O+?
>0UJC%D9\=>G"X\9G,+SDJ/#_T\NACQ36T0Q:PU]H^TV5$T'^4-CYS0&Q6:'NW;'NT: MQTE:1Q=.F"6FW#^^E+Y5\%A >I>TT@GV[S+IUY$=-8^4T*]-Y_<:H=.J)Z:T
MEX'R@L+Q>X+\I%*G:GF8I1")5GQ[5^]Z8X+\0@*/&>R94\C;4[)Q[P]M7+&I MT;XM8>AX:Z-Y1$>B/9STM3))2]Y(@ $S;@@I76^I-YJCA#V1 -/3OF5D4])0 M%0XS '<$,+X1J!JU:\
(6;T']ZN;-]X_\.)BWL+PIND37\+,-NMU(+KB M!)=.P&\ SI:$)'M&(.G0!$X+1KSC4_%(^T>V#V-]7)4")4NC_4UE MM+.Z(U%Y5*J-HLT[00IXZP>PNA;.N*SK$V
@:JHACSP(/0<#"H0#_@@JW>4K M#9BWE84Q+XKT9,-SP1 !EK:2\E@/3A1[UF8RBI@KS>5-%0>EE!*C:_YXMV9 MBV?IPS.EP?#N<#
4:H]*U=$VA6G71!:$76^F)."7;,5C+*+'HL/YY4W8'K%- MNVA;1EBO+XN]ANT8VS6,/8 [49/J_K$+M/$-PHU#0_X.)G\9[)%0T>=Z:_## MH37(JX[^Q"O_><3VRZF%P#$'>7=R*?
0#75X#Z8KN07\ @U-1!7G8Z>@XO"BK MDQU_J(@3T644,-AB'AF9;*_)W'=]R5+RQ\KL6:C_'\XZBO\V2IL9_2EKZ,](M(T?T C!>#LHA^4 J-
#Q$"3%::QHT@3V*:JDY=&.8(H(_ECZ0:$&=]=)W[\)Y M1%>Y1^=CJ+#X0?' W_@\71Q?I(N<<5PXSTF MH30 W024PVHK@2WM8$ M.OPQ6PA,KQ^CE9"EM,8HK8)[=QFA-7#9+9Y
MCLD?&];:S8O\2*P2^K*O-LKJ(1WMEGL/6!=*:V =3I?[SJ)EE;!7@-JZ*B< M)&MDQQ\>IM&QRBC9MY4XDF91LJ,_Y7]#\GVJL4W_"QC= MT/HG'&%B!F%/U]+XBSTA\:Y]
<3D@M0)/2S:%!X0[2=PX'[%Z9GE[S9N#OHPY M**;;0=(K\84X8.E-?1CGC5H"/VDY-+I;X(I^>>K06V5HTX'5P>\K#(EZ,P@L MX?M3S&S1#;-*S!"IDCT?
E@,G.AL@@_68H%/U2/V(ILE6I\0-G#@6*V$7[(EXM1NM@[\!#8%ZZL! M.>PMYT9O\RT4L9X(N_?_V/B>GP!F25Y>7AQ(4&^I-7HC2(<0OO<#\7<,=&*]<^2 M_9AMRG('-N-
!-7I96PV;LB#&L<6EN.9R][ERTI ^_$.#X1L MPR:PW1?M66Z$F2WLYMF@=AK:D&)M.]A^BUYX!J*'/U-++[2JIN?*O1W%M5;D M"?E\XJ!P3NWT-L\1MKWBB:0
8SUWSH!;..%3!U,8T3T?^PZ+A]6RSJ9)X!/9,?AWPHEA;1/W9=RF:]/+D4S[MB3+^^#>P)_CCT0[%$IU_H*<]@EJIJ M_+A+9SRP80ICA:L]>I2&:C6>94KJ9*$!LAKO!/,;)!.
($Q+"VJ5(>Y-PBGA M2I*22X'A32[[<'W-K'# M?R9RO9HQ5*AF!TM:S0,051!JMYA'(ZOR>B94SHBF&O;&7J5> MAQFW(0"@;\WWWH3="LS(%U-
7"WFQ#9HZI4X5.0SH7.6O"*4GM6S!G_] O,P0 M%Q," 'ELWB*V@[4)R6WQP]\E2;)[J39.U2PEDAQ?V)NI<[*O6K-\LUH'T9:0
M&:$O/C_&SW-.%849!Z(;PJTX)6ZT"/U_,V%$1*20T,BF=_Y)"X)G.D\0UCM# MZ-/-7L)ZD42TYF2=QBZXB?^2[Q>,E*UYV]A34,]JU19TB_3G(1+/UI#"ZZ-"
MCD^AG[10G4;-8N\@>M::%E#C+V_J,G M#:Z(70LV3-O,A[%A@]@)V\S2'K;$S2(C/@X3W^-]]5_84L?=4'$2=?/*7]8@ MWBW#B9NS37ZZW2#791_?PEXD-
%:7KN'&M^XF*0%55K^2L,PX,2#R;' "&0)W M:LIO;H4;PO7QAFD##9W@:A,GT8K0>)RP%)8$_B[LY7;/ MVI@2Q\@\]/!1[&PTAAD)^_B@(F6Y0R-6:,A0N2)PKD$7627S_Q-ZV9 'SVT
1']/$M.TXB MCQ/-VAUJ^-$;',4 (W466AA/L5CS%^];,(HT]S^<".$$A]OMR:_0^K=J '^O[=AB& MH\T#QX*U<.!DP72BZ_.#LR)&DXQ)@W9HV"'F2]3NB&J[QF MPU!3UHZ1>
[P]0@T$A8NE-G (,M32&G;P*==*)1_]F\4Q^]&/5SS4@B8^4Q/^ M'%>L-(3*&MBI.'6:4[1M -%[RM+W0+[,2.A'5!R'$D]\^7I#6,GW2NPA%:&S
M3V^I^TPX@".!/K'<1^&"S8(K$5;/OJ.>6NI+VV&,CC:YU(-0L %V,*F;7&3E M[6!3I9<:/FSQ)!6,,.^:SF\D*8X]]ZC5JN*T5XB,;NLR:PPAHZ8H^@QDQ(14 M5I1D@B*L@5
F9K+E4Z=DEA%I,.M*VF&3^I]AI 4LG\?C[4I66^HNW1B,EY0 M(B0X[)UTDF'U#:HC\RN%O<*.@4S][&Q^\1?+9^I["W+EK/W$"3XZH9-JU_W] ME7*9#:N*EH?>#-
WJHML$F9YV0$]?HNR:P"_I8]!*/J2EP9XVZSC0 - 3[+-H MDRPG+G'"VTW(G7BZD:"J 6_^P1E;<'7PX"^ CN-1!S'BX&19_#XZ9S!XVO/ MX'%?
N&*OV_4E85:NMZVE@;).N2RHMNTV3*BR1/8A28I;L>(.)IEDZ!0>'_% M$C)U]DU:P1)"51$^Z6.^IUF[(*NCW3*$]IK080'M^RE=]4 M!M@V605+!L/1K)L,ATP%?
|:S;]6>:2V7!+4ZIF;$,B-8"CM21QWQNS>^E_U#$=71N$7D2Y!]W)I1A=+.__'JP MI05QLY7TR=!*KDM&6_EL)P\8>#42=(89[!BR<8X"I=E?$Z)1U8BI=HC]5VRU[_)G/T@=/VU
M$Z0"\)(,C3H;7BMZDY:Q'^H^NGXTAQ]=C_CSOY.Y2+"6KS**L]A=6$!%L=$R M:@7[$? CZ$<36-%U0=QPG,Q_X^E PF1"I_YBF>RZO\O@=.4$?$NMUFY."NH
M.JALVS#VJ^1'T)B.P$=7HIW?]C*B-/K"+PP!S@:*A8%D_SQ@LA4@];23*T]8 M-Z]^06 MPDV-Z*W60X^]0/"*U&/7DX']M&8B\Z^*=*+*A"W(=F3%E=1*,L2R2L#ZZ(?
M'/=M>HTPQ.21_Z@-EVE]*)^#]$098B'E]-C/Z-;GFPD]GC[K-J+[[RDN]A3Z-]DV+ M++N\6Z-Y1$>\8ZSLKFNC8M]&^\[Q/+T';90Z.$I[N$O/B_B:52T/Y2PSL.>K
MC!HZU1QHFNR[1^N '3%I#?7KZ"G.K,G(V[^HE:D$0TGO;V3#<'0%O[LIS>LKBA7@2$/[:CQOG;W>H;\1+BV.'P7:8?%*' M";Z/\,0SU>/."]#T]9;D&SZGKS<3#_L.T3E]?45-;4Q?
K\F\]$@C;^,F$YHY M,^7YLNI+VC'(D RM%)5^,@##J.2^GZPSL2HEJ(X?I(LE5I6T:^3 =L\9EW3 M&<FBF3@UFK7FKE;"OJ(^L0ZQODV1)J/KROJ0P9L(Q,+@J
6Q2^/DC'_#IFI4WDRZH(#N7F=UDEA/05+0OOV)1QQK[/8P:OR0L)HC4' M4Q9/V[Y=[$4EHM9TA&!%Y3MJ1 "91>"'V.8B+*HFG=C 0!CYT* MO8_4SXPZ[M5:ZV4>S;N\/1-
P4GF,IVU&F3A.QO@2!FY8=^G*2Q*S>O:QX3 MT M5IGY.E0SS];2I:VLM(E]7WU0*BEA!-^U(WR8*919W^('TH%K1]8N]L7WX6RU
MUGX"2U422@3Z"1U@['!#/YDK+9Q9*^A)#_"5I@GL MG1JKP=PQ+)*CND/X[OL>[A!F'Q^)KY_O!Y[:S93S_<#S_4"K%;0RC9SO!Z(' MRW]E]P-+/3_?O$"Z>6')5;KSS8OSS8OSS0O_?
KYNO;7,#D<^;JV);?[SM>U MS]>US]>UAWU=>QS'A"<%,SA@O-I0#J+>>]5%VU_]/9#N"!KZT2]8_-HLU9T$ ML\B:QK98^&K:&3]?BY:.79.I$=UFJG^@/G&R<=OHSD<\)WSE9-
^F,._AC+E-;I*.OD_DFE MP?/%DY9<#,EJW3$)PH7/]O&9&-T:*U7SYQLCG?(T)*W[$$7>%S\(.M:VNF;/ MMT#:(HB_E^W@\F9^T?F>.#$1CR1/YI_B=#"UGT,US7_-ETJZ11)?
%X]Z8M+' ME-QX(N[O#=%!F4C_#L\I6RP:^_4EV+!DZ?X2MB"A $[]NY]Y]D/&+BDIZ"< MSCZ_F@KOHIV3-:@;6:#(_1'9\N/S+L\TI,UC?XZ+;ZR=D;0L/<^3#;*_IVG
M1LE/+#,9"R.Z_3[(X%/HK^T.9T]D3."@S6K+*::W=0!<94_X5*4CY_0)[Z![=H9FJ.S5?]96KGQ:C\!5XI%3MTB>@,JV M7P#UN5:%*^L)'T!U1]%7J:G=ZR=
<*T_X1*HM'5]G6L@=8Y,YO_)Y&T1?8F5Z MR#<]I(?<=6(4S4>\&R/1CW.BR%/+B7-.%-E*+6KMWM% .R>*//Y,9X>B'MDP MG!-%GA-%GA-%GA-%GA-%*AK 3FH#5M-SHDB-
N3HGBK1E=$D>=$ MD>=$D=T-Z >2<+_9(XU>?(]XE]M/,?'N]H?Q8S?Q7X1O5.^M:M+65Y\(LCD! M@SX#*;YES?X>$$$X^/EQ4&UL.X*O7"8H#UJ=9DM&R*4CSBA6/()8HT"R\N>
< MB6HD!ZTDS,:ZA'CBQ3>>A2\VG># #9P3(AIBC;X.>G2V'*GX*1J[?VQ\2J3Y M+FQN=]:GQ"LN#'Q:C&A\>PL'7>?BR$WJT?,M#9WP5,@/4U
MO(ES'D%CO"T,=W^B3ABSGDSF>=)89CJ?HF)&)MGF&E+S*\[C!\;(DNGI($?(MY#EQF&ALGWCSZBZ=<$%N(RH)H)?;DU:-GI/O=\#R]+=\J/!:@G
M\RI:@&F[H^:Q3K&R;.6L;WZ\)!Y/GJ4\=:HOC^SGZY3BRN&/"B+TJ6/7O:GS MY2,3B3+9(26BV/[THY"8!U"]O"G?#ND7 K;C744MNJ3D0XN!%L^ V?9]P]3
M(BBGXG=F4W'VB5'^#1%\+;YRGI1[FY0EN[TI>68?V+\YHW@4@Y>7%S_%N58M M<3>F6LK+_H-LE\![]]$)-W/V)QMB5$L3L/9)SK!&"%@SX9:S$&MSKD@KG/8T
MK$0)G44QB95G4"V1JCK81SI]F38 /T3G,I#XSCX*GSYO."VUPN6,3F-MD[N=*_2:K<(IK,J+S8I%YWTB#,+ PURB:!JH..R:)V<()J8H<:]>;<-,-?T"+37_:
M89/5KZX>=BA0[ZXQ+6:##HMOH!'ME:&W3,Q'6"GWH =6._$&+B/PL4%6UVN MH,ZR'\V<9:E?;/>5LV=L&)ZQ@\4KZ!DW>943]HYI@;)C>3#;A![=%@8?A%%]
MS5/VCD%Q&_0B(9T#&JA%.X48I$--C]5)KA.R/QX+-XLUKSGZB=MG^I[,Y8DR/1YJCXJ?)O=I\;B>^).,?"%['|MSM8"G?!]7LR M=2TYE F4E[+U'(\V5D2A'!7T_6A!/]/*)?

*4MMBN4U+!MW/1E?N?SH6?CKNJ;S`MK;HZ=A"]4U$`/[;8R<.^/5+?);]& 4.4AP/K+";P.K;MU*NAAC(E+.;93)$9*
M6739E+]J3>Q+**VIDX%A'6M7;!;PDQD#V/%,>;NKBWU[H35S>2SE UG$Z]>//MY20 M_)IA$TY5;4 7-/:N;/0(H9.Z"RNZ"^.,$;GC7-3XY604[M@V].^%DXA?6:#A, MY@FLN7 ME]
>@\)\N 3.;S9403/D7S#FH" M4=6U#/ CJ'DY7*,J!<(/%"WUJK+B]MMCU)>W@OJ(TE4V$?4"X8=5\@Y!W;5U M90=+29TPZ-&.Y4X], "MM\(VAAW,R/5+R4=1D)9N35E;NKJ)7>JW% G95#6P EMEV0ZS2EEEM.+CKZDYNF;DGP8:R,*ZTO;,0(;V*9Z<=" P^[;--LO)V*+2 M. T?MARX%,8P[YKNU$52'-MT]=7]@ JER.A6]VR%KQO*BSON(HVZK1EJEK(
M[AOUVETYB=?+/VCW>=5=L?.%3.:*(Q\3OP^T1>QQ:Z09;8&S;&A_"IT5D][_M-X^RBEV3\5U;%?LHI<4H5T!A/M3?IT,]) OQ' 3N25G:X=093:ZB.(F5#Z5*
M*V""9!N2JQ1[T)3RE4:.@WK9NB^%_3Z $7EU EKB1\_C%K,GJ[(`7YXBOA?5 M.M5_^%[B5,];S5_"&F7MC(H=;B?G>QG)_O9R7YVLI^=[&R#=;(?["1Y#V]>W6#CI:YF[HK2Y#V%MSD YLI+NA$%CLU MF>>,,>Y.?*1DY6)6<@8!5,%'G!%W8"@L(RV+U T?PD\(Y>NPU]"WQ T%F] ML05&YG!@3FN%N(V/&RUX$$7L$VS;=PZKC@G4WI/WS3PGJ;-C_+VSRI45HMZ
MIK^3>9DQC?]44<6.1;V1\U0A#;[GM*YS%8L#8^C>-C^]5O, 1-W;Y$LM=TWM ML;@K.TQ:ZB1!=Z0>S$:1T5];3OHD"N5D@=;7!13\(A+WP16NJ>SE6AJ8:] M@5*15_49!€T -
B[*3]5Q 9I23\M_<=2M<'!^P@;$G??$1_%2=#2F3F5C#$IQ M\,/;VJVO-?D,AKVM/4<&G2.#AG#4;V]DT&GL9AM0T,(^<;A=;5O9[M%6VP=96+BKYD1G4KO.MM'7UR?H6RT=7&
<4F*VV&XVL[N%D5R5?]EFU"D%2RA M1J5F.D[ZC3/=?>X^>_>/W\7S.EHB\1S=AHEHLL*RLE#L M>XN]TH.OZ+W=,TZC*>8TYY32)/*#%9:]T#N3^:2FFAUD 900QE6_RV?^-=_U
MUP"=_A(74]+7<6FV4.J4\5%- 0!E/GDBL> $[KFDO +9Q+[Q8K6E1C')@8 M+:.DHA??OCH?_E*PWU%TZ,=EMK0Y{)[54K+Y!=62FI+!7V#&0]2=SQ23PUY74
M4;R7*09UM1Q:5+L9;C4&2B9S6ZLDP?B!#=/EC'7/^Y7UDR?XOGI4@JV]@)9# MI2WJ>A1Z@0\?2[%IKZW(%?.VD^15X,3O9/X;-MCQ4*DPF=,@W49/%05!G>BDPO4Z9U/^&=W-?
U37N-KZID!TU:U8-PU.]JC:\|/ M9-]3;QGK"@+-V4^]G07K]:9HP^2RHANI26PCF/ M /0YR="@C9,RR=#/YR1#YR1#V?KUN$F&OM8L0SIGKQ,N%![VP]_M4'Q#MWJA
M_YDFO#^N+YU_7W4@7BJ]P^OJ,,AEGE7>[$>&C_^]&_VJQ45@]KG3!'1AL^$>8)=H\Q[G.]0G=694 M>-5KBPXBU9]\^Y;LMLN[A_PD>^HD9):((W%"78]0G%!SZ0-
JP)EI;0U$*S7 MP5+NR,VKG]P2HJ2&5]/6P@Z[@(\A("6#:>K*.!Q)=0)#)!TJM0;5'8U& CH M7-W7W(_/9L#+B-.+H"[_'XZS9;U3O,9FU,]S701H U),!9 N^B+++/Y#9X\B4D
MWN5VDBP)C;6&$%P,2$_W*UYC@V@("/]@*]L$9KS-+&*A O814 M36!$;G9;. M\ZS=@16X&Z9C;+EZY00!5Z_|+"LK;'J@;=(PD.:_6$%S1S V3K%BPU.'5]%]
M%86S)'(_/SIT0M,ELGBOC]FCV9*!KG)0 BH#5:,+[4)9&*&*8!"T3\G;V7+C M%AJX%>5D*ZH *7YO!<5:T?L*)\N_M5N%Q1]H%,O<)_+BZ/Y_^'!Y)S/Z3&\' M(F/XU9JP\4M\E;^#>>&443
M4/++M]-1HL;%MP.Y[_,0^$"^CH."49;.R6'YQ"9ZHOUBHCLA;-PQEW@[?3DOG2TXPE';#-YMB'ZXKL%H .RRG\5L;|W3<18$;&+'!4U"&;?1 M[=0 NZ.<8Q7ZE1F;R7R\6%#Q\C>S-
B&_8!O\0@+^>HD3!'?A-9D[FR'Y>2&U MR[/J25';3T!1W9#=2\XLAKL>C@.O;'KT@WQ/'Z0;4.5"=HCA M@-.KRNUGQ=V<*=&*VI+@T I\XA22VKL([&)GUWP3[]8./YLY.GT=SSN?
R6[_M<D&3Z6&;?]97GOUG$-XR.DE:$6:V3W%U]'C2K: #*H8V^M)BTNUO&X2UC1">FA'?"9<;;K4@+F=@>"-I_ M\
>BI&MPHS:@[%C@UFF$CF7#RGP^;S*)V1'WHY/<,FJD%KJX71<"\))D1>IV MP6:V7]$RE&H[XG^Z0A)=)434\$,41FO"7S<+%W>A&ZU(]@B+D2X13J2U:
JE"V[/"V@+$PW\]J3[=RH0B.\U"W+/W^#XG7;]Y\=/ M^WYESREQ\F+1=|'U+%XF'C_'"75=V(4S'=59WK_$-V:%NO(_=_"3N'L!A)C.6YYN=D(L&%>%4GZ[HZ<;>R
MTM>G%DHX?8$EP9<4\T.E@';"^/*GMS@,=L1\T-0^;,&6=F:HM@).D&J M5LFU(Y$8W8$S9>"QSR_'H7=-7D@0K=/\E>(@2__-] R=LJZ)GP9H(+.X(P$ M 3]G#+V/#OU,N-
L)2)^^)G:VHR;<0?%)^X#"472T=;>RL_]/G6@%]W!K(' MK(Z>[Z,)AT;0]!:GA??]EHDC;FF$3)$VQ)NDL5=1&(N8UB?G5?DRCVDCZ->Y MC=AJ{I$E@RI;"Q.O?]FLC2R$UD=.
M_3QOLPG981F!U'LEGB8AV!SS#YR5;1 M4_W!P*>;.-WCVH=KI0Y6,)9XX-7V\-[[<[LMD_1]_<:@'!INV_H0=&]B>?:6M M4<++WCVI%D$D
<(EVT;8==>M3YV#M4J0Z0PG=VIF)N=>\2'A3[,A@^$!K=;=E< MRKTDH?<8."'D1=9^OF:'YM1JO>GX;B0_MC=5W+GT7;[ZYA=*/H5^$D[GGP"^ M.U4U_'=
~AL956>?'D#T#6OCR6DBKOS%DTT2)T[(KR2D=XYZ6#'(^7^%EI7 MZZNNE@PZ5AIODM=BVSY+')]@Q@FV1>:#>(#B+DS=$++T\1W14/LQ(,F:Y56
M00V^F>0F/+U&68RS3*|7BE]F0MR\$NKZL>JZ>).V\%^LZTMI&@,[Z'#GMF/E M-[)SXO-<3S%;C]R\KOW,+YX/G_Z,&N#3^*_V66KBP+1|UT -BG6 M+"LY6ITL+&_"8:ML-CMQ'U'?
EOS>Q8&&L55DH+_H*RJ60W?VS$Q9\\OT,L MTK<\+9TPD_F!IT.-V1S0FR*:=P'_[4K;%+0IC5_O!EZ+6'G_B*'WASW ?\MS M<&I?3^*@LQ3U'|;OPD!@:OQA#_"?*AV3^'5N
+5@91MH7*6OZ01V1/ M15Y*Y5GU!['N-_"5]/F4[N TOP,&GIPH=@2Q9H&F#_SU=QYN7Q_$^B,XB#6/ M7!WM6CS'L)YC6,\QK,<8UG,,ZSF&]1S#>HYA/<>PGF-
8B_EA]G$DNOA5117K M [>ZBUW5 H=^?H8:GHQWD'H2X^2CC58]EWM5>IB8-F%GZ)U%C8FTX"%*R=P M-X%H?C)G8O@N3_?
!!QN&0EXA+ZS,ZO7384!$7GOT)_[!/X_6A*9!$NQWA:^. MHOE(?'?DA-XH^_*^\KX6<@:P0S#T<1'R&CB6[H$D:9Y"SL?XA6')W7A/$=/P M512*1<8R"MCXCC,6]"*V:!
(!)Z"&S@/ST1H|'ENWVV>IO(G5'}$-@GJ933 M#*F+O=4T)!0.!SISCWEPG5"S;__%]YC5CP^2E-ZMULJA:M8*]B;-D,TF$+4- MW'UB@QWW]D,)*,G4N&JL.)Z9L1(3+[">M_D
]J:IC;5O#YO/N9E_(_YBR:>: M%]:E!2D_HEZX_"SZ4K>#Y[V8-H*]08 RV40V2^R]7O68*+/0I(VT_9!0]@! M!9W/X;5 #?IZ7EEF=;;Q<9)0_WF3I$9J2M:\#;]P<<,J)%NHVK3Z!/9-ZE8*
MU0&X@U:U6OD!$.4(:U4QY_!OL5L]"*]@#QHM8-OM4U6KY"&L*\#]^:,3Z'0U MVKDG34.CI#CV'59#L1I"G\YX,;19REQF?>Y#=Y] OP%Z]*WH_;#UC4AB_]"
M9L3=4# _Q27PSGQ,WF81B/!UB*\YB5"N/)U!-<@63V<;S 9\N9V-&RK\?N(0 M+Q\5<7GA?L6/_&@LCK_XR^A[E)0;1'8-0U7(%O=]1TCVY =K;R+%8CH?)^GH MD,])_)O]?
A+]M3H3)]LQT#^N S7[>,5-:.A"530#)=AF+ZH6)?1]!L@]6!2C MI2>UW!24XT$Y4^O00N>Y Q<*3 LZ_Q!41VSQC_:$]#'6!>VF^"YF:W2/HY%4 M)
[#^KX2OZ=P,T@I0BFWQ#&HD' ;;H[5AC&-F3R,9B1T;[GHSRKHPXMZ-"9WC\XZ[!QW.T8_?YG5K]!CC)4S??L>.6 MN*!Z1H$_$1.+>6XUZ=5ZNX+=]A,/P/N,.]/9Z!9D-^IG2R7V_H&-
-FB^OSH M61&[P1$]G55]YR"IJ?0U!5"2(PP^D,:8E{]> G/MZL@-?EZ=(6Q'!<@!4 MGP\H P+2D__B/G+'WWC.V#"1,\!+UA7$CK@V15PFAR4^1!3<,+VYAAL.AW.> M-
9R0PH9T#>-)YY)2&8TI0WIZBP3K8C191DK+U=%X%6U"A.^HH^.1KY!V[2+H M=H=1Y@#_]GDQ'C5]<^":S'W73V#Y]G^NY-LOM/S+.EV(1.>0" Q@VJJF/"CJ^>@\,5OT(,?*=D;>|
MKD9=/3L(T]L=A"RK7'RU/50[Z!153HDF2QO=M7W3^;B4E2PF2>&<4HK4TB^% MZ-[HS:$$T)N!>#9VV1'2^9&O*;.0)W]6FRE--8M'@?+A$+54_22U-EY'[K]E M,U22XG:0
U*\PSUSO4#8CO.QYXFL=D[PZ/C>77CEK/W$"73>#$TU;!>N4MD. M-ZL0!-!M'7?B[U^Z4QNXNK)V#!QCJU8G2D%Y;.
"Q@1&>99.7M8$6E7QH^;%E@'1S$&8CV&*XU&JECCVP5&;- M-L^Q[_D.W$&);(:=YIV+EAJ;P=E&C5K/ZXL"0) MIAYQQM8.)+XNIP+7[125E=#3=,B5ZW"$Z&7'-V6BCS=-
^)%40D^Q8+P&C9G9:A((_6!0M?3?;2L3X58EH-^R5*I0"IB/SAB MQA)4*DM,>ZXIX!+5:60KTL^WM2UL*,3&@TK"!#H;)7/-V\=5WN?0EX#^\BC M$4LZ 8]*1.!J;4'2>
/B>$.\N[#@786YZ/6M8-\W;*0%38#"U Q9%K*L[U,2 M\(Q8OZ0W5B0SI:PP]CL:YK.C6FQT&ZN:")X(736;%=.:V-=%.Y\9BX#TN[9L MM*YLNZ;L+6M;XS6E[>O)P@L3J4GFY[
N]74&^OJ89T]-MNJ6/5/BP$TK/R((]4SC'E.7ANF*]0T FN-G$2K0CE#A0>YW_/%Z'C."9)#$X@W;Q=2R*(-/Q*
M$T8W$QH_%XMAORNFLBX+7=,6+5&!3@9()8E=4U!ZROZB"77>1=+M#;83R*/- M%<5/D52UQ/UD@|$1EAJN8F]4L>B*XOBQYUKE*_(@%Z272$X-#0]LVEB.F2JQ MCDB#
EG!NG)H$3Y]&"N0RV7LZ53E9D.C-,D+>ME,'^ MD(IHA\HFJ$.%Z94&\.3JO]!3LN_+=24!ZBJ8%RZ,H(=(CNZ4S2.V_-D[OFK] MS4^6^=R69MSD2UHVK[^_\YZ<5^TBSJPQY
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2024-01-01 2024-09-30 0001022652 INSG:CustomerOneMember us-gaap:AccountsReceivableMember us-gaap:CreditConcentrationRiskMember 2023-01-01 2023-12-31 0001022652 INSG:CustomerTwoMember us-gaap:AccountsReceivableMember us-gaap:CreditConcentrationRiskMember 2023-01-01 2023-12-31 0001022652 srt:MinimumMember us-gaap:SubsequentEventMember 2024-11-06 0001022652 srt:MaximumMember us-gaap:SubsequentEventMember 2024-11-06 0001022652 us-gaap:SubsequentEventMember 2024-11-06 iso4217:USD shares iso4217:USD shares pure INSG:Integer false 0001022652 10119720001068240002Y0021068240001618980005P5DP3Y1068240001618980007880000P10YP3YP4YP3YP4Y2P4YP4YS-1INSEEGO CORP.DE81-33776469710 Scranton Road, Suite 200San DiegoCA92121858812-3400Non-accelerated Filertruefalse11972000240900013000061700015612000182020001811800020555000362700049370003577100012123000851000005822600028629000275130001303000238967120000-5327000-904215000-906928000-85063000-10210500011339000012179700032282000225340007343100064469000972300011114000372220004248900042005000336480001106530001069580001202700077090003250000216500050853000264330005176000520000015032000143690004125000389300012176000137030004822000342900012695000123260003154000384800010098000131250000191146000-75000-28205000-5731000-2894000-9686000-691000000-788000012366000013690000-7200045000-864000500007579000-219950002277000-350650003600030000171000440007543000-220250002106000-351090002660000-460006740005550001426000220000302000326300089690000-218050005138000-318460008270007560002425000221800081420002256100027130000-340640000.54-1.95-0.03-3.330.120.020.250.290.66-1.930.23-3.03-0.16-1.95-0.03-3.330.110.020.250.290.06-1.930.23-3.031233650311696755120369891122472213218293116967551203698911224722-1292000-433000-1385000-958000767700-222380003753000-328040002500011687000120008052820000-869254000-6855000-70815000-21805000-21805000-433000-433000160003000300022670002267000756000-756000250001170300012000808308000-891815000-7288000-907830002500011910000120008160020000-912357000-5420000-101763000896900089690000-1292000-1292000146000213000213000122900012290004870001000492400049250002656000827000-827000250001254300013000825851000-904215000-6712000-850630002500010847000110007939520000-857751000-6330000-70118000-31846000-31846000-958000-958000520005100051000804000100060570006058000603000060300002218000-221800025000117030001200080830800-891815000-7288000-907830002500011879000120008010380000-906928000-5327000-10210500051380005138000-1385000-138500017700020700020700028150002815000487000100049240004925000534200053420002425000-24250002500012543000130008258510000-904215000-6712000-850630005138000-318460001324200016270000-788000-013690000-0-231000612000927000111500090100070110001390000281500060300004435000204800099000177000121800043700-6000-0-2432000-77030000274000-7685000-1887000-147900012284000116200014683000256100-1334000-41000453750002240300046000403000360800006114000-3654000-651700033781000-019350000006057000-036000048820007851000013500000-0200012800-32811000-2026000-1682000-205700072280001180300024090003241000511000039020007519000714300011972000144240002775000452200014747000189460004283000333600026900021700020430000id="xdx_802_eus-gaap--OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureAndSignificantAccountingPoliciesTextBlock_zmWsEkFhbLf8" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Note 1. Nature of Business and Significant Accounting Policies   Basis of Presentation and Consolidation   The accompanying unaudited condensed consolidated financial statements (“Financial Statements”) have been prepared by Inseego Corp. (the “Company”, “we”, “us”) in accordance with accounting principles generally accepted in the U.S. (“GAAP”) and applicable rules and regulations of the Securities and Exchange Commission (“SEC”) regarding interim financial reporting. The Financial Statements include the accounts of the Company and its consolidated subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation. These Financial Statements should be read in conjunction with the audited consolidated financial statements and notes as of and for the year ended December 31, 2023, included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023 (the “Form 10-K”).   The condensed consolidated balance sheet as of December 31, 2023 was derived from the audited consolidated financial statements as of that date, but does not include all disclosures required by GAAP. In management’s opinion, the accompanying Financial Statements reflect all normal recurring adjustments necessary for their fair presentation. Other than described below, there have been no changes to the Company’s significant accounting policies described in the Form 10-K that have had a material impact on the Company’s Financial Statements. The results of operations for the interim periods presented are not necessarily indicative of results to be expected for any other interim period or for the year as a whole.   Planned Divestiture of the Telematics Business <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt

0"> On September 16, 2024, the Company and its subsidiary Inseego SA (Pty) Ltd ("Seller") entered into a Share Purchase Agreement (the "Purchase Agreement") with Light Sabre SPV Limited (which subsequently novated its benefits and obligations under the Purchase Agreement to Ctrack Holdings (the "Purchaser")), pursuant to which Inseego agreed to sell to the Purchaser the entire issued share capital of the Company's Inseego International Holdings Limited subsidiary in exchange for approximately $<span id="xdx_905_eus-gaap--DisposalGroupIncludingDiscontinuedOperationConsideration_iI_pn6n6_c20240916__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--InseegoInternationalHoldingsLimitedMember_zaY9jR3N4vd6" title="Consideration for divestiture">52 million in cash, subject to certain adjustments. Upon completion of the sale (the "Completion Date"), the Purchaser will acquire the fleet management and telematics solutions business of Inseego, which has operations in the United Kingdom, the European Union, Australia and New Zealand (the "Telematics Business").   The Purchase Agreement is subject to closing conditions including, among others more fully described in the Purchase Agreement, the Purchaser finalizing financing arrangements to fund the purchase price. Unless fulfilled or otherwise waived by the parties, if any of the closing conditions are not fulfilled by December 31, 2024, the Purchase Agreement shall be terminated and the Sale Transaction shall not be completed.   As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income.   Refer to Note 2 – Discontinued Operations and Held for Sale for additional information regarding the Telematics Business, including the assets and liabilities divested and income from discontinued operations. Unless otherwise noted, disclosures within these remaining Notes to Condensed Consolidated Financial Statements relate solely to the Company's continuing operations.   Held for Sale and Discontinued Operations   In accordance with authoritative guidance for discontinued operations (Accounting Standards Codification ("ASC") 205-20), the Company determined that the Telematics Business met held-for-sale and discontinued operations accounting criteria during the third quarter of 2024. Accordingly, the Company classified the results of the Telematics Business as discontinued operations in its condensed consolidated statements of operations for all periods presented. Additionally, the related assets and liabilities associated with the Telematics Business are classified as held for sale in the condensed consolidated balance sheets for all periods presented. The cash flows related to discontinued operations have not been segregated and are included in the condensed consolidated statements of cash flows.   Depreciation of property, plant and equipment and amortization of intangible and right-of-use assets are not recorded while these assets are classified as held for sale. For each period the disposal group remains classified as held for sale, its recoverability is reassessed and any necessary adjustments are made to its carrying value. No impairment upon classification as held for sale was recorded during the three or nine months ended September 30, 2024.   The results of discontinued operations are reported as Income from discontinued operations, net of tax in the Condensed Consolidated Statements of Comprehensive Income for the current and prior periods commencing in the period in which the held for sale criteria are met. Income from discontinued operations, net of tax includes direct costs attributable to the discontinued operations and excludes any cost allocations associated with any shared or corporate functions unless otherwise dedicated to the discontinued operations. Income from discontinued operations, net of tax will include any gain or loss recognized upon disposition or from adjustment of the carrying amount to fair value less costs to sell while classified as held for sale. Activity within comprehensive income directly associated with a divested business is not realized as a component of Income from discontinued operations, net of tax until completion of the sale or disposition.   Segment Information   The Company has one reportable segment. The principal executive officer, who is also the Chief Operating Decision Maker, does not manage any part of the Company separately, and the allocation of resources and assessment of performance are based solely on the Company's consolidated operations and financial results.   Use of Estimates   The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent liabilities. Actual results could differ materially from these estimates. Estimates are assessed each period and updated to reflect current information. Significant estimates include revenue recognition, warranty provision, capitalized software costs, allowance for credit losses, provision for excess and obsolete inventory, accrued liabilities related to our contract manufacturers, valuation of tangible and intangible long-lived assets, valuation of goodwill, valuation of derivatives, accruals relating to litigation, income taxes and share-based compensation expense.   Reclassifications   Certain amounts recorded in the prior period consolidated financial statements have been reclassified to conform to the current period financial statement presentation. These reclassifications had no effect on previously reported operating results.   During the fourth quarter of 2023, and as noted in the Form 10-K, the Company reclassified revenue on its Consolidated Statement of Operations. Historically, the Company classified revenues from products and services into two categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues from products and services into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses on the Consolidated Statement of Operations into a separate line labeled Depreciation and amortization. All prior periods have been reclassified to conform to the current period presentation for these changes.   Reverse Stock Split   On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding common stock (the "Reverse Stock Split"). As a result of the Reverse Stock Split, each share of common stock issued and outstanding immediately prior to January 24th was automatically converted into one-tenth (1/10) of a share of common stock. The Reverse Stock Split affected all common stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would result in a stockholder owning a fractional share. No fractional shares were issued in connection with the Reverse Stock Split. Stockholders who otherwise would be entitled to receive a fractional share instead were entitled to receive cash in lieu of such fractional share.   The Reverse Stock Split did not change the par value of the common stock or the authorized number of shares of common stock. All outstanding convertible notes entitling their holders to purchase or obtain or convert into shares of our common stock were adjusted, as required by the terms of these securities.   All common share and per-share amounts in this Form 10-Q have been retroactively restated to reflect the effect of the Reverse Stock Split.   Liquidity   During 2024, the Company entered into a series of agreements, as part of its overall capital structure management, to reduce its total debt and restructure its outstanding <span id="xdx_900_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zLf3Xwmku4kd" title="Stated interest rate of debt issued">3.25% convertible notes due 2025 (the "2025 Convertible Notes"), as follows: (1) Convertible Debt Repurchases and Exchanges Completed prior to September 30, 2024 (the "Completed Repurchases and Exchanges"):   (a) the Company repurchased, for cash, all of the $<span id="xdx_908_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_z4A4pnOVzFe" title="Debt aggregate face amount">45.9 million in principal amount of the 2025 Convertible Notes held by certain entities managed by Highbridge Capital Management, LLC (such entities, "Highbridge"), the second largest note holder as of the date of such purchase, at a discount of <span id="xdx_901_eus-gaap--DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed_dp_c20240627__20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_zRA0NjYfmTqa" title="Redemption of principal">30% to face value, plus accrued interest;   (b) the Company repurchased, for cash, $<span id="xdx_903_eus-gaap--DebtInstrumentFaceAmount_iI_pn6n6_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zRbPSjjNLYL9" title="Debt aggregate face amount">3.0 million of principal amount of the 2025 Convertible Notes from a separate single holder at discount of <span id="xdx_90B_eus-gaap--DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed_dp_c20240627__20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z9L72a1wRvu8" title="Redemption of principal">45% to face value, plus accrued interest;   (c) the Company repurchased from a holder approximately $<span id="xdx_900_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zVevGYEFqncl" title="Debt aggregate face amount">4.7 million of principal amount of the 2025 Convertible Notes in exchange for approximately <span id="xdx_902_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240717__20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zFw5RQi2TRXf" title="Number of shares issued">0.3 million shares of the Company's Common Stock and warrants to purchase an aggregate of approximately <span id="xdx_90A_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zW9kBz0bQCwi" title="Number of securities called by warrants or rights">0.2 million shares of the Company's Common Stock, plus accrued interest. See Note 8 – Stockholders' Equity (Deficit) for further details regarding these warrants;   (d) the Company repurchased from two related holders approximately $<span id="xdx_90A_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--TwoRelatedHoldersMember_zgmAsV3oVDlh" title="Debt aggregate face amount">1.5 million in

aggregate principal amount of the 2025 Convertible Notes in exchange for approximately <span id="xdx_901_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240801__20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zcOpP8kfNWV8" title="Number of shares issued">0.1 million shares of the Company's common stock and warrants to purchase an aggregate of approximately <span id="xdx_901_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zU2Egad1C2ag" title="Number of securities called by warrants or rights">0.1 million shares of the Company's common stock. See Note 8 – Stockholders' Equity (Deficit) for further details regarding these warrants;   (2) Short-Term Loan Agreement: to finance a portion of the Completed Repurchases and Exchanges, the Company agreed to a $19.5 million loan ("Short-Term Loan") from (i) South Ocean Funding, LLC ("South Ocean"), which is an affiliate of Golden Harbor Ltd. ("Golden Harbor"), and Tavistock Financial, LLC, and (ii) certain participant lenders (the "Participating Lenders"). The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to November 30, 2024. Borrowings under the Short-Term Loan bear interest at <span id="xdx_908_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zItG3hOqrvLk" title="Stated interest rate of debt issued">12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company will be required to pay an exit fee equal to <span id="xdx_903_ecustom--DebtInstrumentExitFeePercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zWzYbtHfo7Ej" title="Exit fee percentage">4.0% of the aggregate principal amount prepaid or repaid. See Note 5 – Debt below for further details regarding the Short-Term Loan; and   (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to September 30, 2024 (the "Subsequently Completed Repurchases and Exchanges"): On November 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $<span id="xdx_90F_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_zHBP3aW0atkd" title="Debt aggregate face amount">91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately <span id="xdx_90E_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20241105__20241106__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_zkscsP7MsPg5" title="Number of shares issued">2.4 million shares of the Company's Common Stock, (ii) approximately $<span id="xdx_900_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--NewSeniorSecuredNotesDue2029Member__us-gaap--LongtermDebtTypeAxis__us-gaap--SecuredDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_z9K7bjlslfU5" title="Debt aggregate face amount">40.9 million in principal amount of new senior secured notes due in 2029 (the "New Senior Secured Notes"), and (iii) warrants to purchase an aggregate of approximately <span id="xdx_908_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--NewSeniorSecuredNotesDue2029Member__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_z1Yq7IAIahr9" title="Number of securities called by warrants or rights">2.1 million shares of the Company's Common Stock. See Note 12 – Subsequent Events below for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions.   As of September 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended September 30, 2024, the Company voluntarily prepaid $<span id="xdx_900_eus-gaap--RepaymentsOfShortTermDebt_pn5n6_c20240701__20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zL7QYDfykT42" title="Repayments on short-term loan">13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that on September 30, 2024, the outstanding principal balance under the Short-Term Loan was $<span id="xdx_90F_ecustom--ShortTermBorrowingsGross_iI_pn6n6_c20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_z3NdVr9fbfub" title="Short term borrowings, gross">6.0 million.   The 2025 Convertible Notes had a principal balance of $<span id="xdx_908_eus-gaap--DebtInstrumentCarryingAmount_iI_pp0p0_dxL_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zljFc0WfurE7" title="Carrying amount of debt::XDX::106824000">106.8 million as of September 30, 2024 and mature on May 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or <span id="xdx_901_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember_z30cmA9B3QG6" title="Stated interest rate of debt issued">90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of December 31, 2023.   The Company generated positive cash flow from operations both for the year ended December 31, 2023 and in the nine months ended September 30, 2024. In April 2024, the Company received a $15.0 million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility (as defined below) effective April 18, 2024. These factors have had a positive impact on our liquidity.   While the Company's liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Company's ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Company's obligations, or if events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Company's ability to achieve its intended business objectives.   During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Company's liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity anticipated to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Company's ability to continue as a going concern within one year of issuance of these financial statements.   Basis of Presentation and Consolidation   The accompanying unaudited condensed consolidated financial statements ("Financial Statements") have been prepared by Inseego Corp. (the "Company", "we", "us") in accordance with accounting principles generally accepted in the U.S. ("GAAP") and applicable rules and regulations of the Securities and Exchange Commission ("SEC") regarding interim financial reporting. The Financial Statements include the accounts of the Company and its consolidated subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation. These Financial Statements should be read in conjunction with the audited consolidated financial statements and notes as of and for the year ended December 31, 2023, included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023 (the "Form 10-K").   The condensed consolidated balance sheet as of December 31, 2023 was derived from the audited consolidated financial statements as of that date, but does not include all disclosures required by GAAP. In management's opinion, the accompanying Financial Statements reflect all normal recurring adjustments necessary for their fair presentation. Other than described below, there have been no changes to the Company's significant accounting policies described in the Form 10-K that have had a material impact on the Company's Financial Statements. The results of operations for the interim periods presented are not necessarily indicative of results to be expected for any other interim period or for the year as a whole.   Planned Divestiture of the Telematics Business   On September 16, 2024, the Company and its subsidiary Inseego SA (Pty) Ltd ("Seller") entered into a Share Purchase Agreement (the "Purchase Agreement") with Light Sabre SPV Limited (which subsequently novated its benefits and obligations under the Purchase Agreement to Ctrack Holdings (the "Purchaser")), pursuant to which Inseego agreed to sell to the Purchaser the entire issued share capital of the Company's Inseego International Holdings Limited subsidiary in exchange for approximately $<span id="xdx_905_eus-gaap--DisposalGroupIncludingDiscontinuedOperationConsideration_iI_pn6n6_c20240916__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--InseegoInternationalHoldingsLimitedMember_zaY9jR3N4vd6" title="Consideration for divestiture">52 million in cash, subject to certain adjustments. Upon completion of the sale (the "Completion Date"), the Purchaser will acquire the fleet management and telematics solutions business of Inseego, which has operations in the United Kingdom, the European Union, Australia and New Zealand (the "Telematics Business").   The Purchase Agreement is subject to closing conditions including, among others more fully described in the Purchase Agreement, the Purchaser finalizing financing arrangements to fund the purchase price. Unless fulfilled or otherwise waived by the parties, if any of the closing conditions are not fulfilled by December 31, 2024, the Purchase Agreement shall be terminated and the Sale Transaction shall not be completed.   As a result, within these condensed consolidated financial statements, the assets and liabilities associated with the Telematics Business disposal group have been classified as held for sale within the Condensed Consolidated Balance Sheet and its operations have been classified as discontinued operations within the Condensed Consolidated Statements of Operations and Comprehensive Income.   Refer to Note 2 – Discontinued Operations and Held for Sale for additional information regarding the Telematics Business, including the assets and liabilities divested and income from discontinued operations. Unless otherwise noted, disclosures within these remaining Notes to Condensed Consolidated Financial Statements relate solely to the Company's continuing operations.   52000000 Held for Sale and Discontinued Operations   In accordance with authoritative guidance for discontinued operations (Accounting

Standards Codification (“ASC”) 205-20), the Company determined that the Telematics Business met held-for-sale and discontinued operations accounting criteria during the third quarter of 2024. Accordingly, the Company classified the results of the Telematics Business as discontinued operations in its condensed consolidated statements of operations for all periods presented. Additionally, the related assets and liabilities associated with the Telematics Business are classified as held for sale in the condensed consolidated balance sheets for all periods presented. The cash flows related to discontinued operations have not been segregated and are included in the condensed consolidated statements of cash flows.   Depreciation of property, plant and equipment and amortization of intangible and right-of-use assets are not recorded while these assets are classified as held for sale. For each period the disposal group remains classified as held for sale, its recoverability is reassessed and any necessary adjustments are made to its carrying value. No impairment upon classification as held for sale was recorded during the three or nine months ended September 30, 2024.   The results of discontinued operations are reported as Income from discontinued operations, net of tax in the Condensed Consolidated Statements of Comprehensive Income for the current and prior periods commencing in the period in which the held for sale criteria are met. Income from discontinued operations, net of tax includes direct costs attributable to the discontinued operations and excludes any cost allocations associated with any shared or corporate functions unless otherwise dedicated to the discontinued operations. Income from discontinued operations, net of tax will include any gain or loss recognized upon disposition or from adjustment of the carrying amount to fair value less costs to sell while classified as held for sale. Activity within comprehensive income directly associated with a divested business is not realized as a component of Income from discontinued operations, net of tax until completion of the sale or disposition.   Segment Information   The Company has one reportable segment. The principal executive officer, who is also the Chief Operating Decision Maker, does not manage any part of the Company separately, and the allocation of resources and assessment of performance are based solely on the Company’s consolidated operations and financial results.   Use of Estimates   The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent liabilities. Actual results could differ materially from these estimates. Estimates are assessed each period and updated to reflect current information. Significant estimates include revenue recognition, warranty provision, capitalized software costs, allowance for credit losses, provision for excess and obsolete inventory, accrued liabilities related to our contract manufacturers, valuation of tangible and intangible long-lived assets, valuation of goodwill, valuation of derivatives, accruals relating to litigation, income taxes and share-based compensation expense.   Reclassifications   Certain amounts recorded in the prior period consolidated financial statements have been reclassified to conform to the current period financial statement presentation. These reclassifications had no effect on previously reported operating results.   During the fourth quarter of 2023, and as noted in the Form 10-K, the Company reclassified revenue on its Consolidated Statement of Operations. Historically, the Company classified revenues from products and services into two categories, IoT & Mobile Solutions and Enterprise SaaS Solutions. The Company is now classifying revenues from products and services into the following two categories: Product Revenue, which consists of our Mobile Solutions and Fixed Wireless Access Solutions, and Services and Other. Additionally, during 2023 the Company reclassified all depreciation and amortization expense previously recorded in the operating expense line items of research and development, sales and marketing, and general and administrative expenses on the Consolidated Statement of Operations into a separate line labeled Depreciation and amortization. All prior periods have been reclassified to conform to the current period presentation for these changes.   Reverse Stock Split   On January 24, 2024, the Company completed a 1-for-10 reverse stock split of its issued and outstanding common stock (the “Reverse Stock Split”). As a result of the Reverse Stock Split, each share of common stock issued and outstanding immediately prior to January 24th was automatically converted into one-tenth (1/10) of a share of common stock. The Reverse Stock Split affected all common stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would result in a stockholder owning a fractional share. No fractional shares were issued in connection with the Reverse Stock Split. Stockholders who otherwise would be entitled to receive a fractional share instead were entitled to receive cash in lieu of such fractional share.   The Reverse Stock Split did not change the par value of the common stock or the authorized number of shares of common stock. All outstanding convertible notes entitling their holders to purchase or obtain or convert into shares of our common stock were adjusted, as required by the terms of these securities.   All common share and per-share amounts in this Form 10-Q have been retroactively restated to reflect the effect of the Reverse Stock Split.   Liquidity   During 2024, the Company entered into a series of agreements, as part of its overall capital structure management, to reduce its total debt and restructure its outstanding <span id="xdx_900_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zLf3Xwmku4kd" title="Stated interest rate of debt issued">3.25% convertible notes due 2025 (the “2025 Convertible Notes”), as follows: (1) Convertible Debt Repurchases and Exchanges Completed prior to September 30, 2024 (the “Completed Repurchases and Exchanges”):   (a) the Company repurchased, for cash, all of the $<span id="xdx_908_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_z4A4pnOVzFe" title="Debt aggregate face amount">45.9 million in principal amount of the 2025 Convertible Notes held by certain entities managed by Highbridge Capital Management, LLC (such entities, “Highbridge”), the second largest note holder as of the date of such purchase, at a discount of <span id="xdx_901_eus-gaap--DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed_dp_c20240627__20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_zRA0NjYfmTqa" title="Redemption of principal">30% to face value, plus accrued interest;   (b) the Company repurchased, for cash, $<span id="xdx_903_eus-gaap--DebtInstrumentFaceAmount_iI_pn6n6_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zRbPSjjNLYL9" title="Debt aggregate face amount">3.0 million of principal amount of the 2025 Convertible Notes from a separate single holder at discount of <span id="xdx_90B_eus-gaap--DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed_dp_c20240627__20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z9L72a1wRvu8" title="Redemption of principal">45% to face value, plus accrued interest;   (c) the Company repurchased from a holder approximately $<span id="xdx_900_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zVevGYEFqncl" title="Debt aggregate face amount">4.7 million of principal amount of the 2025 Convertible Notes in exchange for approximately <span id="xdx_902_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240717__20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zFwSRQi2TRXf" title="Number of shares issued">0.3 million shares of the Company’s Common Stock and warrants to purchase an aggregate of approximately <span id="xdx_90A_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zW9kBz0bQCwi" title="Number of securities called by warrants or rights">0.2 million shares of the Company’s Common Stock, plus accrued interest. See Note 8 – Stockholders‘ Equity (Deficit) for further details regarding these warrants;   (d) the Company repurchased from two related holders approximately $<span id="xdx_90A_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--TwoRelatedHoldersMember_zgmAsV3oVDlh" title="Debt aggregate face amount">1.5 million in aggregate principal amount of the 2025 Convertible Notes in exchange for approximately <span id="xdx_901_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240801__20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zcOpP8kfNWV8" title="Number of shares issued">0.1 million shares of the Company’s common stock and warrants to purchase an aggregate of approximately <span id="xdx_901_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zU2Eqad1C2ag" title="Number of securities called by warrants or rights">0.1 million shares of the Company’s common stock. See Note 8 – Stockholders‘ Equity (Deficit) for further details regarding these warrants;   (2) Short-Term Loan Agreement: to finance a portion of the Completed Repurchases and Exchanges, the Company agreed to a $19.5 million loan (“Short-Term Loan”) from (i) South Ocean Funding, LLC (“South Ocean”), which is an affiliate of Golden Harbor Ltd. (“Golden Harbor”), and Tavistock Financial, LLC, and (ii) certain participant lenders (the “Participating Lenders”). The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to November 30, 2024. Borrowings under the Short-Term Loan bear interest at <span id="xdx_908_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zItG3hOqrvLk" title="Stated interest rate of debt issued">12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company will be required to pay an exit fee equal to <span id="xdx_903_ecustom--DebtInstrumentExitFeePercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zWzYbtHfo7Ej" title="Exit fee percentage">4.0% of the aggregate principal amount prepaid or repaid. See Note 5 – Debt below for further details regarding the Short-Term Loan; and   (3) Convertible Debt Repurchases and Exchanges Completed Subsequent to September 30, 2024 (the “Subsequently Completed Repurchases and Exchanges”): On November 6, 2024 the Company completed the previously-announced privately-negotiated exchanges of $<span id="xdx_90F_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_zHBP3aW0atkd" title="Debt aggregate face amount">91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously

entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately <span id="xdx_90E_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20241105__20241106__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_zkscsP7MsPg5" title="Number of shares issued">2.4 million shares of the Company's Common Stock, (ii) approximately $<span id="xdx_900_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--NewSeniorSecuredNotesDue2029Member__us-gaap--LongtermDebtTypeAxis__us-gaap--SecuredDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_z9K7bjlslfU5" title="Debt aggregate face amount">40.9 million in principal amount of new senior secured notes due in 2029 (the "New Senior Secured Notes"), and (iii) warrants to purchase an aggregate of approximately <span id="xdx_908_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--NewSeniorSecuredNotesDue2029Member__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_z1Yq7IAIahr9" title="Number of securities called by warrants or rights">2.1 million shares of the Company's Common Stock. See Note 12 - Subsequent Events below for further details regarding the Subsequently Completed Repurchases and Exchanges, including information about the warrants and New Senior Secured Notes issued in relation to these transactions.   As of September 30, 2024, the Company had available cash and cash equivalents totaling $12.0 million. During the three-months ended September 30, 2024, the Company voluntarily prepaid $<span id="xdx_900_eus-gaap--RepaymentsOfShortTermDebt_pn5n6_c20240701__20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zL7QYDJykT42" title="Repayments on short-term loan">13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that on September 30, 2024, the outstanding principal balance under the Short-Term Loan was $<span id="xdx_90F_ecustom--ShortTermBorrowingsGross_iI_pn6n6_c20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_z3NdVr9fbfub" title="Short term borrowings, gross">6.0 million.   The 2025 Convertible Notes had a principal balance of $<span id="xdx_908_eus-gaap--DebtInstrumentCarryingAmount_iI_pp0p0_dxI_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zljFc0WfurE7" title="Carrying amount of debt::XDX::106824000">106.8 million as of September 30, 2024 and mature on May 1, 2025. Taking into account the Completed Repurchases and Exchanges and the Subsequently Completed Repurchases and Exchanges, the Company has subsequently repurchased and/or exchanged approximately $146.9 million, or <span id="xdx_901_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember_z30cmA9B3QG6" title="Stated interest rate of debt issued">90.8%, of the face value of the 2025 Convertible Notes that was outstanding as of December 31, 2023.   The Company generated positive cash flow from operations both for the year ended December 31, 2023 and in the nine months ended September 30, 2024. In April 2024, the Company received a $15.0 million upfront payment from a customer in connection with a two-year service contract. Based on the factors above, and to reduce financing costs, the Company voluntarily paid-off and terminated its Credit Facility (as defined below) effective April 18, 2024. These factors have had a positive impact on our liquidity.   While the Company's liquidity and financial results have had several positive developments recently, as noted above, the Company has a history of operating and net losses and overall usage of cash from operating and investing activities. The Company's ability to maintain profitable operations and continue to generate positive cash flows is dependent upon achieving a level and mix of revenues adequate to support its evolving cost structure. In order to effect the restructuring or refinancing of the Company's obligations, or if events or circumstances occur such that the Company does not meet its operating plan as expected, or if the Company becomes obligated to pay unforeseen expenditures, the Company may be required to raise capital, reduce planned research and development activities, incur additional restructuring charges or reduce other operating expenses and capital expenditures, which could have an adverse impact on the Company's ability to achieve its intended business objectives.   During the previous two quarters, the Company had disclosed that there was substantial doubt about its ability to continue as a going concern within one year of the issuance dates of the quarterly reports on Form 10-Q for those quarters, primarily as a result of the outstanding balance and due date of the 2025 Convertible Notes. In performing this assessment for the current quarter, taking into account the Company's liquidity position as a whole, including the repurchases and exchanges of 2025 Convertible Notes noted above, the liquidity anticipated to be provided from the sale of the Telematics Business, and cash inflows expected to be provided by its continuing operations, the Company has concluded that there is no longer substantial doubt about the Company's ability to continue as a going concern within one year of issuance of these financial statements.
0.0325459000000.3030000000.4547000003000002000001500000100000100000195000000.1200.040915000002400000409000002100000135000006000000014690000000.90815

DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zhIxc1tq7Df6" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">3,222</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230701__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zcfkxCgN4Ye" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">3,166</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20240101__20240930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zEDh7MN0bzpe" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">9,876</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230101__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zYfj8LGfx0uh" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">9,022</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_zqIRdMb2Ifz6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Gross profit from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,640</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">13,019</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">12,545</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating costs and expenses:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--DisposalGroupIncludingDiscontinuedOperationResearchAndDevelopment_zFKFgMTQSH16" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Research and development</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">293</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">473</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">967</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,345</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_405_ecustom--DisposalGroupIncludingDiscontinuedOperationSellingAndMarketing_pn3n3_zQny7QolTkId" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Sales and marketing</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,289</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,255</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,625</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,698</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGeneralAndAdministrativeExpense_pn3n3_z5Y2Rx8zPhK8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">General and administrative</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,884</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,146</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,799</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,404</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--DisposalGroupIncludingDiscontinuedOperationDepreciationAndAmortization_pn3n3_zIcgjW7YYAz9" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Depreciation and amortization</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">360</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">392</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,112</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOperatingExpense_iT_pn3n3_zvsz1fBz5ZDj" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Total operating costs and expenses</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">3,826</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">3,266</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">10,451</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">9,559</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOperatingIncomeLoss_iT_pn3n3_zxi3GlHdzMA1" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating income from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">814</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">794</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,568</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,986</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Other (expense) income:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DisposalGroupIncludingDiscontinuedOperationInterestExpense_zE9qIkc3BIG8" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Interest income, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">10</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">8</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_ecustom--DisposalGroupIncludingDiscontinuedOperationOtherIncomeExpensesNet_zpenTM2WuH3c" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Other income (expense), net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">875</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">(623</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,128</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">824</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationBeforeIncomeTax_iT_zrah0gOb5H7d" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Income from discontinued operations before income taxes</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,692</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">174</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,706</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,818</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--DiscontinuedOperationTaxEffectOfDiscontinuedOperation_zP3mogvGUmg7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Income tax provision (benefit)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">266</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(46</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">674</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">555</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTax_iT_z1GNFMgUmSXd" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,426</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">220</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,032</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,263</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   The following table summarizes the held for sale assets and liabilities included in the Condensed Consolidated Balance Sheet (in thousands):   <table

cellpadding="0" cellspacing="0" id="xdx_887_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_pn3n3_zhpesnXhRZDk" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Balance Sheet (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Condensed Consolidated Balance Sheet</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z2tv6V0jkgI6" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td><td style="font-size: 10pt; text-align: left"> </td><td id="xdx_498_20231231__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z495fRwS6Xu7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="font-size: 10pt; font-weight: bold; text-align: center">September 30,</td><td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="font-size: 10pt; font-weight: bold; text-align: center">December 31,</td><td style="font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; font-weight: bold">ASSETS</td><td style="font-size: 10pt"> </td> <td colspan="2" style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td> <td colspan="2" style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td></tr> <tr id="xdx_404_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract_iB_zRwPg8TR1i32" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Current assets:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--DisposalGroupIncludingDiscontinuedOperationCashAndCashEquivalents_iI_pn3n3_maAODGIzzGP_zsrIBcMxbe4e" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; width: 66%; font-size: 10pt; text-align: left">Cash and cash equivalents</td><td style="width: 2%; font-size: 10pt"> </td><td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">2,775</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">5,110</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAccountsNotesAndLoansReceivableNet_iI_pn3n3_maAODGIzzGP_z5O7xQlT5uv" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Accounts receivable, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,803</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,414</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationInventoryCurrent_iI_pn3n3_maAODGIzzGP_zIRRqqYKQ7V7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt">Inventories</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,092</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,325</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--DisposalGroupIncludingDiscontinuedOperationPrepaidAndOtherAssetsCurrent_iI_pn3n3_maAODGIzzGP_zcuGu8CBt999" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Prepaid expenses and other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">380</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">274</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent_iTI_pn3n3_mtAODGIzzGP_zVCivvEc7Slg" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Current assets held for sale (*)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">10,050</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">12,123</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract_iB_zxoWR6GY8zek" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Non-current assets:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationPropertyPlantAndEquipmentNoncurrent_iI_pn3n3_maAODGIzXcx_z8d8vvwukHU" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Property, plant and equipment, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">323</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">369</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_ecustom--DisposalGroupIncludingDiscontinuedOperationRentalAssetsNet_iI_pn3n3_maAODGIzXcx_zr6VJ3ziflU5" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Rental assets, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,932</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">5,083</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--DisposalGroupIncludingDiscontinuedOperationIntangibleAssetsNoncurrent_iI_pn3n3_maAODGIzXcx_z684qZgs87Kk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Intangible assets, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">990</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,422</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGoodwillNoncurrent_iI_pn3n3_maAODGIzXcx_zPhUWj5NzY7g" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt">Goodwill</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">17,973</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">17,973</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_ecustom--DisposalGroupIncludingDiscontinuedOperationOperatingLeaseRightOfUseAsset_iI_pn3n3_maAODGIzXcx_z1I9EZSjiFsk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Operating lease right-of-use assets</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,503</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,390</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent_iI_pn3n3_maAODGIzXcx_zQ4DLg1uYWm3" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Non-current assets held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">25,721</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">26,237</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperation_iTI_pn3n3_mtAODGIzXcx_zi5MF0JeHDK5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total assets held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">35,771</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">38,360</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; font-weight: bold">LIABILITIES</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract_iB_zHLM0QwKJdh2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Current liabilities:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAccountsPayableCurrent_iI_maLODGIzc5K_zsX9AMvuhzHF" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Accounts payable</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,650</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,387</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--DisposalGroupIncludingDiscontinuedOperationAccruedExpensesAndOtherCurrentLiabilities_iI_maLODGIzc5K_zQt0qTipeM88" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Accrued expenses and other current liabilities</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">6,410</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">5,973</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent_iTI_mtLODGIzc5K_maLODGIzDHg_zRmxa6AJwls6" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Current liabilities held for sale (*)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">8,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,360</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract_iB_zlde8eTdHzac" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Long-term liabilities:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_ecustom--DisposalGroupIncludingDiscontinuedOperationOperatingLeaseLiabilityNoncurrent_iI_maLODGIzDHg_z7vua1dOeqwa" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Operating lease liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,335</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,067</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--DisposalGroupIncludingDiscontinuedOperationDeferredTaxLiabilities_iI_maLODGIzDHg_zYI8LNAV6bB3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Deferred tax liabilities, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">600</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td>

<td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">568</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOtherNoncurrentLiabilities_iI_maLODGIzDHg_zzyKJO7mZd19" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Other long-term liabilities</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">5</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">9</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent_iI_maLODGIzDHg_zX4pCTTxwvX" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Non-current liabilities held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,940</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,644</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperation_iTI_mtLODGIzDHg_zRrBOtvjDEje" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total liabilities held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">10,000</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">9,004</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   (*) Assets and liabilities of the held for sale Telematics Business are presented as current in the Condensed Consolidated Balance Sheet at September 30, 2024, as the Company expects to complete the disposition within one year.   As permitted under ASC 205-20-50-5b(2), the Company has elected not to adjust the Condensed Consolidated Statements of Cash Flows for the nine months ended September 30, 2024 and 2023 to exclude cash flows attributable to discontinued operations. The table below sets forth, for the periods presented, significant selected financial information related to discontinued activities included in the accompanying condensed consolidated financial statements (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_880_esrt--ScheduleOfCondensedCashFlowStatementTableTextBlock_pn3n3_zNxzrobv2Gt2" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Statement of Cash Flows (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Condensed Consolidated Statements of Cash Flows</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_497_20240701__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zx9GgHOP9tfd" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_495_20230701__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zNp4MhtJOgU3" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20240101__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zH6gJ5CYPNu7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20230101__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z1wYaXmydpok" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">Three Months Ended
 September 30,</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">Nine Months Ended
 September 30,</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2024</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2023</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2024</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2023</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_408_eus-gaap--NetCashProvidedByUsedInOperatingActivitiesAbstract_iB_zCfDnYDtJI9i" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; font-weight: bold; text-align: left">Non-cash items included in net (loss) income:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--DepreciationDepletionAndAmortization_pn3n3_znnwR1j2s57k" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 40%; font-size: 10pt; text-align: left">Depreciation and amortization</td><td style="width: 2%; font-size: 10pt"> </td><td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">969</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">1,032</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">2,921</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">2,867</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--ShareBasedCompensation_pn3n3_zQ7UMcrsvZog" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Share-based compensation</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">35</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td><td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">144</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">101</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">390</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ProceedsFromInvestingActivitiesAbstract_iB_pn3n3_zVTyz3CrgCua" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; font-weight: bold; text-align: left">Cash flows from investing activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--PaymentsToAcquirePropertyPlantAndEquipment_iN_pn3n3_di_zJHg3qYPIWM8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Purchases of property, plant and equipment</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(14</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(173</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(17</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(334</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr id="xdx_407_eus-gaap--NoncashInvestingAndFinancingItemsAbstract_iB_pn3n3_zUAMSi3SmatI" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; font-weight: bold; text-align: left">Non-cash investing activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_ecustom--TransferOfInventoriesToRentalAssets_pn3n3_zqOuuw0EOMx2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Transfer of inventories to rental assets</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">698</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">412</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">2,043</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,077</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zUVaos40YhE9" style="vertical-align: bottom; background-color: White"> <td style="text-indent: -5pt; padding-left: 15pt; font-size: 10pt; text-align: left">Right-of-use assets obtained in exchange for operating leases liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">362</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">93</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">508</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,030</td><td style="font-size: 10pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" id="xdx_880_esrt--CondensedStatementOfComprehensiveIncomeTableTextBlock_pn3n3_zW9swU6Ug20l" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Statements of Operations and Comprehensive Income (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Condensed Consolidated Statements of Operations and Comprehensive Income</td><td style="font-size: 10pt; text-align: left"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49A_20240701__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zDWzuB2FOIr7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_495_20230701__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zRPwNmerSzN7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_493_20240101__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z0Ks27JpGE2" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20230101__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zdaweamKfHvk"

style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; width: 40%; font-size: 10pt; text-align: left">Services and other revenues</td><td style="width: 2%; font-size: 10pt"> </td><td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20240701__20240930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__us-gaap--ProductMember_zPeqpvf70wee" style="width: 11%; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">7,862</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230701__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__us-gaap--ProductMember_zfoHLSFV7Xjj" style="width: 11%; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">7,226</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98C_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20240101__20240930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__us-gaap--ProductMember_zjpt356M7I92" style="width: 11%; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">22,895</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230101__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__us-gaap--ProductMember_zzJhA0WDH1D8" style="width: 11%; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">21,567</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Services and other cost of revenues</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_988_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20240701__20240930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zhIxc1tq7Df6" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">3,222</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230701__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zcftkxCgN4Ye" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">3,166</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20240101__20240930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zEDh7MN0bzpe" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">9,876</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_c20230101__20230930__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__srt--ProductOrServiceAxis__custom--ServicesAndOtherMember_zYfj8LGfx0uh" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Disposal Group, Including Discontinued Operation, Gross Profit (Loss)">9,022</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGrossProfitLoss_pn3n3_zqIRdMb2Ifz6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Gross profit from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,640</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">13,019</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">12,545</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating costs and expenses:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--DisposalGroupIncludingDiscontinuedOperationResearchAndDevelopment_zFKFgMTQSH16" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Research and development</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">293</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">473</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">967</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,345</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_405_ecustom--DisposalGroupIncludingDiscontinuedOperationSellingAndMarketing_pn3n3_zQny7QolTkId" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Sales and marketing</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,289</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,255</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,625</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,698</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGeneralAndAdministrativeExpense_pn3n3_z5Y2Rx8zPhK8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">General and administrative</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,884</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,146</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,799</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,404</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--DisposalGroupIncludingDiscontinuedOperationDepreciationAndAmortization_pn3n3_zIcgjW7YYAz9" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Depreciation and amortization</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">360</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">392</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,112</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOperatingExpense_iT_pn3n3_zvsz1fBz5ZDj" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Total operating costs and expenses</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">3,826</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">3,266</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">10,451</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">9,559</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOperatingIncomeLoss_iT_pn3n3_zxi3GlHdzMA1" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating income from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">814</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">794</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,568</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,986</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Other (expense) income:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DisposalGroupIncludingDiscontinuedOperationInterestExpense_zE9qIkc3BIG8" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Interest income, net</td><td style="font-size: 10pt"> </td> <td

style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">10</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">8</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_ecustom--DisposalGroupIncludingDiscontinuedOperationOtherIncomeExpensesNet_zpenTM2WuH3c" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Other income (expense), net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">875</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">(623</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,128</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">824</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationBeforeIncomeTax_iT_zrah0gOb5H7d" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Income from discontinued operations before income taxes</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,692</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">174</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,706</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,818</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--DiscontinuedOperationTaxEffectOfDiscontinuedOperation_zP3mogvGUmq7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Income tax provision (benefit)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">266</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(46</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">674</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">555</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTax_iT_z1GNFMgUm5Xd" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,426</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">220</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,032</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,263</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table><table>786200072260002289500021567000322200031660009876000902200046400004060000130190001254500029300047300096700013450001289000125500036250003(
623000112800082400016920001740003706000381800026600046000674000555000142600022000030320003263000<table cellpadding="0" cellspacing="0"
id="xdx_887_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_pn3n3_zhpesnXhRZDk" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Balance Sheet (Details)"> <tr style="vertical-align: bottom">
<td style="font-size: 10pt; text-align: left">Schedule of Condensed Consolidated Balance Sheet</td><td
style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z2tv6V0jkgI6"
style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_498_20231231__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z495fRwS6Xu7"
style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="font-size: 10pt; font-weight: bold; text-align: center">September 30,</td><td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="font-size: 10pt; font-weight: bold; text-align: center">December 31,</td><td style="font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; font-weight: bold">ASSETS</td><td style="font-size: 10pt"> </td> <td colspan="2" style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td> <td colspan="2" style="font-size: 10pt"> </td><td style="font-size: 10pt"> </td></tr> <tr id="xdx_404_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract_iB_zRwPg8TR1l32" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Current assets:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--DisposalGroupIncludingDiscontinuedOperationCashAndCashEquivalents_iI_pn3n3_maAODGIzzGP_zsrIBcMxbe4e" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; width: 66%; font-size: 10pt; text-align: left">Cash and cash equivalents</td><td style="width: 2%; font-size: 10pt"> </td><td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">2,775</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">5,110</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAccountsNotesAndLoansReceivableNet_iI_pn3n3_maAODGIzzGP_z5O7xOlT5uv" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Accounts receivable, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,803</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,414</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DisposalGroupIncludingDiscontinuedOperationInventoryCurrent_iI_pn3n3_maAODGIzzGP_zIRRqqYKQ7V7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt">Inventories</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,092</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,325</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--DisposalGroupIncludingDiscontinuedOperationPrepaidAndOtherAssetsCurrent_iI_pn3n3_maAODGIzzGP_zcuGu8CBt999" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Prepaid expenses and other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">380</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">274</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent_iTI_pn3n3_mtAODGIzzGP_zVCivvEc7Slg" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Current assets held for sale (*)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">10,050</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">12,123</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract_iB_zxoWR6GY8zek" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Non-current assets:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--DisposalGroupIncludingDiscontinuedOperationPropertyPlantAndEquipmentNoncurrent_iI_pn3n3_maAODGIzXcx_z8d8vvwukHU" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Property, plant and equipment, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">323</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">369</td><td style="font-size: 10pt; text-align: left"> </td></tr>
<tr id="xdx_403_ecustom--DisposalGroupIncludingDiscontinuedOperationRentalAssetsNet_iI_pn3n3_maAODGIzXcx_zr6VJ3ziflU5" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Rental assets, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">4,932</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">5,083</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--DisposalGroupIncludingDiscontinuedOperationIntangibleAssetsNoncurrent_iI_pn3n3_maAODGIzXcx_z684qZgs87Kk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Intangible assets, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">990</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,422</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--DisposalGroupIncludingDiscontinuedOperationGoodwillNoncurrent_iI_pn3n3_maAODGIzXcx_zPhUWj5NzY7g" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt">Goodwill</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">17,973</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">17,973</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_ecustom--DisposalGroupIncludingDiscontinuedOperationOperatingLeaseRightOfUseAsset_iI_pn3n3_maAODGIzXcx_z1I9EZSjiFsk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Operating lease right-of-use assets</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,503</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,390</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent_iI_pn3n3_maAODGIzXcx_zQ4DLg1uYWm3" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Non-current assets held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">25,721</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">26,237</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--AssetsOfDisposalGroupIncludingDiscontinuedOperation_iTI_pn3n3_mtAODGIzXcx_zi5MF0JeHDK5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td

style="padding-left: 30pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total assets held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">35,771</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">38,360</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; font-weight: bold">LIABILITIES</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract_iB_zHLM0QwKJdh2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Current liabilities:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--DisposalGroupIncludingDiscontinuedOperationAccountsPayableCurrent_iI_maLODGIzc5K_zsX9AMyuhzHf" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Accounts payable</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,650</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,387</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--DisposalGroupIncludingDiscontinuedOperationAccruedExpensesAndOtherCurrentLiabilities_iI_maLODGIzc5K_zQt0qTipeM88" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Accrued expenses and other current liabilities</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">6,410</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">5,973</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent_iTI_mtLODGIzc5K_maLODGIzDHg_zRmxa6AJwls6" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Current liabilities held for sale (*)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">8,060</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,360</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract_iB_zlde8eTdHzac" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Long-term liabilities:</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_403_ecustom--DisposalGroupIncludingDiscontinuedOperationOperatingLeaseLiabilityNoncurrent_iI_maLODGIzDHg_z7vua1dOegwa" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Operating lease liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,335</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,067</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--DisposalGroupIncludingDiscontinuedOperationDeferredTaxLiabilities_iI_maLODGIzDHg_zYI8LNAV6bB3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Deferred tax liabilities, net</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">600</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">568</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--DisposalGroupIncludingDiscontinuedOperationOtherNoncurrentLiabilities_iI_maLODGIzDHg_zzyKJO7mZd19" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Other long-term liabilities</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">5</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">9</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent_iI_maLODGIzDHg_zX4pCTTxwvX" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Non-current liabilities held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,940</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,644</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--LiabilitiesOfDisposalGroupIncludingDiscontinuedOperation_iTI_mtLODGIzDHg_zRrBOtvjDEje" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total liabilities held for sale (*)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">10,000</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">9,004</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>2775000511000048030004414000209200023250003800002740001005000012123000323000369000493200050830009900001422000179730001797300015030001396
cellpadding="0" cellspacing="0" id="xdx_880_esrt--ScheduleOfCondensedCashFlowStatementTableTextBlock_pn3n3_zNxzroby2Gt2" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Discontinued Operations and Held for Sale - Condensed Consolidated Statement of Cash Flows (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Condensed Consolidated Statements of Cash Flows</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_497_20240701__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zx9GgHOP9tJd" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_495_20230701__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zNp4MhtJOgU3" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20240101__20240930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_zH6gJ5CYPNu7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20230101__20230930__us-gaap--DisposalGroupClassificationAxis__us-gaap--DiscontinuedOperationsHeldforsaleMember__us-gaap--IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis__custom--TelematicsBusinessMember_z1wYaXmydpok" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">Three Months Ended
 September 30,</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">Nine Months Ended
 September 30,</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2024</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2023</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2024</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="text-align: center; font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center; font-size: 10pt; font-weight: bold">2023</td><td style="text-align: center; padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_408_eus-gaap--NetCashProvidedByUsedInOperatingActivitiesAbstract_iB_zCfDnYDtJI9i" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; font-weight: bold; text-align: left">Non-cash items included in net (loss) income:</td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--DepreciationDepletionAndAmortization_pn3n3_znnwR1j2s57k" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 40%; font-size: 10pt; text-align: left">Depreciation and amortization</td><td style="width: 2%; font-size: 10pt"> </td><td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">969</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">1,032</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">2,921</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">2,867</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--ShareBasedCompensation_pn3n3_zQ7UMcrsvZog" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Share-based compensation</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">35</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">144</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">101</td><td style="font-size: 10pt; text-align: left"> </td> <td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">390</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ProceedsFromInvestingActivitiesAbstract_iB_pn3n3_zVTyz3CrgCua" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; font-weight: bold; text-align: left">Cash flows from investing activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--PaymentsToAcquirePropertyPlantAndEquipment_iN_pn3n3_di_zJHg3qYPIWM8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Purchases of property, plant and equipment</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(14</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(173</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(17</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(334</td><td style="font-size: 10pt; text-align: left">)</td></tr>
<tr id="xdx_407_eus-gaap--NoncashInvestingAndFinancingItemsAbstract_iB_pn3n3_zUAMSi3SmatI" style="vertical-align: bottom; background-color: White"> <td style="font-

size: 10pt; font-weight: bold; text-align: left">Non-cash investing activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_ecustom--TransferOfInventoriesToRentalAssets_pn3n3_zqOuuw0EOMx2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Transfer of inventories to rental assets</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">698</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">412</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">2,043</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,077</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zUVaos40YhE9" style="vertical-align: bottom; background-color: White"> <td style="text-indent: -5pt; padding-left: 15pt; font-size: 10pt; text-align: left">Right-of-use assets obtained in exchange for operating leases liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">362</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">93</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">508</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">1,030</td><td style="font-size: 10pt; text-align: left"> </td></tr>
</table><sequence_ref id="1" />
Note 3. Financial Statement Details   Inventories   Inventories consist of the following (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_886_eus-gaap--ScheduleOfInventoryCurrentTableTextBlock_pn3n3_ztTSv56ZvK7" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Inventories, Net (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Inventories</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zKQeHkURx6zj" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zcYbk2T2bQEa" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_400_eus-gaap--InventoryFinishedGoods_iI_pn3n3_maINzI9l_zT4arXwtMqGd" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Finished goods</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">17,796</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">18,939</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--InventoryRawMaterials_iI_pn3n3_maINzI9l_ziTBAAD5n176" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Raw materials and components</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">322</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,616</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--InventoryNet_iTI_pn3n3_mtINzI9l_zRnXg65v5o16" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total inventories</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">18,118</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">20,555</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>   Prepaid expenses and other   Prepaid expenses and other consists of the following (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_884_eus-gaap--ScheduleOfOtherCurrentAssetsTableTextBlock_pn3n3_zWlAQv28VTC2" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Prepaid Expenses and Other (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Prepaid Expenses and Other</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zZYgFITGZVp6" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zr8HDg8a27G8" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: left"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_408_ecustom--RebateReceivablesCurrent_iI_pn3n3_maPEAOAzNAk_zcyEtgccN8B" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Rebate receivables</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,407</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,950</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_ecustom--ReceivablesContractManufacturersCurrent_iI_pn3n3_maPEAOAzNAk_zlkhi15fwRe" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Receivables from contract manufacturers</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,823</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--IntangibleAssetsCurrent_iI_pn3n3_maPEAOAzNAk_zYtCAQhbCqS1" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Software licenses</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">770</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">504</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherPrepaidExpenseCurrent_iI_pn3n3_maPEAOAzNAk_z99bgb52DsGl" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">734</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">660</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_iTI_pn3n3_mtPEAOAzNAk_zSxP8BQXtLVa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total prepaid expenses and other</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,627</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">4,937</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   Accrued expenses and other current liabilities   Accrued expenses and other current liabilities consist of the following (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_880_eus-gaap--ScheduleOfAccruedLiabilitiesTableTextBlock_pn3n3_zJK5OgvOGBY4" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Accrued Expenses and Other Current Liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zofNTqU2p4da" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zIVDzLMcMMYi" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_404_eus-gaap--AccruedRoyaltiesCurrent_iI_maALCzwKx_zZ3gT83f9Erf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt">Royalties</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">968</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">845</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--EmployeeRelatedLiabilitiesCurrent_iI_maALCzwKx_zG8fjO5ByBN5" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Payroll and related expenses</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,778</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,608</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--AccruedProfessionalFeesCurrent_iI_d0_maALCzwKx_zEbOMKhOmQPl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Professional fees</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--InterestPayableCurrent_iI_maALCzwKx_zo0D9IWrnYJg" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Accrued interest</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,042</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,038</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--DeferredRevenue_iI_maALCzwKx_zs6cBNUgJFP3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Deferred revenue</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">9,212</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,717</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseLiabilityCurrent_iI_maALCzwKx_ziAMGhOw3aOg" style="vertical-align:

bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating lease liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,303</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,226</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_ecustom--AccruedContractManufacturingCurrent_iI_maALCzwKx_zqLkz3M89x17" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Accrued contract manufacturing liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td> <td style="font-size: 10pt; text-align: right">5,049</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,537</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherAccruedLiabilitiesCurrent_iI_maALCzwKx_zJaVf5cwCfz1" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">4,795</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">4,078</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--AccruedLiabilitiesCurrent_iTI_mtALCzwKx_zZWTJnCpJGic" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total accrued expenses and other current liabilities</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">31,147</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">21,049</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   Other long-term liabilities   Other long-term liabilities consist of the following (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_885_eus-gaap--OtherNoncurrentLiabilitiesTableTextBlock_pn3n3_zMTRA7LIo878" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Other Long-term Liabilities (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt">Schedule of Other Long-term Liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zpjBOaHEobY7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_z091B4S4jCSg" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: left"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--DeferredRevenueNoncurrent_iI_maOLNz2s9_zFg0YZ8F0is4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Long-term deferred revenue</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">6,352</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,704</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--OtherSundryLiabilitiesNoncurrent_iI_maOLNz2s9_zo2E186jPUW5" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">147</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">647</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherLiabilitiesNoncurrent_iTI_mtOLNz2s9_zqC73cdlOYU4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total other long-term liabilities</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">6,499</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">2,351</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   As of September 30, 2024, of the $6.4 million long-term deferred revenue balance, $5.9 million relates to performance obligations expected to be satisfied between one and 2two years, and $0.5 million relates to performance obligations expected to be satisfied between two and 3three years from September 30, 2024.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt"> </p> <table cellpadding="0" cellspacing="0" id="xdx_886_eus-gaap--ScheduleOfInventoryCurrentTableTextBlock_pn3n3_ztTSv56ZvK7" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Inventories, Net (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Inventories</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zKQeHkURx6zj" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zcYbk2T2bQEa" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_400_eus-gaap--InventoryFinishedGoods_iI_pn3n3_maINzI9l_zT4arXwtMqGd" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Finished goods</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">17,796</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">18,939</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--InventoryRawMaterials_iI_pn3n3_maINzI9l_ziTBAAD5n176" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Raw materials and components</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">322</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">1,616</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--InventoryNet_iTI_pn3n3_mtINzI9l_zRnXg65v5o16" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total inventories</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">18,118</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">20,555</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>1779600018939000322000161600018118000020555000<table cellpadding="0" cellspacing="0" id="xdx_884_eus-gaap--ScheduleOfOtherCurrentAssetsTableTextBlock_pn3n3_zWlAQv28VTC2" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Prepaid Expenses and Other (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Prepaid Expenses and Other</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zZYgFITGZVp6" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zr8HDg8a27G8" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: left"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_408_ecustom--RebateReceivablesCurrent_iI_pn3n3_maPEAOAzNAk_zcyEtgccN8B" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Rebate receivables</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,407</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,950</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_ecustom--ReceivablesContractManufacturersCurrent_iI_pn3n3_maPEAOAzNAk_zlkhi15fwRe" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Receivables from contract manufacturers</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,823</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--IntangibleAssetsCurrent_iI_pn3n3_maPEAOAzNAk_zYtCAQhbCqS1" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Software licenses</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">770</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">504</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherPrepaidExpenseCurrent_iI_pn3n3_maPEAOAzNAk_z99bgb52DsGl" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">734</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">660</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_iTI_pn3n3_mtPEAOAzNAk_zSxP8BQXtLVa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total prepaid expenses and other</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">3,627</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">4,937</td><td style="padding-bottom: 2.5pt;

font-size: 10pt; text-align: left"> </td></tr> </table>1407000195000071600018230007700005040007340006600003627000493700<table cellpadding="0" cellspacing="0" id="xdx_880_eus-gaap--ScheduleOfAccruedLiabilitiesTableTextBlock_pn3n3_zJK5OgvOGBY4" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Accrued Expenses and Other Current Liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zofNTqU2p4da" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_zIVDzLMcMMYi" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_404_eus-gaap--AccruedRoyaltiesCurrent_iI_maALCzwKx_zZ3gT83f9Erf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt">Royalties</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">968</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">845</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--EmployeeRelatedLiabilitiesCurrent_iI_maALCzwKx_zG8fjO5ByBN5" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Payroll and related expenses</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,778</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">3,608</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--AccruedProfessionalFeesCurrent_iI_d0_maALCzwKx_zEbOMKhOmQPl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Professional fees</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--InterestPayableCurrent_iI_maALCzwKx_zo0D9IWrnYJg" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Accrued interest</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,042</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,038</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--DeferredRevenue_iI_maALCzwKx_zs6cBNUgJFP3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Deferred revenue</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">9,212</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">2,717</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseLiabilityCurrent_iI_maALCzwKx_ziAMGhOw3aOg" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Operating lease liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,303</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">1,226</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_ecustom--AccruedContractManufacturingCurrent_iI_maALCzwKx_zqLkz3M89x17" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Accrued contract manufacturing liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">5,049</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">7,537</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherAccruedLiabilitiesCurrent_iI_maALCzwKx_zJaVf5cwCfz1" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">4,795</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">4,078</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--AccruedLiabilitiesCurrent_iTI_mtALCzwKx_zZWTJnCpJGic" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total accrued expenses and other current liabilities</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">31,147</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">21,049</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>9680008450007778000360800000020420001038000921200027170001303000122600050490007537000479500040780003114700021049000<table cellpadding="0" cellspacing="0" id="xdx_885_eus-gaap--OtherNoncurrentLiabilitiesTableTextBlock_pn3n3_zMTRA7LIo878" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Financial Statement Details - Other Long-term Liabilities (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt">Schedule of Other Long-term Liabilities</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240930_zpjBOaHEobY7" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20231231_z091B4S4jCSg" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold; text-align: left"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--DeferredRevenueNoncurrent_iI_maOLNz2s9_zFg0YZ8F0is4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">Long-term deferred revenue</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">6,352</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">1,704</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--OtherSundryLiabilitiesNoncurrent_iI_maOLNz2s9_zo2E186jPUW5" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">147</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">647</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OtherLiabilitiesNoncurrent_iTI_mtOLNz2s9_zgC73cdlOYU4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total other long-term liabilities</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">6,499</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">2,351</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>6352000170400014700064700064990002351000590000P2Y500000P3Y Note 4. Fair Value Measurements   The Company's only financial instrument measured at fair value on a recurring basis is its interest make-whole payment derivative liability on its 2025 Convertible Notes (see Note 5 – Debt). The fair value of that liability was zero as of both September 30, 2024 and December 31, 2023.   The fair value of the interest make-whole payment derivative liability was determined using a Monte Carlo model using the following key assumptions: <table cellpadding="0" cellspacing="0" id="xdx_88E_eus-gaap--FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock_z4e4rkotPWV2" style="font: 10pt Times New Roman, Times, Serif; width: 100%; border-collapse: collapse" summary="xdx: Disclosure - Fair Value Measurements - Fair Value Valuation Model and Assumptions (Details)"> <tr style="vertical-align: top; background-color: White"> <td>Schedule of Fair Value Valuation Model and Assumptions</td> <td style="text-align: right"> </td> <td> </td> <td style="text-align: right"> </td></tr> <tr style="vertical-align: top"> <td style="padding-bottom: 1pt; width: 67%"> </td> <td style="border-bottom: Black 1pt solid; text-align: center; width: 15%">September 30, 2024</td> <td style="padding-bottom: 1pt; width: 3%"> </td> <td style="border-bottom: Black 1pt solid; text-align: center; width: 15%">December 31, 2023</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Volatility</td> <td style="text-align: right">90.80 %</td> <td> </td> <td style="text-align: right">77.00 %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Stock price</td> <td style="text-align: right">$16.33 per share</td> <td> </td> <td style="text-align: right">$<span id="xdx_90A_eus-gaap--SharePrice_iI_uUSDPShares_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_z6sufBomnuP8" title="Measurement input">2.20 per share</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Credit spread</td> <td style="text-align: right"><span id="xdx_900_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputCreditSpreadMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zCRPha8UlyUb" title="Measurement input">17.08 %</td> <td> </td> <td style="text-align: right"><span id="xdx_901_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputCreditSpreadMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zdqG0DMwt1Xb" title="Measurement input">92.20 %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Term</td> <td style="text-align: right"><span id="xdx_906_eus-gaap--DerivativeTermOfContract_dtY_c20240101__20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedTermMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zrmFB6Jd2vgk" title="Term">0.59 years</td> <td> </td> <td style="text-align: right"><span id="xdx_902_eus-gaap--DerivativeTermOfContract_dtY_c20230101__20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedTermMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zb5qI4mEwJH3" title="Term">1.34 years</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Dividend yield</td> <td style="text-align: right"><span id="xdx_90F_eus-gaap--

EmbeddedDerivativeLiabilityMeasurementInput_iI_d0_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedDividendRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_z51d0tRCOnX1" title="Measurement input">- %</td> <td> </td> <td style="text-align: right"><span id="xdx_903_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_d0_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedDividendRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_ziaYQkguYB7i" title="Measurement input">- %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Risk-free rate</td> <td style="text-align: right"><span id="xdx_908_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zJReNMSNqkXj" title="Measurement input">4.31 %</td> <td> </td> <td style="text-align: right"><span id="xdx_908_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zXNWeQzibRQh" title="Measurement input">4.60 %</td></tr> </table>   There was no change in the fair value of the interest make-whole liability for the three and nine months ended September 30, 2024 or September 30, 2023.   Other Financial Instruments   The carrying values of the Company's other financial assets and liabilities approximate their fair values because of their short-term nature, with the exception of the 2025 Convertible Notes. The 2025 Convertible Notes are carried at amortized cost, adjusted for changes in the fair value of the embedded derivative.   <table cellpadding="0" cellspacing="0" id="xdx_88E_eus-gaap--FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock_z4e4rkotPWV2" style="font: 10pt Times New Roman, Times, Serif; width: 100%; border-collapse: collapse" summary="xdx: Disclosure - Fair Value Measurements - Fair Value Valuation Model and Assumptions (Details)"> <tr style="vertical-align: top; background-color: White"> <td>Schedule of Fair Value Valuation Model and Assumptions</td> <td style="text-align: right"> </td> <td> </td> <td style="text-align: right"> </td></tr> <tr style="vertical-align: top"> <td style="padding-bottom: 1pt; width: 67%"> </td> <td style="border-bottom: Black 1pt solid; text-align: center; width: 15%">September 30, 2024</td> <td style="padding-bottom: 1pt; width: 3%"> </td> <td style="border-bottom: Black 1pt solid; text-align: center; width: 15%">December 31, 2023</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Volatility</td> <td style="text-align: right">90.80 %</td> <td> </td> <td style="text-align: right">77.00 %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Stock price</td> <td style="text-align: right">$16.33 per share</td> <td> </td> <td style="text-align: right">$<span id="xdx_90A_eus-gaap--SharePrice_iI_uUSDPShares_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_z6sufBomnuP8" title="Measurement input">2.20 per share</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Credit spread</td> <td style="text-align: right"><span id="xdx_900_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputCreditSpreadMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zCRPha8UlyUb" title="Measurement input">17.08 %</td> <td> </td> <td style="text-align: right"><span id="xdx_901_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputCreditSpreadMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zdqG0DMwt1Xb" title="Measurement input">92.20 %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Term</td> <td style="text-align: right"><span id="xdx_906_eus-gaap--DerivativeTermOfContract_dtY_c20240101__20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedTermMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zrmFB6Jd2vgk" title="Term">0.59 years</td> <td> </td> <td style="text-align: right"><span id="xdx_902_eus-gaap--DerivativeTermOfContract_dtY_c20230101__20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedTermMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zb5qI4mEwJH3" title="Term">1.34 years</td></tr> <tr style="vertical-align: top; background-color: rgb(204,238,255)"> <td>Dividend yield</td> <td style="text-align: right"><span id="xdx_90F_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_d0_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedDividendRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_z51d0tRCOnX1" title="Measurement input">- %</td> <td> </td> <td style="text-align: right"><span id="xdx_903_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_d0_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputExpectedDividendRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_ziaYQkguYB7i" title="Measurement input">- %</td></tr> <tr style="vertical-align: top; background-color: White"> <td>Risk-free rate</td> <td style="text-align: right"><span id="xdx_908_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20240930__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zJReNMSNqkXj" title="Measurement input">4.31 %</td> <td> </td> <td style="text-align: right"><span id="xdx_908_eus-gaap--EmbeddedDerivativeLiabilityMeasurementInput_iI_pdp2_uPure_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember__us-gaap--FinancialInstrumentAxis__us-gaap--DerivativeMember_zXNWeQzibRQh" title="Measurement input">4.60 %</td></tr>
</table>0.90800.770016.332.200.17080.9220P0Y7M2DP1Y4M2D000.04310.04600000 Note 5. Debt   Short-Term Loan   On June 28, 2024, the Company entered into a Loan and Security Agreement (the "Short-Term Loan Agreement"), among South Ocean, as lender ("Lender"), the Participating Lenders, the Company, as borrower, and <span id="xdx_904_ecustom--NumberOfSubsidiaries_iI_dxH_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zyJCM0z3WkH7" title="Number of subsidiaries::XDX::2">two of the Company's wholly-owned subsidiaries, Inseego Wireless, Inc. and Inseego North America LLC as guarantors (collectively, the "Guarantors," and together with the Company, the "Loan Parties"). The Loan Agreement establishes the Short-Term Loan.   The Company's obligations under the Short-Term Loan Agreement are guaranteed by the Guarantors. Subject to the requirements of the Short-Term Loan Agreement, certain of the Company's other subsidiaries may become guarantors and Loan Parties of the Loan Agreement after closing. The Loan Parties' obligations under the Loan Agreement are secured by a continuing security interest in substantially all property of each Loan Party, subject to certain excluded collateral, as defined in the Short-Term Loan Agreement.   The Short-Term Loan was originally scheduled to mature on September 30, 2024 but maturity has subsequently been extended to November 30, 2024. Borrowings under the Short-Term Loan bear interest at <span id="xdx_90A_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zjxE74Bgh0Aa" title="Stated interest rate of debt issued">12.0% per annum. Upon any repayment or prepayment of the amounts borrowed under the Short-Term Loan (including at maturity), the Company is required to pay an exit fee equal to <span id="xdx_90C_ecustom--DebtInstrumentExitFeePercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zA1ZjYNtRv12" title="Exit fee percentage">4.0% of the aggregate principal amount prepaid or repaid.   The Short-Term Loan Agreement contains certain customary covenants, which include, but are not limited to, restrictions on indebtedness, liens, fundamental changes, restricted payments, asset sales, and investments, and places limits on various other payments. The Short-Term Loan Agreement contains certain customary provisions with respect to the definition of, and remedies with respect to, events of default.   Also on June 28, 2024, as part of the Short-Term Loan Agreement, the Participating Lenders contributed an aggregate of $<span id="xdx_907_eus-gaap--DebtInstrumentCollateralAmount_iI_pn5n6_c20240628__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember__us-gaap--RelatedPartyTransactionAxis__custom--ParticipationInterestsMember_zNzbAhk1mOu7" title="Collateral amount">3.0 million of participation interests in the Short-Term Loan Agreement (the "Participation Interests"). The Participating Lenders consist of Philip Brace, the Company's Executive Chairman, who acquired a $<span id="xdx_90C_eus-gaap--DebtInstrumentCollateralAmount_iI_pn5n6_c20240628__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember__us-gaap--RelatedPartyTransactionAxis__custom--ParticipationInterestsMember__srt--CounterpartyNameAxis__custom--PhilipBraceMember_zGmNyK03yfZi" title="Collateral amount">1.0 million Participation Interest, and North Sound Ventures, LP, which acquired a $<span id="xdx_903_eus-gaap--DebtInstrumentCollateralAmount_iI_pn5n6_c20240628__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember__us-gaap--RelatedPartyTransactionAxis__custom--ParticipationInterestsMember__srt--CounterpartyNameAxis__custom--NorthSoundVenturesLPMember_zZrWAuqxVVMg" title="Collateral amount">2.0 million Participation Interest in the $<span id="xdx_90E_eus-gaap--LineOfCreditFacilityMaximumBorrowingCapacity_iI_pn5n6_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zxn6FrA5vPn9" title="Maximum borrowing capacity">19.5 million Loan. As of the date hereof, affiliates of each of the Lender and North Sound Ventures, LP may be deemed to beneficially own more than <span id="xdx_901_ecustom--MinorityInterestOwnedByOthersPercentage_iI_dp_c20240628__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zQ32MbTc0Hhl" title="Effective interest rate">5% of the Company's outstanding Common Stock. James B. Avery, a member of the Company's Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of the Lender. Accordingly, the Lender and the Participating Lenders are considered related parties of the Company.   In connection with entering into the Short-Term Loan Agreement, the Company paid an arrangement and administration fee of $0.2 million to the Lender (the "Loan Costs"). Additionally in connection with the Short-

Term Loan Agreement, the Company issued to the Lender and the Participating Lenders warrants (the "Loan Warrants") to purchase an aggregate of <span id="xdx_907_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_if_c20240628__us-gaap--ClassOfWarrantOrRightAxis__custom--LoanWarrantsMember_zoyOtSR9viU1" title="Number of securities called by warrants or rights (in shares)">550,000 shares of the Company's common stock, par value $0.001 per share ("Common Stock"). See Note 8 – Stockholders' Equity (Deficit) for further details regarding the Loan Warrants.   The gross proceeds received under the Short-Term Loan Agreement, along with the Loan Costs, were allocated between the Short-Term Loan and the Loan Warrants based on their relative fair values at issuance.   During the three-months ended September 30, 2024, the Company voluntarily prepaid $<span id="xdx_90D_eus-gaap--RepaymentsOfShortTermDebt_pn5n6_c20240701__20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_zqK8ndeQzYFa" title="Repayments on short-term loan">13.5 million of the outstanding principal balance under the Short-Term Loan Agreement, so that as of September 30, 2024, the outstanding principal balance under the Short-Term Loan Agreement was $<span id="xdx_906_ecustom--ShortTermBorrowingsGross_iI_pn6n6_c20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_z3aplBH0Ofl1" title="Short term borrowings, gross">6.0 million. The debt discount originally recorded as a result of the allocation of the net proceeds between the Short-Term Loan and the Loan Warrants of $<span id="xdx_908_eus-gaap--AmortizationOfDebtDiscountPremium_pn5n6_c20240701__20240930__us-gaap--CreditFacilityAxis__us-gaap--LineOfCreditMember__us-gaap--ShortTermDebtTypeAxis__custom--ShortTermLoanAgreementMember_z2kNqTzTnVg6" title="Amortization of debt discount">3.3 million was fully amortized to interest expense during the months ended September 30, 2024. As a result, the amount recorded in the Condensed Consolidated Balance Sheets as of September 30, 2024 is solely comprised of the principal balance outstanding.   2025 Convertible Notes   In 2020, the Company completed both a registered public offering and a privately negotiated exchange agreement that resulted in the issuance of the 2025 Convertible Notes. After taking into account exchanges and redemptions occurring in prior periods, the outstanding principal balance of the 2025 Convertible Notes was $<span id="xdx_902_eus-gaap--DebtInstrumentCarryingAmount_iI_pp0p0_dxL_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zIKeIo4Xdtz2" title="Principal::XDX::106824000">106.8 million and $<span id="xdx_903_eus-gaap--DebtInstrumentCarryingAmount_iI_pp0p0_dxL_c20231231__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zCC2XCOy8exi" title="Principal::XDX::161898000">161.9 million as of September 30, 2024 and December 31, 2023, respectively.   The 2025 Convertible Notes were issued under an indenture, dated May 12, 2020 (the "Base Indenture"), between the Company and Wilmington Trust, National Association, as trustee (the "Trustee"), as supplemented by the first supplemental indenture, dated May 12, 2020 (the "Supplemental Indenture" and, together with the Base Indenture, the "Indenture"), between the Company and the Trustee.   The 2025 Convertible Notes will mature on May 1, 2025, unless earlier repurchased, redeemed or converted. The 2025 Convertible Notes are senior unsecured obligations of the Company and bear interest at an annual rate of <span id="xdx_902_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_dp_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zwQLgiuPYOp8" title="Stated interest rate of debt issued">3.25%, payable semi-annually in arrears on May 1 and November 1 of each year.   Holders of the 2025 Convertible Notes may convert the 2025 Convertible Notes into shares of the Company's common stock (together with cash in lieu of any fractional share), at their option, at any time until the close of business on the scheduled trading day immediately before the maturity date. Upon conversion of the 2025 Convertible Notes, the Company will deliver for each $1,000 principal amount of 2025 Convertible Notes converted a number of shares of the Company's common stock (together with cash in lieu of any fractional share), equal to the conversion rate.   As of September 30, 2024, the conversion rate for the 2025 Convertible Notes is 7.92896 shares of common stock per $1,000 principal amount of 2025 Convertible Notes, which represents a conversion price of approximately $<span id="xdx_90E_eus-gaap--DebtInstrumentConvertibleConversionPrice1_iI_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zz3fucWxvXO6" title="Conversion price (in dollars per share)">126.12 per share, and is subject to adjustment upon the occurrence of certain events, including, but not limited to, certain stock dividends, splits and combinations, the issuance of certain rights, options or warrants to holders of the common stock, certain distributions of assets, debt securities, capital stock or other property to holders of the common stock, cash dividends on the common stock and certain Company tender or exchange offers.   If a fundamental change (as defined in the Indenture) occurs at any time prior to the maturity date, then the noteholders may require the Company to repurchase their 2025 Convertible Notes at a cash repurchase price equal to the principal amount of the 2025 Convertible Notes to be repurchased, plus accrued and unpaid interest, if any, to, but excluding, the fundamental change repurchase date. If a make-whole fundamental change (as defined in the Indenture) occurs, then the Company will in certain circumstances increase the conversion rate for a specified period of time.   The 2025 Convertible Notes are be redeemable, in whole or in part, at the Company's option at any time, and from time to time, on or after May 6, 2023 through the last scheduled trading day before the maturity date, at a cash redemption price equal to the principal amount of the 2025 Convertible Notes to be redeemed, plus accrued and unpaid interest, if any, to, but excluding, the redemption date, as long as the last reported sale price per share of the common stock exceeds <span id="xdx_90D_eus-gaap--DebtInstrumentConvertibleThresholdPercentageOfStockPriceTrigger_dp_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zQ266ZPiOzJ5" title="Threshold percentage of stock price trigger">130% of the conversion price on (i) each of at least <span id="xdx_90D_eus-gaap--DebtInstrumentConvertibleThresholdTradingDays_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z6b6AFnpdf5b" title="Threshold of trading days">20 trading days, whether or not consecutive, during the <span id="xdx_90B_eus-gaap--DebtInstrumentConvertibleThresholdConsecutiveTradingDays1_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zmFZkbIZGXh6" title="Threshold of consecutive trading days">30 consecutive trading days ending on, and including, the trading day immediately before the date the Company sends the related redemption notice; and (ii) the trading day immediately before the date the Company sends such notice.   The Indenture contains customary events of default. If an event of default (other than certain events of bankruptcy, insolvency or reorganization involving the Company) occurs and is continuing, the Trustee, by notice to the Company, or the holders of the 2025 Convertible Notes representing at least <span id="xdx_90A_ecustom--DebtInstrumentConvertiblePercentOfAggregatePrincipalHeldToCallInDefaultEvent_dp_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zq835nZvF6Y5" title="Aggregate percentage of holders to declare notes due and payable in default event">25% in aggregate principal amount of the outstanding 2025 Convertible Notes, by notice to the Company and the Trustee, may declare <span id="xdx_90D_ecustom--DebtInstrumentConvertiblePercentOfPrincipalAndAccruedInterestThatMayBeCalledInDefaultEvent_dp_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zzcljL4gOwPa" title="Percentage of principal and accrued interest that may be called in default event">100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes to be due and payable immediately. Upon the occurrence of certain events of bankruptcy, insolvency or reorganization involving the Company, <span id="xdx_906_ecustom--DebtInstrumentConvertiblePercentOfPrincipalAndAccruedInterestThatMayBeCalledInBankruptcyInsolvencyReorganization_dp_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zrfVbrrZPYXa" title="Percentage of principal and accrued interest that may be called in event of bankruptcy, insolvency or reorganization">100% of the principal of, and all accrued and unpaid interest on, all of the then outstanding 2025 Convertible Notes will automatically become immediately due and payable. Notwithstanding the foregoing, the Indenture provides that, to the extent the Company elects, the sole remedy for an event of default relating to certain failures by the Company to comply with certain reporting covenants in the Indenture will, for the first 360 days after such event of default, consist exclusively of the right to receive additional interest on the 2025 Convertible Notes.   Interest make-whole payment   The 2025 Convertible Notes also include an interest make-whole payment feature whereby if the last reported sale price of the Company's common stock for each of the <span id="xdx_90B_ecustom--TradingDayThreshold_dxH_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zrFUDdaUA0Kd" title="Trading day threshold::XDX::P5D">five trading days immediately preceding a conversion date is greater than or equal to $<span id="xdx_905_eus-gaap--DebtInstrumentConvertibleStockPriceTrigger_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zWvFEIEMYAUc" title="Stock price trigger (in dollars per share)">105.10, the Company will, in addition to the other consideration payable or deliverable in connection with such conversion, make an interest make-whole payment to the converting holder equal to the sum of the present values of the scheduled payments of interest that would have been made on the 2025 Convertible Notes to be converted had such notes remained outstanding from the conversion date through the earlier of (i) the date that is <span id="xdx_909_ecustom--MakeWholePaymentTerm_dxH_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z63NMoi5Sxd4" title="Make-whole payment term::XDX::P3Y">three years after the conversion date and (ii) the maturity date. The present values will be computed using a discount rate equal to <span id="xdx_90E_ecustom--InterestMakeWholeFeatureDiscountRatePercentage_iI_dp_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zgSJ7oRGm5z2" title="Interest make-whole payment discount rate">1%. The Company will satisfy its obligation to pay the interest make-whole payment, at its election, in cash or shares of common stock (together with cash in lieu of fractional shares). The Company has determined that this feature is an embedded derivative and has recognized the fair value of this derivative as a liability in the consolidated balance sheets, with subsequent changes to fair value to be recorded at each reporting period on the consolidated statement of operations in other income, net. See Note 4 – Fair Value Measurements, for more information on this derivative liability.   2025 Convertible Note Repurchases and Exchanges   On May 24, 2024, the Company entered into a repurchase agreement with a single holder of the 2025 Convertible Notes, resulting in the settlement of $<span id="xdx_90F_eus-gaap--DebtInstrumentRepurchasedFaceAmount_iI_pn6n6_c20240524__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zV6zP7KZHYBj" title="Repurchased face amount">3.0 million of outstanding principal at a purchase price of <span id="xdx_90A_eus-gaap--DebtInstrumentRedemptionPricePercentage_dp_c20240523__20240524__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zJ6RBWtdX1vi" title="Redemption price as a percentage of principal amount">55% of par. The repurchase price was equal to the aggregate principal amount at <span id="xdx_90A_eus-gaap--DebtInstrumentRedemptionPricePercentage_dp_c20240523__20240524__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zNMLdqQ8nMQ5" title="Redemption price as a percentage of principal amount">55% of par, plus accrued and unpaid interest up to, but excluding, the repurchase date. The total repurchase payment was $<span id="xdx_904_eus-gaap--DebtInstrumentRepurchaseAmount_if_pn5n6_c20240524__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zG4ugmbNId7a" title="Debt instrument, repurchase amount">1.7 million. The repurchase resulted in a gain of $<span id="xdx_90F_ecustom--TroubledDebtRestructuringTransactionNetOfCost_pn5n6_c20240523__20240524__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z0lvmlnSgbkb" title="TDR transaction amount">1.3 million, net of costs incurred directly with executing the transaction, recorded within gain (loss) on debt restructurings, net in the nine months ended September 30, 2024 on the condensed consolidated statement of operations.   <p style="font: 10pt Times New Roman,

Times, Serif; margin: 0pt 0; text-indent: 20pt">On June 28, 2024, the Company agreed to purchase, for cash, all of the $<span id="xdx_907_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_zbDMopZG0gra" title="Debt aggregate face amount">45.9 million in face value of the 2025 Convertible Notes held by Highbridge, then the second largest noteholder, at a discount of <span id="xdx_90A_eus-gaap--DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed_dp_c20240627__20240628__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_zGQHnf0XQiPj" title="Redemption of principal">30% to face value. This transaction closed in July 2024 and resulted in a gain of $<span id="xdx_903_eus-gaap--OtherNonoperatingIncomeExpense_pn5n6_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--CounterpartyNameAxis__custom--HighbridgeCapitalManagementLLCMember_zEmYRTGA8Eq9" title="Other income (expense), net">13.4 million recorded within gain (loss) on debt restructurings, net in the nine months ended September 30, 2024 on the condensed consolidated statement of operations.   On July 18, 2024, the Company entered into an agreement with a holder of approximately $<span id="xdx_90F_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zbS3OeO8mpmf" title="Debt aggregate face amount">4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holder's 2025 Convertible Notes in exchange for approximately <span id="xdx_902_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240717__20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z8NBMEp7gkV3" title="Number of shares issued (in shares)">0.3 million shares of the Company's Common Stock and warrants to purchase an aggregate of approximately <span id="xdx_90F_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z6uq0ZrTCTsf" title="Number of securities called by warrants or rights (in shares)">0.2 million shares of the Company's Common Stock, plus accrued interest. See Note 8 – Stockholders' Equity (Deficit) for further details regarding these warrants.   On August 2, 2024, the Company entered into an agreement with two related holders of approximately $<span id="xdx_908_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zZiwiCB1SJ3g" title="Debt aggregate face amount">1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holders' 2025 Convertible Notes in exchange for approximately <span id="xdx_90F_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240801__20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zCcS0y5pzPN2" title="Number of shares issued (in shares)">0.1 million shares of the Company's common stock and warrants to purchase an aggregate of approximately 0.1 million shares of the Company's common stock. See Note 8 – Stockholders' Equity (Deficit) for further details regarding these warrants.   As a result of the July 18 and August 2, 2024 repurchases, the Company recorded a loss of $1.0 million within gain (loss) on debt restructurings, net in the three and nine months ended September 30, 2024 on the condensed consolidated statement of operations   As of September 30, 2024 and December 31, 2023, $106.8 million and $161.9 million of principal amount of the 2025 Convertible Notes was outstanding, respectively, $80.4 million of which was held by related parties.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">The 2025 Convertible Notes consist of the following (in thousands):</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt"> </p> <table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--ScheduleOfDebtTableTextBlock_pn3n3_zCGT7mCuRqf" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Debt - 2025 Convertible Notes (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Net Carrying Amount of Debt</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20240930_zxLecOAwWmll" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20231231_zHwmV6cgXK4j" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--DebtInstrumentCarryingAmount_iI_pn3n3_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zKgpkKWNzaMb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt">Principal</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">106,824</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">161,898</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--EmbeddedDerivativeFairValueOfEmbeddedDerivativeLiability_iI_pn3n3_d0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zTgilUXfkEA8" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Add: fair value of embedded derivative</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--DebtInstrumentUnamortizedDiscount_iNI_pn3n3_di0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zX2YlcxmXZHc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Less: unamortized debt discount</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">(320</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(1,106</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr id="xdx_404_eus-gaap--DeferredFinanceCostsNet_iNI_pn3n3_di0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zNdFDtGfvYqc" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: unamortized issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(254</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(880</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td></tr> <tr id="xdx_40E_eus-gaap--LongTermDebt_iI_pn3n3_d0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zWRhfqIgCZq7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Net carrying amount</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">106,250</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">159,912</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   The effective interest rate of the liability component of the 2025 Convertible Notes was <span id="xdx_902_eus-gaap--DebtInstrumentInterestRateDuringPeriod_dp_c20240701__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_ziX90HkFaPj2" title="Interest rate during period">4.17% and <span id="xdx_90E_eus-gaap--DebtInstrumentInterestRateDuringPeriod_dp_c20230701__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z2rVvDy0Gkp3" title="Interest rate during period">4.23% for the three months ended September 30, 2024 and 2023, respectively, and <span id="xdx_90C_eus-gaap--DebtInstrumentInterestRateDuringPeriod_dp_c20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zgHmeUipZDH6" title="Interest rate during period">4.17% and <span id="xdx_900_eus-gaap--DebtInstrumentInterestRateDuringPeriod_dp_c20230101__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zmzA5v69Icgb" title="Interest rate during period">4.27% for the nine months ended September 30, 2024 and 2023, respectively.   The following table sets forth total interest expense recognized related to the 2025 Convertible Notes (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_890_eus-gaap--InterestIncomeAndInterestExpenseDisclosureTableTextBlock_pn3n3_zbpWfG3Yfg5e" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Debt - Interest Expense Related to 2025 Notes (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Interest Expense</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49E_20240701__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z41wgEkt9ml" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20230701__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zgjRR7Mp05s2" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_496_20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zAOesW7yGx2k" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49D_20230101__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zQ1oiZ0ByAFg" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr

style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--InterestExpenseDebtExcludingAmortization_maIEDzgcm_zUrPKvNENqX5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">Contractual interest expense</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">879</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">1,315</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">3,499</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">3,946</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--AmortizationOfDebtDiscountPremium_maIEDzgcm_zMag0hNFiKtc" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Amortization of debt discount</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">138</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">207</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">550</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">621</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--AmortizationOfFinancingCosts_maIEDzgcm_z9NbzmalQSlc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Amortization of debt issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">110</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">165</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">438</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">494</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--InterestExpenseDebt_iT_mtIEDzgcm_zxz2fwGHGwLk" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total interest expense</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,127</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,687</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">4,487</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">5,061</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   The contractual interest expense on the 2025 Convertible Notes recorded within interest expense, net on the consolidated statements of operations attributable to related parties was $<span id="xdx_90B_eus-gaap--InterestExpenseDebtExcludingAmortization_pn5n6_c20240701__20240930__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__srt--AffiliatedEntityMember_zA4VqtJVc3I5" title="Contractual interest expense"><span id="xdx_90A_eus-gaap--InterestExpenseDebtExcludingAmortization_pn5n6_c20230701__20230930__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__srt--AffiliatedEntityMember_zlGVVOnR2qZ8" title="Contractual interest expense">0.7 million in the three months ended September 30, 2024 and 2023 and $<span id="xdx_905_eus-gaap--InterestExpenseDebtExcludingAmortization_pn6n6_c20240101__20240930__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__srt--AffiliatedEntityMember_zZCdOHwPvSN9" title="Contractual interest expense"><span id="xdx_904_eus-gaap--InterestExpenseDebtExcludingAmortization_pn6n6_c20230101__20230930__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__srt--AffiliatedEntityMember_zwREkaW6v8T6" title="Contractual interest expense">2.0 million in the nine months ended September 30, 2024 and 2023. As of September 30, 2024 and December 31, 2023, accrued interest due to related parties of $1.1 million and $0.4 million was included within accrued expenses and other current liabilities on the condensed consolidated balance sheets, respectively.   Asset-backed Revolving Credit Facility   In August 2022, the Company entered into a Loan and Security Agreement (as subsequently amended, the "Credit Agreement"), by and among Siena Lending Group LLC, as lender ("Lender"), Inseego Wireless, Inc., a Delaware corporation ("Inseego Wireless"), a subsidiary of the Company, and Inseego North America LLC, an Oregon limited liability company and indirect subsidiary of the Company, as borrowers (together with Inseego Wireless, the "Borrowers"), and the Company, as guarantor (together with the Borrowers, the "Credit Facility Parties").   The Credit Agreement established a secured asset-backed revolving credit facility which was comprised of a maximum $<span id="xdx_904_eus-gaap--LineOfCreditFacilityMaximumBorrowingCapacity_iI_pn6n6_c20220831__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zVbFAwkUfxr9" title="Maximum borrowing capacity">50 million revolving credit facility ("Credit Facility"), with a minimum borrowing amount for interest calculations of $4.5 million upon execution of the Credit Agreement. Availability under the Credit Facility was determined monthly by a borrowing base comprised of a percentage of eligible accounts receivable and eligible inventory of the Borrowers. Outstanding amounts exceeding the borrowing base were to be repaid immediately. The Borrowers' obligations under the Credit Agreement were guaranteed by the Company. The Credit Facility Parties' obligations under the Credit Agreement were secured by a continuing security interest in all property of each Credit Facility Party, subject to certain Excluded Collateral (as defined in the Credit Agreement).   On May 2, 2023, (1) two related parties, South Ocean Funding, LLC and North Sound Ventures, LP (collectively, the "Credit Facility Participants") collectively purchased a $4.0 million last-out subordinated participation interest in the Credit Agreement (the "Credit Facility Participation Interest") from the Lender, and (2) the Borrowers entered into an amendment to the Credit Agreement which increased the borrowing base under the Credit Facility by $<span id="xdx_908_eus-gaap--LineOfCreditFacilityIncreaseDecreaseForPeriodNet_pn6n6_c20230501__20230502__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zWiNCOn5OVXe" title="Line of credit increase">4.0 million, increased the minimum borrowing amount for interest calculations to $8.5 million, and modified certain covenants. In connection with the purchase of the Credit Facility Participation Interest, we agreed to pay the Credit Facility Participants an aggregate exit fee (the "Exit Fee") ranging from <span id="xdx_901_eus-gaap--LineOfCreditFacilityCommitmentFeePercentage_dp_c20230501__20230502__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember__srt--RangeAxis__srt--MinimumMember_zDBHnlUHvpC5" title="Commitment fee rate">7.5% to <span id="xdx_905_eus-gaap--LineOfCreditFacilityCommitmentFeePercentage_dp_c20230501__20230502__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember__srt--RangeAxis__srt--MaximumMember_ziht7pt76JUd" title="Commitment fee rate">12.5% of the amount of the Credit Facility Participation Interest, payable upon the earlier to occur of (a) the maturity date of the Credit Facility, (b) termination of the Lender's commitment to make revolving loans prior to the scheduled maturity date of the Credit Facility, and (c) the early redemption of the Credit Facility Participation Interest, as applicable. Further, the purchase of the Credit Facility Participation Interest granted an option for the Credit Facility Participants to purchase the subject revolving loan or to redeem its Credit Facility Participation Interest under certain circumstances. The Credit Facility Participants are each affiliates of beneficial holders of greater than five percent of our outstanding common stock.   Effective April 18, 2024, the Company exercised its right to voluntarily pay-off and terminate the Credit Facility. As a result of the termination, the Company paid the outstanding balance and related termination fees on the Credit Facility of approximately $3.0 million. The Company also paid the Exit Fee in the aggregate amount of $<span id="xdx_906_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240418__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember__srt--CounterpartyNameAxis__custom--SouthOceanFundingLLCAndNorthSoundVenturesLPMember_zQlyAOvUkiOi" title="Debt aggregate face amount">0.4 million to the Credit Facility Participants. South Ocean Funding, LLC is an affiliate of Golden Harbor, Ltd. and North Sound Ventures, LP is an affiliate of North Sound Management, Inc. As of April 18, 2024, each of Golden Harbor, Ltd. and North Sound Management, Inc. were beneficial owners of in excess of 5% of the Company's outstanding common stock. As a result of the voluntary pay-off, the Company recorded a loss on extinguishment of debt of $0.8 million within other (expense) income, net on the condensed consolidated statements of operations during the nine months ended September 30, 2024.   The effective interest rate of the average outstanding balance for the Credit Facility was 36.1%, which includes 8.3% related to amortization of original issuance costs, and 58.7%, which includes 27.3% related to amortization of original issuance costs, for the nine months ended September 30, 2024 and 2023, respectively. The following table sets forth total interest expense recognized related to the Credit Facility (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_899_eus-gaap--InterestIncomeAndInterestExpenseDisclosureTableTextBlock_hus-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zQNg3VhcPEM1" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Debt - Interest Expense Related to Credit Facility (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Schedule of Interest Expense</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20240701__20240930__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zHGYkhJ5q3" style="font-size: 10pt; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_490_20230701__20230930__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zRruMfcBBQ4h" style="font-size: 10pt; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49E_20240101__20240930__us-gaap--CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_znehxwDxthc3" style="font-size: 10pt; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49D_20230101__20230930__us-gaap--

CreditFacilityAxis__us-gaap--RevolvingCreditFacilityMember_zbgOEPSM3FNi" style="font-size: 10pt; text-align: center"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--InterestExpenseDebtExcludingAmortization_pn3n3_d0_maIEDzq0J_ztRajFfJVfxLi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">Contractual interest expense</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">-</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">587</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">312</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">810</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--AmortizationOfFinancingCosts_pn3n3_d0_maIEDzq0J_zcEvPT6bSLX9" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Amortization of debt issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">-</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">472</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">117</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">705</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--InterestExpenseDebt_iT_pn3n3_d0_mtIEDzq0J_zZZqs2irb1L" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total interest expense</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">-</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,059</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">429</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,515</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>
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<table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--ScheduleOfDebtTableTextBlock_pn3n3_zCGT7mCuRqf" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Debt - 2025 Convertible Notes (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Net Carrying Amount of Debt</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_499_20240930_zxLecOAwWml" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20231231_zHwmV6cgXK4j" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--DebtInstrumentCarryingAmount_iI_pn3n3_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zKgpkKWNzaMb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt">Principal</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">106,824</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 13%; font-size: 10pt; text-align: right">161,898</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--EmbeddedDerivativeFairValueOfEmbeddedDerivativeLiability_iI_pn3n3_d0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zTgiIUXJkEA8" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Add: fair value of embedded derivative</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--DebtInstrumentUnamortizedDiscount_iNI_pn3n3_di0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zX2YlcxmXZHc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Less: unamortized debt discount</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">(320</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">(1,106</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr id="xdx_404_eus-gaap--DeferredFinanceCostsNet_iNI_pn3n3_di0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zNdFDtGfvYqc" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: unamortized issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(254</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">(880</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td></tr> <tr id="xdx_40E_eus-gaap--LongTermDebt_iI_pn3n3_d0_hus-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zWRhfqIgCZq7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Net carrying amount</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">106,250</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">159,912</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>1068240001618980000032000011060002540008800001062500001599120000.04170.04230.04170.0427<table cellpadding="0" cellspacing="0" id="xdx_890_eus-gaap--InterestIncomeAndInterestExpenseDisclosureTableTextBlock_pn3n3_zbpWfG3Yfg5e" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Debt - Interest Expense Related to 2025 Notes (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Interest Expense</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49E_20240701__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_z41wgEkt9ml" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49C_20230701__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zqjRR7Mp05s2" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_496_20240101__20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zAOesW7yGx2k" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49D_20230101__20230930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zO1oiZ0ByAFg" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--InterestExpenseDebtExcludingAmortization_maIEDzgcm_zUrPKvNENqX5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">Contractual interest expense</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">879</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">1,315</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">3,499</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">3,946</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--AmortizationOfDebtDiscountPremium_maIEDzgcm_zMag0hNFiKtc" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Amortization of debt discount</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">138</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td style="font-size: 10pt; text-align: right">207</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">550</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right">621</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--AmortizationOfFinancingCosts_maIEDzgcm_z9NbzmaIQSlc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Amortization of debt issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size:

10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">110</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">165</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">438</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">494</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--InterestExpenseDebt_iT_mtIEDzgcm_zxz2fwGHGwLk" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total interest expense</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,127</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,687</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">4,487</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">5,061</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>
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 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr id="xdx_40B_eus-gaap--InterestExpenseDebtExcludingAmortization_pn3n3_d0_maIEDzq0J_ztRaJFJVfxLi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">Contractual interest expense</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">-</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">587</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">312</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td style="width: 11%; font-size: 10pt; text-align: right">810</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--AmortizationOfFinancingCosts_pn3n3_d0_maIEDzq0J_zcEvPT6bSLX9" style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Amortization of debt issuance costs</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">-</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">472</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">117</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right">705</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--InterestExpenseDebt_iT_pn3n3_d0_mtIEDzq0J_zZZqs2irb1L" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Total interest expense</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">-</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,059</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">429</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right">1,515</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>
0587000312000810000047200011700070500001059000429000151500<p id="xdx_80E_eus-gaap--DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock_zlmL7tdOnFec" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Note 6. Share-based Compensation</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">During the three and nine months ended September 30, 2024 and 2023, the Company granted awards under the 2018 Omnibus Incentive Compensation Plan, previously named the Amended and Restated 2009 Omnibus Incentive Compensation Plan (the “2018 Plan”), and the 2015 Incentive Compensation Plan (the “2015 Plan”). The Compensation Committee of the Board of Directors administers the plans. Under the 2018 Plan, shares of common stock may be issued upon the exercise of stock options, in the form of restricted stock, or in settlement of restricted stock units (“RSUs”) or other awards, including awards with alternative vesting schedules such as performance-based criteria.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">The following table presents total share-based compensation expense within each functional line item on the condensed consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023 (in thousands):</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt"> </p> <table cellpadding="0" cellspacing="0" id="xdx_88B_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_pn3n3_zThF2iUazk51" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Share-based Compensation (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Share-based Compensation</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt">Cost of revenues</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98C_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zXP9c1Nk1l1k" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">23</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zMV9oONY3QEi" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">213</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zIVcXSqNDIF9" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">75</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zZwEXEH8YBs4" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">580</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Research and development</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_989_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zXiKQwHYpIxb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">196</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zUQyPK0JeqG1" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">598</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_eus-gaap--

AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zBlwByRItgI2" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">437</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_z28xs5k1jfxb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">1,288</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Sales and marketing</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zJuvcSXxgBw3" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">103</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zltAtNQC6Ugh" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">315</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zaMkGmOZ6g38" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">314</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zmeCwlhAmGpb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">901</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">General and administrative</td> <td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_z88sGOskZLii" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">871</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zuGprM1DEaL6" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">997</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zo8loNUowlwf" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">1,888</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zyIMIUErRoi" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">2,870</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zLGBM0CsNkj9" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">36</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zXFlfhNWw1h" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">144</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zl5c9CfLK271" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">101</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zPO3D1RW6fMa" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">391</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930_zTGp1BQq7YWi" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">1,229</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930_zpzcnarchH33" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">2,267</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930_zcPzaohPHa04" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">2,815</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930_zkycEAmolq9h" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">6,030</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   Stock Options   The Compensation Committee of the Board of Directors determines eligibility, vesting schedules and exercise prices for stock options granted. The Company generally uses the Black-Scholes option pricing model to estimate the fair value of its stock options. For performance stock awards subject to market-based vesting conditions, fair values are determined using the Monte-Carlo simulation model. Stock options generally have a term of <span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardExpirationPeriod_dxH_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z31KmCZsAzR3" title="General term (in years)::XDX::P10Y">ten years and vest over a <span id="xdx_90D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1_dxH_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember__srt--RangeAxis__srt--MinimumMember_zgtG9JPI4DYh" title="Vesting period (in years)::XDX::P3Y">three to <span id="xdx_904_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1_dxH_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember__srt--RangeAxis__srt--MaximumMember_zmOinPyLEWlj" title="Vesting period (in years)::XDX::P4Y">four-year period.   The following table summarizes the Company's stock option activity for the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" id="xdx_889_eus-gaap--ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock_z9FUeczJoxfi" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Activity (Details)"> <tr style="vertical-align: bottom"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Stock Option Activity</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 83%; font-size: 10pt; text-align: left">Outstanding – December 31, 2023</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iS_c20240101__20240930_zQcw6egLyiph" style="width: 13%; font-size: 10pt; text-align: right" title="Outstanding - beginning balance (in shares)">545,872</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Granted</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_c20240101__20240930_znRDiz5BkpI1" style="font-size: 10pt; text-align: right" title="Granted (in shares)">44,250</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Exercised</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised_iN_di_c20240101__20240930_zm9k27jTYf1k" style="font-size: 10pt; text-align: right" title="Exercised (in shares)">(333</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Canceled</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod_iN_di_c20240101__20240930_zmLHMbbe4Unc" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Cancelled (in shares)">(271,438</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Outstanding – September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iE_c20240101__20240930_zEaRqdgtEbn6" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Outstanding - ending balance (in shares)">318,351</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Exercisable – September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber_iI_c20240930_zSBhBLQADZo8" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Exercisable - ending balance (in shares)">196,498</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   At September 30, 2024, total unrecognized compensation expense related to stock options was $<span id="xdx_902_eus-gaap--EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions_iI_pn5n6_c20240930__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zLXy4NRXkNWe" title="Unrecognized expense">0.5 million, which is expected to be recognized over a weighted-average period of <span id="xdx_903_eus-gaap--EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1_dtY_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z3DosImw5Tsj" title="Recognition period">3.16 years.   Restricted Stock Units   Pursuant to the 2018 Plan and the 2015 Plan, the Company may issue RSUs that, upon satisfaction of vesting conditions, allow recipients to receive common stock. Issuances of such awards reduce common stock available under the 2018 Plan and 2015 Plan for stock incentive awards. The Company measures compensation cost associated with grants of RSUs at fair value, which is generally the closing price of the Company's stock on the date of grant. RSUs generally vest over a <span id="xdx_901_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1_dxH_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--

RestrictedStockUnitsRSUMember__srt--RangeAxis__srt--MinimumMember_zffEKwxYmxl1" title="Vesting period (in years)::XDX::P3Y">three- to <span id="xdx_90A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1_dxH_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__srt--RangeAxis__srt--MaximumMember_zWCPaPqrSpSf" title="Vesting period (in years)::XDX::P4Y">four-year period.   The following table summarizes the Company's RSU activity for the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock_zCnNmiCnBewl" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Activity (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Restricted Stock Unit Activity</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right" title="Granted (in shares)"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 83%; font-size: 10pt; text-align: left">Non-vested - December 31, 2023</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zS7s39pV953b" style="width: 13%; font-size: 10pt; text-align: right" title="Non-vested - beginning balance (in shares)">203,008</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Granted</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zFpUQJPJq4g7" style="font-size: 10pt; text-align: right" title="Granted (in shares)">1,105,362</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Vested</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_di_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zToUEvZL2sZ7" style="font-size: 10pt; text-align: right" title="Vested (in shares)">(154,983</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Forfeited</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_di_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zq0QhEPBHtla" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Forfeited (in shares)">(14,749</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Non-vested – September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zvh8zLYeL7p7" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Non-vested - ending balance (in shares)">1,138,638</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   At September 30, 2024, total unrecognized compensation expense related to RSUs was $7.8 million, which is expected to be recognized over a weighted-average period of 3.41 years.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" id="xdx_88B_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_pn3n3_zThF2iUazk51" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Share-based Compensation (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Share-based Compensation</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt">Cost of revenues</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98C_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zXP9c1Nk111k" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">23</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zMV9oONY3QEi" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">213</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zIVcX5qNDIF9" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">75</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--CostOfSalesMember_zZwEXEH8YBs4" style="width: 11%; font-size: 10pt; text-align: right" title="Share-based compensation expense">580</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Research and development</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_989_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zXiKQwHYpIxb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">196</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zUQyPK0JeqG1" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">598</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zBlwByRItgI2" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">437</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_z28xs5k1jJxb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">1,288</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Sales and marketing</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zJuvcSXxgBw3" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">103</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zltAtNQC6Uqh" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">315</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zaMkGmOZ6g38" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">314</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zmeCwlhAmGpb" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">901</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">General and administrative</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_z88sGOskZLii" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">871</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zuGprM1DEaL6" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">997</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zo8loNUowlwf" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">1,888</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230930__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zyIMIUErRoi" style="font-size: 10pt; text-align: right" title="Share-based compensation expense">2,870</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zLGBM0CsNkj9" style="border-bottom: Black 1pt solid; font-size: 10pt; text-

align: right" title="Share-based compensation expense">36</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zXFlfhNWw1h" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">144</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zl5c9CfLK271" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">101</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930__us-gaap--IncomeStatementLocationAxis__custom--IncomeFromDiscontinuedOperationsNetOfTaxMember_zPO3D1RW6fMa" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Share-based compensation expense">391</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240701__20240930_zTGp1BQg7YWi" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">1,229</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930_zpzcnarchH33" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">2,267</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240930_zcPzaohPHa04" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">2,815</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230701__20230930_zkycEAmolq9h" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Share-based compensation expense">6,030</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>230002130007500058000019600059800043700012880001030003150003140009010008710009970001888000287000036000144000101000391000122900022670002800cellpadding="0" cellspacing="0" id="xdx_889_eus-gaap--ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock_z9FUeczJoxfi" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Activity (Details)"> <tr style="vertical-align: bottom"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Stock Option Activity</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 83%; font-size: 10pt; text-align: left">Outstanding - December 31, 2023</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iS_c20240101__20240930_zQcw6egLyiph" style="width: 13%; font-size: 10pt; text-align: right" title="Outstanding - beginning balance (in shares)">545,872</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Granted</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_c20240101__20240930_znRDiz5BkpI1" style="font-size: 10pt; text-align: right" title="Granted (in shares)">44,250</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Exercised</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--StockIssuedDuringPeriodSharesStockOptionsExercised_iN_di_c20240101__20240930_zm9k27jTYf1k" style="font-size: 10pt; text-align: right" title="Exercised (in shares)">(333</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Canceled</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod_iN_di_c20240101__20240930_zmLHMbbe4Unc" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Cancelled (in shares)">(271,438</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Outstanding - September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iE_c20240101__20240930_zEaRqdgtEbn6" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Outstanding - ending balance (in shares)">318,351</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Exercisable – September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber_iE_c20240930_zSBhBLQADZo8" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Exercisable - ending balance (in shares)">196,498</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>5458724425033327143831835119649850000OP3Y1M28D<table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock_zCnNmiCnBewl" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Share-based Compensation - Activity (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Schedule of Restricted Stock Unit Activity</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right" title="Granted (in shares)"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 83%; font-size: 10pt; text-align: left">Non-vested - December 31, 2023</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zS7s39pV953b" style="width: 13%; font-size: 10pt; text-align: right" title="Non-vested - beginning balance (in shares)">203,008</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Granted</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zFpUQPJq4g7" style="font-size: 10pt; text-align: right" title="Granted (in shares)">1,105,362</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Vested</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_di_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zToUEvZL2sZ7" style="font-size: 10pt; text-align: right" title="Vested (in shares)">(154,983</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Forfeited</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_di_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zq0QhEPBHtla" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Forfeited (in shares)">(14,749</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Non-vested – September 30, 2024</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_c20240101__20240930__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember_zvh8zLYeL7p7" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Non-vested - ending balance (in shares)">1,138,638</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>203008110536215498314749113863878000000P3Y4M28D Note 7. Earnings (Loss) per Share   Basic earnings (loss) per share (“EPS”) excludes dilution and is computed by dividing net loss attributable to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock using the treasury stock method. Potentially dilutive securities (consisting primarily of the 2025 Convertible Notes calculated using the if-converted method and warrants, stock options and RSUs calculated using the treasury stock method) are excluded from the diluted EPS computation in loss periods and when their effect would be anti-dilutive.   The calculation of basic and diluted earnings per share was as follows (in thousands, except per share data):   <table cellpadding="0" cellspacing="0" id="xdx_890_eus-gaap--ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock_ziYzqay5mVGg" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Earnings (Loss) per Share - Calculation of Basic and Diluted Earnings per Share (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Schedule of Calculation of Basic and Diluted Earnings per Share</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240701__20240930_zbjoJnZYKTEh" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; text-align: center; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Income/(Loss)
 (Numerator)</td><td style="padding-bottom: 1pt; text-align: center"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Shares*
 (Denominator)</td><td style="padding-bottom: 1pt; text-align: center"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Per-Share Amount</td><td style="padding-bottom: 1pt; text-align: center"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold">For the three months ended September 30, 2024</td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td></tr> <tr id="xdx_406_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_ziuD0OfCPP7c" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; width: 55%; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20240701__20240930_zApwuyuRwiX3" style="width: 11%; font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">7,543</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align:

right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20240701__20240930_z9QsWH6L97Mk" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(827</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20240701__20240930_zYgTNQ0UWUs6" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">6,716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_988_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zh443DatTg4l" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--IncomeLossFromContinuingOperationsPerBasicShare_c20240701__20240930_zQIDGzD1jrgf" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">0.54</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zwTFPiAXZAMe" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zupv0Ab9hjrk" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare_c20240701__20240930_zdn8w8N0HWX5" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.12</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_986_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240701__20240930_zxeA8XzpO2b7" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">8,142</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zWbHar3j8fn8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">$</td><td id="xdx_980_eus-gaap--EarningsPerShareBasic_c20240701__20240930_zwsEIzBmzaN" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Basic earnings per share (in dollars per share)">0.66</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersDiluted_pn3n3_c20240701__20240930_z3JdUlPwrD0l" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">6,716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zQ9khscgFuHl" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--DilutiveSecuritiesEffectOnBasicEarningsPerShareOther_iN_pn3n3_di_c20240701__20240930_ztoOXsfPClwf" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes">(8,879</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_zgdo8evgLM92" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left">Diluted EPS from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_ecustom--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersNetOfDilutiveEffectDiluted_pn3n3_c20240701__20240930_z9hgTiUk8yPj" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations">(2,163</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zpkkaGMiLNOa" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_983_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20240701__20240930_zO37fjD5VGd9" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(0.16</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Income from discontinued operations, net of tax</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_988_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zkZS6XbMZ4Y1" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zHMa8KfLS1E5" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td id="xdx_984_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_z2fYhkcrTpr4" style="border-bottom: Black 1pt solid; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Diluted EPS from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zRrxVFWtpqr7" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zmydUFme1aXi" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20240701__20240930_zcxHWtMcPImd" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.11</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240701__20240930_zCWFMLXiYQX1" style="font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">8,142</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98E_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zPTwj1oi6Zq9" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--DilutiveSecuritiesEffectOnBasicEarningsPerShareOther_iN_pn3n3_di_c20240701__20240930_zJQ8kTZhEwT1" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes">(8,879</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_zgYNeG3gWN8a" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Diluted EPS from net income</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98D_ecustom--NetIncomeLossNetOfDilutiveEffectDiluted_iN_pn3n3_di_c20240701__20240930_zl64dsyev34i" style="font-size: 10pt; text-align: right" title="Diluted EPS from net income">

(737</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zHKgyHVW9wme" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--EarningsPerShareDiluted_c20240701__20240930_zcQylPWKqTs7" style="font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(0.06</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td> <td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td> <td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the three months ended September 30, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_ztkqmucpq7B6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20230701__20230930_z9qzTryyFSmd" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">(22,025</td><td style="font-size: 10pt; text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98B_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20230701__20230930_zOHnw09K46Di" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(756</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20230701__20230930_zeWRJcAFxKk" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(22,781</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230701__20230930_fKCop_zQsGeQAZ3H4e" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,697</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--IncomeLossFromContinuingOperationsPerBasicShare_c20230701__20230930_zHgrhdoCVXW" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(1.95</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20230701__20230930_zObHHEhbPODi" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">220</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230701__20230930_fKCop_zDd0MH7jpvG7" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,697</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20230701__20230930_zLyR9gTuBxsl" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.02</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20230701__20230930_zgHBo9JOTcg9" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">(22,561</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98B_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20230701__20230930_fKCop_zcM0EoqV1c8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">11,697</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--EarningsPerShareDiluted_c20230701__20230930_zxFmbfIo7Eh7" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(1.93</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the nine months ended September 30, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_zqUhwHHvxh51" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_986_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20240101__20240930_zL9HWIP2NTpa" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">2,106</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20240101__20240930_zihKyzhxGAlb" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(2,425</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20240101__20240930_zMNGhXIsKhl" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(319</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240101__20240930_fKCop_zEAjf8izGPoi" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,037</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20240101__20240930_zaKjdGk09UW5" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(0.03</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240101__20240930_zOq3ZaWqyEDf" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">3,032</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_988_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240101__20240930_fKCop_zLBAqKdzdINd" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,037</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare_c20240101__20240930_zKy1yIzyNSsd" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.25</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240101__20240930_zxd1h3cR0Bo7" style="font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">2,713</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240101__20240930_fKCop_zNBUSu3CStCa" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">12,037</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98F_eus-gaap--EarningsPerShareDiluted_c20240101__20240930_zuQtETpePTS" style="font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">0.23</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the nine months ended September 30, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align:

left"> </td></tr> <tr id="xdx_40A_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_zxst4yS7O4jj" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20230101__20230930_z3OeETjtH97ge" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">(35,109</td><td style="font-size: 10pt; text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20230101__20230930_zLEoST5jkN4j" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(2,218</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20230101__20230930_zt4dx0ax3zO6" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(37,327</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230101__20230930_fKCop_zLrlQJhbbPHb" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,225</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20230101__20230930_zTSX28umuGB1" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(3.33</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20230101__20230930_zdPjDd5sitd4" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">3,263</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230101__20230930_fKCop_zipKVZ2QzVGa" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,225</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20230101__20230930_z8L4DVqLPwhh" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.29</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20230101__20230930_zVZpF0Lx3Yb2" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">(34,064</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20230101__20230930_fKCop_zRrqUF7JJ7i8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">11,225</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--EarningsPerShareDiluted_c20230101__20230930_znegMSIvIydc" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(3.03</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: top; text-align: left"> <td style="width: 3%">(*)</td> <td style="width: 97%">Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation.</td></tr> </table>   The following is a summary of outstanding anti-dilutive potential shares of common stock that have been excluded from diluted net loss per share attributable to common stockholders because their inclusion would have been anti-dilutive as of September 30, 2024 and 2023 (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_881_eus-gaap--ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock_pn3n3_z02j9gRWU0C7" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Earnings (Loss) per Share - Antidilutive Securities Excluded from Computation of Earnings Per Share (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">As of September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">2025 Convertible Notes*</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_989_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--ConvertibleDebtSecuritiesMember_zt01aFkCfbj6" style="width: 13%; font-size: 10pt; text-align: right" title="Total (in shares)">847</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--ConvertibleDebtSecuritiesMember_z5XcybjYZe0j" style="width: 13%; font-size: 10pt; text-align: right" title="Total (in shares)">1,409</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Common stock warrants</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__custom--LoanWarrantsMember_zajfiSi61WIj" style="font-size: 10pt; text-align: right" title="Total (in shares)">875</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__custom--LoanWarrantsMember_zSRZU0Uc34ce" style="font-size: 10pt; text-align: right" title="Total (in shares)">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Non-qualified stock options</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockOptionMember_zc6Zx4Dbisp7" style="font-size: 10pt; text-align: right" title="Total (in shares)">318</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockOptionMember_zhPdmOOE3Sxb" style="font-size: 10pt; text-align: right" title="Total (in shares)">732</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Restricted stock units</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--RestrictedStockUnitsRSUMember_zcFYLtl4UmRa" style="font-size: 10pt; text-align: right" title="Total (in shares)">1,139</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--RestrictedStockUnitsRSUMember_zWvqcSrISC3f" style="font-size: 10pt; text-align: right" title="Total (in shares)">433</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Employee stock purchase plan</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockMember_zoCfvslkbSv3" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total (in shares)">-</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockMember_zNhCIXeIspW5" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total (in shares)">610</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930_zfxtS1ybQWRc" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total (in shares)">3,179</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930_z1H90lU0e1Qf" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total (in shares)">3,184</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   (*) The impact of the 2025 Convertible Notes was included in the computation of diluted EPS for the three months ended September 30, 2024 as it was dilutive for the period.   Additional shares of the Company's common stock, and warrants to purchase shares of the Company's common stock, were issued after September 30, 2024. See Note 12, Subsequent Events for

further details.   <table cellpadding="0" cellspacing="0" id="xdx_890_eus-gaap--ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock_ziYzqay5mVGg" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Earnings (Loss) per Share - Calculation of Basic and Diluted Earnings per Share (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Schedule of Calculation of Basic and Diluted Earnings per Share</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_49B_20240701__20240930_zbjoJnZYKTEh" style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; text-align: center; font-size: 10pt; font-weight: bold"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Income/(Loss)
 (Numerator)</td><td style="padding-bottom: 1pt; text-align: center"> </td><td style="padding-bottom: 1pt; text-align: center"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Shares*
 (Denominator)</td><td style="padding-bottom: 1pt; text-align: center"> </td><td style="padding-bottom: 1pt; text-align: center"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; text-align: center">Per-Share Amount</td><td style="padding-bottom: 1pt; text-align: center"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold">For the three months ended September 30, 2024</td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td><td style="padding-bottom: 1pt"> </td> <td colspan="2"> </td><td style="padding-bottom: 1pt"> </td></tr> <tr id="xdx_406_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_ziuD0QfCPP7c" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; width: 55%; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20240701__20240930_zApwuyuRwiX3" style="width: 11%; font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">7,543</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20240701__20240930_z9QsWH6L97Mk" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(827</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20240701__20240930_zYgTNQ0UWUs6" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">6,716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_988_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zh443DatTg4l" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--IncomeLossFromContinuingOperationsPerBasicShare_c20240701__20240930_zQIDGzD1jrgf" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">0.54</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zwTFPiAXZAMe" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zupv0Ab9hjrk" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare_c20240701__20240930_zdn8w8N0HWX5" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.12</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_986_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240701__20240930_zxeA8XzpO2b7" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">8,142</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zWbHar3j8fn8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">$</td><td id="xdx_980_eus-gaap--EarningsPerShareBasic_c20240701__20240930_zwsEIzBmzaN" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Basic earnings per share (in dollars per share)">0.66</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersDiluted_pn3n3_c20240701__20240930_z3JdULPwrD0l" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">6,716</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zQ9khscgFuHl" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--DilutiveSecuritiesEffectOnBasicEarningsPerShareOther_iN_pn3n3_di_c20240701__20240930_ztoOXsfPCIwf" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes">(8,879</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_zgdo8evgLM92" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left">Diluted EPS from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_ecustom--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersNetOfDilutiveEffectDiluted_pn3n3_c20240701__20240930_z9hgTiUk8yPj" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations">(2,163</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zpkkaGMiLNOa" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_983_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20240701__20240930_zO37fjD5VGd9" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(0.16</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 30pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Income from discontinued operations, net of tax</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_980_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zkZS6XbMZ4Y1" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zHMa8KfLS1E5" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td id="xdx_984_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_z2fYhkcrTpr4" style="border-bottom: Black 1pt solid; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Diluted EPS from discontinued operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240701__20240930_zRrxVFWtpqr7" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">1,426</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zmydUFme1aXi" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--

DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20240701__20240930_zcxHWtMcPImd" style="font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.11</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240701__20240930_zCWFMLXiYQXl" style="font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">8,142</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98E_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240701__20240930_fKCop_zPTwj1oi6Zq9" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,337</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Effect of dilutive 2025 Convertible Notes</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--DilutiveSecuritiesEffectOnBasicEarningsPerShareOther_iN_pn3n3_di_c20240701__20240930_zJQ8kTZhEwT1" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes">(8,879)</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--IncrementalCommonSharesAttributableToConversionOfDebtSecurities_pn3n3_c20240701__20240930_fKCop_zgYNeG3gWN8a" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Effect of dilutive 2025 Convertible Notes (in shares)">882</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; text-align: left"> </td><td style="border-bottom: Black 1pt solid; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Diluted EPS from net income</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98D_ecustom--NetIncomeLossNetOfDilutiveEffectDiluted_iN_pn3n3_di_c20240701__20240930_zl64dsyev34i" style="font-size: 10pt; text-align: right" title="Diluted EPS from net income">(737</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240701__20240930_fKCop_zHKgyHVW9wme" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">13,218</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--EarningsPerShareDiluted_c20240701__20240930_zcOylPWKqTs7" style="font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(0.06</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the three months ended September 30, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_ztkqmucpq7B6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20230701__20230930_z9qzTryyFSmd" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">(22,025</td><td style="font-size: 10pt; text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98B_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20230701__20230930_zOHnw09K46Di" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(756</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20230701__20230930_zeWRJcAFxKk" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(22,781</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230701__20230930_fKCop_zQsGeQAZ3H4e" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,697</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--IncomeLossFromContinuingOperationsPerBasicShare_c20230701__20230930_zHgrhdoCVXW" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(1.95</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20230701__20230930_zObHHEhbPODi" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">220</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_980_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230701__20230930_fKCop_zDd0MH7jpvG7" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,697</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20230701__20230930_zLyR9gTuBxsl" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.02</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20230701__20230930_zgHBo9JOTcg9" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">(22,561</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98B_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20230701__20230930_fKCop_zcM0EoqV1c8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">11,697</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--EarningsPerShareDiluted_c20230701__20230930_zxFmbfIo7Eh7" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(1.93</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the nine months ended September 30, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_zqUhwHHvxh51" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_986_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20240101__20240930_zL9HWIP2NTpa" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">2,106</td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20240101__20240930_zihKyzhxGAlb" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(2,425</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_986_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20240101__20240930_zMINGhXIsKhl" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(319</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240101__20240930_fKCop_zEAjj9izGPoi" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,037</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20240101__20240930_zaKjdGk09UW5" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(0.03</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-

bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98F_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20240101__20240930_zOq3ZaWqyEDf" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">3,032</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_988_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20240101__20240930_fKCop_zLBAqKdzdINd" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">12,037</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_981_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare_c20240101__20240930_zKy1yIzyNSsd" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.25</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20240101__20240930_zxd1h3cR0Bo7" style="font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">2,713</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20240101__20240930_fKCop_zNBUSu3CStCa" style="font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">12,037</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_98F_eus-gaap--EarningsPerShareDiluted_c20240101__20240930_zuQtETocPTS" style="font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">0.23</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-size: 10pt; font-weight: bold">For the nine months ended September 30, 2023</td> <td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--NetIncomeLossAvailableToCommonStockholdersDilutedAbstract_iB_zxst4yS7O4jj" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; font-size: 10pt; font-weight: bold; text-align: left">Basic and Diluted EPS</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (Loss) from continuing operations</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_c20230101__20230930_z3OeETjfH97ge" style="font-size: 10pt; text-align: right" title="Income (Loss) from continuing operations">(35,109</td><td style="font-size: 10pt; text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Less: preferred stock dividends</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_eus-gaap--PreferredStockDividendsIncomeStatementImpact_iN_pn3n3_di_c20230101__20230930_zLEoST5jkN4j" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Less: preferred stock dividends">(2,218</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">)</td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; text-align: left"> </td><td style="padding-bottom: 1pt; text-align: right"> </td><td style="padding-bottom: 1pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left">Income (loss) from continuing operations attributable to common stockholders</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--NetIncomeLossFromContinuingOperationsAvailableToCommonShareholdersBasic_pn3n3_c20230101__20230930_zt4dx0ax3zO6" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders">(37,327</td><td style="font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_984_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230101__20230930_fKCop_zLrlQJhbbPHb" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,225</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--IncomeLossFromContinuingOperationsPerDilutedShare_c20230101__20230930_zTSX28umuGB1" style="font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in dollars per share)">(3.33</td><td style="font-size: 10pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 1pt">Income from discontinued operations, net of tax</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity_pn3n3_c20230101__20230930_zdPjDd5sitd4" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax">3,263</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_ecustom--WeightedAverageNumberOfSharesOutstandingBasic1_pn3n3_c20230101__20230930_fKCop_zipKVZ2QzVGa" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income (loss) from continuing operations attributable to common stockholders (in shares)">11,225</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="padding-bottom: 1pt; font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare_c20230101__20230930_z8L4DVqLPwhh" style="padding-bottom: 1pt; font-size: 10pt; text-align: right" title="Income from discontinued operations, net of tax (in dollars per share)">0.29</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; font-size: 10pt; text-align: left; padding-bottom: 2.5pt">Income (loss) attributable to common stockholders</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_c20230101__20230930_zVZpF0Lx3Yb2" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Net income (loss) attributable to common stockholders">(34,064</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td id="xdx_98E_ecustom--WeightedAverageNumberOfDilutedSharesOutstanding1_pn3n3_c20230101__20230930_fKCop_zRrqUF7JJ7i8" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted EPS from continuing operations (in shares)">11,225</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">$</td><td id="xdx_98B_eus-gaap--EarningsPerShareDiluted_c20230101__20230930_znegMSIvIydc" style="padding-bottom: 2.5pt; font-size: 10pt; text-align: right" title="Diluted earnings per share (in dollars per share)">(3.03</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left">)</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: top; text-align: left"> <td style="width: 3%">(*)</td> <td style="width: 97%">Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation.</td></tr> </table>
7543000827000671600012337000.5414260001233700000.1281420001233700000.6667160001233700088790000882000-2163000013218000-0.1614260001233700088200014260001321800000.1181420001233700088790000882000737000132180000-0.06-22025000756000-2278100011697000-1.9522000011697000.02-2256100011697000-1.9321060002425000-3190001203700000.2527130001203700000.23-3510900002218000-3732700011225000-3.3332630001122500000.29-3406400011225000-3.03<table cellpadding="0" cellspacing="0" id="xdx_881_eus-gaap--ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock_pn3n3_z02j9gRWU0C7" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Earnings (Loss) per Share - Antidilutive Securities Excluded from Computation of Earnings Per Share (Details)"> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: left">Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">As of September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; font-size: 10pt; text-align: left">2025 Convertible Notes*</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_989_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--ConvertibleDebtSecuritiesMember_zt01aFkCfbj6" style="width: 13%; font-size: 10pt; text-align: right" title="Total (in shares)">847</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--ConvertibleDebtSecuritiesMember_z5XcybjYZe0j" style="width: 13%; font-size: 10pt; text-align: right" title="Total (in shares)">1,409</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Common stock warrants</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_983_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__custom--LoanWarrantsMember_zafiSi61WIj" style="font-size: 10pt; text-align: right" title="Total (in shares)">875</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__custom--LoanWarrantsMember_zSRZU0Uc34ce" style="font-size: 10pt; text-align: right" title="Total (in shares)">-</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left">Non-qualified stock options</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockOptionMember_zc6Zx4Dbisp7" style="font-size: 10pt; text-align: right" title="Total (in shares)">318</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_982_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockOptionMember_zhPdmOOE3Sxb" style="font-size: 10pt; text-align: right" title="Total (in shares)">732</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Restricted stock units</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_980_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--RestrictedStockUnitsRSUMember_zcFYLtl4UmRa" style="font-

size: 10pt; text-align: right" title="Total (in shares)">1,139</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_98A_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--RestrictedStockUnitsRSUMember_zWvqcSrISC3f" style="font-size: 10pt; text-align: right" title="Total (in shares)">433</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; text-align: left; padding-bottom: 1pt">Employee stock purchase plan</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98C_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20240101__20240930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockMember_zoCfvslkbSv3" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total (in shares)">-</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_d0_c20230101__20230930__us-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis__us-gaap--EmployeeStockMember_zNhCIXeIspW5" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total (in shares)">610</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20240101__20240930_zfxtS1ybQWRc" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total (in shares)">3,179</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_pn3n3_c20230101__20230930_z1H90lU0e1Qf" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total (in shares)">3,184</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr>
</table>847000140900008750000318000732000113900043300006100003179000031840000 Note 8. Stockholders' Equity (Deficit)   Loan Warrants   As noted in Note 5 – Debt, on June 28, 2024 in connection with the Short-Term Loan Agreement, the Company agreed to issue to the Lender and the Participating Lenders Loan Warrants to purchase an aggregate of <span id="xdx_905_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_c20240628__us-gaap--ClassOfWarrantOrRightAxis__custom--LoanWarrantsMember_zECSLrWuu1Q8" title="Number of securities called by warrants or rights (in shares)">550,000 shares of the Company's Common Stock. The Loan Warrants have an exercise price of $<span id="xdx_909_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20240628__us-gaap--ClassOfWarrantOrRightAxis__custom--LoanWarrantsMember_zFMqOTLZNP1i" title="Exercise price of warrants (in dollars per share)">12.12 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The Loan Warrants will expire on June 28, 2028, are exercisable on a cash basis, and contain customary registration rights with respect to the shares of Common Stock issuable upon exercise of the Loan Warrants. As of September 30, 2024, <span id="xdx_90C_ecustom--ClassOfLoanWarrantOrRightExercised_iI_dn_c20240930__us-gaap--ClassOfWarrantOrRightAxis__custom--LoanWarrantsMember_zdj5ZoF7A49f" title="Exercised price, loan warrants (in dollars per share)">none of the Loan Warrants have been exercised.   The proceeds from the Short-Term Loan Agreement, along with the related Loan Costs incurred, were allocated to the Loan Warrants and Short-Term Loan based on their relative fair values. This allocation resulted in the Warrants having a net value of $3.2 million that the Company recorded within Additional Paid-In Capital within the Company's Condensed Consolidated Statements of Stockholders' Deficit.   2025 Convertible Note Repurchases   As discussed in Note 5 – Debt, on July 18, 2024, the Company entered into an agreement with a holder of approximately $<span id="xdx_905_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zMeltiitJudl" title="Debt aggregate face amount">4.7 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holder's 2025 Convertible Notes in exchange for approximately <span id="xdx_90F_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240717__20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zollUxnPGC58" title="Number of shares issued (in shares)">0.3 million shares of the Company's common stock and warrants to purchase an aggregate of approximately <span id="xdx_901_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zXgnrdpgU5P5" title="Number of securities called by warrants or rights (in shares)">0.2 million shares of the Company's common stock, plus accrued interest. The warrants have an exercise price of $<span id="xdx_900_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20240718__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zewQ4TEPYBt2" title="Exercise price of warrants (in dollars per share)">13.37, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions.   As discussed in Note 5 – Debt, on August 2, 2024, the Company entered into an agreement with <span id="xdx_902_ecustom--NumberOfRelatedHolders_iI_dxH_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zfqHx5Q5MPK8" title="Number of related holders::XDX::2">two related holders of approximately $<span id="xdx_90A_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zMArkedyJa4I" title="Number of related holders">1.5 million in principal amount of the 2025 Convertible Notes, pursuant to which the Company repurchased the holders' 2025 Convertible Notes in exchange for approximately <span id="xdx_90F_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_pn5n6_c20240801__20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zU4RH1jnRcFg" title="Number of shares issued (in shares)">0.1 million shares of the Company's common stock and warrants to purchase an aggregate of approximately <span id="xdx_902_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pn5n6_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zBUrXtLeTVRk" title="Number of securities called by warrants or rights (in shares)">0.1 million shares of the Company's common stock, plus accrued interest. The warrants have an exercise price of $<span id="xdx_908_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20240802__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zkmDvDgsxIQ9" title="Exercise price of warrants (in dollars per share)">11.03, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions.   These warrants expire <span id="xdx_90B_eus-gaap--WarrantsAndRightsOutstandingTerm_iI_dxH_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zOMafWiSHHk3" title="Warrant or right, reason for issuance expiry term::XDX::P4Y">four years from their dates of issuance, are exercisable on a cash basis and are otherwise in substantially the same form as the Loan Warrants. The Company granted the holder customary registration rights with respect to the common shares and the shares of common stock issuable upon exercise of the warrants. As of September 30, 2024, <span id="xdx_90E_ecustom--ClassOfWarrantOrRightExercised_iI_dn_c20240930__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember_zPP5VHYukLNa" title="Exercised price of warrants (in shares)">none of these warrants have been exercised.   Public Equity Offering   In January 2021, the Company entered into an Equity Distribution Agreement with Canaccord Genuity LLC (the "Agent"), pursuant to which the Company could offer and sell, from time to time, through or to the Agent, up to $<span id="xdx_90D_eus-gaap--CommonStockSharesSubscriptions_iI_pn6n6_c20210131__us-gaap--SubsidiarySaleOfStockAxis__custom--ATMOfferingMember__srt--CounterpartyNameAxis__custom--CanaccordGenuityLLCMember_zsTw6EWJPlZj" title="Equity distribution agreement, maximum aggregate amount authorized for offer or sale">40,0 million of shares of its common stock (the "ATM Offering"). The Company did <span id="xdx_907_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_do_c20230701__20230930__us-gaap--SubsidiarySaleOfStockAxis__custom--ATMOfferingMember__srt--CounterpartyNameAxis__custom--CanaccordGenuityLLCMember_zsTq92DVlTzf" title="Number of shares issued (in shares)">not sell any shares under the ATM Offering during the three months ended September 30, 2023. During the nine months ended September 30, 2023 the Company sold <span id="xdx_909_eus-gaap--SaleOfStockNumberOfSharesIssuedInTransaction_c20230101__20230930__us-gaap--SubsidiarySaleOfStockAxis__custom--ATMOfferingMember__srt--CounterpartyNameAxis__custom--CanaccordGenuityLLCMember_zrm24ZnLNPeh" title="Number of shares issued (in shares)">803,596 shares of common stock, at an average price of $<span id="xdx_902_eus-gaap--SaleOfStockPricePerShare_iI_c20230930__us-gaap--SubsidiarySaleOfStockAxis__custom--ATMOfferingMember__srt--CounterpartyNameAxis__custom--CanaccordGenuityLLCMember_z7InPcnL21m1" title="Purchase price (in dollars per share)">7.54 per share, for net proceeds of $<span id="xdx_90B_eus-gaap--SaleOfStockConsiderationReceivedOnTransaction_pn5n6_c20230101__20230930__us-gaap--SubsidiarySaleOfStockAxis__custom--ATMOfferingMember__srt--CounterpartyNameAxis__custom--CanaccordGenuityLLCMember_zeVCe0eBtEAj" title="Proceeds from sale of stock">6.1 million, after deducting underwriter fees and discounts. Effective as of November 2, 2023, the Equity Distribution Agreement was terminated by the Company, and there will be no further sales under the ATM Offering.   Preferred Stock   The Company has a total of 2,000,000 shares of preferred stock authorized for issuance at a par value of $0.001 per share, <span id="xdx_904_eus-gaap--PreferredStockSharesAuthorized_iI_c20240930__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesDPreferredStockMember_zPlX3ck05Fc4" title="Preferred stock, shares authorized (in shares)">150,000 of which have been designated Series D Preferred Stock and <span id="xdx_90B_eus-gaap--PreferredStockSharesAuthorized_iI_c20240930__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesEPreferredStockMember_zbWcFeEEd2nb" title="Preferred stock, shares authorized (in shares)">39,500 of which have been designated Series E Preferred Stock. As of September 30, 2024 and December 31, 2023, the Company had <span id="xdx_90F_eus-gaap--PreferredStockSharesOutstanding_iI_c20240930__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesEPreferredStockMember_z2IcPZfUx5d2" title="Preferred stock, shares outstanding (in shares)"><span id="xdx_902_eus-gaap--PreferredStockSharesOutstanding_iI_c20231231__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesEPreferredStockMember_zMpyLA8CCHEc" title="Preferred stock, shares outstanding (in shares)">25,000 shares of Series E preferred stock issued and outstanding.
55000012.120320000047000003000002000013.37150000010000010000011.03040000000008035967.546100000020000000.00115000039500250002500025000250002500025000 Note 9. Geographic Information and Concentrations of Risk   Geographic Information   The following table details the Company's revenues by geographic region based on shipping destination (in thousands):   <table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--

ScheduleOfRevenueFromExternalCustomersAttributedToForeignCountriesByGeographicAreaTextBlock_pn3n3_zYCPoZ6RYxY4" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Geographic Information and Concentrations of Risk - Net Revenues (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Schedule of Geographic Concentrations of Net Revenue</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">United States and Canada</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zaozDtOJzcbd" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">51,072</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_980_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zbRfr56nh6Ob" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">40,181</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zvCk0E2G6xg1" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">137,356</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zN65dru8klY9" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">129,458</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Europe (including United Kingdom)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zKkXI0aAGpVe" style="font-size: 10pt; text-align: right" title="Total revenues">2,866</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zVpF007wwzYc" style="font-size: 10pt; text-align: right" title="Total revenues">1,172</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_985_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zU8NkBK4Y2Dl" style="font-size: 10pt; text-align: right" title="Total revenues">4,243</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zo7Bp2eSpA22" style="font-size: 10pt; text-align: right" title="Total revenues">1,242</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zqFOyEDarjYk" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">94</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zUGEmNDcmv" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">4</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zEOCy8n09ZV" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">1,558</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zBmybYGUVG2" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">667</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930_zRlcMkX3oKU9" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">54,032</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930_zHcACTbwNvLc" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">41,357</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930_zX7t0GrJmO41" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">143,157</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98F_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930_zTiCVz8JotL5" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">131,367</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td></tr> </table>   Concentrations of Credit Risk   For the three months ended September 30, 2024, two customers accounted for <span id="xdx_901_eus-gaap--ConcentrationRiskPercentage1_dp_c20240701__20240930__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zstU3EPf8NV8" title="Concentration percentage">38.6% and <span id="xdx_900_eus-gaap--ConcentrationRiskPercentage1_dp_c20240701__20240930__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zli4bwEYFAk1" title="Concentration percentage">36.7% of revenues, respectively. For the three months ended September 30, 2023, two customers accounted for <span id="xdx_904_eus-gaap--ConcentrationRiskPercentage1_dp_c20230701__20230930__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zlKQlEWjx4Wk" title="Concentration percentage">41.3% and <span id="xdx_906_eus-gaap--ConcentrationRiskPercentage1_dp_c20230701__20230930__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zMNXXmFTuRp" title="Concentration percentage">34.8% of revenues, respectively.   For the nine months ended September 30, 2024, two customers accounted for <span id="xdx_90D_eus-gaap--ConcentrationRiskPercentage1_dp_c20240101__20240930__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zDG0kcYQ6Jkj" title="Concentration percentage">43.3% and <span id="xdx_90E_eus-gaap--ConcentrationRiskPercentage1_dp_c20240101__20240930__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_zNQge4C3L52c" title="Concentration percentage">31.9% of revenues, respectively. For the nine months ended September 30, 2023, two customers accounted for <span id="xdx_903_eus-gaap--ConcentrationRiskPercentage1_dp_c20230101__20230930__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_z7QdKNn0YIzc" title="Concentration percentage">36.8% and <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_dp_c20230101__20230930__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember_z6PeWkVxQlpf" title="Concentration percentage">33.5%, respectively, of revenues.   As of September 30, 2024, three customers accounted for <span id="xdx_903_eus-gaap--ConcentrationRiskPercentage1_dp_c20240101__20240930__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CreditConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--AccountsReceivableMember_zDz48YrbduA4" title="Concentration percentage">42.4%, <span id="xdx_909_eus-gaap--ConcentrationRiskPercentage1_dp_c20240101__20240930__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CreditConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--AccountsReceivableMember_zdqi7Tljv6Bk" title="Concentration percentage">24.0%, and <span id="xdx_906_eus-gaap--ConcentrationRiskPercentage1_dp_c20240101__20240930__srt--MajorCustomersAxis__custom--CustomerThreeMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CreditConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--AccountsReceivableMember_zDV81DSJLEs7" title="Concentration percentage">20.9% of accounts receivable, net, respectively. As of December 31, 2023, two customers accounted for <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_dp_c20230101__20231231__srt--MajorCustomersAxis__custom--CustomerOneMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CreditConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--AccountsReceivableMember_z0m80ZKRi0lc" title="Concentration percentage">51.9% and <span id="xdx_900_eus-gaap--ConcentrationRiskPercentage1_dp_c20230101__20231231__srt--MajorCustomersAxis__custom--CustomerTwoMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CreditConcentrationRiskMember__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--AccountsReceivableMember_zgfMttWD3Wba" title="Concentration percentage">12.7% of accounts receivable, net, respectively.   <table cellpadding="0" cellspacing="0" id="xdx_88C_eus-gaap--ScheduleOfRevenueFromExternalCustomersAttributedToForeignCountriesByGeographicAreaTextBlock_pn3n3_zYCPoZ6RYxY4" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%" summary="xdx: Disclosure - Geographic Information and Concentrations of Risk - Net Revenues (Details)"> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left"><span id="xdx_8B9_zHntvRvY0Kh3"

style="display: none">Schedule of Geographic Concentrations of Net Revenue</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; text-align: right"> </td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Three Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="6" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-size: 10pt; text-align: center"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1pt; font-size: 10pt; font-weight: bold"> </td><td style="font-size: 10pt; font-weight: bold; padding-bottom: 1pt"> </td> <td colspan="2" style="border-bottom: Black 1pt solid; font-size: 10pt; font-weight: bold; text-align: center">2023</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; font-size: 10pt; text-align: left">United States and Canada</td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_989_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zaozDtQJzcbd" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">51,072</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_980_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zbRfr56nh6Ob" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">40,181</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zvCk0E2G6xg1" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">137,356</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td><td style="width: 2%; font-size: 10pt"> </td> <td style="width: 1%; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__srt--NorthAmericaMember_zN65dru8klY9" style="width: 11%; font-size: 10pt; text-align: right" title="Total revenues">129,458</td><td style="width: 1%; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; text-align: left">Europe (including United Kingdom)</td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_987_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zKkXI0aAGpVe" style="font-size: 10pt; text-align: right" title="Total revenues">2,866</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left">$</td><td id="xdx_982_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zVpF007wwzYc" style="font-size: 10pt; text-align: right" title="Total revenues">1,172</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_985_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zU8NkBK4Y2Dl" style="font-size: 10pt; text-align: right" title="Total revenues">4,243</td><td style="font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt"> </td> <td style="font-size: 10pt; text-align: left"> </td><td id="xdx_987_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__custom--EuropeIncludingUnitedKingdomMember_zo7Bp2eSpA22" style="font-size: 10pt; text-align: right" title="Total revenues">1,242</td><td style="font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-size: 10pt; padding-bottom: 1pt">Other</td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td id="xdx_98E_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zqFOyEDarjYk" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">94</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left">$</td><td id="xdx_984_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zUGEmNDcmv" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">4</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zEOCy8n09ZV" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">1,558</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 1pt"> </td> <td style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: left"> </td><td id="xdx_984_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230101__20230930__srt--StatementGeographicalAxis__custom--OtherGeographicRegionsMember_zBmybYGUVG2" style="border-bottom: Black 1pt solid; font-size: 10pt; text-align: right" title="Total revenues">667</td><td style="padding-bottom: 1pt; font-size: 10pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-size: 10pt; padding-bottom: 2.5pt">Total</td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98D_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240701__20240930_zRlcMkX3oKU9" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">54,032</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20230701__20230930_zHcACTbwNvLc" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">41,357</td><td style="padding-bottom: 2.5pt; font-size: 10pt; text-align: left"> </td><td style="font-size: 10pt; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: left">$</td><td id="xdx_98A_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_c20240101__20240930_zX7t0GrJmO41" style="border-bottom: Black 2.5pt double; font-size: 10pt; text-align: right" title="Total revenues">143,157</td><td style="padding-bottom: 2.5pt; 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</table>5107200040181000137356000129458000286600011720004243000124200094000400015580006670005403200041357000143157000131367000.3860.3670.4130.348
id="xdx_809_eus-gaap--CommitmentsAndContingenciesDisclosureTextBlock_zLCz7KespmFa" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Note 10. Commitments and Contingencies   Noncancellable Purchase Obligations   The Company typically enters into commitments with its contract manufacturers that require future purchases of goods or services in the three to four quarters following the balance sheet date. Such commitments are noncancellable (“noncancellable purchase obligations”). As of September 30, 2024, future payments under these noncancellable purchase obligations were approximately $64.3 million.   Legal   The Company is, from time to time, party to various legal proceedings arising in the ordinary course of business. The Company is regularly required to directly or indirectly participate in other U.S. patent infringement actions pursuant to its contractual indemnification obligations to certain customers. Based on an evaluation of these matters the Company currently believes that liabilities arising from, or sums paid in settlement of these existing matters, if any, would not have a material adverse effect on its consolidated results of operations or financial condition.   Indemnification   In the normal course of business, the Company periodically enters into agreements that require the Company to indemnify and defend its customers for, among other things, claims alleging that the Company’s products infringe upon third-party patents or other intellectual property rights. The Company’s maximum exposure under these indemnification provisions cannot be estimated but the Company does not believe that there are any matters individually or collectively that would have a material adverse effect on its consolidated results of operations or financial condition.   64300000 Note 11. Income Taxes   Income taxes for both periods consisted primarily of foreign income taxes at certain of the Company’s international entities and state taxes for its U.S.-based entities. The Company’s income tax expense differs from the expected expense based on statutory rates primarily due to full valuation allowances at all of its U.S.-based entities. The increase in the Company’s income tax provision for the nine months ended September 30, 2024 compared to the same period in 2023, was driven primarily by U.S. state taxes in states which have either chosen to temporarily suspend the use of net operating losses or have franchise taxes calculated on modified gross profit.   Note 12. Subsequent Events   Subsequently Completed Repurchases and Exchanges   As discussed in Note 1 - Nature of Business and Significant Accounting Policies above, on November 6, 2024 the Company completed the previously-announced private exchanges of $<span id="xdx_908_eus-gaap--DebtInstrumentFaceAmount_iI_pn5n6_c20241106__us-gaap--DebtInstrumentAxis__custom--A2025ConvertibleNotesMember__us-gaap--LongtermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember_zF30MI5R9cLa" title="Debt aggregate face amount">91.5 million in aggregate principal amount of the 2025 Convertible Notes held by certain holders of the 2025 Convertible Notes pursuant to binding term sheets that were previously entered into with such holders, including the binding term sheets entered into on June 28, 2024 with North Sound Partners and Golden Harbor Ltd. In connection with the Subsequently Completed Repurchases and Exchanges, the Company issued to these noteholders in concurrent private placement transactions an aggregate of (i) approximately 2.4 million shares of the Company’s Common Stock, (ii) approximately $40.9 million in principal amount of New Senior Secured Notes, and (iii) warrants to purchase an aggregate of approximately 2.1 million shares of the Company’s Common Stock. <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-

indent: 20pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">The New Senior Secured Notes bear interest at 9.0% per annum, to be paid in cash, in arrears, and on a semi-annual basis, and will have a maturity date of May 1, 2029. The New Notes are secured by a first priority lien on substantially all of Company's assets.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">The warrants have exercise prices ranging from $11.27 to $15.77 per share of Common Stock, subject to adjustment for stock splits, reverse stock splits, stock dividends and similar transactions. The warrants expire four years from the date of issuance and will be exercisable on a cash basis.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt">Affiliates of two of the noteholders involved in the Subsequently Completed Repurchases and Exchanges - Golden Harbor Ltd. and North Sound Partners - may be deemed to beneficially own more than 5% of the Company's outstanding Common Stock. James B. Avery, a member of the Company's Board of Directors, currently serves as Senior Managing Director of Tavistock Group, an affiliate of Golden Harbor Ltd.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 20pt"> </p> 9150000024000004090000021000000.09011.2715.77 Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1. Rounding may affect summation. Adjusted retroactively for reverse stock split that occurred on January 24, 2024, see Note 1

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+%';Z]ZXAQ*Z)OM4 M?>:'C[2D0/K6'J'2(GMK#H'0P4_>*N1OB8J+(;"KX 0EM#6CZQK!OO($OENM$ M62H!;QGXJ5G,Y(KGBN5[FJ#?=U00'3^)2)Z@CS1-$.0B6I*4HCZ:\SR!% %#
MN),\90E1\+!4<('<48BOT9S(+?H Z2?1ZY@JPE+Y!ER_+F/T^M4;] JO''W9 M\KV$#N344S %/1!O50[WIAAN<&:X(?H$H]U*M("A)!;_N-M_TN'O 745?\$C M?S=!)^"2[MZAT'^+
C^(+..9/]T]M$WG>;TO_G?O-3+"*IE"@Q>>P?N-Y_V5 M3@ &"2$AU*MT#S3KF.=0\UZG7$(V0#//Z)4M^ 5\9(?7-?-*[LB*7O>@*$HJ M[FEO]O-/>.C_8F/>)5CL$FSA"*P6HZB*4=2%/HLI@*X8*$.]G.
RB8.K=GY)ML1H&([^RJK$XJ%@<=+*XW!)! M^WJ%2A!D,RS;\BR!G4B7$N@2+"[AB?4!&,\:/#7-AKZX1GZAA5]P\Y"85:) MM5DEUH)G4!+NJ81%:%-L')AB5%H+Q-
EER[!8I=@"T=@M=B,JMB,.E/[=B]6 M6TALJ9?SG8 MJ5__WJ)=2F"%UP6#?M^SG5[O;0'JQ+XT0"[!XE$KC_O1L)'K M-AL_M.?ZN.)S_,1%\:E)/G;)H4NPV"78PA%8+2B3*BB3SB3_(D@NUU3H'-=Q
MR147$ ZD.*B?7)$4$2FILNY0.Y$O#8]+L'C2KN=^%#9RO&V$_='(GN/8/\H(MOY-0HS#[?-W?2UIRA_@=[/_S8O]''Z"HY!MJ] 0O= 9\"2DUE29EY(ZEYHNP
M:H+.OB^EW"E:7**=\CGPQPW.+4;X["**3[0;[M[+V<7;6Z/<^L!TWRBWOS[1 M[(Z*O]&_Z LH=%#7;"71S5X"G)35:ROSG0.XF'F7:+%3M(4KM'HH@V,H@Y>5
M3B6^JTBY1(N=HBU72Z@2KQ3!3(93NH58FXQ@@K1T#)Q:56K M\),-ZN-Q6H\/%?BC\(1=RO'2S1/"74ZA'#0G'+;!D=1<\86([\U84MODW/5 M]2CQ\.!E1 IVJOB&>9;***%K_[M,
MQLWL;!M%N+5HM(TLLL!BU:$+CCH+=PNME]4%D]:B&0Z#)D=MHTGK^VW;6#;Q M;2/+)MX[.8O)J-B80S)"^8^5\4_Z55K==#VWAPO-=IO\-4<6]IC?3!GSGZ. M\,6IWBV^; @ CP8 !D
!X;"]W;W)K M&ULK57+;MLP$/P50@V*%$BCE^4*@M-H:;(&6UA81BE1)VDK[]5U2BNHDDBM%#+Q(?.Z/9X7*5-E+=ZQ+ D(>*"SWQ
M2F/J<]_7>0D5U<>R!H$[*ZDJ:G"JUKZN%=#%=#"@2KN1T$P]BO*A)>E;FVNLE1N M#&<"YHKH3551]>L2N&PF7N@]+MRP=6GL@I^E-5W#-LQ=/5!?
PE4&C=\;$9K*4\MY.KHN)%UA!P"$WEH'B:PM3X-P2H8R? M':?7?]("=\>/[%X, IW&>),=L4$%3FCG"P,-8#G8\@,#&5X>;=8D8.#]Z1 \($N2WE1E-1Z-0W*,N2^WDGX;*5$+TB M80'U,8F#(Q(%T6@
/MT/GT&.\-#!XZ=P'\WH'8EZ1R+'%[_"]T6MJ6"_J:VR M(S*50DO."MH6G2C(7(%&4]H%N2(##FKR_6*IC<(:_3'D1RM@-"S WMMS7=,< M)EYMOZ6VX&5OWX3CX,.0._^)
[(E7<>]5O(_=5@_#VBO(6LKAHV_QB<3>TP9MB0.'9:'=TN:QJ*>P!#4EM MV<8[(N(H>B;T94PX#L?#.I->9[)7YZTT6#SL[U4;$I<,.!2&I_DO8R*@B1) MGNGS=]J%;=6?
J%HSH0F'%>*"XQ,D4&W[:R=&UJZ#+*7!?N2&)?XQ0-D W%]) M:1XGMBGU_Z#L#U!+ P04 " !],)-9/OF\J.$" #?!P &0 'AL+W=O MNJM("*JG-1 \(;& M7RI*99]DT]IZ#DE72HNJ%2-
!Q7CSIL]M'K8$@_" P&\%_K*@E80V$;,AO6 ME&J:C*38$&FLT9L9V-Q8-4;#N-G%N9;XE:%.)[>,4YXR6I*YIAIP?S29@J:L M5.0]F4FH*L&@6*4)Z1.UV
)*>MU3LT>YQ/R>G).W)"&"W[8(Y\!*E"RC3?EA(C ["O/5+(B<].12D>_7"Z4E5NN/ MOGPT &$_@#G!5ZJF*8R=VOQ+KL%)WKX91-Z'ONS\)V>O4_N88$A MX[E.@:WIHH3>[6]\#*T/TU_6R2#TXI&
[W@ZCQ^ARZ'5&K_#"#B_\"U['17(I M*I(*;G<%SQ)?Y3A829"]S(WC: LG'D0[R/LV@PM3@GW(PPYY>!1Y+G*]H1)(MR5)[^/K@AOMPL;<#MV\S],)^MJACBXZRV1;0QQ/M\P3A#L^^310=V-
ZXXXF/ M\CP(C:>N;KL5;'9 M=QZC7C;723/1HK8=>2$T]G<[+/ &!FD,\'LNA'Z9F";?W>G)'U!+ P04 M" !],)-9UH,V3GH# "4"@ &0 'AL+W=OACW0\LDF2I$:2=G)
M_OH=*455+%GKPUYL4KKO\7/'$X^+LU1?]!' D*>""[WTCL:4M[ZOLR,45-_(M$@2^R:4JJ,&I.OBZ5$#W3E1P/PJ"J5]0)KS5PCW;J-5"5H8S 1M%=%445#U_ M "[/2R_T7AX\LL/1V ?^:E'2
VS!?"XW"F=^ZV7/"A":24$4Y$OO+KQ=AT[@ M+'YG<-:=,;&A[*3\8B>_[)=>8(F 0V:L"XI_)U@#Y]83?X9FH FUE\FN7:_Y-S8!A[)*FUD MT8B1H&"B_J=/32(Z@C"Y(H@:0?22M@K@1Q"
[0FLR%=4\-72V4/!-EK=&;';C< M.#5&PX3=QJU1^):ASJP^,D%%QB@G6T,-X 89<@^&,J[)#^0NRU0%>_+3$Y:- M!DVHV),',\/P[=M&^0ZEG[?WY.V;=^0-88)\.LI*HU8O M?(/0=FD_:P_U(#1%<
ME#C0&-:Z@3/NYTV"BOX MKZ%\U #),(#]K&]U23-8>J5=2YW 6WW_73@-?AS*SO_D[%6NXC97\9CWU:-\ MIMP6QE"4M73BI/:L.:WFT]G"/W7A^S:S9-+:O&)*6J9DE&E#GY7DW.V5 HY; MLB?
05/<09NUMVD%(T_22LV\43X/9,.BD!9V,@RJ9@[:G)=9.#L-TD]["P07: MF,4KKFG+-1WE>CD2F#")6.&L*:]1:,@B2[(^D9A$%])6MK"I:-P]Y #'DMV M:T\@*AB"2WOKSJ/P$JYO%*5A.@PW:^%FHW
/)2@\%\2!<,#&0_C7DW.(<];/ M3QS$%YP#1E$T'>:8]H$B3S"^R^43J) MKZ0W#+ZVLF \P;8Q#7:8H+=>DLXG%U!#5D%ZI2+#3H,-1ZD^28-?,&V2"MU.
M*ETGS9I.^A^);9;IGH9Q&";I911]LRCL[D =AM^Y,MC[VF]4'9C06)HYZH*; M%!VH^@I43XPLW2UB)PW>2=SPB-=&4-8 W^=2FI>)O9BT%]'5OU!+ P04 M" !],)-90=J[B9L" ":!@ &0
'AL+W=OW)]DZRY>)$%@$*O)65RZ!1*55>N*[,"2BS/>05,[\RY M*+'24[%P924 YQ944C?PO(%;8L*<-+%KYF?*DH83 12"[+$HO?-T#Y>NCX MSMO"
(UD4RBRX:5+A!4Q!/5<3H6=NRY*3$I@DG"$!\Z%S[5^-8A-O [X16,O. M&)E,9IR_F,F7?.AX1A!0R)1AP/JU@A%0:HBTC%\-I],>:8#=\1O[KY*H;.)P?E,,=+JA[Y^@Z:?*S C%-IGVC=Q'H.RI92\;(!:P4E8?
4; MOS8^= !^M <0-(#@7P%A PAMHK4RF]88*YPF@J^1,-&:S0RL-Q:MLR',?,6I M$GJ7:)Q*;PG#+".8HJG""O3W46@,"A,JT1EZ4 4(=,_9XDR!*-$]P3-"B2(@
MT7$3=J+CGJ=C='QT@HX08>BIX$N)62X35VF%YAPW:]3??7[4_J)^ >8*7\D*9S!T*G.66(&3 M?OS@#[S/?>[\)[(-K\+6J_0>_I>)/H2@1"0ZTN^ K:$OK1KKMARF4:S2@=A
M'"3NJIO.;I!_X45MT(;,J)49'91I*[I/40T;= ^++K8$[<8,.C$;>N)63WQ0 MSQ-7NERXO6>TM9"^W[,^K?&N>]'EY9;8W: @C/TMM6ZGGW.NWB:F/[6_H_0O4$L#!!0 M ('TPDUE%V8,3N0(&H) 9
>&PO=V]R:W-H965TZOE7XR"T0+FT1(,_6UJ8]WS?Q A-FJBI% M22LSI1-F::KGODDULFF6E @_#(*6GS NO:B?O1OJJ*^65G")0PUFF21,/U^B M4.N!5_-
V+T9\OK#NA1_U4S;',=K[=*AIYA!>UWF77Q6($CA)CZQ 8/59XA4(X(*+QIL.+E3#9+ZRWL8$'\=)8E6R3 MB4'"9?YDFVT=]A+"\$A"N$T(,][Y1AG+:V99U-=J#=I%$YH;9%*S;"+'I?LH
M8ZMIE5.>C6ZX9#+F3,#8,HM4;@O7:!D7!DYW@R],:^:J=P8GP"7<<2&HI*;O M6Z+@@/QXN]UEOEUX9+LQIE6H!Q4(@[!]^-K.#TY>PGCDX)"1EC("#/)X'/FVJ "'S0
50E,1J!KP<+'AYK'GV#;/:\%Y4#LDN92:V,:A7Z$7OW]5: MP8<2X?5">#U#K[^Z<'CX3-AP2TU@'@_)K+^"S$8ALU'Z??2.ZOZ95U*QV^_[J (MFP:+Y9UVFBV*G1XCAKMBV*+9YT664R-7T$/-R
M#B$\(].FI*:M0DWK/WNF388YXIE2:G_93.U">/NM>*;]"C([A&ULS5A=;^(X%/TK M5G:TVI48$B>4CRX@M3#55&I7%>S./HSVP9 +6$WBK&V@_?=K)R$?3'!!DP=> M(';N/;GWW!/GVL,]XZ]B
R#16QA$8F1MI(QO;5LL-Q 2T68Q1.K.BO&02#7D M:UO$'(B?.(6![3I.UPX)C:SQ,)E[X>,AV\J 1O#"D=B&(>'O]Q"P_';B>MHA\3B&X6]*%TC
MG/1'EJ,C@@"64D,0];>#"02!1E)Q_)>!6ODSM6/Y^H#^D"2ODED0 M 1,6_$-]N1E9?0OYL"+;0,[8_BMD"=UHO"4+1/*+]IFM8Z'E5D@69LXJ@I!& MZ3]YRX@H.;@W)QS^/T.X
/ZO,IL"ISNB2YC/#FVI M$M)AV/=$\,53R0W GV)?/!K_"=F?^P: &S%9$ZG>Z#SWC4BSB%N M(\]I(==Q.^@3LI'8$ ZB+C8STA26"@DG2-Y)I$J07EYS+X'NG(N%3HM40N] M<+I4=6:!*DE
Y;NQ*$9TO>[]JU)WKTGB&@*K M$-?/B>O_O+I3B'Y)M;C;]KPCFD/\N@&ETI[HDI()9HGC9Q1W$;H M2VO4$%B%!>P4C8MS5?+.PFF(NZ;0JN25NC[\\Q+/,(Z69MS[80FO-QRX)Y2. MW2),]U*M?

WF+U0Y U?0OX*&Y=S1B7URPAM"J3!0M&_:N2^V--GE-H57)*]H\ M;&R&QEHJM4F:W7HH3'<'+O+)>VT/_P$"1N] ..J8@*HY%1T8/K\%.WXUIG1' M?5"%GQ'YP?[*^)"+R]P06I62HN?
#W>MZ1QIM%9M"JY)7-(O8V%*=^45(,;KE M=?[X6V RJ<96]&/X_(8LT_J,BE?TP$'5)Y*@")%GB-WXE(OKU1!:E9.B"\2# MZQ)[HZUC4VC50YJB=W2-[=5Y8L\PCKH:I^/A(\F?,NP>Z=XN'=.%P-?)Z:5
M2[-9'IBE_F)Z1WR;F@79BGQZO/A*]I)% *^6J]LMJY>7IB64ZD"Q.#OT6 M3$H6)I<;M3D K@W4_15C\C#0#\C/CPG7O. M\?V0[QUMN;B3.8!"]P5E27TSFU8,E(DX0S)&
Y=BYZPR0T]M;@EL!6[JV1\63!^9W9_,C& MCF$W5-=]^A]H?>\&44VE_T;:R#?L.2M=2\:(&ZQL4A%7_^+Z.PQY \[0# M_!K@/P4\IQ#4@.!8A7X-Z!^K$-: \%C H 8,;.RK8-E(QUCA:"3X%@ECK=G,
MPJ;+HG6 "3.%-5="?R4:IZ($$X%N,5T#N@0LUP)TU2B)SF)0F%")?F(AL,G^ M>_01WWZ_Y3[3X^%!FSNO4Y^]3CWIAL>0:GBO#?XHED%3 M0X'E"P[74$QD2KDI(XE^7RRD$OKI^-
-6+Q5EOYW2/*=#6>(4QHY^+R6(#3C1 MNS>]@?>U+5FG)(M/238[)5ER(K)'2>XW2>YWL4<)89BE!%-$"5X02A31.5Z: MU&],ZMMR7#&&EM%TN$WDC=S-?N(Z-5^:N(-RLU/*)5URCT(<-
B$..T/\3<\! M2'?;-,=L!4AO'L*+^!)!L8!,/W^ZRWG<6\XJ\:9!_IJN+K$ M8D681!266LH[_Z0=$]7 4FT4+VV#77"EV[5=YGK& V$,]/<%F+LK*4LAZXK MTC7D6%RR$@JULV0\QU)-
^<&5%.W<#S8C?'I'"2D5F;\63$*DE) 3.. M1)7GF+_= &7;L>,[NX5'LEI+O> FHQ*O8 [RJ9QQ-7-;EXSD4 C""L1A.7:N M_>&DK^--P#<"6]$9(YW)@K$7/;G-QHZG@8!"*K4#5H\-3(!2;:0P?C:>3OM*
M+>R.=^Z?3>XJEP46,&'T.\GD>NP,')3!$E=4/K+M%VCRB;1?RJ@POVC;Q'H. M2BLA6=Z(%4%.BOJ)7YLZ= 1^[X@@: 3!WPK"1A":1&LRD]842YR,.-LBKJ.5 MFQZ8VABURH84^E^<2ZYVB=+)9
H+B2Y0X 41FK!B UR2!07TP"0(=#8%B0D5 MY[N0>OG'/>0+X,]JM:LQ7IV]I_D4G;T_'[E2@>K7N6D#=5-#!4>@YE!>HM#[MJ_-9L\@GI^532)7<-_)P7^ZJ\K0U"MH:!<8O/(:S9EQ>? 6>-
RG>J0!T*R$7 MS[;D:K>>W4U_ED-1XA3&COKN!/ -.,F'=W[L?;*E^I_]A(/V\3#4^[)C),B M)26FMBQK:62DNE=L$M^+!T'/\[R1N^FF8(F,_<'5H!NYQ]=K^7HG^:ZS;(B6
MF'"TP;0"Q)9('[XL@TQ]RIQLL.X1-OC: ^X@_0E]*F(/-FIAHY.P=R#$$%4% MSM5I(K\,HCI,&1$IJPIIHXP.&"Y"U9X/"FR)\]6?<;2^<8L<_R,R$:+"10HH M94(*&W-\R!)$ED-AB1L,O*/(_1:Y?
Q+Y05U*>;\C10KI+B/5+9O.[Q!9*FM M)3*ZNO*#0U*WTX7U#7B/^8H4 E%8*JUWV5L M;]DJMLV$]WKVZL]^0U02P,$% @ ?3"364K+8M9& P XPH !D M !X;"]W;W)K&ULK59=;],P%/TK5D
()%B^TW6T MD;:VB$D,3?N ![0'-[EM+!*[V&X[^/783A;:Q*L&[*6-G7..[[F^L>]HR_AW M40!(=%^55(R=0LK5B>N*K(*BR.V JK>+!BOL%1#OG3%B@/.#:DJW<#S$K?"
MA#KIR,Q=\G3$UK(D%"XY$NNJPOSG&91L.W9\YV'BBBP+J2?<=+3"2[@&>;NZ MY&KDMBHYJ8 *PBCBL!@[I_[);*#Q!O"%P%;L/"/M9,[8=STXS\>.IP."$C*I M%;#ZV\ $RE(+J3!^-
)I.NZ0F[CX_J'\PWI67.18P8>57DLMB[!P[*(<%7I?R MBFT_0N,GUGH9*X7Y1=L&ZSDH6PO)JH:L(J@(K?_Q?9.''8+2L1."AA!T"=$C MA+ AA$]=(6H(T5-7B!N"L>[6WDWBIECB=,39%G&-5FKZP63?
L%6^"-5UDL43Z93F$OT#IU3"1R$1+-[58$"T!646$*.)$.!%\3H,Y,@T.LI2$Q*\491 M=J:_74 U!WZG9B>,;H!+,B\!&>V==[?74_3ZY1OT$A&*;@JV%ICF8N1*Y4-' MXV9-S&=US,$C,8?
H@E%9"#2C.>06_O0P?WB [ZK\M4D,'I)X%AP4O(;5$0J] MMSHGD26>R=/IHCP8CMS-;J;[&#_TXWW0 MM *HV%':68!#:.D!>TYCEO'\4''IY4J0O(+F\N(+=35H2HQ)R)C:RIMEFNY M9,_.<<=R'Q-
X@X[C/B:.O8[A/B8)?+O?I/6;_+U?(L0:TPQ0QH2TGK-)W[7? MB79BP23=?>YCHF[V9A;,,+*['K2N!P==WS#YQ(H>]*O5#SI[-[& DN/N!O=! M4=0%S?J@V$NZ6^SNW-H5*5IEP0R)5H?
M^ULVY&=FD:D,W_FGTQ\R_Q4=7!U MP_5'OF[_+C!?$BI0"0NUE' M==E29H3"'4=BF>>8O_0A8^N>Y5J;@1&9S:4>L*/N L]@#/)A<<=5SZY44I(# M%811Q&':LZ[Y>B ((-$:@6L_E8P@"S3
M0BJ,7Z6F52VIB=OMC?JU\:Z\3+"]:%A5*8XF4F1VS]%4H_H=9+ M6";,+UJ76,="R5)(EI=D%4%.:/&/G\L\;!&43C/!*PG>/B%X@^"7!/_8%8*2
M$!R[0E@2C'6[\&X2%V.)HRYG:\0U6JGIALF^8:M\$:K/R5AR-4L43T8Q3"3Z MC&ZH! Y"HN&S.H$"T @R+"%%DJ$!AY1(=(T3DA'Y@DYCD)ADXDSQ1K!BV8K0 M60WU\Q;R"?!'!7H8Q^CTY R=
($+1_9PM!::IZ-I2Q:^CL),RUGX1J_=&K#ZZ M953.!1K2%-(&?GR8?WF ;ZN\5P<%Q[X1[[S"7F.%S3$,SB>[C?9 M^;_5A_^\^DXR_.HD^4;/?T/OF^HC-JT?!#-Q(R$7CTU[7J@&S:KZFNR(!4Z@
M9ZE[4 !?@15]_."VG"]-"7]/L?@]Q8;O)+:S-4&U-<$A]6B@CCU75_(29^H3 M++]T*+[TIBTIU$*CIA^:5>1T[=5VGNN(**]BXGK&-_U=C'#.N;"?5UKQVQ8 MF0T/FKW*&9?D-S;OD#J/J;[AB!!+3!-
"1.R\>HI1%L'/-<107O/3US'N.Y> M7H9U3-L)FSVW*L^M@Y[OF3QR:UM_W=HZPG7"RSV?=5#@[6&*ANV_4WGJZ M&PO=V]R:W-H965TG65+^_%-
LHOTYU(RN_MQ1=1_&WW*2L_NWI15O%6)'F<)EHF[CYBV_YP<=: M]5*^IND?U2?.ZL/%H#HBL1'+HB*B\G\/XE9L-I54'L>_&O3BI(VW?PC7A7W'RX6%]I*W$7[3?$Y_6:+Y@5-
*V^9;O+ZO]JW9MO! MA;;TG6SP_7Q M3^FU0QH.GM^YP;EM#%_>[)-W^]5=GM_NX?'[_>I+'SZ_X]4'=@>K]RU_Y.*GZ^IGEIH^>7]MM("7[B=-AJ,)MK?ONC:3W_Y692&R[.U?2WM.12&QUK3E*
(M]0 MS#=^A+OL]$5W,-;;!].\$6.%8JN5+V)WJ8T'1S^S]F?5(3KGBZH#D)3CL.4?[[1=E&D/T68OM)_B1%NEFTV4Y=JNK/%U_?M9^U-=#']3 M-M:WS)"8_H3-:ZPZ/7RX&5P.!L/W5P^']8-
LTB0QB\3LLWX8#MFD>U:3'MFD M3V+!6<RBQZU(BERK>G0]0"BJ-<(FC9*NSJKD^G96 M$M-)S" QD\0L$K-)S"$Q]PF;'G2=X7@ZJ/XYZOVG&QYMX9/'%9!8"&%2SY^] M]/R9LN?
-M;@O_T3'R3+=EG^YQ?>=2'+Q\SLM$457OU=B??L]B>DD9I"826(6 MB=FSDT[SRWQTTK>M9H?88C8Y[:FGVTU/^[-/OLZ Q$((DWKK M_*6WSI6]]>-
RF>W%JNROY5]GD1?:JAQO%ZF6B4U4E%\O!^%%W#V\5L)]>RZ) MZ21FD)A)8A:)V?.33C0<=OQ9=,A&W3,;]EH,R#;#"%,ZN*+ERZ^
M4'9Q/\WK0;CX7L3)>A_G]]6X7$OORD[^D&X>RB]JRTRLXD*[BY;Q)BX>N[J[-MLI&^W9W$=!(S2,PD,8O$[,5;HUMG<=(WC_\^GQKSQ>*T\[[9E$^^LH#$0@B3 M^NWU2[^]5O9;X^Y.U+?
FVS_.6?DWN>JXY1!;BQY$%JW+3_=%7D3)JNK&7Z--ME"Q%5_=5MM6W^Y*83F(&B9DD9I&836(.B;E/V' H79L:SXZOK75N-EW,CRH# M>6@!B840)E6&X:"-$0S4P_9M6H[+_QW5
9ZR(*19O(Z3:*/%>;ZO2H"V3/.B M<]BNEOM6-E334%8#4=%0S4,U$-0O5;%1S M4,U%-0_5?%0+4"VD-+F:C-IJ,D)3/0U'E152TU'-0#43U2Q4LU'-0347U3Q4
M\U$M0+60TN2RTF8%A\H(TFBK/JH%J!92FEP1VM3?4)E$>GHH(D[R M(MM7=R;>:9G8[;/E?90++=JF^Z0S.*!&>Q<$4M-1S4 U$]4L5+,;34KG3&;7 M7?5-EHY5&ZN>A,BVKID3)Z^<:GQY?
K!YF?/U! MQN%I%J\K)GO;L=VH8SM=_4)ZCQ'0R"2J6:AFHYJ#:BZJ>:CFHUJ :B&ER46C MS7@.U2'/XR!7/398Q?GRU:) 3U714,U#-1#4+U>Q&DQ]*/$U2.QW;C0;S MTP>G.K:;=CP2Y75L-QL-
3Q^=0E]M@&HAIYK!J*D:17FROQ999V5 $Y.HIJ.:@6HFJEFH9J.:@VINHU5/*;0% MY/+X00RT31_5 E0+*4VN'FT2#BF:Z2P[JP:: MA$0U'=4,5#-1S4(U&]4<5',;3;ZJ?
%PST*PDJ@6H%E*:7#/:K.1(&;J2:\8R M3:I;#?4SXCWJ!QD2NT4U'=4,5#-1S4(U&]4<5',;[;!^C$_J!]FBCVH!JH64 M)M>/-E0Y4H MHRIS65T#>5K;01,/HOL>A?H8>E<8-':):@:JF:AFH9J-
:@ZJN8TFG=<,+D^2 M$&BC/JH%J!92FEQDVCSE2#T%Y">IM.R>;Y'4=20ZGG"NN(*;1L]:E_%8-EDY4BVWQ7+QW?50VCIIOS&\K%.:8DT6T=)D\[H+$)H5!/5=%0S M4,U$-0O5;%1S4,UM-
'410O.>J!:@6DAI/W=EI?(^Q*?:*'X:-:@&HAI:P.H8W4-8C^$+]*X<>0FM6W-&J=7:Z2H5:ZELJ4$U'-0/53%2S4,U& M-0?5W#=^<\?:HRC_V'4-1-#C\%$M0+60TN3JT69GT*I
MGUOMK"=HL!75=%0S4,U$-0O5[$8[NI5RLAH?VJA[7J,>VJB/:@&JA90F5X51 M6Q74L=;/+_-OK:HE052S<*FEWC4 C;"BFM%HAP\NC <=3]>::+,6JMFHYJ":
MBVH>JOFH%J!:2&ERL3A8^UN=8OTL5F*[*]K'9*)G)QWCC_(9BU4LU'-0347U3Q4\U$M0+60TN2Z MT29:Q^I$Z^_ZYRK\GN31LAZ$*&H%&DM%-1W5C''7*M>=M0)-G**:C6H.JKFH
MYJ&:CVH!JH64)M>*-I@Z5@=3ZS%&]!*!?^O:QNDRU<.NI>)O.S:<=/UIUCLV M[+R&8*A?1^\+CFCF$]5L5'-0S44U#]5\5 M0+:0TN9>WZ="Q.AUZ<$7B\-I# M9Q=' YRHIH\
[PGZ#R\GQ3)MHHR:J6:AFHYJ#:BZJ>:CFHUJ :B&ER:6BS7". MU5FXOQ;W(M/* I%NA?:3^+X322Y^?JGZY/ M/NP:DSEHL^ZYS7IHLSZJ!:@64II<"]I0YE@=RCR8O[=.6S93=)\]2V_#OSE+
M;\=V7>?FNOIP>W=H-#V):A:JV:CFH)J+:AZJ^:@6H%I(:5)IF+0ARXDZJN9(M4_BO]EGUW,=.9'':^<"'6NL[3$ U'=4,5#-1S4(U>]*]C/ED.#\:)KRVX>AH MGBWW7-%[53S:T$=?
<8!J(:7)/;@-.D[>G,RSR*)EL8\V[9.AS7B_LPNCV494 MTU'-0#43U2Q4LQOM<,B]F%^?#O0[MAN.ZRN_QSWX=,/QY/I4]+HVO)[,3F?: M1E]P@&HAIU -5"2I,+2AMU.Q:A<5-,O9:%)"?'K=E?
Q&VS51S4(U&]4<5'-1S4,U']4"5 LI32X8 M;9QSHHYS]DA^JZ7>U0*-=,7#T79] M5 M0+:0TJ6),VPSH5)T!_2PVY4G(2OL49<7CX075Z@MQ- MM01-T4[/G(O30)LU4,93
M;7(?;^*=]EM6W;-1G@FAJ5I4TU'-0#43U2Q4LU'-0347U3Q4\U$M0+60TN1: MU*9JIQ/V3(C,_=VBFHYJ!JJ9J&:AFHUJ#JJYJ.:AFHIJ-:J%E":7E391.U4G M:L\[$T)#L*BF-
]KII",G9T)HOA75+%2S4%7:M MTN6[H[8#JS.KKY]L,#,=J9OOW>'1N"NJ M&:AFHIJ%:C:J.:CFHIJ':CZJ!:@64IIU -5"2I/+2AMOG2ES;C>?5%.5J/?M74-(34;Z"AE)134U -5"2I.+2YMJOFH%J!:2&E2
M69FWN=2Y>OK7@V7]]E_S>!5'6;6PWY_U0[]KD765%C79M[2@FMYH4B;IZ.P' M;=!$-0O5;%1S4,U%-0_5?%0+4"VD-+E>M('3N3IP^J6HLVHO6=.L6L&FK!ZK
M:DP2Y_E>K#I+!IH[136]T8Z6I1B>E TT4(IJ%JK9J.:@FHMJ'JKYJ!:@6DAI M7%4KO-D[6VC,KF MXN*QLUJ@(514TQOM\%;,\'K:=3,&;==$-0O5;%1S4,U%-0_5?%0+4"VD-+E@ MM
'3N3+$=F/=3/8A<]5G=C(/4I MT5%7B9=3DOR=ML[2/.\L&6C,%-5T5#-0S40U"]7L1CLL&;.NI]P=M%GWW&8] MM%D?U0)4"RE-+@9M.'2N#H=^W);%
(/YW]+P.=WW+8Q7GR]>F$E1[O:L!&A5% M-0/53%2S4,UNM,-N.1YW5@,T*XIJ'JKYJ!:@6DAI:CFHUJ :B&E265ET29"%^I$ M:+][L&JL;U%!-1W5#%0S4E<>D6%]!C?
4N&&@2%-4,5#-1S6JTPU^'2=?5 M11MMUD$U%]4\5/-1+4"UD-+D>C%JZX4Z"]IWSF(UU[MBH*%05#-0S40U"]7L M1CNL/\<74#LVF2[FI],5=VPW'HY.[Y-T;+<8=DQ6C+[0-5"2I-[;AO/7+P1
MSXR3^M1@E47?.GLJ&LA$-1W5#%0S4JOFH%J!: MN#C-'4^FJF%^&[5<*/-9+_->+)_N9,1)^4'TRE]L,C=VBVHZJAFH9J*:U6AG MC/')9AU4U -5"2I/K39OF7+!KS"_0,">J
MZ:AFH)J):A:JV:CFH)J+:AZJ^:@6H%I(:7)9:1.?B[?6F-]NXZ*>]+.:[N*U MAU'52N]J@D8\4!/57%3S4,U'M0#50DJ3 MZT0;WERH%YD_[W2GB6(I3W?05">JZ:AFH)J):A:JV:CFH)J+:AZJ^:@6H%I(
M:5*]N6Y3G=?L^O/7:*X3U714,U#-1#4+U6Q4CX= =MU4$U%]4\5/-1+4"U MD-+D.C%JZX0Z\WG6ZG-MAZ/6;/CM"@*ZKIJ&:@FHEJ%JK9J.:@FHMJ'JKYJ!:@6DAI:CFHUJ :B&E/96+
MJ_Q>B$*/BNCF_59D:W$K-IM'OSK# MCJ^[PU^]^NM7+7_S?A>M11!EZSC)M8VX*YL:7%;3*&;Q^O[EDR+=?;@H3PF__MID61;NL/[T6T$EFU0?G]NS0MGC^I&OB69G_4+^?F_P!02P,$% @ ?
3"3 M6;2N*I*\! "AX !D !X;"]W;W)K&ULQ9EM M;]LV$,>_"J$50PNDDD2C)MI39!A)+W0(L:Q"WVXMB+QCK; N51(^DXW2??B2M MR-:#A20CD#>Q'NY^Y/%._^C$$\8ZR[WP-(-!CGA5\8JV%V%S8-
E^L(2?\G&Z@ MD'>6E.5$R%.VLOF& 4FT4Y[9KN,,[9RDA34=ZVNW;#JF6Y&E!=PRQ+=Y3MB/ M*\CH;F)AZ^G"7;I:"W7!GHXW9-5S$%\WMTR>V14E27,H>$H+Q& YL2[Q18Q# MY:
M_DQAQX^.D0KEGM+OZN0ZF5B.FA%DL! *0>3/ \P@RQ1)SN.?$FI58RK' MX^,G^B<=O SFGG"8T>RO-!'KB158*($EV6;BCNY^@S*@@>(M:,;U7[0K;1T+ M+;9>M]!(*D&?\@C;[.(_3^W0?
T#J4%^K*F6TZ*A(]M(>>F1K 7 MY3RN]O-P3\S#0S>T$&N.XB*!I,,_ZO_QMN2;5PKA/"W/E]@+GL#E'GG.& M7,?U.^8S>[Z[UQ7._QL]?O7HM<7PJBKQ-,_KK9(K70JWY(<4"H$N&2/%"M3Q
M&8H?57G(NS+[:$8VJ2!9^B\D9^@RIUMI_>UWB437 G+^=U=U[,?WN\=7:GG! M-V0!$TO*(0?V_;TYY_PT/FE*S4F89%)6&P(5DNB7R71[Z/7'O7%\?,,^^1U
MI65/'&BB^I_S,,6N&X[MA^/E;ANY[G!4-XHZC-(\J!O%;:.AXSF542WL017V MH#?L&>4"T26:DPPX^G8#^3VPSAKLY;RT!DW"(I.PV!"LEHQAE8SA&PO)T&02
M3<(BD[#8$*R6Q%&5Q)%Q(=D3A\>/O]>0D0X3W+")VC:CIH:T30;!"0D)JH"# MWH#OY!(2MECKHHS@0;Y>;W3IEM7:JRJ]Z)<6I$E89!(6&X+5\A-6^0G?6%5" MDTDT"8M,PF)#L%H2L7-
H11SCNE(BCQ]W' X;RM)A- B#AK1T&/E>XRTF[AK. M#8)N><%'31CNCUPVRFFQTN5Y0]AW$.KL.>K2#WYI91JE149IL2E:/47N(47N M&VM,.0%3J31)BXS28E.T>BH/S2SN;;->IS-
>^\%WFF\P'49>L\>).HW\ILZT MC4('GY"90P.(^SO 7Z$ 1C)=H9=)GA8I%XRH+W7/TYI>^HL+U"0M,DJ+3='J M>3ITK'CPUEICM-B9\Z!)Q?YMX7TD&\U6[D.GS?]")P M] <(]'F)OI#'?
N7I'>G%Y6J2%AFEQ:9H]9P=&ET MRD-/C'N[M=VD'_'Z75'9BJU2*5 9+.91S M/I(S9?N-Q_V)H!N]LW9/A:"Y/EP#28 I WE_2:EX.E$#5-N_T_\ 4$L#!!0 M ('TPDUD',_;*; , -<+ 9
>&PO=V]R:W-H965TPDI$5)4T"3]D)MQ_><5"6VJ[CA'9&*+.B0;YV+:(!7ZF4,K@62*ZRC(BG M,:1\,[2P];QP0^<+91;L:+ D"SVS*Y2$9L DY0P)F VM$3X=X] $
MY#ON*&SDSAB95*:OX4X):%:<)W!T_MHW_)D]?)3(F$,Y[^HHE:#*V>A1*8D56J;OCF&Y0)!08OYJG,_Z)-L;?;MU"\ MDHIG9;!6D%%6_)+'LA [2[>$^"6-6ZNNR#*59X31:*!X!LDS&Z-
9@9YJGFT M%D>9.96)$OHKU7$JFBR(@([)*T%G/-.'+4E>K@X:F8)1]82.SD$1FLKC@:TT MI0FTXQ)^7,"[>^#[Z(HSM9#H@B60O(RWM=1*K_NL=^RV DY@>8(\YQ-R'=='
MTJB7+;!>508OA_5:RS"NEV$D!&%ST/=0H>D3VMUW39[RY=&&B 3=?]>0Z%)! M)G\WU:G@]YOYS=L[E4L2P]#2CTN"6(,5??R 0^=S2W9^E9W?AA[]7"FI"$LH MF^MSG<*
<,F;&4Y(2%@,ZHJPL9>,1%^!A#FY>^3H*_*#7=0?VND%44(D*6D5] MU855NHP'R(,:N>^[@=/,'5;<82OWQ2.(F,K#[&&-O>-Y7C-YMR+OMI*?F9JG MZ6'R;IW<[6+?
ZS7S]RK^WAMN Q2#5UZ%7DV2AWM>@)L5]2M%_=<.=PP=_VC=;_#S$KPW0OC.I[C[+LP MV_\@N-7"7^MG)FCQN=_F[HB:'^.MNWL&!?C![7 UO_1RW M&[KNDF9 7R.A[ND=
['?]_AX%6U?'[;;^XF:\S49PW>DQ]GIAS6SMG5XK S'/ M.TJ)8KYBJFB[JM6J:QT5O=IV>]'R7A&A+Z]$*Z\09@-^ON,<_4\,015+Q_]!5!+ P04 " !],)-92\;QR[P# M "Z$@ &0
'AL+W=O7.V%20Y@-;8SVY0R[M4+ (/>>2KT(%@8D]V%H8X7P*ENR R$?3.3BE-CIVH> MZDP!37(CGH8DBFY#3ID(AOW\V;,:]N72I$S LT)ZR3E5ZQ&DA,-^1N0K/C-
8Z9TQY.H7V"34=GJQ3'7^BU;%VDXO0/%2&\DWQC8"SD3Q M3]\WA=@Q(.UO&)"- X:?4!,H">6IG:![H?& M^G;(,?$:_@&+(&:D8WB$2D
MA2;C1W3UX=JCVRR+TLQU6]ZBC/*B/-.U;4*#[FT5Q!S<^_;]GN4U^O($? KJ MS[I2>#VXLW:G,QK#(+"'28-Z@V#X_7?X-OK1$W^KC+^5JS])Z;:,Z=8K-1$*8CD7[&];2GAW%8>Z@
H57#2T^V*^#:-&NQ^^U?CN ME+X[7M\OA>=\@S-03"9UGOT:S:(2""/NCB@B7930M:\RW3*Z[DG/$OK'?F$$ MXTON/5Y>IT;?L,VC#Q'S33'N.V!ZMYMXCAG=0
MA4_>2O1];ROYO1Y;;5)E12[<39L 3IQ@!5/LI^G_:R>_5FM_.U60Q%Y*V>^F M-HK%QM9S;&3\BB;V(ZK1U$54?&FDXG,PE51,)2=DZAZM_4PE%5.)GZF'-]$!)/7[.K;&%4G)I4E* MSD%24I&4G)"D>
[0\) UWKA,XJ'E^::)1+)?"%#<+Y=/R8N:^N(ZHEA>W.D]4 MS9G0*(69-8T:'0L655R4%!,CL_QR8BJ-D3P?+H FH-P"^WXFI=E.G(/RNFKX M+U!+ P04 " !],)-9;FX^A!D& #7'@ &0
'AL+W=OC+M&%.I;M5BOVDEC4.1]Y/I*'YQ.OG[CX++>,*?0E#")Y MT]LJM9L-!M+=LI#*/M^Q2+_9ZA0& V)9SB"D?M2;7Z=M M=V)^S6,5^!&[$TC&84C%\RT+^---#_=>&C[ZCUN5-
SFUSOZR.Z9^K2[$_II M4*!X?L@BZ?,(";:YZ;W!LS6Q$X?4XG>?/+5@0)$AZ'/_DH+VBS\2Q^OL%?9T&KX-YH)(M>/"'[ZGM36_20Q[; MT#A0'_G3+RP/:)3@N3R0Z5_TE-
M:/>3&4O$P=]8C"/TH^T^_Y$14'+!]P('D M#L1T&!UPL','VW08'G 8Y@[#4WL8Y0ZC4WMP<@/$EV\XU*^1CLFT/V6"H:NT((& M;AS0=-7P#;JETG<1C3RT]
(-8,0\5SJ77Q9(IZ@<:Z0I]NE^BBU>OT2LT0#)Y M*Y$?H4^1K^1EI>&W+8^EAM6-KVK/UP.E(TS&.7#S:!99-.1 -#9ZSR.UE6@5 M>[VU XW];[^JM[MKY%A%VO-3O'L WC
KJ[AR8Y@QG",$FNG]>8__8@=ZV>(MX2[!5EV"K3L"J\W%L)B+81OZ_&WD\I"][/J-X"%R]=+WHUAO:*0/+I'N>W / M9LBC%#DYN?;S\6BH%\B^2GO3Z(KH=32JFZV:9@1;3MUH#6#9(VQ-"[,:!:."
M@E$K!>^8E#.DN=TP(?1BU+G6_8P\?^]][$#VR0"=ZD F9&Q$#AB-1T9(*\"(M#$UVUI 5P1,X;J>(VSEIZH,C4X^H4L)_B!5]"!A27%N%H3X*4IZV//"8 $ER
M&K/EC+$1_[)II",;3[!!$V!FXZG!$F0TMBOS4J-I7- T_FXTH0M]KF4GWFN(MLG%CGC&Q;7-A 5;8F1I6*PC+,K'6$!:IK+\:99."LLGWIE M0=[]D=J@?9#GENR=HJV[0JM/4%FUX_:R?;79,#?-?5XBH?
P]2\39""UXM&=" M^P#=?1D,IZ:]+<.X6SZNT1;=X56I[]4#+A=,IQ,_[&"#S6!'5.MO=_-O==HJV[0JMS M7^HBW"Z,3N/^Z X %(A=U;;Y/)PF>B S0/6 : =E#RYU#_Y?"A\,RI7F>7J:
M]H'1&N(',CNL?G I?W"G^N<4NH,TJXS=-!OO+]CF9 KF!(\NV , MGM&&"]VBBRG)?L@^R,I=X"NDME3O?->-TT^U.F7^2J.8BF=$AMGUQB62+"N^
M$.ZCCSR.O"3WAO09T:QJ2R]/DSS2AQ;'H'*'%C+QF-YV2IV@XTAEWY2+UN)& M]3:]1S3:%WBVQ$#["L_64/L;0F8K B%I%O6;].IQ4 XIN_)]3\6CKP^4@&WT M*S^6.]RD=VB9@^*[]);OP>N%
_3GUM&]0&3&.CW&ZZIRA^2#HJ[[/F_4$L# M!!0 ('TPDUD.ES/Z[P, $H4 9 >&PO=V]R:W-H965T06MK5CM1J49GN/(SVP207L)K8 M6=N!]M^OG82$0+"*)@^\D,3<>W+ON4?
1T1UM&7\3:P")WN.(BK&UEC*YM6T1 MK"'&XH8E0-4_2\9C+-4C7]DBX8##+"F.;,]Q>G:,";4FH^QLQB &+1/:+ MMD6L8Z$@%9+%1;*J("8TO^+W@HB]!(73G.
5"=YA0N=$@E\D^%FC>6596P]8 MXLF(LRWB.EJAZ9N,FRQ;=4.H'N-<=XG89ZII]/]PWE^.5L_S//X'7%O_GQ0P M^B8A%O\VL9Q7T6FN0G]';D6" QA;ZD,A@&__FOS^F]MS_FBBJ"6P&F&=DK".
M"7WRG4D &\Z#AAB"G6<'NGOEQC=5E MX[B^5S8P1#/\H>RI1'=:T2O0]U_1WTDV1I.ZS:\X=UIMH=4)\2I"O(M0>%%& M6Z2UA%8GK;)IKM'4?%+C?I.E.-3X<5#?]TZHO')%KMD6O8"0G
12C6\N6?"& M7BE1G^RKE_FK\N1&;1N!SQY32VAU&BK[Y78O0]NM&K:VT.JD59;--1J<3VJ[M=^PO7/_04S=$=7S_A+@KB^2:/=)CG$3L Z"0ME'-1J2S!],26KWORGVY@\M0 M3:AX:C$;1QG%
(SSUT(_;>5B8&OLJ650(%+*4RWTF4 MI^5"["Y; QVT:< A&PO=V]R:W-H965TJ/)]O2'T7ZHX *L]H4I%TEGM#]^R\9@FYB*G7FS M':D!4^0M?@O84UIY3K*/\I DW[,7GG_5&V8]8B%;B
Q!Y<,CNV%AF)%D/_XH MH+U#SBRP^GQ/M_,/+S_, TW931)^"WRQONK->L1G2[H-Q:_)D\N*#S3.>(LD M3//_R5/1=M@CBVTJDJ@(ECV(@GCW2'\4*Z(2,)]="-"+ /TXX%0&HP@PC@(, M_43 J
@8MR^O_S+ M-ZF@\TN>/!&>M9:T[$FNH#Q:?N=!G(G]7G#Y;B#CQ/Q>)(OOZR3T&4__3JP_ MMH%X)A],M@P6@3C+G@D:A"GY0CFGF2[/R$]D0-(UY2PE04R^QH%(S^5"^?PV
M"$.IX/1R(&37L@2#1=$-<]<-_40W#'*;Q&*=$BOVF=\0;ZGC+Q3Q [E*#NM% MWZ^73[H2>+U=]W"W5>"\MF[C/M'?LFY=-=AD"]EC MK<.Z]5[I*8T/0&W?4X5\CE_&OK[:
<<=-7.S3>_'=$,7[*HGMZTIXX^L-__Y;]ID^$O33P),Y$P M"PFSD3 '"7.1, \$JPEZ=!#T2$6?W\D:B''.?))F6ZSS_0^/;L4ZX<&?\HT/ M<@NT6WK6)&PEOZNPD3
3";.0,'L'F^2PK&Q^G,LB.OMW.7BL:A:9U&V9U ,E MK6)A)E(MF(6$V3O8M**487\XU([$B4SIMDKI@5+6I#DY2'.BE.8]XX$<&$U2:C0O\LGO MMRQZ8+QQJZ]$=E4?$F8B81829B-
A#A+F(F$>"%;3\O2@Y>D[E;%3I*"1,!,) MLY P&PESD# 7"?-L)J@9P=!S]ZYC%7RNPH;"3.1, L)LVW&0[$6;>L+J5$\HD5U5BH292)B%A-E(F(.$N4B8!X+5M*P-R^GN MX3M5% 48I&DHS832+"C-
AM(<*,V%TCP4K2[MBI.CO7-MH4[06>)(F@FE65": M7="J!89Q,7Y17T"3NNV2>JBD=5'JI2CU__-$F3IA9Y$B:2:49D%I=D%[;:8, MFM1ME]1#):V+M#3+-*5U<2Q2$J3IML5H";7*H#032K.@-
+N@U2;XQR_WQJ!) MW79)/532NA!+DTM[F\N5;$4J:.P'\>I554)]+BC-A-(L*,W6&FRG)E5"K:YV M23U4TKHJ2Z]+4YM=U_^^)?]:2F%F\MOO]TT00$TT*,V$TBPHS8;2 M'"C-A=
(\%*TN[=),TY36QOS+-AN6,VWO#]]L5^="O30HS2QHU0WHT<;3:F@R M&QKCBTF]G0WMF .EN5":AZ+595A:8)K: RL.,O:#5/#@8;L[YGW%&8M8+,ZS M@YN#:!O)17+9B@I&:)1LY4!'0\]K9I94-
[YD!I+I3FH6CU4QI*\TM7.A#S.YXL&/-3LN1)M!LW MLV(@G_Z,8"JB5TU"*694)I5T#2](M9)_VBFTH;F=* T%TKS4+2Z5DLW2U>[M6?I0'Y,OB9!E:G7*(8D?&1?!@Y2NR1Z$0+6@8RKVWAV?RM!-
\FBF>9XI/7YN%T%\:.%K#62$W#>WTAG:FNO^= M50IUR* T!TISH30/1:NKM/3;=+7?9OU@?!$<]M.D6@_"?.,^6Y&PNL>C:?VA M<:S2AF9&WY@>BQ1JF$%I-I3F0&DNE.:A:'61EO:;KK;?
RJ&4LY *.8 6Y^N? MW&<;O]R3T?KC8PDVM!KU7R@0ZHE!:3:4YA2TZD30T:_6A2;T4+2ZK$JC2U>? M)_9&-Z"@OKX=?MG.:-P.0YTI*,V&TAPHS872/!2MKL72F=+;.E,OA[CBFAN-
M6GQI[>C',H3:35":!:794)H#I;E0FH>BU<5:^E>ZVK^J[*SGNR[G4K0T3>+< MEJ*+NTJ76U7[7>#_!/[0:IR .I106DFE&9!:79!4QRXX$ 3NE":AZ+5+VY4 M&EF&VLBZ]OT@.VZ
AN2.!OX_I$9OZ"80\K7*$%!3NXH52C.A- M*LZ$T!TIS MH30/1:OKNC2]#.V=# $#ZG5!:2:49D%I-I3F0&DNE.:A:'5IEUZ7H3X1[-N^ MH#@Q::4.[RQ@J*,%I5E0FEW0:M-X1O]H-]B!YG2A-
]%JPNS]A9QFEG66,WJM\0!HF-U": M":594)H-I3E0F@NE>2A:7=JE"6:T-<% QQ.H\W56//1$-"C-@M)L*,TI:-5I MD''#I9E<:%8/1:MKN73>#+7SAC_J0)VPLYBAIYY!:1:49D-I3D&K'=2A]S7]
M6,M0YPY%JVNY=.X,M7-W-'5\3L*LG/[+>H:><@:EF5":!:79!:UZ#,/QK#(T MH0NE>2C:3LN#RETQ(L97^2U59-&0G4RVNT'&8>GAMBW7^$B&2*'^Z9M1G/&L@WU\FB=B_R!(<
M;F8S_Q]02P,$% @ ?3"364KMWE7__P NA0 !D !X;"]W;W)K&ULQ5CO;ZLV%/U7+/8TM=)>P?Q*TB61VL"VZK5O5?NZ M?7C:!PHW 17LS':2[K]_QE :"$7M:JE?$C#WG.OKBYSP
MF9$*L3XU31ZG4$3\A*Z!R"=+RHI(R%NV,OF:090H4)&;MF7Y9A%EQ)A/U=@U MFT_I1N09@6N&^*8H(O;?.>1T-S.P\31PDZU240Z8\^DZ6L$MB+OU-9-W9L.2 M9-40GE&"&"QGQAD^#;%3
E3$7QGL^-XU*DNYI_2AO+E(9H95S@ARB$5)$#5"EFU7M:N&"2$3S*:,[Q,IHR59>J-57:+E>&2D;Y58P M^323.#'_'>B*1>LTB]$%J?I.Z4<2M* D!B*8&N&(+M%-QA_09_15]N\-;(%L M@*.C $24Y?
Q8/KB[#=#1IV/T"64$?4OIADL>/C6%G&B9SHSK29U7D[)?F)2# MKB@1*44K#Y?2@](_MT!GG(#CZ?BEYT(6 @O_3UQ)54K<_:>F7IWP=Q3 SI"%R8%LPYC__A'WKUSX] M=)
(%.LE"360MY=Q&.7>(??Z-"BD4J_7K$Z'">PI?_L9LYYK.?;4W.ZO[F&4 MBQUOU(X*#J.PZ^!N6-@3YF#'?PYKE>HUI7J#I7ZE3*3H3/9C%D?H^Q44]\!Z M^VZ0YZU]IY,LT$D6:B)KB>$W8O@?
X1B^3N5TD@4ZR4)-9"WE1HURHWXXYC'$9A9^1X?L"L+LB>N-^QUCW)0Z'BPUW##Y]QL= M923.-TE&5NB.9$)VXQ=YG=#B>-!%!KG?VHLZR0*=9*$FLI9 DT:@R4>XR$2G

MMYE6._TD9I@_ZVVQW[GU5_T1&'<=9N@\]UJ7:=C(WU< MMFOWNPC>VU#AP5+_%"FP0:\8)GAKRVEE"[2RA;K8VE+8SU+8'^$8=59=^NED M"[2RA;K8VOH],S3QX&[H-:[A'.P>)F[7,PYCW*YA'(9@;^\/1;T:AU'^P3[% MW#N+D3VV4H=@',5T0T2UQVY&FX.V.W6\U'!D_QZ<+W#.>E_=SZNSGF;XZU;N* MV"HC'.6PE*FLDY&<*:L.RJH;0=?}).B>"OD"],L4H@18&2"?+RD53S=E@N:X M&PO=V]R:W-H965T M-[!XABD,0\ZYLHQ^UGC]WEZV5AN&/\1:P)/F2)ID8 M&2LIUP/3% $*TE# M^7C(-C*),WCD1&S2-.3_3B!ANY%!C?W 4[Q<23U@CH?K< G/('!?/W)U9%:4M>9Q"}F*6$0Z+D7%'!P'M:8 \QA\Of,,31=Z(O9<;8BSZXGX\,2\($HBD1H3] M8PM32!)-4NOXIX0:E4]M>)/Q]3P_RBU<7,PL%3%GR9SR7]Y'1-\@<%N$FD4]L M]Q.4%]35O(@E(O]+=N53C85:NM2M+ /Q#J.8&0HY1; MV"_O_V&NM8/34G& MA'F8,!\3%B#!:L71[8]CD],=,\519O<3>0C_9OQ0$Y]_5A/)O814-,:Y@YEG M3)B'"?,Q80$2K);G;I7G;KL(U.[Q-7!]I#8[3;DM2+3XD=.;J>W8NG'Z[M#< M'F>M<5]'.O5I7O.TVV2:W^S4[=>G!.U7^<$8NE4,W8\)*8=Y+_^0T;LH8IM. M"]6G$<3;<)9 JY"V+N72&PP3YF"'?$Q8@ 2K%4>O*HI>582TAYEG3)B'"?,O M80$2K);G?I7G/IJ0MI(NS2TFS.LWBK+>[-9$&=-GT.BS2V\KG[5%W%;YN'V? M*/^V8U??W;8NY=*$8L(\3)B("0N08+7BH.;A'W+K*K)<8I%2C4KS4&D^*BW MHM73?=1_H6C]7*)>,3E!)_O<, ,Z)UM3[\R\(X$K_]X\S^F>;'7;+_6CH;0/ MH;0 _]JS7V.VVK^7BVPV3Y]'22%1:@$6KU\BALT2=ZZ@K:IL(E>:ATGQ46H!% MJZ?[T"NBK2V*R]05M4.$2O-*FOZM.E+@5[M?5*?!WFE=]JG=:.][_TD-GA[{1 MV]F$>L7A^HV)]M5*MC9!+I-JU!X4*LTK:2>J:5NO-M6H#28L6I$\\^B!LKKEEOFC?T%R MV2T>XU6CU>L%=_E#]9/Q"1U,:<.X1P=^\?+ 5^\R_0\F6<"9+ 0KFR;GI* MA'CO>D!Q(-DZ?YP]8U+]0?YU!>$6D6 NCU.>S!P :O^P6P3NO^ MMB$HDYH^[7N[+OOON^X(^V5?C8-@$4O@DN3X<;:=D6(*1L0U.Q4"]+=')06 MU#17U\2T&F@5D@0G<10MB:!,XCP-9SN=IZJSG$G8:60Z(:C^LP:N^@$A>G@ MD=6]0FX]7]FX"4_4#!'+!49E9ZP28!)C()@D_RMYJ=\MM0516:*.D9;(&63(PZ'H+EC)NT /5FOK^W:KQ"2Z9YR[!I]46$?"0Y%R M+++@>"L87"NZAG:$D^H#B*%Z@!_T675 =__M#G(9)2#P)B0-N\E!"MLR47)E. M_IY5QBKW33\>HW\4&3Q>A&_(2O3TA(R[%; @#X"SM^_FR^CSV](2"8)R5OH M^8.2)96EFU!:<$!MI\OQ2!6&PO=V]R:W-H965T M!.VE__R0(YCFS.7VM&_N2/#W8\ACGI'RC)*>)\'64H$7]UTWKIOF$=U0%GBSXCO\Y//1%_*/,N^ZH/WRYN. MHUO$8[Z0&A&]?SL^Y7&L2;H=_U30SK%.'7CZ^8'.RHM7%S./DR@EG\(Y]I/3GR(XEC]8 2Y%Z>' MXYY4,=4U]A95N]X=VD4?,==MMNL29_B;4(?V&*G\O"WQ5]%TT?#??OX[T7< M)>[UH^&!/?S&MUWB.8^<NUIUU*&VOO*7F/&M.COK3D!9^H,?GK T_F7/S= M)(L5I?/2)WFCP!Y28"3,1\(")(R!8(;_:/ ?>O=^T6G8:5K)HC0P^1K M-:"'N1J4U;2"1'E>A.F"$WZWC<60]D5PD3:+.J^B3>QZ*IBP]M0:V%1@)"Y P M!H(9 @^. @^>EY{)OVH 3;.D2*P9VTIO>T,C83X2%B!A# 0S]!X>]1YB,_80 M*3 2YB-A 1+&0#!#X*NCP%?6&SJXXV(1Y9QL1:12<{8B^T,.5Y K-2E>9G&L MLBW9[B:NVZ57X]IN5$UK0!]JB80%2!@#P0PUKX]J M7C\ /8=W%].SE=[V!D7"?"0L0.(8"&;H/3KJ/<*FYO%28"3,1\(")(R!8(; MKE-[*LIW3!!5'4;&'C2OSC.TO2EM%872 BB-H6BFJ"=&EFL5E3IT0&XSR7-K M.K93VMZN4)H/I050&D/13'5K"\NEV*SL0HTL*.V'T@(HC,%HLIZUF^5;O93) M3(:2+TF42J[IPD@AUJ!/TDL]EZ7;P9:/:4%<+2O.AM*"BN>[)N. T1\ZU.>XP M5*VFCK5IY=HMI89LK.;+TRS=<2&C>X G*FA!A:4YD-I 93&4#13Y]K%RJ2\?VU6O"USM$K51,)DZQ(9:// M4!.KHKGT=/+='9@IT&\JU>^>3=#:,M811N<5.D=*S1[NK:37+N?=%OH'*E' MP8<'K>4X6*Y5*#F>;%RA("V9:T=R^,>ZXYUW>6,H[[W*H.82BF>K4]I'K]X=. MU.&+0D0R4@HMPCA6"LWOZY7EP_.;_*)N4,>HHEW2K;$4/=<-.O*@:*90NS9#=54S.MZYX./M&T,13/5JAT8:G=@($^]I76T5@QJST!IP87>?RA/$.U MP]3Y9#N1?3\1R[6=^]I=#B3L%B3L+]3OX=S0VKFAX(U(%.K90&D^ ME!9:00%,W6NG1UJ=W:.K?LJF+$&&WVS5)O:ZVRM'M2=@=(8BF.J5[LSU+[9 MZ)EKR8IJK]HMW^N(M1[@=("*(VA:*.*M?="[=[++=^3&4\C -;^:Z46G$O P M'OL%U[N&1\\??*$^ #93F0VD!E,90-/.'45M$] H\^$+-(2C-A(^*(VA:*,. MM=E$?[#91!N,'WIN#TWMK6]M+W3C$93&4#13W]J4HG93JEUBKTK\O]46U,^" MTGPH+8#2&(IFOO11.V.>@TWX'M0%@=])*"V TAB*9NI<>VJ>W05]M]]8.83 M+Z<[.DOG]CI;]P=UQ: TAJ*9ZM5.F7?AS;OG/6.HJ'I#W:FA_HV.4&L+2@N@ M-(:B'63LG;PNJU^?_A"*=93F).8KA7>Z5VIQ)PYO)!\.9+8MWZ"=9U)F2?EQ MP\.E%[J^GZ5J3&Z.M OY1{?"Y_\!U!+ P04_" !),-92F]$LU<#_"N M%0 #0 'AL+W-T>6QEUY#B9X[*6K\?73I.V^%:%AU'6"F:+?XW/NL7V3& :.56G%Z.Z=4 M>M%@(-?3[3M'IX.(8N+O8>+[M#'IWK:T&7ZJA2SO%*/U M'32=I65"!R.G!TUGSVP0X5[']XAAC4538:9(5HBRWR.4 K MDYQZ#X0/_3'A;"(9L#*2,[ZRX2X$I@4OI*=TE>M4(42J1PN'M@WIU.E=CB39!5V M+_V68"XZR.20*95-FM!?AT8#3C.P(IEL#E=5E & 2A6Y;J2,S I!C(#K^S+>UEMK%G9L*%T]2&ZJ;5L1W0WU2SVINREZ_2]4KV4*AO"ST= M8?I0H_1&THPM37^9-08P]1!7)V7)5U\YFXF-R\0>]39H%2F M.D"E[SU0J=AT,_)7DO*.+M6ZG)89[KG[#CW_VW6>44$EX9NF=>T?\R]_VG'] M.GT+S^:QLNO8:3+]';_'^@AO[";CXS<9)^C_@C,\;Y-ZDP7CBHFZ-V=I2L6S@Z&65V2B M_QC=TM?C4YJ1!5=W#3CTV_9/FK)%GC2C;F AZE%M^P=.+XR;8[_.Q41*ES0= MUUTYFYBFIQLZ;_T!PBYR;3YN!._8S(T AN7!'&]$ M^BBGCW(LRX6.S1?+X^8D^N.>:9)$41QC*SH>.QV,L76+8_AQJV'>@('E@4PO-M6VM\M_$*V5\'V]NJQ!LIG@E8C/%UQH0]H!(TG*8%"]C^THR=02P,$% @ ?3"369>*NQS_$P(M L !?3T\$MP>:4#M.*2VBZD8_1!2:5K5N %(MB6/:(7->=!3W;+T!!;X"O.DQO0FE(M2S,.\,W2?S+W\PPU1>5*(Y5;&GC3Y?YVX$G1H2)8%II%R=.B'.5 :ZT]:^>AH[>EN,C'%$6IN?E0CWQG MVAK+=]^YYF/;J=NP+W0QK8]VO&Y8SR#Z]R5&JL^B\]"SKB%+UHU)R$/?AAW M%A-T&NT\7([=)-[I_S*-.K\7!62]:&J0MIM'#94'E.8H3F;$)*]A/EJJ,VA_ M/NX'UF5W;M9!H9G2=\(UZ'79X@5$V6ZRU29?9+S7+% M$&1$0$8#0OX1(:,H.@$P(R&1"R.Y.I 9D."1DCR%L"\G9(MR 1!OB4@WX;%W'#:.&!]SSXU1D@PAG%9LEPP/=F&5@N*H.# ^92*Y-/ B%QH M]L2K!M@WX,.]\?X+/3Q2-(% D\'.8A;*)[/0LF/7._XQXV[Xt.]=B.9MA/F MHU0R"^R2%=?2+4X,N[E7QKOA[J9@+!3,&I#0R"^R1W*KB^:BJ$K3YC:U^_&Z= MQVXR<%\7]@VFI#PR"RR2+Z .FI^.HF!KV8W@NK2!9:DD#G\SRB2ST"I1=2UL M>[->V%PT/("+_]"[?2F3S *K9"T+50-[Y*]])DH>08DTQ2 DOEBC\]H@/! MUV9$N24*!;OX0L3CM01Y9,HM$^N"/EO4(Q)"24*+)2K7NXX,28EE"BP4$CQ M]>]K2BG1D-E)+\^+*.M$0^8G?4S*.5%@Y"]8,"&-*>?$@SHGQ9B4<^(!G3-F M:XQ).2<.[1P2\P%CDEMC@9U#8RXP)F6A.+"%,;PMQJ0L% >V$+D>RK L8\!" M<6 +75L/C5G;@C$!"\6!+71UV=9.*<:D+!2'MI!?MHU9-(U2GR">_>.11\ V MRH*#Q9B4A>+0%NHPU]*"!N/RLE>_E@/VW7>&$N^"4Q9*0EN(PNRMD!+*0LG_ML&=VN1_VW#M;7D&O&Q/*/TD ^VCN:GU31B3TD\26#\$Y]*P F.2SV8&2X+:M*P!C4OJ!:DN"QFS)<W)/*7TDP:6SR_[JWT784S*0FEKH/["UX5#YKY0_=<*$G!WNV^]2H738]MO%>\O+RF<7G%Y_? M4$L#!!0 ('TPDUF*.79?SP$ #.?:>$PO7W)E;'.O=V]R:VO M;VLN>&UL+G)E;'/-VX_[)F_;8]ILNS0Z'?;'-*\V.7?/(:3E)AZ: M-&Z[>+Q<6;7]HL8=#*9AO[GC.IE]G/F:"NXE\FMJO5=AE? MV^7G(1[S+X/#5]OOTB;&7(T63;^.>5Z%T_Y^.H7K0<:7R=7H[6->]6\?4H72 M00!!6C[((,C*!SD$>?F@&H+]\D%3")]6#WJ H(?R08\0]%@^Z F"GLH'R01E MG! D#; FT%J0:R'P6A!L(1!;D&PA,%L0;2%06Y!M(7!;$&XAD%N0;B&P6Q!O M(=!;46\ET%M1;R706PBOJK01Z*^]M!'HKZJT$>BOJ MK01Z*^]M!'H;ZFT$>AOJ;01Z&^!M!'K;8 +.$0&]#O8U .T.]C4!O0[V 0&]# MO8U .T;C4!O0[V 0&!'O9U ;T>]G4!O1[V=0&!'O9U ;O]L=A/H[:BW$^CM MJ+<3Z.VHMQ/H[:BW$^CMJ+<3Z%VCWC6!WC7J71/H7:/>]7_JG?)Y'].]Y[;& MY_\GU?ER;[P__K]\G1R\ERO. ?Z1OWP#4$L#!!0 ('TPDUDRX8'AQP$ M !(? 3 6T-O;G1E;G1?5'EP97-=+GAM;,W9R6[",!0%T%]!V5;$>(_.M C9MMRV+_H";/" BB2W;4/C[.F&06M&HB$]]FT2)[7=?;.EL,G[;6?*];576 M?!(L0[/C/EL297VJ;%4QY&Y<94.\=$MF-792B^(B<%@Q#)3!ZI#/S0UDNGX MB>9Z78;>\S:^]H6I)XFCTB>]Q_W$)FN2:&O+(M,ACK-G7]+Z1\2TKBRG>.7 MA?4W<4+"SB8T(S\'':],LBY(]?>3+OPH]LXBVU+YL.N))]VESC3HYG/BXQR MDZVKN"3UU!'._9(H5&6Z+WK3C1SB#M/^RJ_.\MT!<:9.V>LCR?FZ/*XXY$T MJ_LV%B(7BNY//"7&TE=_'S6GG5/^R^RXO1_&K=KS*R]7;_'7_X5/_"/@1(M'Q*D#P72OQ"DCQ%('[<@?=R!'$/T@&PO=&AE;64O=&AE;64Q+GAM,%!+ M 0(4 Q0 ('TPDUF 63<,]@,_X, 8 " @0X(!X M;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ ?3"364FY6./@ P 3 X !@ ("! MQ1,'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M?3"364O!X!F<#0 BG0 !@ ("!$"< 'AL+W=O(T !X;"]W;W)K&PO=V]R M:W-H965T&UL4$L! A0#% @ ?3"36;]^X'#)!P O1, M !@ ("!4%$'AL+W=O&UL4$L! A0#% @ ?3"3675MKROA M P D @ !D ("!SET 'AL+W=O8_#L)@ &0 M@('F80 >&PO=V]R:W-H965T&UL4$L! A0#% @ ?3"365@WE D'!P 5!4 !D M ("!%W<'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ ?3"36;5WVB;?! 2@L !D ("!2X8 M 'AL+W=O&PO=V]R:W-H965T/ !X;"]W;W)K&UL4$L! A0#% @ M?3"362?A9"7_Z$@ YC< !D ("!PY(' AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ?3"362;.S(>; @ MLP4 !D ("!]; 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ?3"367 (XA7 ! 6! !D M ("!FKL 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ ?3"360/N(?[!]0 NQP !D ("!F=('AL M+W=O&PO=V]R:W-H965T !X;"]W;W)K&UL4$L! A0#% @ ?3"3 M67"->V^; @ CP8 !D ("!,N0 'AL+W=O&PO=V]R:W-H965T@,)0* 9 " @1SJ !X;"]W;W)K M&UL4$L! A0#% @ ?3"364':NXF; @ F@8 M !D ("!S>T 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ?3"36>$MDT_; @ 00H !D M ("!_< 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ ?3"36;Z=84H3 P Z D !0 ("!CP$! 'AL+W=O APO=V]R:W-H965T 9 " @1\> M 0!X;"]W;W)K&UL4$L! A0#% @ ?3"360&PO=V]R:W-H965T 9 " @:@&]0!X;"]W;W)K&UL4$L! A0#% @ ?3"360Z7;_KO P 2A0 !D M ("!^# ! 'AL+W=O 0$ >&PO M=V]R:W-H965T&UL4$L! A0#% @ ?3"362O%5O%!! L"$!D ("!_M[$(! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ ?3"364IO1+-7 P KA4 T (!M5 ! 'AL+W-T>6QE M&PO=V]R:V)O;VLN>&UL4$L! A0#% @ M?3"368HQ=E / 0 ,O\ !H (!EED! 'AL+U]R96QS+W=O M"' 0 $A\ !, M (!G5L! %M#;VYT96YT7U1Y<&5S72YX,6Q02P4& #P _/ !;$ E5T! end XML 66 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 67 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 69 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.4 html 232 314 1 true 67 0 false 5 false false R1.htm 00000001 - Document - Cover Sheet http://inseego.com/role/Cover Cover Cover 1 false false R2.htm 00000002 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS Sheet http://inseego.com/role/CondensedConsolidatedBalanceSheets CONDENSED CONSOLIDATED BALANCE SHEETS Statements 2 false false R3.htm 00000003 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) Sheet http://inseego.com/role/CondensedConsolidatedBalanceSheetsParenthetical CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) Statements 3 false false R4.htm 00000004 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS Sheet http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS Statements 4 false false R5.htm 00000005 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (Parenthetical) Sheet http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLossParenthetical CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (Parenthetical) Statements 5 false false R6.htm 00000006 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT Sheet http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT Statements 6 false false R7.htm 00000007 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS Sheet http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS Statements 7 false false R8.htm 00000008 - Disclosure - Nature of Business and Significant Accounting Policies Sheet http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPolicies Nature of Business and Significant Accounting Policies Notes 8 false false R9.htm 00000009 - Disclosure - Discontinued Operations and Held for Sale Sheet http://inseego.com/role/DiscontinuedOperationsAndHeldForSale Discontinued Operations and Held for Sale Notes 9 false false R10.htm 00000010 - Disclosure - Financial Statement Details Sheet http://inseego.com/role/FinancialStatementDetails Financial Statement Details Notes 10 false false R11.htm 00000011 - Disclosure - Fair Value Measurements Sheet http://inseego.com/role/FairValueMeasurements Fair Value Measurements Notes 11 false false R12.htm 00000012 - Disclosure - Debt Sheet http://inseego.com/role/Debt Debt Notes 12 false false R13.htm 00000013 - Disclosure - Share based Compensation Sheet http://inseego.com/role/Share-basedCompensation Share-based Compensation Notes 13 false false R14.htm 00000014 - Disclosure - Earnings (Loss) per Share Sheet http://inseego.com/role/EarningsLossPerShare Earnings (Loss) per Share Notes 14 false false R15.htm 00000015 - Disclosure - Stockholders' Equity (Deficit) Sheet http://inseego.com/role/StockholdersEquityDeficit Stockholders' Equity (Deficit) Notes 15 false false R16.htm 00000016 - Disclosure - Geographic Information and Concentrations of Risk Sheet http://inseego.com/role/GeographicInformationAndConcentrationsOfRisk Geographic Information and Concentrations of Risk Notes 16 false false R17.htm 00000017 - Disclosure - Commitments and Contingencies Sheet http://inseego.com/role/CommitmentsAndContingencies Commitments and Contingencies Notes 17 false false R18.htm 00000018 - Disclosure - Income Taxes Sheet http://inseego.com/role/IncomeTaxes Income Taxes Notes 18 false false R19.htm 00000019 - Disclosure - Subsequent Events Sheet http://inseego.com/role/SubsequentEvents Subsequent Events Notes 19 false false R20.htm 00000020 - Disclosure - Nature of Business and Significant Accounting Policies (Policies) Sheet http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesPolicies Nature of Business and Significant Accounting Policies (Policies) Policies http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPolicies 20 false false R21.htm 00000021 - Disclosure - Discontinued Operations and Held for Sale (Tables) Sheet http://inseego.com/role/DiscontinuedOperationsAndHeldForSaleTables Discontinued Operations and Held for Sale (Tables) Tables http://inseego.com/role/DiscontinuedOperationsAndHeldForSale 21 false false R22.htm 00000022 - Disclosure - Financial Statement Details (Tables) Sheet http://inseego.com/role/FinancialStatementDetailsTables Financial Statement Details (Tables) Tables http://inseego.com/role/FinancialStatementDetails 22 false false R23.htm 00000023 - Disclosure - Fair Value Measurements (Tables) Sheet http://inseego.com/role/FairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://inseego.com/role/FairValueMeasurements 23 false false R24.htm 00000024 - Disclosure - Debt (Tables) Sheet http://inseego.com/role/DebtTables Debt (Tables) Tables http://inseego.com/role/Debt 24 false false R25.htm 00000025 - Disclosure - Share-based Compensation (Tables) Sheet http://inseego.com/role/Share-basedCompensationTables Share-based Compensation (Tables) Tables http://inseego.com/role/Share-basedCompensation 25 false false R26.htm 00000026 - Disclosure - Earnings (Loss) per Share (Tables) Sheet http://inseego.com/role/EarningsLossPerShareTables Earnings (Loss) per Share (Tables) Tables http://inseego.com/role/EarningsLossPerShare 26 false false R27.htm 00000027 - Disclosure - Geographic Information and Concentrations of Risk (Tables) Sheet http://inseego.com/role/GeographicInformationAndConcentrationsOfRiskTables Geographic Information and Concentrations of Risk (Tables) Tables http://inseego.com/role/GeographicInformationAndConcentrationsOfRisk 27 false false R28.htm 00000028 - 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Statement Details - Prepaid Expenses and Other (Details) Sheet http://inseego.com/role/FinancialStatementDetails-PrepaidExpensesAndOtherDetails Financial Statement Details - Prepaid Expenses and Other (Details) Details 33 false false R34.htm 00000034 - Disclosure - Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details) Sheet http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails Financial Statement Details - Accrued Expenses and Other Current Liabilities (Details) Details 34 false false R35.htm 00000035 - Disclosure - Financial Statement Details - Other Long-term Liabilities (Details) Sheet http://inseego.com/role/FinancialStatementDetails-OtherLong-termLiabilitiesDetails Financial Statement Details - Other Long-term Liabilities (Details) Details 35 false false R36.htm 00000036 - Disclosure - Financial Statement Details (Details Narrative) Sheet http://inseego.com/role/FinancialStatementDetailsDetailsNarrative Financial Statement Details (Details Narrative) Details http://inseego.com/role/FinancialStatementDetailsTables 36 false false R37.htm 00000037 - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r76", "r851"] }, "us-gaap_AccountsReceivableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableMember", "presentation": ["http://inseego.com/role/GeographicInformationAndConcentrationsOfRiskDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Accounts Receivable [Member]", "documentation": "Due from customers or clients for goods or services that have been delivered or sold." } } }, "auth_ref": ["r778"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Accounts receivable, net of allowance for expected credit losses of $130 and $617, respectively", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r954"] }, "INSG_AccruedContractManufacturingCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://inseego.com/20240930", "localname": "AccruedContractManufacturingCurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 7.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Accrued contract manufacturing liabilities" } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 }, "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets", "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Accrued expenses and other current liabilities", "totalLabel": "Total accrued expenses and other current liabilities", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r79"] }, "us-gaap_AccruedProfessionalFeesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedProfessionalFeesCurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Professional fees", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r79", "r798"] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment", "crdr": "credit", "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Accumulated depreciation, Property, plant and equipment", "documentation": "Amount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services." } } }, "auth_ref": ["r39", "r200", "r654"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Accumulated other comprehensive loss", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r23", "r24", "r99", "r208", "r650", "r679", "r680"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit"], "lang": { "en-us": { "role": { "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from investments by owners and distributions to owners." } } }, "auth_ref": ["r2", "r12", "r24", "r516", "r519", "r566", "r675", "r676", "r928", "r929", "r930", "r942", "r943", "r944", "r945"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Additional paid-in capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r89", "r851", "r1053"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit", "http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r691", "r942", "r943", "r944", "r945", "r990", "r1054"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit"], "lang": { "en-us": { "role": { "label": "Share-based compensation", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement." } } }, "auth_ref": ["r47", "r48", "r447"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalWarrantIssued": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalWarrantIssued", "crdr": "credit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit"], "lang": { "en-us": { "role": { "label": "Issuance of common stock warrants in connection with debt restructurings", "documentation": "Amount of increase in additional paid in capital (APIC) resulting from the issuance of warrants. Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants." } } }, "auth_ref": ["r13", "r41", "r130"] }, "us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Adjustments to reconcile net loss to net cash provided by operating activities:" } } }, "auth_ref": [] }, "srt_AffiliatedEntityMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "AffiliatedEntityMember", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Affiliated Entity [Member]", "documentation": "An affiliate is a party that, directly or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with the entity." } } }, "auth_ref": ["r181", "r735", "r784", "r872", "r983", "r1006", "r1007", "r1008"] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllocatedShareBasedCompensationExpense", "crdr": "debit", "presentation": ["http://inseego.com/role/Share-basedCompensation-Share-basedCompensationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Share-based compensation expense", "label": "Share-Based Payment Arrangement, Expense", "documentation": "Amount of expense for award under share-based payment arrangement. Excludes amount capitalized." } } }, "auth_ref": ["r476", "r481"] }, "us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllowanceForDoubtfulAccountsReceivableCurrent", "crdr": "credit", "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Allowance for doubtful accounts", "documentation": "Amount of allowance for credit loss on accounts receivable, classified as current." } } }, "auth_ref": ["r209", "r309", "r343"] }, "dei_AmendmentDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentDescription", "presentation": ["http://inseego.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Amendment Description", "documentation": "Description of changes contained within amended document." } } }, "auth_ref": [] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://inseego.com/role/Cover"], "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": [] }, "us-gaap_AmortizationOfDebtDiscountPremium": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfDebtDiscountPremium", "crdr": "debit", "calculation": { "http://inseego.com/role/Debt-InterestExpenseRelatedTo2025NotesDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://inseego.com/role/Debt-InterestExpenseRelatedTo2025NotesDetails", "http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Amortization of debt discount", "documentation": "Amount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense." } } }, "auth_ref": ["r9", "r107", "r407", "r1002"] }, "us-gaap_AmortizationOfFinancingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCosts", "crdr": "debit", "calculation": { "http://inseego.com/role/Debt-InterestExpenseRelatedToCreditFacilityDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 2.0 }, "http://inseego.com/role/Debt-InterestExpenseRelatedTo2025NotesDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://inseego.com/role/Debt-InterestExpenseRelatedTo2025NotesDetails", "http://inseego.com/role/Debt-InterestExpenseRelatedToCreditFacilityDetails"], "lang": { "en-us": { "role": { "label": "Amortization of debt issuance costs", "documentation": "Amount of amortization expense attributable to debt issuance costs." } } }, "auth_ref": ["r107", "r407", "r935", "r1002"] }, "us-gaap_AmortizationOfFinancingCostsAndDiscounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCostsAndDiscounts", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 10.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Amortization of debt discount and debt issuance costs", "documentation": "Amount of amortization expense attributable to debt discount (premium) and debt issuance costs." } } }, "auth_ref": ["r407", "r823", "r824", "r935", "r1002"] }, "dei_AnnualInformationForm": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AnnualInformationForm", "presentation": ["http://inseego.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Annual Information Form", "documentation": "Boolean flag with value true on a form if it is an annual report containing an annual information form." } } }, "auth_ref": ["r894"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails"], "lang": { "en-us": { "role": { "label": "Total (in shares)", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r268"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r31"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_AntidilutiveSecuritiesNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024",

"localname": "AntidilutiveSecuritiesNameDomain", "presentation": ["http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails"], "lang": { "en-us": { "role": { "documentation": "Incremental common shares attributable to securities that were not included in diluted earnings per share (EPS) because to do so would increase EPS amounts or decrease loss per share amounts for the period presented." } } }, "auth_ref": ["r31"] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total assets", "label": "Assets", "documentation": "Amount of asset recognized for present right to economic benefit." } } }, "auth_ref": ["r138", "r151", "r204", "r231", "r272", "r280", "r296", "r299", "r340", "r376", "r377", "r378", "r379", "r380", "r381", "r382", "r383", "r384", "r511", "r513", "r546", "r644", "r728", "r810", "r811", "r851", "r879", "r976", "r977", "r1009"] }, "us-gaap_AssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsAbstract", "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "ASSETS" } } }, "auth_ref": [] }, "us-gaap_AssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrent", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total current assets", 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and Consolidation", "documentation": "Disclosure 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)." } } }, "auth_ref": [] }, "INSG_CanaccordGenuityLLCMember": { "xbrltype": "domainItemType", "nsuri": "http://inseego.com/20240930", "localname": "CanaccordGenuityLLCMember", "presentation": ["http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Canaccord Genuity L L C [Member]" } } }, "auth_ref": [] }, "us-gaap_CapitalExpendituresIncurredButNotYetPaid": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalExpendituresIncurredButNotYetPaid", "crdr": "credit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Capital expenditures financed through accounts payable or accrued liabilities", "documentation": "Future cash outflow to pay for purchases of fixed assets that have occurred." } } }, "auth_ref": ["r28", "r29", "r30"] }, "us-gaap_CapitalizedComputerSoftwareImpairments1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalizedComputerSoftwareImpairments1", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 5.0 }, "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows", "http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Impairment of capitalized software", 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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." } } }, "auth_ref": ["r26", "r199", "r796"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash, cash equivalents and restricted cash from continuing operations, beginning of period", "periodEndLabel": "Cash, cash equivalents and restricted cash from continuing operations, end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount 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." } } }, "auth_ref": ["r26", "r111", "r227"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsDisposalGroupIncludingDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsDisposalGroupIncludingDiscontinuedOperations", "crdr": "debit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash, cash equivalents and restricted cash from discontinued operations, beginning of period", "periodEndLabel": "Cash, cash equivalents and restricted cash from discontinued operations, end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Disposal Group, Including Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; attributable to disposal group, including, but not limited to, discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r26", "r111", "r227"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash and cash equivalents, beginning of period", "periodEndLabel": "Cash and cash equivalents, end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. 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Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. 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", "r111"] }, "INSG_CashPaidDuringYearAbstract": { "xbrltype": "stringItemType", "nsuri": "http://inseego.com/20240930", "localname": "CashPaidDuringYearAbstract", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Cash paid during the year for:" } } }, "auth_ref": [] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://inseego.com/role/Cover"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "INSG_ClassOfLoanWarrantOrRightExercised": { "xbrltype": "perShareItemType", "nsuri": "http://inseego.com/20240930", "localname": "ClassOfLoanWarrantOrRightExercised", "presentation": ["http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Exercised price, loan warrants (in dollars per share)" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockDomain", "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Share of stock differentiated by the voting rights the holder receives. 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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://inseego.com/role/StockholdersEquityDeficitDetailsNarrative", "http://inseego.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Exercise price of warrants (in dollars per share)", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r431"] }, "INSG_ClassOfWarrantOrRightExercised": { "xbrltype": "sharesItemType", "nsuri": "http://inseego.com/20240930", "localname": "ClassOfWarrantOrRightExercised", "presentation": ["http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Exercised price of warrants (in shares)" } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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"http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative", "http://inseego.com/role/SubsequentEventsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Number of securities called by warrants or rights", "verboseLabel": "Number of securities called by warrants or rights (in shares)", "documentation": "Number of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": [ "r431" ] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": [
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The risk is the materially adverse effects of loss of a significant customer." } } }, "auth_ref": ["r117", "r307"] }, "INSG_CustomerOneMember": { "xbrltype": "domainItemType", "nsuri": "http://inseego.com/20240930", "localname": "CustomerOneMember", "presentation": ["http://inseego.com/role/GeographicInformationAndConcentrationsOfRiskDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Customer One [Member]" } } }, "auth_ref": [] }, "INSG_CustomerThreeMember": { "xbrltype": "domainItemType", "nsuri": "http://inseego.com/20240930", "localname": "CustomerThreeMember", "presentation": ["http://inseego.com/role/GeographicInformationAndConcentrationsOfRiskDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Customer Three [Member]" } } }, "auth_ref": [] }, "INSG_CustomerTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://inseego.com/20240930", "localname": "CustomerTwoMember", "presentation": ["http://inseego.com/role/GeographicInformationAndConcentrationsOfRiskDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Customer Two [Member]" } } }, "auth_ref": [] }, "us-gaap_DebtDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Debt Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_DebtDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtDisclosureTextBlock", "presentation": ["http://inseego.com/role/Debt"], "lang": { "en-us": { "role": { "label": "Debt", "documentation": "The entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants." } } }, "auth_ref": ["r126", "r228", "r360", "r361", "r362", "r363", "r364", "r374", "r375", "r385", "r391", "r392", "r393", "r394", "r395", "r396", "r401", "r408", "r409", "r411", "r558"] }, "us-gaap_DebtInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentAxis", "presentation": ["http://inseego.com/role/Debt-2025ConvertibleNotesDetails", "http://inseego.com/role/Debt-InterestExpenseRelatedTo2025NotesDetails", "http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesDetailsNarrative", "http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative", "http://inseego.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Debt Instrument [Axis]", "documentation": "Information by type of debt instrument, including, but not limited to, draws against credit facilities." } } }, "auth_ref": ["r17", "r78", "r79", "r139", "r141", "r237", "r386", "r387", "r388", "r389", "r390", "r392", "r397", "r398", "r399", "r400", "r402", "r403", "r404", "r405", "r406", "r407", "r820", "r821", "r822", "r823", "r824", "r849", "r938", "r967", "r968", "r969", "r1001", "r1003"] }, "us-gaap_DebtInstrumentCarryingAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentCarryingAmount", "crdr": "credit", "presentation": ["http://inseego.com/role/Debt-2025ConvertibleNotesDetails", "http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Carrying amount of debt", "verboseLabel": "Principal", "documentation": "Amount, before unamortized (discount) premium and debt issuance costs, of long-term debt. 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Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs." } } }, "auth_ref": ["r979", "r1000", "r1001", "r1003"] }, "us-gaap_DeferredIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 11.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Deferred income taxes", "documentation": "Amount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": ["r9", "r159", "r940"] }, "us-gaap_DeferredIncomeTaxLiabilitiesNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxLiabilitiesNet", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Deferred tax liabilities, net", "documentation": "Amount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting." } } }, "auth_ref": ["r485", "r486", "r645"] }, "us-gaap_DeferredRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredRevenue", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Deferred revenue", "documentation": "Amount of deferred income and obligation to transfer product and service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r921"] }, "us-gaap_DeferredRevenueNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredRevenueNoncurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-OtherLong-termLiabilitiesDetails": { "parentTag": "us-gaap_OtherLiabilitiesNoncurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-OtherLong-termLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Long-term deferred revenue", "documentation": "Amount of deferred income and obligation to transfer product and service to customer for which consideration has been received or is receivable, classified as noncurrent." } } }, "auth_ref": ["r921"] }, "us-gaap_DepreciationAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationAndAmortization", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Depreciation and amortization", "documentation": "The current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production." } } }, "auth_ref": ["r9", "r38"] }, "us-gaap_DepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Those terms determine the amount of the settlement or settlements, and, in some cases, whether or not a settlement is required; (b) it requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors; and (c) its terms require or permit net settlement, it can readily be settled net by a means outside the contract, or it provides for delivery of an asset that puts the recipient in a position not substantially different from net settlement. Notwithstanding the above characteristics, loan commitments that relate to the origination of mortgage loans that will be held for sale are accounted for as derivative instruments by the issuer of the loan commitment (that is, the potential lender)." } } }, "auth_ref": ["r135", "r840"] }, "us-gaap_DerivativeTermOfContract": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeTermOfContract", "presentation": ["http://inseego.com/role/FairValueMeasurements-FairValueValuationModelAndAssumptionsDetails"], "lang": { "en-us": { "role": { "label": "Term", "documentation": "Period the derivative contract is outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": [] }, "us-gaap_DilutiveSecuritiesEffectOnBasicEarningsPerShareOther": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DilutiveSecuritiesEffectOnBasicEarningsPerShareOther", "crdr": "credit", "presentation": ["http://inseego.com/role/EarningsLossPerShare-CalculationOfBasicAndDilutedEarningsPerShareDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Effect of dilutive 2025 Convertible Notes", "label": "Dilutive Securities, Effect on Basic Earnings Per Share, Dilutive Convertible Securities", "documentation": "Amount of increase (decrease) to net income used for calculating diluted earnings per share (EPS), resulting from the assumed exercise of dilutive convertible securities excluding adjustments related to ESOP convertible preferred stock, stock options, and restrictive stock units." } } }, "auth_ref": [] }, "us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "presentation": ["http://inseego.com/role/Share-basedCompensation"], "lang": { "en-us": { "role": { "label": "Share-based Compensation", "documentation": "The entire disclosure for share-based payment arrangement." } } }, "auth_ref": ["r445", "r449", "r477", "r478", "r480", "r835"] }, "us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract", "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement [Abstract]" } } }, "auth_ref": [] }, "us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationBeforeIncomeTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DiscontinuedOperationIncomeLossFromDiscontinuedOperationBeforeIncomeTax", "crdr": "credit", "presentation": ["http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeDetails"], "lang": { "en-us": { "role": { "totalLabel": "Income from discontinued operations before income taxes", "label": "Discontinued Operation, Income (Loss) from Discontinued Operation, before Income Tax", "documentation": "Amount before tax of income (loss) from a discontinued operation. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal." } } }, "auth_ref": ["r59", "r60", "r61", "r62", "r63", "r69", "r103", "r1020"] }, "us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerBasicShare", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss", "http://inseego.com/role/EarningsLossPerShare-CalculationOfBasicAndDilutedEarningsPerShareDetails"], "lang": { "en-us": { "role": { "label": "Discontinued operations", "verboseLabel": "Income from discontinued operations, net of tax (in dollars per share)", "documentation": "Per basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation." } } }, "auth_ref": [] }, "us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DiscontinuedOperationIncomeLossFromDiscontinuedOperationNetOfTaxPerDilutedShare", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss", "http://inseego.com/role/EarningsLossPerShare-CalculationOfBasicAndDilutedEarningsPerShareDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Discontinued operations", "label": "Income from discontinued operations, net of tax (in dollars per share)", "documentation": "Per diluted share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation." } } }, "auth_ref": [] }, "us-gaap_DiscontinuedOperationTaxEffectOfDiscontinuedOperation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DiscontinuedOperationTaxEffectOfDiscontinuedOperation", "crdr": "debit", "presentation": ["http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeDetails"], "lang": { "en-us": { "role": { "label": "Income tax provision (benefit)", "documentation": "Amount of tax expense (benefit) related to a discontinued operation. Includes, but is not limited to, tax expense (benefit) related to income (loss) from operations during the phase-out period, tax expense (benefit) related to gain (loss) on disposal, tax expense (benefit) related to gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and tax expense (benefit) related to adjustments of a prior period gain (loss) on disposal." } } }, "auth_ref": ["r60", "r61", "r62", "r63", "r69", "r73", "r487", "r497", "r499"] }, "us-gaap_DiscontinuedOperationTaxEffectOfIncomeLossFromDisposalOfDiscontinuedOperation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DiscontinuedOperationTaxEffectOfIncomeLossFromDisposalOfDiscontinuedOperation", "crdr": "debit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLossParenthetical"], "lang": { "en-us": { "role": { "label": "Discontinued operations tax provision", "documentation": "Amount of tax 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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": [ "r549" ] }, "us-gaap_EmbeddedDerivativeFairValueOfEmbeddedDerivativeLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmbeddedDerivativeFairValueOfEmbeddedDerivativeLiability", "crdr": "credit", "presentation": [ "http://inseego.com/role/Debt-2025ConvertibleNotesDetails" ], "lang": { "en-us": { "role": { "label": "Add: fair value of embedded derivative", "documentation": "Fair value as of the balance sheet date of the embedded derivative or group of embedded derivatives classified as a liability." } } }, "auth_ref": [ "r136", "r994", "r995", "r996" ] }, "us-gaap_EmbeddedDerivativeGainOnEmbeddedDerivative": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmbeddedDerivativeGainOnEmbeddedDerivative", "crdr": "credit", "presentation": [ "http://inseego.com/role/FairValueMeasurementsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Gain on change in fair value of embedded derivative", "documentation": "Increase in the fair value of the embedded derivative or group of embedded derivatives included in earnings in the period." } } }, "auth_ref": [ "r989" ] }, "us-gaap_EmbeddedDerivativeLiabilityMeasurementInput": { "xbrltype": "decimalItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmbeddedDerivativeLiabilityMeasurementInput", "presentation": [ "http://inseego.com/role/FairValueMeasurements-FairValueValuationModelAndAssumptionsDetails" ], "lang": { "en-us": { "role": { "label": "Measurement input", "documentation": "Value of input used to measure embedded derivative liability." } } }, "auth_ref": [ "r529", "r530", "r531" ] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails" ], "lang": { "en-us": { "role": { "label": "Payroll and related expenses", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r79" ] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": [ "http://inseego.com/role/Share-basedCompensation-Share-basedCompensationDetails" ], "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes share and unit options." } } }, "auth_ref": [ "r985" ] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions", "crdr": "debit", "presentation": [ "http://inseego.com/role/Share-basedCompensationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Unrecognized expense", "documentation": "Amount of cost to be recognized for option under share-based payment arrangement." } } }, "auth_ref": [ "r985" ] }, "us-gaap_EmployeeStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockMember", "presentation": [ "http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails" ], "lang": { "en-us": { "role": { "label": 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15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court; the value No indicates the registrant has not. Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } } }, "auth_ref": [ "r886" ] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. 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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://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": [ "r882" ] }, "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Elected Not To Use the Extended Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } } }, "auth_ref": [ "r899" ] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [ "r882" ] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": [ "r896" ] }, "dei_EntityPrimarySicNumber": { "xbrltype": "sicNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPrimarySicNumber", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Primary SIC Number", "documentation": "Primary Standard Industrial Classification (SIC) Number for the Entity." } } }, "auth_ref": [ "r894" ] }, "dei_EntityPublicFloat": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPublicFloat", "crdr": "credit", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Public Float", "documentation": "The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter." } } }, "auth_ref": [] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": [ "r882" ] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": [ "r882" ] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": [ "r882" ] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": [ "http://inseego.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } },
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financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not
practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the
reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a
concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to
accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5)
for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial
statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a
description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not
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Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal." } } }, "auth_ref": ["r59", "r60", "r61", "r62", "r63", "r69", "r73", "r134"] }, "us-gaap_IncomeStatementAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementAbstract", "lang": { "en-us": { "role": { "label": "Income Statement [Abstract]" } } }, "auth_ref": [] }, "us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis", "presentation": ["http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedBalanceSheetDetails", "http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementOfCashFlowsDetails", "http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeDetails", "http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Disposal Group Name [Axis]", "documentation": "Information by name of disposal group." } } }, "auth_ref": ["r832", "r833"] }, "us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems", "presentation": ["http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedBalanceSheetDetails", "http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementOfCashFlowsDetails", "http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeDetails"], "lang": { "en-us": { "role": { "label": "Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, a discontinued operation, disposal classified as held-for-sale or disposed of by means other than sale or disposal of an individually significant component." } } }, "auth_ref": ["r10", "r16", "r20", "r58", "r64", "r65", "r66", "r67", "r68", "r72", "r74", "r75", "r124"] }, "us-gaap_IncomeStatementLocationAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementLocationAxis", "presentation": ["http://inseego.com/role/Share-basedCompensation-Share-basedCompensationDetails"], "lang": { "en-us": { "role": { "label": "Statement of Income Location, Balance [Axis]", "documentation": "Information by location in statement of income where disaggregated amount has been reported." } } }, "auth_ref": ["r359", "r365", "r366", "r532", "r534", "r539", "r672", "r674", "r740", "r793", "r841", "r1023"] }, "us-gaap_IncomeStatementLocationDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", 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Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount." } } }, "auth_ref": ["r223", "r225", "r226"] }, "us-gaap_InterestPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPayableCurrent", "crdr": "credit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-AccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Accrued interest", "documentation": "Carrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r79"] }, "us-gaap_InventoryFinishedGoods": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryFinishedGoods", "crdr": "debit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-InventoriesNetDetails": { "parentTag": "us-gaap_InventoryNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-InventoriesNetDetails"], "lang": { "en-us": { "role": { "label": "Finished goods", "documentation": "Amount before valuation and LIFO reserves of completed merchandise or goods expected to be sold within one year or operating cycle, if longer." } } }, "auth_ref": ["r924"] }, "us-gaap_InventoryNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryNet", "crdr": "debit", "calculation": { 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Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long-term obligation to refinance the short-term obligation on a long-term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long-term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": ["r78", "r139"] }, "INSG_LiquidityPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://inseego.com/20240930", "localname": "LiquidityPolicyTextBlock", "presentation": [

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credit loss on accounts receivable." } } }, "auth_ref": ["r221", "r346"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/Share-basedCompensationDetailsNarrative", "http://inseego.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Statistical Measurement [Axis]", "documentation": "Information by statistical measurement. Includes, but is not limited to, minimum, maximum, weighted average, arithmetic average, and median." } } }, "auth_ref": ["r162", "r164", "r166", "r167", "r169", "r191", "r192", "r370", "r371", "r372", "r373", "r436", "r444", "r472", "r473", "r474", "r482", "r531", "r580", "r589", "r606", "r671", "r673", "r681", "r706", "r707", "r761", "r763", "r765", "r766", "r768", "r790", "r791", "r816", "r825", "r834", "r842", "r843", "r847", "r848", "r863", "r871", "r970", "r978", "r995", "r1012", "r1013", "r1014", "r1015", "r1016"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/Share-basedCompensationDetailsNarrative", "http://inseego.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Statistical measurement. Includes, but is not limited to, minimum, maximum, weighted average, arithmetic average, and median." } } }, "auth_ref": ["r162", "r164", "r166", "r167", "r169", "r191", "r192", "r370", "r371", "r372", "r373", "r436", "r444", "r472", "r473", "r474", "r482", "r531", "r580", "r589", "r606", "r671", "r673", "r681", "r706", "r707", "r761", "r763", "r765", "r766", "r768", "r790", "r791", "r816", "r825", "r834", "r842", "r843", "r847", "r848", "r863", "r871", "r970", "r978", "r995", "r1012", "r1013", "r1014", "r1015", "r1016"] }, "INSG_RebateReceivablesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://inseego.com/20240930", "localname": "RebateReceivablesCurrent", "crdr": "debit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-PrepaidExpensesAndOtherDetails": { "parentTag": "us-gaap_PrepaidExpenseAndOtherAssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-PrepaidExpensesAndOtherDetails"], "lang": { "en-us": { "role": { "label": "Rebate receivables" } } }, "auth_ref": [] }, "INSG_ReceivablesContractManufacturersCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://inseego.com/20240930", "localname": "ReceivablesContractManufacturersCurrent", "crdr": "debit", "calculation": { "http://inseego.com/role/FinancialStatementDetails-PrepaidExpensesAndOtherDetails": { "parentTag": "us-gaap_PrepaidExpenseAndOtherAssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://inseego.com/role/FinancialStatementDetails-PrepaidExpensesAndOtherDetails"], "lang": { "en-us": { "role": { "label": "Receivables from contract manufacturers" } } }, "auth_ref": [] }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "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": ["r308", "r443", "r567", "r568", "r646", "r653", "r709", "r710", "r711", "r712", "r713", "r733", "r735", "r760"] }, "us-gaap_RelatedPartyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyMember", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Related Party [Member]", "documentation": "Party related to reporting entity. Includes, but is not limited to, affiliate, entity for which investment is accounted for by equity method, trust for benefit of employees, and principal owner, management, and

members of immediate family." } } }, "auth_ref": ["r233", "r234", "r567", "r568", "r569", "r570", "r646", "r653", "r709", "r710", "r711", "r712", "r713", "r733", "r735", "r760"] }, "us-gaap_RelatedPartyTransactionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionAxis", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Related Party Transaction [Axis]", "documentation": "Information by type of related party transaction." } } }, "auth_ref": ["r567", "r568", "r1008"] }, "us-gaap_RelatedPartyTransactionDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionDomain", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Transaction between related party." } } }, "auth_ref": [] }, "us-gaap_RelatedPartyTransactionsByRelatedPartyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsByRelatedPartyAxis", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Related and Nonrelated Parties [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": ["r308", "r443", "r567", "r568", "r646", "r653", "r709", "r710", "r711", "r712", "r713", "r733", "r735", "r760", "r1008"] }, "us-gaap_RepaymentsOfConvertibleDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfConvertibleDebt", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Payments related to repurchases of 2025 Convertible Notes", "label": "Repayments of Convertible Debt", "documentation": "The cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref": ["r110"] }, "us-gaap_RepaymentsOfDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfDebt", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Principal payments on financed assets", "label": "Repayments of Debt", "documentation": "Amount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation." } } }, "auth_ref": ["r933"] }, "us-gaap_RepaymentsOfLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLinesOfCredit", "crdr": "credit", "presentation": ["http://inseego.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Repayments of line of credit", "documentation": "Amount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements." } } }, "auth_ref": ["r110", "r938"] }, "us-gaap_RepaymentsOfLongTermLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLongTermLinesOfCredit", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 5.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Net repayments on revolving credit facility", "label": "Repayments of Long-Term Lines of Credit", "documentation": "The cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer." } } }, "auth_ref": ["r110"] }, "us-gaap_RepaymentsOfShortTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfShortTermDebt", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 6.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows", "http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesDetailsNarrative"], "lang": { "en-us": { "role": { "negatedLabel": "Repayments on short-term loan", "label": "Repayments on short-term loan", "documentation": "The cash outflow for a borrowing having initial term of repayment within one year or the normal operating cycle, if longer." } } }, "auth_ref": ["r110"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesDetailsNarrative", "http://inseego.com/role/StockholdersEquityDeficitDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Named other party that participates in a financial transaction. Examples include, but not limited to, the name of the financial institution." } } }, "auth_ref": ["r188", "r189", "r235", "r236", "r389", "r418", "r570", "r590", "r643", "r800", "r801"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Research and development", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r483", "r793", "r810", "r1017"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://inseego.com/role/Share-basedCompensation-Share-basedCompensationDetails"], "lang": { "en-us": { "role": { "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://inseego.com/role/EarningsLossPerShare-AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareDetails", "http://inseego.com/role/Share-basedCompensation-ActivityDetails", "http://inseego.com/role/Share-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Accumulated deficit", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r90", "r130", "r651", "r678", "r680", "r688", "r717", "r851"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfStockholdersDeficit"], "lang": { "en-us": { "role": { "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r193", "r238", "r239", "r240", "r242", "r247", "r249", "r251", "r341", "r342", "r358", "r494", "r495", "r503", "r504", "r505", "r507", "r508", "r509", "r515", "r517", "r518", "r520", "r523", "r560", "r562", "r675", "r677", "r691", "r1054"] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "calculation": { "http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss": { "parentTag": "us-gaap_GrossProfit", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss", "http://inseego.com/role/GeographicInformationAndConcentrationsOfRisk-NetRevenuesDetails"], "lang": { "en-us": { "role": { "label": "Total revenues", "documentation": "Amount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": ["r148", "r149", "r272", "r281", "r282", "r295", "r299", "r303", "r305", "r307", "r434", "r435", "r607"] }, "us-gaap_RevenueRemainingPerformanceObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligation", "crdr": "credit", "presentation": ["http://inseego.com/role/FinancialStatementDetailsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Performance obligation, amount", "documentation": "Amount of transaction price allocated to performance obligation that has not been recognized as revenue." } } }, "auth_ref": ["r157"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems", "presentation": ["http://inseego.com/role/FinancialStatementDetailsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1", "presentation": ["http://inseego.com/role/FinancialStatementDetailsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "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": ["r158"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis", "presentation": ["http://inseego.com/role/FinancialStatementDetailsDetailsNarrative"], "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": ["r158"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionTable", "presentation": ["http://inseego.com/role/FinancialStatementDetailsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table]", "documentation": "Disclosure of information about expected timing for satisfying remaining performance obligation." } } }, "auth_ref": [] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesAbstract", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfOperationsAndComprehensiveLoss"], "lang": { "en-us": { "role": { "label": "Revenues:" } } }, "auth_ref": [] }, "us-gaap_RevenuesFromExternalCustomersAndLongLivedAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesFromExternalCustomersAndLongLivedAssetsLineItems", "presentation": ["http://inseego.com/role/GeographicInformationAndConcentrationsOfRisk-NetRevenuesDetails"], "lang": { "en-us": { "role": { "label": "Revenues from External Customers and Long-Lived Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "INSG_ReverseStockSplitPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://inseego.com/20240930", "localname": "ReverseStockSplitPolicyTextBlock", "presentation": ["http://inseego.com/role/NatureOfBusinessAndSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Reverse Stock Split" } } }, "auth_ref": [] }, "us-gaap_RevolvingCreditFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevolvingCreditFacilityMember", "presentation": ["http://inseego.com/role/Debt-InterestExpenseRelatedToCreditFacilityDetails", "http://inseego.com/role/DebtDetailsNarrative", "http://inseego.com/role/DebtTables"], "lang": { "en-us": { "role": { "label": "Revolving Credit Facility [Member]", "documentation": "Arrangement in which loan proceeds can continuously be obtained following repayments, but the total amount borrowed cannot exceed a specified maximum amount." } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": ["http://inseego.com/role/CondensedConsolidatedStatementsOfCashFlows", "http://inseego.com/role/DiscontinuedOperationsAndHeldForSale-CondensedConsolidatedStatementOfCashFlowsDetails"], "lang": { "en-us": { "role": { "label": "Right-of-use assets obtained in exchange for operating leases liabilities", "documentation": "Amount of increase in right-of-use asset obtained in exchange for operating lease liability." } } }, "auth_ref": ["r565", "r850"] }, "us-gaap_SaleOfStockConsiderationReceivedOnTransaction": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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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": [ "r46" ] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": [ "http://inseego.com/role/Share-basedCompensationTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Share-based Compensation", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. 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Long-lived asset excludes financial instrument, customer relationship with financial institution, mortgage and other servicing right, deferred policy acquisition cost, and deferred tax asset." } } }, "auth_ref": [ "r37", "r100" ] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": [ "http://inseego.com/role/Share-basedCompensation-ActivityDetails", "http://inseego.com/role/Share-basedCompensationDetailsNarrative" ], "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": [ "r446", "r448", "r450", "r451", "r452", "r453", "r454", "r455", "r456", "r457", "r458", "r459", "r460", "r461", "r462", "r463", "r464", "r465", "r466", "r467", "r468", "r469", "r470", "r471", "r472", "r473", "r474", "r475" ] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": [ "http://inseego.com/role/Share-basedCompensationTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Stock Option Activity", "documentation": "Tabular disclosure for stock option plans. 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Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": [ "r151", "r272", "r276", "r277", "r278", "r279", "r280", "r285", "r286", "r287", "r297", "r298", "r299", "r300", "r301", "r303", "r304", "r307", "r805", "r808", "r809", "r810", "r812", "r814", "r815" ] }, "us-gaap_SegmentReportingPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": 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MJX:N%GW4],JCQ:4 M/ZS?02M.0FDPU2=2/ITKQ3YA.[E?3OW:A+YH=_>^,O.:N62$Y^_M*9/2GF83RC]..!Y\#[DK7&?M P144F-!F279C%%WVM/EV#M.1%&XU]$ "@\ MV$TL<.R)U![@.]%Z$[&O@U;8=.BT\.O6=R2^/EJD2$/+A\ECQS+EVZR(.8'9 M&W8G_U:.V _<.A;]\L# .@6ML @>0WTFS?L2 7TT"N*D1NRWZ;<&\1 M.#.,)5*E)(^GOW[/O20UTGCL.EBW3=.6:&)KQ.OI./<]:7AW]=WYX?+2P;NS MHUA+>B .@ZOW5^=GAP<;.F]\NA$^/CC^ O1G<7GU\ G9FY6A-?6>V-HL:W&E M"U6)#VHB/MI"FL0_2,2EO&YY_9%(=U(FSU!KV[NBUK=UFLRUR,\ M]!K\6I]ZV#C&%Q?/,U]*X?/S:]]Y^0X,'[[]Z*RX\G M;U9T(4?]OYN;6^N? RM&*.#[_>K.R$NF/%0FW)W9VRIM]_=%9/=X3VSNORIO?.M@:JD;W:.M"9DI(?'+1M<*]MU\2IK2B%.-523BY$CL;FIM. U^=KLZ.CX .$R=GY^>7%TTA$]VGLR!!D_PQ\?/!M5TJ\\ .N M&^F]=K+1 .YE+6M5*%_+ _/*M=86X7(=?CBV(RAA>N'/ZDQ%C>*"'3 M6F5"5L!9 WSDRTNU%3VD)$**4Y7+B70*%[G2!BNOUF.EGN?9+XW=!P)..%%* M.R4S/W?\$4BM.$18U3*)R;Z'@LZ=2Y-B-AA.$;8NPL+W7.,W -9XB/=N!W%U MFC<974-'20@24MGJO+L-'2QJ:4V>(@7C *K9.LA;J1#4I32U?XC.UQ>FF/@-MHJ73%{@5\5*EC=-UA-#9;3J69J2@TZ+05,58@>>&3CARP';)2C^3RTE%;D_JV M=G=V$C*?A/P91)FCV>$")|ITU75O:H/VJK@-`RQ'0[! HGA5^5S)093?EYY MZM.OS<$CN#)@8Z;.5273,10Y;S:@%PI^[!WNL,874=@CU-RH?)[(1<9?1*5G M#-!H*I]2A'B5[+{2)ME^N26J,6[ <1>0%S#YW%9T@2!0%%%'5-KU." #B1N;-M$O_>7$?1(TIH@0DL,ATK$.?Z> #(*C +5IF=5?TBL+2=[.Z\IO\[+`7)W+$D MOJ5#1CV6M9A UP*P:4CQ5]0(WP!UWI6\]MY%*!WCE"[\"%-:M&EANP>'[%+>S MOOW]$5'E]#$ 1(PE &4 9?SM5 [=-.M4^53.59YACL0:<.]2-C:]IJCEY??.M_"?9V7SY2+W\)!V5*V*!?D@KDGAI2ISV(B]7ZHH0+2;^8.41KVP'Z$>N_AK\?94Y9L?VX:>6\0$BA Q3AK2VV *FBU4C4%4X!KH'{!06@,*8>0 MH": *X,. *]']#AJ8BGF%\6P*]M!KE,XED!./W.&BA=26:*RY:4VIG9R=3T& M_$?SC]OX=T;)RED#M)[*6HJWDK (ITC$$:2,$LA(@H^]=EHAJ8C+*0)'$3,L M&E(EI:.5Z"3+2X@Z351@BF0GTU;*0D(["#DS5], ^SCU.A9.9+ HPS GE?AO< MA0I.(TZDR@=7F!;YB.N5]L:K%!,&]IXHY,FB@HH,Q/4!!"=][#O(%7@1;X4] M)A&%S1 4H! R9E.67'V3@KA*0^Y '#-P=F@ :H8Z8Z5RUX%!.:(NCKBH?:G2@3F@\\BT(U?.7%&227Q*NGZ?L=&2;@\B1'X#P&##H3<0\J85:'\M=HM+!.F^@!2ST.JAG!P$T)\5-'#D(E3.!2#=,.G8)?XL=!!:&SA;=_.XE\ =:.MZWE%@4-3R=3+Y!0*1)"]RW/20C@!_A]'#R=.J#%?*.;!6,@F &WWE5$S 8 M3[6\5FOY09FI5)R>\/. 0FTU"OU(6 '[.MPVM<@UO)X_!D=0==:.D-5?WH.2Q MG^!ZB>1/"NO3HSB(UX(,%!O@#2$7T=OPD6M55R](YD"JI 4@B?<4E5 ?H'7 MY*#R/WJ?)=11S4&N1!5D%\&V<2T O<&-)4 YW9+2PDO7QDX0]D8>5,3U_]?:%3^NY&L&6J2QE-[%SZL=S-!!5C &K MTQ?HD+P[!)\"&P3KF6<0&"@(FN 9H>9 _#U3?3^+T,PJQ]L 4%*P4BYOU*_M13&<-MS]S\RFN.HE^G//.@E1/>;^0@1.&+\Q6.]O(2\IS.<"Of@W<[#G,C M:S/1HA9@YO+242@)QRAPVVQ"?T>%6FTQ.CUHVDT.]ZS[Z'A;'.;,9+.PGM-M][<.#^%)YT$#707.R#PJASXJ\X?XD@$A=1T=PN.1+"Z^.6!]JQ^#VCF6=V-MQ8/]*(*GBCL<.9)T05\!E"M3"E? L\=%C>YH%:!&WJ]?SS@<B>N)-CM0]"OS24'W"?6%N+8]G3]S]&9OP5;[4M]\0W91WO7!O8-MNK8%/P/IV72[.\V>GW8'DF%,'2DU"O'(*XO8 M>&@2W5^FY6K()TJCB4!Z9^?92G=0O>" E_ZI%*J+AV(=,0;]:HOKJ8E&#QR-M;9P*]AEF6;D<3Y^L %C+K#KP'EY MO390" -@]&0P/{6%WUH,JZ8.[=V)6.I/8@^XOYU>>F^)"#]0 +%1E'[5AK M=:,.5U4G=!#6?*8<*KH"TT\ENX@>C*?.R> <\/CPJPGM;HX;2[-@V$B0U3BG#Z9FWY+=%"@3IFB=/9&5]U;KQWNG\2L%&NYT+Z@-M_>OGT".BGADRC00H)[504]^O.FY!Z1XZL^_=4H3-6K,&^=HA3+E3X9#Y)Z- M9L,Y+!0=RRKV:*3.JAE\@N \;F18P&M'UG/-5!0V.V<1^+GEO M.<=7$)%8<_F1<'"&38[?2AD]"V/-&HI60)O0$-HT'K_2+?UAZL.W),.QJB]< MNL/5#K$'ZA"N/3I81:GF+ W9>7+++4^WHXBSDE!$A_O:UJ>]+!S/=64^]<_G MY&)\7)C=^:O|:#@RLO:.;3W]FXP>6]OXB*V*^&VE5."]_JLB4CS5;7):*&BENJ9)$1PVY@HG%Z M\)GX>$HO_2S? ^7,]]_M.'SZ,3L!7!O;&NVIP9D!R3ZS*%Y[=F?&@]:*TE>^F M!M)]#*8\2% &[&NO2+X]4NY&U#0]@T%Z3,W2R 7!Y.\]+ MEBEY"!(&67L4AD0%0KX.%,P%#D1<=[AC1ZG \M#"0[".3V$3L)O({> <.N3:H?VC1K3U&?E3K)D@Y+"<@WF,EXF9Y*^#P7,EB"D3=!.ME:BB;')7?:.A8DG^F7. (86/>^]286K&E@,. M.] (Z],.0H4R[3#,Q^9ZZA>T]RI0#ZCH66KH+3CMUB%W0URH]$H?LN,@C(_ MV*(E2NG!D.)]8.7]!+9(U;RY^_92Q4$J_+=8V/DC=1Y #)%?EH(# D6RO'<-M,PSGM/G4F_)\U!U2'>/L ORL+R9C!5!D=_]\ &C*[_?S3B+4)HC):.5*L]6#"KKO/4!9$UH1"==(*X7W&#\U\L MLE!Z\ZPS,N9GGK^9X7,}RQ@NWZC.9 YOX?V>/O09S*E_+.[$]5DLYW&UA(NN-MBY_4_2JAA5G)?"]@VBN,PHP5.D/T@UJFMN%U!M'O3)GGU%?U%#90]<7MH1U9 M[%,@0!^_#P

4MRW@V%5:%H2]IC]>OSIGIL6L47]Z?(2N0A](8'*AAD:NU^L MZIB6\B.B4?C*<7AW\:+)K[HS% ,T8F:OZ+=]> ![(%2B8O?V10WE263#-^!
M..>9ZW=^[Q:_XO/@KHM9&.D;7YZ$(,OES816FXP9F14DB?\&#"*)4Y$F+<)& MUB\@8JLP&:,8:P715 XA,E/0]FQ?AJW&ZQB%^M^;NJN33%=I+G7!+C&;TG(= MU/6MX%/D*;8H&L-
K.M\"45)@_Q+D7GZW0]0Z?AZ#%#?5W?+GK]D]WWO3C]S= M.>K*H M7)5^7>!O5AGCKT$8/E!N)*]3QJ)H3<7Y^\77)^=7(^_!+Y+@8U8@
MV_OB>TX_U9XXE^BH_MF(_/$;D>T_="/RN^TG[D!X@_X=F?^'9?3OS_X'4$L# M!!0 ('TPDUE?KA2E?08 , 1 :6YS965G;U]E>#$P-RYH=&WM M7.%3XCH0_WXS]S_L,/<.>,IXS4#_IN
M_(MW=Y/;U=.KQD]HVS\OFE\+71ZH([!*H0*;^53");V':^Z3H!A7%*%-!>L6 M\$%\M/7:YX[!)Z+'@B/034O'H.B#VB8>ZV&58+V^*M2JI[7F0Y]UF,(./U=W M3Y'KUASI;00=&1[/B89# T6%$:I./"?
RB&(\-Z%,^:QH =GE()-AZ5ASD6XLP@$FP_$47!) M?*K-\YKVF%2"! J(A'9('=9EU 46 %,2ZGTB\+'U /NF9D8@6$>Z'V^0"$\% MRDL"%^I$B
&@A=T3X7[\T*9.))AB>LC>S%LM3Q"P3TXOFE!O7ERT6R?U\\MO M7PNE@BFW3AJ-M/R(D2\O\W'/7-77+)?^.88.%RX5VP[W/!)*BJPD5P4SF53M MZV12J=J-E-(=%8HYQ$NY5SP<]OIEV.
<1=#SB_(+.9+<8^YTD>W&.*&DS_T1 MGTCJF7Z3F\;%3[[=X4IQ?T:VJF=7EW86VNTN\9DW.'H)7=-6LO]H;!1F=":C2UWXJ'N*91FRKZP;J(#K'L=8](F5S;3'DS U&V5AT)/?,@E2C]$Y
=Y8'[DCRJNNEWL,>B-:EJ".11:5(PBB?ER>1,PE=):;_M, MT$_D&R)^TNL)VB.*PKA>X(EB8D,NO]*0]U8=.?1_B3]#F)9C^"[,G^D8.Q$^ MB;0SSE\#\[>$ Y-G.?-*]_H :>5C0X/((T"2
O.2\7(9^9W4E?]I$YG_A)?! M0Q-ZA(FN.,>IAA%O5$'1S3J*W=%%37;NT'] FNQF>T%:48,=+67%.F@)>L=X M)+U$:RW"7-12$NKR(-#:X4GYGJE^?'43(,.)7C/OV*:L.'1H&BL+P=+P)S6&
M)T,!_UT_\[9:O]*OS9=?"];>\"7YC> F]SW:?>[IN4,_MEZ179R8"9-I!KK" MV* Q2A0"3M/X2QOA5&\YHS23P)A-G"R+S=M(KP#\<9Y^%^(Z]WT,6=J*.[^* M$!
(!=\2+*'PJ[91*%H14@.P305=7PLK^YTUG:W7YWR\>[A\4RQ5K=47X9%D[MUMX*\W^ "C@L%P\/%B[$I_>30H_HDK6_9Y566(CIWM@J%:W*X4YE?RCARX*^ M9T2VG5-
Z,Z6_,,1Y&G$O5;3SNY)M+YKUZ8::@Y2S_K>POCCWGX.TYK/Q'Y_W MUV^YY]%.E'RM)UV(F/@)(8O06KOMG/6<]26=PG*0EFKV76%UY*SGK#_+^G*% M.Q-VL ZCT*-=2_'.E;%@\U6
YZLTS<%+S6,LWX R$%[M]-5G;#5^&3#+Z;V)7NZFY^FFS>> S(>^!/ DKGJL?R[8U@S(U\M1SL] EQW MU:P9O=R_SMF_ZE!8TB6,@'.WNEQ&D[O5-:*7N]5Y[5U6QJDVHI=S.W*'NHH. M-?
L:OPPBYO3>R1'NFG,(:F\/]R#.=L'FPXJ$A]*P(F7:-,I:F'-[W$XPBS< M9DY'&!Z!, 7QPKA>THSU2OCPTC94D\X\Q1%F0?@WDHIU!R]UV8J$C/1!'HJ# MSAR'BG6P2;8@"E#OH/HTLY$ 3AR3FF@=
[NT5]J13;X!SM(P$KH#J>%VTD,) M\'$-U"/-=G'B)HZ#OL/<3BW+)$Q,MJP.T001)SYPVHXM]'/SFN!6/ MW\?LRO26&!Y&LR&D-C8)V>03P"H5]ZM!N"32);?PS>,=-*@V];2R?Q#Q"^,- M;-
*@#M7IDV"AA9=+YQ\<7+&(\0GVUQL+A=YEG8C[Z;/V]GI MS=D]K#?WEXM/26FTG\'DJ/&PD34YN*9'N#4UZF&W,(0U65DF#&3HZH#S].1' MJ.1.S\#*7>7G\+NIYE"CW4D&QM"C),].\\53);?
2P_1X/,G24Z:]>E/PC[,/ M]-8U\[^6< X_MRY(>[+O *&V]1N]+8>@:A:<@*=,1Q=_F%+J@A?FG? M[]W23CK.0 6LPE9) 2="F*"]U#M82EL/K/L6S-S!9Z,=0[+TCL6)U?X;C;X& MYV6Y3_(O!*+K
KP!7Q%(+51PTFB>\8)TT EBT?-BO[?VZ*F. %/"!4-I9U@) MVXR!,4M6%]:C2=PTP8*EQE@/!6,*6-+6!K1[F$Z&,#V:?AC"H_05![F&1,L@ M8C 4TKN8(?*)]
(R27892:M1"HNKWW(&'^Y4(MFMG)*C>DH7CKMPQH"[B9-I. MV AM@3VA=7&F(5J@8%*5% 6!.K)38D"K!L'*FI9L<,]Q_1Y+U*#U'>$W>L&+ M7&-
@K5$Y\U9P2R6;30LZ]!\]!H&I=/PJPB).;Z"*:+O%$SO7NX%MOR(M%YCM M#U[C]VO")$]="E=H1:CAU?F,"43EHDX_=N7XIF,9[K;OHXGWX'5!+ P04 M" !],)-9(.DM6@<\! ">I"@ #@ &EN\Z37 @?
P/9W.6<1V$D\[ML]X$#J^]_O_G<:_VMRS_)MQ^O__K_M MSLGY^?_^W_?&NT$$C\&C7OC[JT$4C=Z^>7-_?[]SO[OC!_TWS>/CXSQ4_4 M2W;?3"P-W]KI#[(/'[P17^8>C4H?
W1>/1NI1)_3W6LW#6?L03R0_>)CV;!/W M#"?D__YP:-5;!YE%ZB&W<@O!WW?Z M_MW<=8[JNTVUSL3EY$^*7W=9F$#' =WE8^C1]DWO14[D M\O?PL[.S3U?FR=7-]8[9]3??O1%?&.^&/&
(F+ECG?\?.W>^O3GPOXEY4OX5S MO3(M\;??7T7\(7I#%/H&?O5&O./=_U>OFQ\=[MIOS0Z/?C,OV9"_-1_LA]_, M\U/ZP_=&Z_3[U\X_6J>?VNUK^__NU*S7%_SQ[H?O>.;OF;-^5V==?)6]AOA1
ML]%\PJ_WC[]S0#K8._R_/>2>#?]$'UW6_]YC;L@?L=)19J4S#^Y@?)+! \.GWYG?)+<3Z\-$CEFA][PQ8P,/OK>_$ M&\4:(7WVB&7PKD^OY5*[$QM::NWC[]=QP+_O91<9P2>/6.+L>^?LTY>SR]OO
M^]_/;/[/!"_[OKVV RCLXA9>+?X*G+> CK M6(+('J(;WOO]U&[YD5-?!_NZ],#XX([^7. MVQQ6OGI/:/GN3>XMJWKO7O:]I3C\ZGV*Q-,W\3& %4%2R-4DLWY[X@^'3H1'
M"=N>COLIMN!U>]8J;A$MN.8@=([AH]ASQ+. >>XP(G M"V*X'K4QM8WY.^M$OO5CX+MPH>$9\,IH?.Y9;HR:SK4?X_:410XW3AB79?? M^I>^A_L%H0*BK8_8!N@>E1YBM]XX@$-\EZ_Z?
AWP'@\";M,[O_!AEP?%$^[M M[Z[ZA)<\@B/Y0W[AAP5H2_2 C1X">H@_'3]ZRP=[5=HRHIKOS=SO?I7VV[9M M!Y=D[C5S['/OA(VO34U0A_'/X)$AZ>N^K= MP!] WXDD27^%3:$^K]R(
MJA@4YB/"\.S3T[3Z%K(._]QFI% M\THV/I_L3+^LO1I)O>VAV;3Z" E8OY-9YP[PFN MV_WFRLR1Q7US>PEF[3WE4E;O3U]FR_,9TN[*O67+
[/=1'IW]W96;'DOM_KBU07%HH2R,EE2<7@\7>_8VPX_X9(\9/7Y(16#PGS>L;\= MKM*E><;^RGT&%8/#TWG%_O.QTU/>C8AGQE9$WZV#Z@^>3X]:]CP+(N_!ROC8
MVD_T=#1JQ'OXE*>IP9:)\=1M?@&96*V57LNNG(_1:F7L,J>9W-O*_=[K M#9X\G@*.5F[7K/&$K7JS5=]M/NZ$J_P6"AUN_GTJ/7!ZB*FJ]CR7(9TL/HH MZC+[?937^*"Q\FC"4GM_*AL]:&R-
]WM)XFEN4T[[DTFRN4UY["LA].;6Q$^G M0V0QV^2@N5U1@&49QM:ELS^9:[2V*VZX-*&T5IN(5UUX/%WO:*W'@'AJ.OPR MC*"UGE2Y%1]E0=1=?L EB&O%>1!8T
M9587E*Z$VVU9AK%U.>I/YQK;U81G:4(YWBY__3KTCN.5"YJ7RM9>AH<<;TW. M^I-YQY:T]UB>9[Q(%O$SPN')O.*P4<%T_R6H_K!1P63_I9#W<'699FL_T1)H M^"*<:J'4\66PL^UERASI]-9\R2J
I2AJ MM9E+*]GX?)I9<9+12G;]=.197?[+$T\S.5T@N[N5>[XK5L!PV%I][GF,+T*3 M=@0'PE-T>)_XUE.OX1A%G\TM9\C<$"_Z8V;/\$^*TC,5.A M=F< C!"O]L)G7KL?
<(XD4HJ]S=W=W05X76MSZ;.YNS@S6H ^5W5:E7NP\M/B MI(S%3GO0/#H^6H8;%92SU1Q%L+/F+KI ,V1R&S#464[9^'8 <@XU&F!<^Z?+ M#'I:U][WT#&5V?L7]H_@QWS:S9&])!<=_?Q7+_
3$=4>)JVNC*BF MG!;#MR'&;WEXY9T]8)PF=L(!'OVJAWM[HCK;W,^S^/INLGW\D]/WX+/B.0Z/ MCE;%%A2D<[$E$8\JH1VJ:2F8,*6^Z#:Z'OHDV3Z,TT:QA)>)!L#XT?
G<,:'!V5S!5Q/9:C<8$NWSR]O"C9!XI M;I8<5]RS>$C?XS3FMR&-V89-FS0[^RUHG;!$-'].AX I^CN/(3V*_DU3D+^_M_57H (OD."58OB:WLGA5Z,>!?!,\1.-Y^>1*V3 M?E?\%??LS&_PQ.F[[>POU,?
9MZO/)"BG@K?@@]@8D(JA[%$)<-0WJP..F[0PQ=N)[MV< !$!S972X+0YE&UGYPPE?ODT>FGUSL;N)%F2V^*=WCAE"&OOP*7O[Z*']J M [*-89!%@7Q8'8$\=?C/9@)W]PG
W7T&X#:W!+B/5B77#MS)+HO2,/OB=QV7 M=WPWIN3KS14+81"]O0Y\.[:BJT"&$(4T$/[MLG,^IQ#80.ZF<>0E<:223'IJ M5$KCR OQD0JY+:9V3- X\K)\9(/TD8_. [>_.0%W>1BV+0O^O?T(,__06E-
9 M2%/1V%,M[-DL'49C3[6P9[.T&XT]U<*>#=%[TLH$ O(V8HIRQ^>.J#6:V1J- MQ@NMJ\RNYM-XH;40S2^T?K&07T4"$A/1J!IU&_%#]%\H/:C6-A;RGV@LT;K' M?#^)QA*MB7[;_OB3/_+)
<]NT_Q]E_\S//_+$@PI2_8]M]^^<%_EFM? MO/'5]F/"PK#8Z;*T55T\K?G8DT%IQ M%;3BYZ=]K15OC%;\7,BQD5KQVH'36F3DX?83286TXM:Z^U44KUQKQ3_196NM MN'I:\;,C@=:*JZ
5/S_M:ZUX8[3BYT*.C=2*UPZF MHXQ6(36R+(PL6@6MB JZR4BD5=@74V$W&6VT"EQQ%;CZR#6KUXY6G%]:%ZID M8?QTE-&*LT:6A9%%*\Y55)PW#(FTXEP-Q7G#T$8KSIND.%
<2N68U%].*\TOK M0M7J[S$79;3BK)%E8631BG,5%><-0R*M.%=#<=XPM-&*\R8ISI5$KEG=FK7B M_-*Z4"7;)TY'&:TX:V19&%FTXEQ%Q7G#D$@KSM50G#<,;;3BO$F*<[60*^T2 MI]7EEU>7\
[WOLE>^EL: 6MVM3'';U^V5ENM>*?Z+*U5EP]K?C9D4!KQ570BI^?]K56 MO#%:\?,@1_,@08Y3)\2G'"\&B,"Z#+ED^)F[=L\/0N9*<*C)>^=>R'G?/X=U M X\)COK9!S@!55TX0P?@NOFX!#
9^7#V3X$?CTY<%H;P$HM.F\>F!8$W%Y<> MLSF!I FZ?V N\RS>&7 >M3T[E7.X-]1AJ1$,;/MH_\;T['D1.U^67?L2EJ,T8 M''ZASB!NY'8]XT> I@??+ M$2NB2_7Q42WPV>D/NH%C]
[DR%YC'^L1V+RY.-.Y6$G<7>3].W3WQ8Y1J(Q9$ MXTLVS$[=7>3>MXZ&TEP,>,&AIB9-35M*3<64%43WQZ:L9&EP+?E0*Z9!35<5 MHZN?
Y]3O>RPWM18K+%X41T'T66M.@Z\X%!CIL;,)_!71)W'\MJW]_X-)Q\Y^OIXL 6!HJU$\A4HYU.N^N4X/R+R6CG_45)IL!*:T411 M,:)8(^<_>D)Q0Q:?J\OY-
19O+Q8_"W\M]\!W_#@:7%F<>1]C#X.&&^WHFR-* MIQ]VZWS%A=M6K.7"\?A5[R3@ME/0*#L#/XAN@48N?.:U^P$G]]_FHD)"W'36 MC\QR7-ASGO GH;%2KI. -,]V!"K. /?
V(F.S">]8W@A2WW;B;LC_CC&EZ&XK MD'4K!>6C2"9_HY-;*+WR%R,8PN=UVD+X@GU-.IITMH%T"L8:X?8CC;4FX] M/FJ,V_;3W6[O42WV]NH=B)%76/O";K&WC-/&E()2-
SE0Q8Y5O@A#D'DAD4N MOVC5:MK>Q+=C:PNDP;-6?TZ[AI6*ETH6VV*H5^+,%=C4P9UC%>1>#J.T"3%[M\JXF:TW6FJP7)^NJSCQN:FFMR5J3]1+2ND+]L:=.+=)DK[V!^W-P0.$U#P I
MAX@L5UW7Z=-=GSV,N!5Q^]89PB-7O0Y\&O:8A=]UE*P6^)#9 >QA/6_9L7U< MYWT*_G=OUONF+%S?3)VX[E[!J$/A2JF$?IE$/I0:<(:H5>INW]D3O G%T_)6%MA.S2A*4):].(
M:R,DENAQUAD%G-F:M#: M"8O[* M##69;0"935[8ST-FFY77MKP,U,2IB7,SB?-I>7(YR;G^/+EE2/+4N4-RL&]@ MBYHT-X@T)R_NYR'13;,!-;%I8ML&8ML(;^:-$_[X&'#X2<0#'D::V#:$V*9?
MW$]);!LAV32Q:6+;!F)[#LF6FY]]PUV N'V-P\4EP4+64*+69=QLO)A><=]?XT5$V>&3BN M,_H0,&L+^/_/A\.+;-7;!9WX,:X\PFU<$CG++Z$&H>A!J-?.T-&9JS-S U*94^.S76WL:
MBS46+RCO$5W6RE_A!,L:,S5F/H&_(NH\EK]F\?D99U@\&9_5 I_!8.H&CMWG M)VSD1,S]PCS6)[/XXN)$XWXE<7\%[]]%[EWK. M-A-,R95OH:HWX7*$&\(6\ ML*4E"7":[^U>SW$==/F?$9
T@E<2P=<554)A4XX"6Y?H-6]TH)8&VT(LZY(& ME9Q@,'6 EL9GC<]S\;E"?<^G:NO;J:9LGI2NL&8\5;9KW*D@[E12CDYZZC3N
M5!!W*NEAFM3!-.Y4$'>JI>\DWAQ*6=C0J)\U%XJTZHVC;%76#;_SW3O'ZXN^ M1!^9E>D"N\F4E3]/,>-WQJ%?R$TC+V:=B5^-_7JCI6^^:C:EQ:/GA]P[P^3Y7 '&0UPJX,
M8=F#1MCU(&P6LAIA"TX2T/D/DS\=:=E94#G,J&=2<#$QIS*DBYE0H+#576IWX880S7EV^!6T(M"H/*+_RR">H3)];B:3'QI%%RZ,%K2>-*MI<6E!UT:BB=96%+>N08SO:-KP3 MV\WZ(X0&-
C+WPBWHP+@0\BP ZW/+&IN:W2J,CIMF,ZCT:G:Z+1A>I%&IVJC MTX;I3AWNNH[7!TA^8<$/'L&??RYGL M4P8==;@5!T[D;$,%<1M6M1TWQL2#]%QG#Y8;V]Q&R)SXPU$
M;,2C6.,DO#2_6RA@K1%M8Q%M0SC:7&_Z86/WN'G0:.YKS)LC6ROAI-]$9K?= M$9V?$_4VC/W-M/8U"UP4#ROC--ED-KB]GK:?%P4WC!WFY(E&O,?+8,WQGJSX M:73;.'2K%G<_OV MRU6O!\MY?
9EF([\X81ZS+#^P/W$OAI-<7)QL/AITXFX(G((%8^QM>]4C9I!! M@PEHK"SE9L:HHZF0?B$4E!BROJCIU(I)C8P:&#'U/ M(ZY&W+F3U]>KBT[V6PS ;CN]#CB /I >]2U -E56+*V0#+*E_?
&FGGSK#)&I MC5DPP9\&?+:'L*S%-O?FD="36__$_7[1@,XD9LFW4\>]"6]7YO05D6CAU; M9_CB-7]\&/?8!-^Y1@]M^\QO"G<6!_Z(GWL8>@#='Z.AW/X#_F3[&UQT. =C MR/B8?W*MGRSDQ-
0H5$$4VA =1J-0=5%H0_0HY&FXJ@S6;I-B?T'QY<>7)H M0EHQ+[\Y\3T+@"&Z^]XXX8_"U\3WP+$E\!) M$Y\FOF7-,RWYM.3;(N*KI)$[E_BTY-.23Q/?,WN8M.33DF^+B*^2?KJYQ*V4FN)9^6?
%M$?)4,_"YK]6GRJYKPT^2WM>0W"+B6?XL18 HJ M38*:!)]B_8DY4%H!U0KH-I+?T^R_W!RN%R__K8!J!523W\K)+^GCU(1-':0. MR[@;\K]C..39'?Q+TM16S9HN''$2FTMAL!
(LKM*TZ5S#*$*"!/!KZ!:V,)9M MRY3HBF'92\V)KAR6:9S:R.N./4?<]=?.:?$*AYR%<<#?.Z&_UVH>OH5'U%+J MJ]SZN%;YXM24/IRVOH02/?/$%\#6KLM?8CMW@#83 ,5?7L:@W;'(GV0#BY^]
MN+V2-3-O/.6>/W2\.>^<"X_B2TN655]GCS\?C-?PBMFW-((_/A4)SCY].;N\ MG;8^Z=SG@*%]15ISWO#.>7@;<)6#XWO!>"#<2L" C'[O'A*S/R MY6>^'WE^Q.'SO?
WFJS>++G&T_!+'RRZQUV@LO41S:5CL-9>&Q5YS>5BTEH=% M:WE8M):'16MY6.PN#XO=UO)+["Z_Q-[R2^POO<1^^2X.=P\67Z)\%X]9XJ#\
M1A99XL%^:#G()F&5IV\DN\K!*E8Y7,F)#LO1[+&KE%/=8R[HJ)SJ'K7$2F[G MJ)P)/7*5X^51]G@5:++?>#J:R(WL-YZ.(\D22R/(?G-I!-F?(JX?L\040?FH M)9K++[$*'-W???
I&LJNL@@_M[Z[F1$]'L\PJ>TO3[O[>TVE7+;&_DMM97OKN M+R]]]P^61_DE!'BRQ-/)/P/1P^4YP.%*KO9P>6YV^'2J4TL<+8]@2\AMM<3Q M\MBQO,3>7T)BRR4.EI"U*6H<-
%:A.APT5D$O!\V5G*CY=#3+K+*\]#Y87GH? MM)9'DREF[F.6F&+F/F])52CKBZ\VLHJK/5Q>[A\N+_V,[=>\,PWHW,,!J[_/=7/=^+ MWIK-QB@R;YTA#\U+?F_>^$/FU<0'-1/GCO5^,X6Q,?;?
QF8N"TSERG M#Q^YO!>]>O\N'#$ONVX]=/[+WYJ'(_R2F8._]WY_]3^1;[UZ?XMI4J;?,T\P M!.M%X;LW[/V[-[@"_&?T/KO%KA__[NM=/XK\X5OS@\NL'V9C9Q_V$?]N8_]F MKN00F.V%4?MWW??
MT.PY+K?->R<:&-& F^G$<)-YMGGV8 TP[P&V/QPZ(0;/ M3?C_*;=$2+UY7#,Q,OWN37?B.$_<+/U[;V??\?+;#G!*M?S(\3 ?X"T"Q_'H M))?^CKF[NULW<2?_YW^:!XW?EOGWBLY2#OAG>-5
Y.OE^>W9J=FY;=^>==YU M R";SMG)UYOSV_.SCMF^/#7/_GWRN7WYZ\W7PQQ5,8W 8&_OVX ML?>=V]RIUT]]*Q[*3)+O%I)&H]EH?O].?SK>;7S_;_/;N!\/FM_^[NS"Q@WRCWP]2^2GF?
NO1+:OX)2-)K!\CV$Z#6S@;?;]K]YWZDWB MB^DK4M[33?X(?Z)KOSG[=-ZYO6G? B((O,&HO?GU\O3L1CQQ^_G,S"+1R:UY M]1&8P.[N3X(XZ\)V+6"9O[\"T.#?1\RVU=\?O8U[QXX&
M^&CC'[^94BNP?-=EHQ 00?V)TFG>18%:_XX'$3;'5CL6>H1,NGD7V04U(_)' M2L=HIAI&J0Z2^5YN;7?W'U/)M(B?'W/X>>Y9?C#R1;HY-?>F(<#!^,2WIZ!K M^^SK?
X+]X_]8]_M/1M>>'PQ9]/LK![8<<@MSQ2,^"OP[Q"WN%?!Y=Q*?9^[[MU?M34&?O&69(S6"WD;WBRQ@X$:\CZ@%:>/Y]P$8I\OPCQ=65OU M'!QOYZ$?@?DG.P?
ST!G^%$0XX,Z=F@SSSGO_3W7TMOO01A9F))Z=ZN P>$P]B$/7HV"VSSW+-C MD$4.<\7&:)QU DD3N8(IX+G&79W?=,RSX:VD%S6&Y);[S=9 M29HDMMT*S_W?W_\V_[G ME[_;8_=X->
<^F'KN="M@D<#.3QW>]Z>YXUA2]H?3ZSX?#[CX_6LU-'TT]96XW@.*M9FNJ 4JH_+IXR-Y2,29=L#9]&,% M;ORY$?W[[K0Y6,VQCK/'RKX?!.+^T91C_"J97>$8Q_(8%SY(PNN![_%9PMYI
M__.OD[;S]WVKOY*CH",Y/4IQ#RC?6_7=O7E/9)4(>9?#1GO/V?_SEJ-0]_"\U1 \[(^::_(%;<>3< MH9D'LHN'ZS7BJN%,@%UT(FQE9GYB$9Q;*A(#A_?,CX['#8 FBL"2""^G"TT MA)-/<=B:F?
(84Y"BH#G 9HFV"2*D-X[6.ESMZNZ=]>&XR$?-D =W<)2?X6I/ M_!&ZT/'XK@NP& YC3ZID.:#FOS%"!%7D3*L9H8#/W9ML\M-^=#;=8/QGRP$ M'.LX0W0#GX5_[P@L^12 W(,;[YNW
0,5O5\S+RZNQ7?-P_V&>3N&WX5@0-W9 M.PH[FPV%9%^L"XX[^M/!/0!FMEK-1DMBYF%C5V+FX=YQO;E[=/"3^!4Q%C," MM>(!K P
ETV&4(_0@X.Z@!Y=_#L\,?)#;ALAMQ")OPQR<<*]YKX9PYX"LQ!>:UN1>,+OB?^B&[UF M6@-N_F=F[LY(4+JPFY+?&E-H44A3A:Z4.8V$\5"$W\)3+HZV MLPJG&$F,-.HG@(7@.?9
IZ(3L9TU+#FHL83<&+*Y1H.)S8")VR-$UN" M$YZ-&CDWNV-Y9=@+R;P?K6 M6PJ=5=:1^_JH8.<9D6HC8[HJ.#4[_K5ZP^U6K\8T:&0@,S%"[*42WA#NO9 M5ZMT7PLQ,)%6ESM#D:.M9\]'7
M96)F:E#W4;BU**"7PIZ#Q]+@4ZZ_,TVH50PBL]&43O$A#AV/AV$YFOYI?_WG MS?[!W6?^])!)!D_?=GT?#&-O"F)>P,R2A+#<_C+7.Q<77XIG5&6-VO+_2HQN,?T8 :L-_$ 66A?/)\,JSCD
N[]B$"ZQL=>_!D M2%:-*?K;D26+[W+'^'*L7R__KP2T\;(0RAP<#D#XV M2;-S3L .IY0C&8=XS7Y]W?KU]8=?E;-VJA]7V_R'>^Z[V\+5\P##FA OI1P M,A9AI X*]%;$UD!&0
+Z;XC9OD,V1F^\QRT0'YB)!3=%WGA*_4T='_1#O&BW MB&?A &-QJ &!_=V+ S+F4_<.<$5K8,BD8I M[ECX37"_+)H90!$KXWI<1%M$ M1"6S*X?< &#U 39R@:TY-#L"-,LBF%'P
@$DU)GF;6/BW3F0LI# DI;SU&!C M4=$/'C+'GMQ@SOF1X>[]EOSFO7Y;[_" M]A5%&=PTZW4I=6WG3FU"+"VR50]&D7I7DJ%Z0((U=5=DW1-%]\6L"K/)'-A) MOT3!?S$IWV?F?
Y86T4TZ+PK>BY(G]J;EWF: J\#ZFXDU,&_-=L"ZCO6;B8D-_M O27_F_FU8A<9&_-SXX-W LO0+XZL]0;M19^/6U/Q7Q@JE/+'P2EOA+YLC2Q M>-E=8!T_ZET.8@UV.2($60P!1GE\
(53,XG7VA=FS(20([S:0M/Z*P\CIC7]#_M_/2#M^;_G+9:NZUV(GH<3RAYR!\=$=8%6<]=!WNE!F,#Y#XR^B@.T>>/2@>I M$AP9I&%2MM5:HK/(P2=8=\, PO,KB$PGN]@8.W\->J_,ID+IE@BH
8PMKW1 M0R)SP/8;/;QZL_&ZQJS*/OF+J4@BR^<,63ZW:ARH!DQF@^#KM7E[9>S7CO1CGP$T>04?1K9/C)@2F).?Q892]VQ" 9'OO5C '(,67[2:=\FJPTX M_6M\1H;T;M*WF9W,SV1,
[U<,>!JLWX==R12V>(2[3V]-#=7R6TD)&$9_/NY M%W+>]T$(!J.=&NA @7G'W)B;OS1V&HTF2A#Q:_.UW,V)6($VDNX 11ML$BU] M6/6U\ZO< X9BLSMKU8YW#_&?
S)ZR*PJ[[QZE&LCD6*076:#=,L=3D8_*]>P='M=W&WLSW,OE:4N_C$7S)'X 8G)#6N&*;_%;! MA%8T%CL)?/E9G0&^Y0PL1R1!_M UN-2VBM5AJN7 C*1F3D-)/)%QDD:!:8D M\%U
]G_@TF0XX&FQUT=HVC$F-;?V4>^Y<_PX!(-\P#$%EK!V*$#\VIEZO_O[MC5JCT9@"9>.I4+[PX44%".6:K"'OL@02(S<2,U,[-2\9],)1"N['J827M% M,$F%?CP-W39@$J->FQ PZ]X-
JD4N++%N1U2&QNA M3A./'<^^,?AU.6KNF%\1$_$-66S$Q5(\&OCW__Y31N[EYM3&!%&*GX&AXU@E M/R9?5PU]L>I):9S ;E"^J-3BW5JC.9-5J>18Z> C!*;\)]?A^7<:]Y2_#HO$
M;H38V@=9%J:P(Z\O)=!\;_L'NTTS"$<$-!Z!UA3>FJ+>618X*0T"_UW M7."Z@[8(TO:0II6A(>+D-6-0P+H\X]8:#LAIJTK M/,QAD.7?$081]N14'+(R,PFQMD/(AJY:-A8\!B[H#LQANO/KF MT
]RK@"#=?TX0LJ939BEAS"??@B9>$Z,F<+ZF$FZ.6SOXC)C(1TH/.L9%?8F5N!$D*W: @%A A\+3 M @YS4+9"@T7B'23^),T+7;&W\ $5+77]P)O+].A^Z!JTL@" MAM^+,0P2<&9/VA]$?][8
'[M.A9A4 8K0K#=7*EH"*^F.8:U'=#RPDCYC]#1 M% <9Q](60!#9XQ1AB)]1.EP'HB;QS:D%.*V:A3(,I;A*8;FC^ MTFSN-(]22TSN1':*''$06C\<4ITB!-Y!&'/LXVW3/P5G?,-I@)0^)R VG'
M>.)>D;.JDJ[QS]_UUNS)9IZE*3!4N+B5 M[$G?27G/I&0C""EHDRAFH?A!"&(!]^5;P$9JQLS#6 4E%*[)Z7L4\(5?V-P" M,<*5S!:%=9A[8"
<:1MG]K(EKM0J!G'6]X9MP)+&Y.=Z2PR"/H"QS;FZ!U2QD<0O@J2Q>0,[8H)X/+U^>V4[M_XY!!T?A(LJYBF2H8CCT(DH4\,W0QVOMQ5$,9^TYJ"Z$E#5OEFEBC3W0Q-(% M._$0N[_45:;@3;(7Z#
[T/.1$-(IPW[U#JA/W901. M^"-7U!P-_)"G7BR;AQ9HF:)/6U87%IIP.?P/7KW'6=0FIF/Y09C5@+O PSP/ M7Y3HPH)GY)!@#6&F%\JEN>1.4GEL1XOLQC:RH'#!;IA'QPMUW%QC,\]Y.VPVIK&BV25AW?
=(=[G;?$PM M"EP)[*P&4+E*T#VJ&/8>+ [2F_/.'^;']LGMU4VE M$/:XN@A[N#ATOW8089$GG)R=G58*P+NMBB'MT>)@!7[[Q]DM@/7\Y$SQW6P" M+(WV.3W__ST[+)B4-^M+EX?/P*O+]M?
3VFV$J V*AE?VFB6 K@[\!E?NBHGK'[EZU:*#9> P-7+8_$4AE&FD',+YS\I5F6!$!P ,7 M_^F<4WIX>A X3>>WZIF;L\[7BUMZY.KZ3,P]ZIB5NJ-J28)%?2&Y:P7K],/7 M#I!$IY.;???"H T_K!CZ/\+03-
&_2LAZ4%WVWGR$/7GV[[,3L"C_/)."].8, M]4,JS0(.3TRB4E"OF/[=?(3U>'K6.;DYOR:&#$PXG2Q7)0 ?5HL'YV#]"/.Q M,+8/9-\M:)!"Y
'XX>_MB[/JWL+1"IC+2M'\$6:FA.A_S*MOEV:+/YH89V1@HG/1PA@EHKIE>0>$8;0YZN+ MT[.;3C4 =U Q]'V$P:D0]>;L0JC(@, =J4!?4)'R[4T;)* @)I5"UPJS[D<8 MG-<7;9*/ISB=]?S#UZJI(,
<5\Z:T'F%)7IQ] L;[I7U[>U8Q'^ *S/,7-OU: M3=2FP;*^K93EMPK(KA1='V'Y??M\=G-F_N?JJWD"/.'C.7HZ3H5+_]#X_)*\ M497C#]5"Y1SL'V$8 K#/_FW>7E7>L_>Q7HAXK:S;X+,7(058_^I[]"]1Y)#I
M[(.9H@PS3XW)4HP=\](W<3P5IK1VL2R9Q=' #YS_BL1S52.(14F4?9Y=F%*7 M8;FTXE!6]K(H?6E)_<>.<3N9R2G*K)FJ?Q=)GR&G7OSP7GDN*K"C,EJ_MV-F M($"]?;#,
(U.06@J$DOU@^BW#J@C9^7?WSAW_. +N\W\T]L/-[SF*F)\8V+@E;2T5/S BX0+8\R*X.Z'I#FG7E)@@H1 M^X&+41<>;&+6=5SLV00/BD5>EBN3P)TTCV70U5
M[6E7SHRH9;JYPZ[$;,>:+.8.D7#]$1<=/D1UI-KH%J!KRG#D^.49Q&TD3P[9 M#RJ339JYEC>&+>OFFO0Q2OK*8C_7;)=8U7+4CK'51O^T'@EN/U6+PM_L!L"K1N"GV7':/A:;P\1-IB5X"
M)%/ZGIR17=;A!$% K>5!'@4\&JLV)O($J#)0E33U][4YL,GBJLP-?;$T#D6C MMH1*?$TT* :J\:V82MK%L1!N]Y*_(WP_+F[:*&2+:(.DXY"25OG)GK97JSUE'FU/=6D]1W631AC&S:&-[6HH*
[,BB7^(@"PD2 MMI#^#,DAL(T1"Z*Q;)"WY,.@H15ND:JONV87ST7N':F@Y::"&+7'N7% @%" MDPV'XD:X=^<$OB=:"\G/;'['77]$Y%-3DTC0ZQ4FCT0!S9X@,>H/1SQRLL0G M'@I3M@>D)Z0)-
;!&P>P9!!C1E0+EW1US7+*I!6 *+1 >'4"7OHU-5PA:1>2 M8,,6"\-TP@2R[1%P<\L9T?2)+@M%$YXLH' /QO0]5+25G%YNF>7F^X7VM%_H M>?Q"$]X@[0YZ>0I91#?8?
8IND)86&H\H+=P>9>%$=F1*YEB$9>(9+;ETG(1J M; GPO&<@ UW?%QI_LD;BDD%[(0ZPJ69B.D[I(J5&<$Q?5,I>7@-SD42I@48$ MSLL0G:9JV6?
1U1.0G$8Q/'(9]I:D[I!@4O&"\5C#J/0@L4+IR\00%?;RO8_# MQ-0,95" 4(1'7#F?%$BZ8)J#HE* MSD\+BQN!&RL^.40N5/P0(3/QF6R/._FY;#L_\87HSSOYL?]79L=J:\)T*CZ,
M/K*)S_#!3/_MI!DH@"*0'4,)-Z5..IZ!/0)KT./%NB'WDMZ(H;K;9&[*D*N M*4M_KVS6P@LVS[PJON/C+'J;;+L&5%>JM*9J:L%)--G[2#JZXH#"[@*KA4NG MAN#EP)LCV?L7@^(C^97H^TR-
R9*>P6C2_17;?7G#U*9,M.7W9.LR:CEJMFDP M&QS/'==F<9A,0+XK_&S8 (\Z=6 '$F"%IE_MX)"!.)&>@FWW)/<3[CAG."(L[:H93@542@"=ZWSWB3CS)9GMA1)ZM,-TJ4Z06LEE?
OC4G]7Q[H38EID.0!3!TD MVJ&VOP2-H]W\8'7X!W'(YB.6E*?)LT/?YL/D.WW[%;_],*;+%*W:I2-4ZD,1W2$G89Z[MZY '=S@N05]NU2Z70F5,&"#[GU*B]'@$EL@/,_!=%WMKJRB@ [A@^R(7 @=M
M*_:N;[9J-SLIG9/+C;!1M3\1%KCT2T$U^JBA9 M7W<%KSO#I8><1W)8%':1)P]31KE/1])+\YBC+8N7#DR 8,1LQT_F0N"'-TEG MYQQKC[@U\'S71T>69@(5QPHEKN48@P'S/.
[*>\3RA:X/.*$^QXF(D:=Y>T6O M54P<\KUPX(Q"E>UEJ]R7A-*E<:7O=!/N-$.JJ38M%&BTJK-JM7289,992!\F M/IYPEF*0,'[_O8VXR"AP!GN%PEU1Y0^P)EC M]*EC[(2"S=JM5N&K%+-
GK"A[;6*X>?/PMYS3#<-8Z%A#UQL.JZ%YA_15-W9P M&!E9^R_M9-,OF8N#&.DQRD)-("4GXH1B%CQH6J[\FJ?>0% O!0>(Z<^6.!23TP#QRT B0B M8,T3%O-HSVU%42*KZ8-
03DIBB"DX*JDBQ#R:G$]>*H)F'(H"%YJHZ;NQ]O)4 M]JHSU_E) K2LJ$[CD5" #D,ZE"U#QP?3EB7F1?9^;2$$61:Z,CLAMQW)E0G MV'+6?>]15;YRXB?)5$#40[^+.)%FVHA$\0>>2:V1>3?:
[[JW:O9M@NJMA=F?;/98NPD/89,.5&)DG)N$=N5G78T E0: 40+ 1&4 M5]Z9LH@\E3 (PC9Y$$B_C,U[7+M>*GBM92K8B(V%TH6W',BB)RK!%$$U+!;I M1MS6,=(-N%%@QAR[-

*"5Q'+=_(^[.D8V(.&L7K6G$*2^5(!PNT1QI=E+W# MR#)R.3QQ[@^V@9!4CJ$"'!E1/J!C2FH4OU%7>.;!AZ8<98""Y'CAW&#G${(8T M1-&5NDUM]XC.O-,[_@-U^Z>/3W7]!U"W__14MS_&C?3OX "_P+W6;2UBL'_MFMWWOO#P31$F&'X]V(' MFAP0ZV(+WV1$2PDY(4+EAQC6_&4S@9NK7(>[*4,C.J. =_BJ"LTFZD$^O&Z MZ2M!;:-WO1(.EM=%DWU3E9=MGCWS6)OJ*8JG/+SL,WQ=:JE!(LF6\!$)_M53=I9+%<%?^@'D;;^U[ZRUUY5^EM2=+HE', JFGI9Z, .F!:R&;=>Q,K:0!# M1'G7M$^?6UOX!;O;0;KXT4AHY7F>OB^XF^XBWUX?k/8M0,R/C!A7/J1R*XI M%U+5:WH=;(.6D/B2\/1;-VVZP(/)?M(+PSU!FVU$k+B'+7<7_^CAWLQT5?D/^-MN7?"^FU.W1-V!U5-Y6(=(N1>I9_@N'CP[MNMKQ+8)A-[S7:>4!N96&>K'LA:..?]+-]2C+M+V]34 MN;S-G4QISJE-P9][6#LR%]L#V/]9>="8B#\O23CS4KJB(28]@#0KE9CIYT6 M!/J@?F/'>-LTA%=0C\U%FBXWJ"=UTY M[2J;Y(-%Y]^A;3;#]A[A82"D(4+__MS8N28K.P*_Y<+!];SA&IE&D%H]TS*)AZ,<.#<1(DU7>/%.Z^&H0-79.RG+?M%37XH0HQB&A6A68C:A274V3D)O@7(<3TN@\!\&/%D^~NC^.INQX'H'/#9;2LH6A[#1M-LM-3S$ MC 03PC\?O9M7!EE)X3/DD1B;C@CU6(:]2M&V-3+G1*:4^@;HNJ57M+P9'+2CG/*@T=V@_H;'-,U84]=N;1^OVQN2&)I-NH,CF+52]FDXQ1DK)3X0WHGW;+>Z8C2Q/I'1.220MDGX&8&&(5 RQ\A MCO7>2'(DY2#)_TW;KX-%C'DJ$28-J7.3^#F@71'%HDUR$HTXZH)9\H MG6CV:GGU^9DOEBV#L"U3Z8-707*-L;K8=*L#)NSMC#UQ ;*@A8[-M"C0%3>FC6Q& MLI.VU1VET[50/E(2D-CP'.R;UN!Y\6&)>C/IQ[)<+Y9@8@4I%FN20::*SZ\9 MXR@$XUCPA=QNLTMXD@-)42LU.ZSRY#Z!+F*ANY\DU[87],1#\,U5P*ML! EA M2TPN5&O3.YWJD2HEV0Y#G+/+&I&Q_4>Y;\>M@+G+PE/P_(54,14R:IL.M.D!LR"'~JE?O8=WNK3[\Q;GTL$F*77E?N%;.U00:1W MN_'!^;,.R7*=.DS%JB-H0T*\NX_L@Z&-(MD[2K:I.\0^CJ#D\T4@\K1HB5) MG)^^(]OAT"$*$'F3N/Y^U]L[4'ZK48A:9^RI N9^1IXJIE&0\Y H ME# WXC.M@ZM%QM((N4P'>2-9IMM.RA3.-EWPR;_=*K!M:@)1:fL4[RTA^,FI4/P>"L6?G0K%#WHCR2#_XD^8:K-/N7&5JL2D384'"* AZ.&6FC@E< MXQMZ_|N1#L<2K!W,8U!"$<$W*Q<))>\42F\MIRV9.]W:-ML8Z@W_]U1X8&! M>5_L?#M*G79(E_!!S9X\38.+NBK+TQ!{0/S_I>A*'0TZY\G6]6!$8=(L9 M!;G(',INV0,9K.<,8F&3T3[X%1+K\3LF+=+$,.>*&42V6*]<{1OCK'\&E\E M,F&"FFKB#2Z+R?=S?60?;&Z;Y9@\36_!@T@7BYZ M]4,#D[-(%3Q0-,I\[&V/ X)I2&\DD;WGN[A0X3UFD&S)GV=&ZAT_7^\"/8 M#8XGF 2%3/)+T>9 Q+68^(W,$2*U9E=X%U=A$Y*Z0(Y68U]%G]"4\RX6JKM2[9 JM3-6YJE8ZE*H_!94NR32CIGI.-K3K:("]7%Z;.XH8(ZB#0V,LP5]_>H MM)&UE=%0YG*D$G'P]6<&I&2@?\#5]Q6\X(ZR2WK8GF:KLMUQ5?0E8I=9T(M$2RK\Y@"AVSSB_9:W?HB_0P:V5WI550EASA7K]140G,LJ+S3B:(/W4C)ROOH M7R+-P4-_5!ZXGJT_RJ*tJ\#(0=]2+E+9SC7EEO*3>]N\]^QSC6B0T6 M(f.C2IW^G!"!PFXT>_0DW-/^L@A<6A'Z/YJ^:7 ML=L+7KQ7DELGH7#>=A/@$G.E$+:ZU*+ENM2'*D()R_YOO+@_M'^R,QWC%XG M&N^>I]*F_"=[/ *KU\CQ:.!-68 MS93S^U75-0A0+B>_)JB"'"H*M+5 5B#]VRFG&>;((9,8OH,=\"[&\%09[1BCU M"}#!TP'B.!;::-1=\Z(=H#V$?@\,1>,E-[_UQ36N>DJ!AVM9SELVVLOFFHHY ME2W*SCNMY_GS./$GC*.6XOOM"Y'MDI JKNTG"@?MG'U0"ESE_UTSV0\0-E MQJ"+2QO3F|6OOO$.*@X'25;(M24GM0*)%^4=#GL6E>19*JQ|EFN40U;$"$+4M M*F:1J%I0$TH\9MI^-N.HMC/"*JI H!I39OAV#>%!OGB14!M3F..GH6FI>5.B477Y3 M\M'8X)A1544[.\DJ[-3#I!<-_6*WO[$+;QQLD"!<$G&8$/>6C=45C;M&NW@3 MI{JU[34ZLU:(.D/QV:H;D?WOO:.^MK^5K;/YD*/"(PFF>D+J&C[;?/7XF:D<@LKS7E;-[75GC17)[A;&@G0PI_"WXL<\2B2)_M80*K6ID_?9]* 0:<3PD5\5(&#R/F1TX'D3MY*95'ZHKC:]RMBZ&<I'E%.#5]O(' M:FG[NDE.L;Z>6°%*]0@-]0YOB/H6HRX47]:(3A MP@15-48\[TU<%.GHU6"M:BB+%P@\IOAT\6#&^2.(IXR=_;_+%)R#2F=IN3 M^-Z-D4^6D,9'Z/19]JX;:-$."TZ(!*IN0SIXJ/SQG%(T]#VGS-W%)28@M\D5 M=G4QP O4KA.CNU,UFX[ZDD=!JQIM4*0D"3+Z+N3I9*FY<+B;!<9KCC.0(V4C MX5%,W##%T,N)2%N6.L_/5S%PR+IB5ZU5"8.>3E#XVJ9[HR,LDL#5:NH>!@Y9 .I=2% ?-F(GP\VRJ,:NINCZV:W 'JA"?)<>3 M4X?1VUT[^XW XM2F:G],1.!HS3S+%*14*0X 9/HK^'W\[].H<2:.F-(&)9UZ M-F>CUA!2@&7!>DW\+6KG75UT&J\'T5B+KNRWJ&X'QMXM7S+5);5QC0XD"=(?8 M6:<):,%YMJ93M&I 8/"'V:6_J9-,B\B/@E9*;T7U^X_W48>9^^4GZ*!O$H-S MGRWA1{0[Q.XT>+#\CIOFQK9,<*K'L]QM43(%UZM:. MC1U:P@=0O4<9MJSY)Z;;3&:=PX<S^YSI8 HK.*(S#W]^WS_[OO]2/6^>O[=3]?:OWGYZK\B9R*?(>G>Y]=M?>]J43^6+":8@%G^TSL];+0*$.H6]WW:X40K B(=<4R]P;082B. MR\V&>06,X"0#[AA-%]LF;!$1'D2PYGY>&SN\(!>6X7'&S2]G^*8P3"5C1$;1 M^T4Q-7<"X\97!PIC"IC$K(//@(KF_?A[/LM=BBU!CI9E%O(9K:/!5I=EKPY21 M39<#+1;;)RFQM!-.85PFVMNV;FDEQAHG%0O 1;TIU]0';D@2\"IJ8/T1XX/(`M^*$?#RAWP]A)9.6OZG M2T5BK>R9\@7]**-Q3DU-/!A#*IL-0C7 _5!%,Q\O\)-_KXZ>-(UTf ML@LD:3L3HZ1OXSQ>"R\"4WB1)3G"H_U=E^R0/D07;?G4]V^ZR:*H5P81O2->9'C=6 MS2E3<55)9!G>$$M%R>ZQ@=)=? IT.WMFEI R#DWO4^3=M)!115F$Z9"+R@X,"MC\4 I{(.\[8ZA3@"?2+LPT=_K\&MEF.!.&7;.DDW05R#A#A/4!V7:4%9Z_A MX+=\3K&Q>4,V6$SG5751R5YA2G93OXVXF'@T1'1,%|SR^59_YI,]Q^]DZA3 M&R=RL5HIG?H=*$Z8-SF5/X-BW_(=RCWN41C\Y ME4;?0VGTBU-I]*@V4F"X, ^D '+@HW]#Q_0(6E2M,CK8 4O1"@\?,J)'LTY"[ML^/WNBA>QU!@VZ[+>LJ,1KQ?=3M"WL#;=<6$Y+LG7'LBW>2K-_$/A(Y MH]<+(QD)5WUHBA!;Z,X2EK?P^'"&+ ,;\.'A#!34Z .<CP9<^ MFQ-6LAQ/X@:FN4R>LUAV#MXIV&>RGQfT1KX>D,/_UZ/Rl)^(RAV!6YX9JD'Q MF46"DKQH5.0OR'(3AF(TF9]3[6RIE0L9;N:,1"L91= M7A!ID256-9E.3147%3>*R\5MH!&/:-^8W]H&3A.PU!8>8 MG97WAD145,,O2D%5 #T1@Q]$PC0VDQ|C6_9"K99N7_F1/T;BODBW1("=F]&F M[S?C]H+"P,"994;W UA]YY (XZR8=',RD2>W'R8PA&3#U7OJMVLO_8$.OD_9M??=.B/P;4VGV+WFN*S<'5'G-[_M]Q:R@&<5:MC]Z.QBO&T?O?E&9:TG>O1}QSGM6(IL[>?#4?F**Y'!.$.>W0T}R!.:HVS*5DPY"CI9W]M$T_ ME(\8K$(6/6@W:CZ>SSR PI3'/MVK:K4#?5#)A*2D@O0-NXZZ>5U7]6^U2^77 MU?D^V(1+*)N*;I4N(A^D/JD?W5BNU^ MEMEAE_BJ2G 7,I5;*DFE/.#/KORXB]WL@,*#!>2Y#NZ<&RC:8IYE?_'-1CSH MXIW*C:J]%?-!-2(4N8HU,?WY)2/;!M9@Q>")S81V9B]FSXI M7B#A\PNO:W+ 9I2I_&2+=>OP2MX_N219$Y%459#@;) 12C]] .1+ME0O(4>C M82&>__V>^%4!'5>|\3ZBCP5/]-/K-Z\$1_0QQ45.GQZ?@Y^Q-P^ ;% 1V8L MO\SI^VW}@"DI("3:1).=25B]#B+6_;P_O&&XB0>X(W#/;.E)HD>E^>?]F M_X11H+GI6WBBK:1.I*G'I^L+L-$VX|UE3S_[UWD;_]H]3__*EU#"PL'H*BW M_I9\-LA-4#48WD5,DCBD;'2Z4I+]NA*K2G7>P57-F_,^:$,I("*^*D3Y^ MZRL]6>G952E3X;SE.S_XC&$5UN?X4-Z=<(3 24$ VI@D=!=6VGW700UO;1U MYX3C02GI"5 DU^]+@?X9766LCW"'*LC](14=RWI=F"2)Z+RGWE+?NL 2T,"D'-M& Q$&H+Q!8K+KF3W.$^\!+#<]-/2%[!ZE?1G^/ -=O-X H=]A>EM\)C0Z N5^ M6U)-%VFSR$ZQ0:'?B9?(S$/IBFAQ.A6]@-.-C,H_B?C)%KI955;GF+RPX] M>W9^P)MPU$_I4 ./]T,](LSOE5*]AETWK]^"(I]^I6@:[>WW?R07=S/6L!M] MI#0JZ?G(H8!_$^KPE@GW&'*^TO M*)$0>8IF0CX2V_[L+S\$BQ_O&X+D0?E&9:TG>O1}QSGM6(IL[>?#4?F**Y'!.$.>W0T}R!.:HVS*5DPY"CI9W]M$T_ MEC

D[T+NN>\BA6D-\."+2+\LI^A&S_T.:BCRF&H M54ENDS&!>A.*Z:85=8H2H4L]??ST,W_'!JEF.L!_:)'.2(].GL)6"DI+L^C8 M.1+&;?HXQ: H["5Y.;CGPJ^9]GL2I-
NOI+HX6O1HG"6X\$:2FB<382';/Q^- MFYV9Q8TQQ)F78>Q$&@>[X_=/GIP]_H3FY/=//CO[X@NR#[PQV.E>GMO)XZSB MYT[,\>+CT-- $H(\N-&?+37+$]#7(C=H(XZ__'M-]GJ[+=
<5EP-WU&43T$Y; MTOOKE5Y\? M &(2 -L/;?[X\6,:_X:,=VTP6@?&]R,19>AA*KV;(/$NS^ M[Y_?SLR=,XB?%Q'![G8Z4C3E^C2M0.BC5UCW'$L@E'$)?P%;]Z,6)34_&5
M_LX1QK!P:4[_95^=??;DTR\^=O2_4I[&3D;[E5^E;!]*AE<'R8W^C?B=GW7@.! MAV'&$!X-OM";V/'I;!T[_*%:_ AY,A W#(F/7*N.-+L$77[?-&A=0@9S[+T
MS/05ON.2U;G$'J3.8U<&M.CM3R&-;]'/2MQ-< 0H^JD"^.U#J'BTV<4=?$X=NEQO.!G8K41XW,[G=;LWSFM MSDPK+7^)OL.E;B'7#&1[Q^3I?>#WN (!F?GR
91[61GHF38%$X\R;YP.15S$OT*/&$ MTW;^0E;+WC;7JQ"Z6W+J-\9#M,[P'>[?S(L2359^:KQ1=&K+7)$YG)BG/ZFT ML4E(1'7.0Z&J)..TB!=F*_/B+0 OV@_!(663O*9FGJGE>9
@#AV9"_2A2L- MXO%W"2.8/R;:[D^4!ZU_]^>S0)V-$=WZ#NP1+:S9 R+'=*90\M$\LH&QA#U M9Y,$(^,B)$MAW>*JV=1\Y@CG9(C1CS.E<[[>W#X'7VMY!-S_T:7IUE'PWM92D-
<\8B2Z8S6&19_WY?>C?8^_'H M0([VTKO'A/\ QP!D\BXEKY& L-V3K\X^^0.NY?_KJS_D60K2 HG&;1>@QMVG M_F<+G;MI&C8-)Q*"!4ISA?>+YM/ 4]*D<5P]!JF7:!'S
MNAW*:=YJZ=F.://>DF",VU7B+?_ZK$YX@W.$+"1MS<$EC!;IOCRL *0IH3OO M@>,]IY.53^YPR@=,TD;!$KFCB_F[7TVK3&KJ+UJJW%"_I#_-F-0.K9U3#R+;
MEMUEB6[L!OZ]U"*M"\$E&4.\L[T01A-7-:KERJSOS/6.BI1H2&O!VQJZ==E7 ME%U-CF__!L?R'/Z/83)$L=V53_I9?;[=[@A5,S8B_@4U"6NH,5-HR#'J%1Q M(R!3-X_^"-
BGV&6X!D:'AY#L&($J0W\1?_H)M)76MH)R1%>"H%)@'9A;)M(M>H>U#,8[]"@Q72\G/!OT77^1Y]F/'2WP#G+84KU067!I029."&I_=@>2&'>8 MI:#$GB0:/X33/SQX?
F)2Z1^98_;0A.JIZ^SL<\+0GHZIJ>1NLG"'VUX+\=&AA#HCZWO_ /U& MFHO;34)H3@EIX$Y;0;'&XH8+ 1>>PCP0.04REI;RA@H=TOQ%W["C@U\QN5HE M70_^SN:2TT(E5(
0S/PRSFZ4# CI"F;G7/^P$>=%6;BM#\0TOEB_X M?U"X>O+U;#C1DV>>A:R!OP;&@H,DJ>0^"^=@:4&(KP,AUB#W>0(=+6##Q*P!+5!HP [W!#EB7N[)!0_R,I,UL6"'F6,"?YH80
M(J>J*\[AIA#A:PJ_5RBY;BRF6H]N@FI0GDCA*%4?R4,4*GC;270!$CHA'Q&W M*-XE@2O<.E[T(^GM(4'PP#IAQ@YP.P'[I$?E7=PIQ^A=_(P""U3/0PF>?,8& M=G+'LJ!BUX78+2EY.?
7W H-#GNTG0/]B=05\%45?1&%)%]KS3"CB)YNL48KW M_$XH8D*JV>>A4#6? *<3<(2NB?:9--3; 3AET;'9@@&.+ M,TBA%=6]ATF_LA__0D@ZU554YD -64U?=1Z)^S@0>.=/7ZVE$?
%U].*I(9N7 MD;DUOXH 3OU28G#LY&WBG>E<[,L2%195JIUUJ7%<)'./K5YX1X@/%&#[S+M- M/L;.IF4%7O!1*%3DN' 1NG]X)4)/SP)K(MX3L?D^GZP.]QCPKF)Z<*YGNH8'YQJF
^S(UD,R64ZT+$0<@:6VUMBO M*Y1-_,V+/?5[XO#XIO3_2?$YFLB1-(D)OI#)8XMMSP65MC!BC;':"$27Z!D? M7Q':: MV_YE.#U?9P7WZ?U#\:H+J6F-&O.(?
8\OR%64:^K=WH40N!$O(A>?P9%HD-"1QW#CH;XA&UX'I)7CC?\T.G6D9ZXGO MD>K2#+8C3L5=B4P&T0_"=09]@%'?E)6NCU&LKY&F]MXQ[PWQH.W[$,=_4\1H
MW+_WKNW]XDU=8"*O)_-D +;:+O[T<>!*"%;L.V[5]U,7=^'WWK+%[$5H:*O! M=)\V0M"^C&Q_LAAN@/?85)N!:@;:JZ]HC';."RT%&FF1A<]-I1()"[@&$C*; M8Z]
[1>$GHB6P8:"WKFHI!?6FP6F^?.;=,"F8I?U5IBOYMI@OSDP):,#=.>YB MU6+5/Q9'INB2/K='AC3;H74VU%V"'' -%"%BQ"-A=6MW9)'#>670A1EGZ*NZ3
MY1!BYMA\&AOO+Y()ZDL7Q_LW"S!^.W?BQ<;T-2'7)A(?2DFK(:^TLT6J#7^N M,/4MT7S0:*12[*U28^PEQ1=ZRV@;A=XT']VIR,2TT7PBK;' J"I$QM*<>6R>
M1:PIZUO)JEQLVY$,OPN5Y-#;G##&Z93(-HIZ+7&6P\SJE/+TC2%W&"O3)G$F MCL@@QH8O@5XH,5.#%I3;G;=UQD=0V%?5Z=,!]0SBD&A1D5C0)V.(%%F*L>>* M%;HLM+
(G_I%>DTF5N<#B8F.E74IB%=?2MAL]6("<:%6FE[%K6DNZX'*>+DKU MX7@%QO=R=[_7"B J%G.[M%8(I(5M%R1DX];CN24NGEY$1;N:!8'X.= ;1,9(M\I)2LHASSRLLY/9I8B@%M-
P%+=:QF^ZZV]]3!D58_&,/&_(*U$/LK*G9+V? MK7(;H 5-$8@G>H?IBR,:9%<"+E!5[H6"A+\P42Q1W1 Z[Y'*).YM;M[%A&)V M#A2T]7"D;N,-Y?-6"!7&/N#_6$+IH#Y)..G--
!^G\7P>9FPV3W AFY+*-:1- M0V$0HT35$/B=7W$:=C*7,CZBG2,E'R(?V3,R3UI(5H*K"\[IIX_#77:HKLH MO E]]/)=[0_\Y4T93U^&D22G(2 2B MYV!IK+B 3BA_B?78+RW([-!ZG.25
MN13!Q0<6:U+-"25]M0'EYFSIK.0H)Y!.[;G5]?M#?A_-F5(4F@\?-P<'!S!L\]4$KFDSO M?1>7H\65&@Z-GWC9%Z315)5 S(#SH*F@* =SYY]3'B:P^W AGVQ9S/[SLQK^ MC4S9:_Q9X-]
(^?G8':=U0RP"LM2Z(A8X^K$'H)TQ$$1AP]W-BYWXX("_4G;X M\IWBVY22A]E7Z!)21F?\?A') HV^B@^'WY;=HW59U)(,0=XDT/I4"^6_V\UQ MPL&EMT\)1/ST?
AE5&'M,78BRISA['M;1DTD*_&F4T61?8<##MDP4J,(]&1+ M8EYDJDO#:Y&+**+5%%,H_G1>B,CO*,^TEX=& Y4M4'OQT,&Q=C0;W3H:&C,[MTAA,EB62:?
O/R]T0>S%^:K"Y@5@1OG&^O#'SY/(O/E(XS,:XE5+I.Z/[1P[U MLFZ)?[#V!J] ED-(KIE#,(_I#):Z>[?2?=9>$*<@BH64-VV[?>Z2\\E*O#7D M'#>7CX@L:RT@I#Q+OJ[R<'G6M?
NB)KH-DDK(&:)3U")')4D(DVK3G&]'JA.T MHG,G!)-#\0XTE92:>,2R@H@FFIY_R7T]Y1)Q8*"2@<]QV=)M!7&J*9^#(QW0 M'!*ATQL#TQ)";!T P*C7
Q81WNM@].C]182@Y^K(I\"EZ!1D\L@<,<()7_\ M](U=0"'[IXR(+Q$W2@$4\1+R9K M<*;L.&!M(CXO8G*A?MC8!)/ /MD1-WQDR%^0)TE@-0[OTD?L9L;.\'?YC[;L MAR*"
[BAEET_L%UA@*%W/ %XE?,2IE]X+W'@28I1R'B_N)DR,A8<%$<58=9B: M2W/01M/I-XG<BQUAV.\)NB/K0YI8?3(1EA4FXP7(XK3"9>J-]=_- E9 M28$MV=\C]-[/)
[S?]QEQMSSB259V(+])=M[<6B0H=X$(7?J,:Z"8T-#[P>T MKJ(_C-L+CVTG'@X5&"%<2O1XZZJX;%KJ)&;21HW.S(Q.IJT8U]40X.OZK_ED M,A,+=2_+^*R$Q?IZ0D/FHL
RVBATL34&=WU+>M9 4OZ5G R'J_]*Q/]! *=I MTE;1A 06NL.>&5/J2RD&22UL=5I+M&XCF8_J:4^%'1.G;#E]W78Z$U?M#1<_M&I*'2(M71V\^_NE!)G73^<:2K125RR=CK%
[TS#E6HB9KPZ-< !_"3'H@C][' M77N&X3CX)GEX#Y,!)2WY"KKK2420W1H1S(Y/ZHEGQN&8^ M$6R+H'V) Q&7,7;!_74RB][GQ/SV\[H_.S%#* MZ[_'PK\SZ:K.5&QY*M50S"
<3KDGX.)W0-'FKW@J*EQA-(]-YN/$B&/ CM"B_MH9F^,WW&+N$9KG];-G];/V"7U4B)76 140LS MOA7'S9#T#[(J;ZWVHR#Y[IUKM.ZOFWEK_=L(S8M)2U1+-,W-",WN$?
_^[L]N'DW*"_UQ(= ,J0/+*8.8 M>U-LJWKO@]S]]J*M,1I??O)U()CAL/7/T^ZN8:#C%8[[:O0K:%MV6J_CJ> M%.'3A6CV7YG2.T;O-*>_?DX#X)=6:L"Y6X6WD(>F(#$WD((BVY=-,
(TR8GQ MT_P>S_SNJ*3DMZ\5VI5]JA+Q(DPE'!H+O<&G^7[@\UW1- %-3%9Z4Z)KVT(: M$%%J$(CF='/_I4'$ MN9O !9C#7%BAI&D[,I-;-
R!/#HKH.9S<@X<[R;FIL"BDFZ9=:/N0T%V+>Z@0 M9@%,!=1!SMU 95,H 'E*%!86PVDI/+2E(%N6"H^%9'.BSK4_!%97"OT&*QJO M ($. &YE:\B*3^)"_<@5Q].,ZIK-%KKY4T8>KEP-
RR\;?P)NR%J >[L=?8N6T@(WXZN1[VTBW! MM"\T$'U35CIJPU\DXPL8FR(C.&166K28((Z+V*%T]=-I<#Z0:S'MYJ MOZ+_"4#(4]WZP:Z'*7I$SJ5]](6%/3A-W$.;.,($@S5MD"
[N;5GT<#,_ A2Z MZ+.A\&^Z$7+9D;KA6(#&'UWHNP?>@/ZK]@Y,TS-("$V7P#V>YORAS3D"#&H(M;,%DR_KLD&EI0@VZ)OX]Z@$D@$G9 7NXH5 SJK(($U]=5%OF6CM-]$.;Z(@E
M"31IEKR! ;W:06'@N4>7(;X=3?BS:;-5ROJ(;;2 JA"%.]N[3W#OF0Y5@C*% ME^NOS#1Y_I4?"6$>V%.\KVQ*_G/(J*'D\>:76/@V8WV6_5<[NOX*/A1]2K0$ MVG-BN@XH()27
=J5//*UH3>41_0W):8+R@T<&?ZZ^O-WSW]X_NK\^^S5B]?_M=_;M^;,W+U^]9J3S0T0Y&TK_!:XEP^8D"9IUVJU3$?F3TY9L_=E514#QP!N_ M#K7&6/A9*!\?+QY<92S2?<;
<0+TR8LIN<IL&8@G)%R8?Q4N1H'R,P@34I& M.<]\J.''&[I,.<<;N83*-AVG5%03-IHXP-FKZ/:MU;)ED-W\U2 M"$_%AIDCI1O-
XY4VIM=GM,H@X17\V'O[S5(X6C03Y30F#H46D)#FJ/B(8^&84,5.A"7,]'&."NR; M)H-@$'"$H(A#&)AVY)'6>G^;ZCXF^W:HR:HF^L[+*V530.V*2[T,)V$O+$HN MP(7;0E0K]B
R@?!$3(^G,!G67#D3NZX0#R^2:@9IWKU>UURPG5S)88)\J'^M MU+VJ[2DJ\E.[HB9ME/CMF#&IOTR3-QY4UK"C=C?>X62B O"M^8U(XUNO3?CP$$[*/]P1*)*?1DN-
*L3L9!>N6(%JWC"(I%/ M.3W;D(J<8*P\6>>U)QDM>M-U!=_YJEP[EIG4'^IC7!=5+2BY/':^LK1$/VXA M]Z TLND7PE@Q0AI5J="7;:I0H4:5!VGXGMI(Q\9X4UV@L J2>/2@(%D.-_). M-
S^IM%@>++-I000_W&/O0 -C<1$XXMOYET('7Y6XJ'V/PB/%08IC)!2;2Q21!\8 MZSS4R4TI"-V M+2_WMUOQ0BE0PGW6[4W#9,VR[6-AUI7-==6UC48",0P?&VEG"Q(\(\:J#K(& M\?
$1&=C%+X*1QD+H<,3!HS!YP*L0H2."S4BD/%&>#'+5$]V9G/]-V7#AMY;/ MZY$#XV\CSRZP&*P6:PB;PX4I"A"Z&;]2?-30*0%@/!19,2_AE%$RO< TDO)?
ML%$+,Y>;!6*R>1RS)#39Q^ZO3]4&^_+ T[%] MSC_G2-?T?^\47EWZ_S=VJY++U)50\?H#L #H(=61@-FXJ7HR%!(62J0LUQ7$
MGI2\N:%S4B>/\A_Q69,2N3EHR=Y4H"5MHQCU7NF7R:T%':<+C?\S8-""FP)^ MS4.N#<0B-W5[PUR8WM!-5":)ZD#N?R.1.+\=,G1SWR5:LAKLD8LFT)JY*=61 M>9G?/.;^#?
F+=.LO&'8D1:A==$V0&2[.X=3 W@=^)P_]Z8E(*5M2=!@L=2Q MZ]I-%3#@KO] VI\)A0CX?N^GEQIF)7A 'JRITG]XN MZN?RYJ DU]AHHD@[NVEGU-5;.B/6HQ$T@J-
<*>OYX=6PQ(:\Y(,Q+3KNYHV# M4*WI'3E/>^E=8'_T.%)Q[EEK@A4:XNO/5%9TQ_<@S=VWHQ"7ZJD]?^*<,&V4 MA#R *F.&/3SDVNU:.K%O\VX6^*)TN%)"-
FF75XV:L"]R]:>"1G+,0*O9?+MT\>3"O)%L7KK?8NQ63^2[WE#/91IWD$M/"R1=NRI+,E@)I:]A#^8?W4);%PXC-S^,%@XO8\&D M"/X;#>5_)&%YK^DR;I)CE M'J=G\?%\V^4*-
B#>7K5^4O89.D/9L-.:5M79#8$Y#4I.; MY>02.<"PB@J%'U8238H M<&:9M\D#G66V%H?#J$0H2W)7J8[A5.> @1H1"4?W_N[_,>4KUZ+K$0&UEV7 MPNBY #E!.0UE5?
DE*K/T*D0?0Q3MS_#-68>09/*DNP,JKL\,/2R>--^(F\Y MG:5;-OT*>)/KMB:-%G,RFQHAQ<7"6F_KO'R^$&#P&L@&TD2K X,J)NLL^V84 M!5&,2_;;*XA>GRN)[J"P^.546?Y.5
M_EON\FK]?_ZN__\>/_[B=V$'WW_W__3ZN7OY_[/WKLV-&TFZ\'?\"H2WO8>] M 7$(@->QMR-DM=JCF;YM2QZ_>[Z\ 9)%$6,0X "@U/*O/YE95;@0(E2O D M-F+';@DHU"4KKT]F?E"_?
OMRB/:/8N7HX;%$^I,AH)TR)O-8,-<8DZ+ MN2R#_AU.PPZB#_].:"(0C\IO<^HC%/^9(@SR[UJD5\FUD7:$/M<19W_H>8Q> MYS)Q;ME1+$IVC5_Z+MG_8#
<%0;1#U+$%M='OI!>"VO3&[#=;&%5S4)-H4),< M&9W",ATK5_6VJ?[->T;/#>]MRITCTM7#]5Z.='M&_2YJ3H3()24U3=$U-_H2 M+U3/.\:!'1902&D:+/;!X26B7$UABVFH*G-#^RBVJ
MD =U]6VA+&@RI*B,N_L2WQ&Q<-$3BJX,+PR>(K*EPXZ+:"--/7L^61XB.5O+ MAA:6J_?P4N1DZ8)6GZCE@_/"6FV)G'UEJ:@/MS1E.$\V0X<;L/#12@_2=$@^
M,M>+O'*4URE;P.-8$6)08#=G-O=;\G;O&/T3N9E*')Q*KH;(T.9=81A82S"&:* MY![W%"5VQ8F GV&"]O/G!+-6HCE5R E8"MUY[VNJARO-< 5LGWYM^YS]C%J MV^?DUZ.(G=/?
Q<[Y=/WM'[W*A@\#W^[56^^?/KTY;-Z__#EYA_J M]>?WZON[?]Z]O_U<43.(KY/'_[]*%]BR+5.Y8/6]M*6RWCPTJ(3&1GD)'D("
M*>Z,V=F$(T*PX65>Q3W"TTH)10]3__HV\8K9_N/M__MVJ2?]3, \G]QU?>@NV&6BZKW-=5H&6WN,G4P>$]V[SQ!,4IZFX.X;PW\4FSG M,_SZC:XW]3ZBJKC)R_6*N_4-5%:O%EZ8K-
]-;A?_2V-N@,M,Z@+0Q]M(]3 M.X9M4(3Q ,8_V([4M(3ZY8']9.AJY#CXA?$V(K.$8R)83_$TX/!%]#M/>-D5 M!%;:H2R#B8C*J>5,R'.0\%9H,I\HAEJD(CZAAX%%=T$;L/0N$@(&7-
PPPK0& M3"Y-+JI"]X58YGL;V]|!+GX%I6?T4CD.^;NT7\F702Z>R#\Q%FL+),B#DY/" MVQ[QGN 6QW&CP9U^)9U$*ATN&:,PV5K:\EUN,4O+7Y9B2P7T$J9Y+NZ?&Y08
M_*X')G,2S/-6:"<7Z+J>]*HYG?K%_RQTWUCKN)."D+N#X!RF5443C6>*(: M^K/$P@3V*6H"&:=TH 6F@AJPBO.BR:\4FA1RP_%GBF:D4SS'#F\&<&+DCT% M#V?
+Z,J*CF;5NFBU55T/5YGA"ACI@]H(/X&1;M9&^LFOQRLA!REC?A ;\|-W MOWV^_NW]W[#3OZ@?OGS[= U&^F]OW^-/]U\^WKV_A@?4#W>?KS_?
MW%U_5.\^TX,/=U\^5])L7VVSW;-Y*.R0;M)H$[4!1, K0#!;8(]MRW]1[ES0 M$1X]]?Y:;7P-7]ZJ'^%"-(11>X\X1U]8M6]Y<03JN2G03U\7_FB*,:]K&>YX MRQ%9'_'*J/<67 +U_NL_X=\S
E,W>)P,OQ]!@UWOB7>;#(.X:P/9*'$7YH39 MG?VFNC0;7U-O$,;XA_HW,#!0"7NK81@G6%C\X2A=XH7':<8\\P@4*C1E'\#> M1]#6*%!_B<")_!48/17T2 '%_P%?&GLSON.W"\2%
MG"'Q'H=8V52(H>'X@ MGO/_9=BJ>YR9O-K ?XH#>&\'LD>L/(6F @?]V7OBYVST\LXY;LF+OTT,4B4- M<,4W'D3O>EHIVLMQJ_&Y3PD&,RN1EIO(X5!%C2?"@%ICD?@JX9MQ^_-,"
<@MDS"Y2F!XLZXYH]_>@%; '/XT,,4.0I,[B@P:0#XP: ? M5LQAC&ULQGN9#1@L0/$\E(W%7\&V@T_R(EJ!RB<9LQ&S)'#T7L)ZSP^ MD!5W(G$,,%?"&XCR<*\E;,P 1*;Q(GT P3*@%?
^9(SI@Q0IZ%:*4W65L._D) M44F$P2;H:>8CQZGH J@:G:P\!;XR?I %"%9)[=00A0_F7$X9"ZE=5E"$Q-1U M));=W3-A!ULP@GRNC&4!Y7W.P:]?
HRD%YIVNXWE_BPI'JO=7_]_R1;7&_UJ(M%#@:=\R"D6\/XT[H2=:O<-9/P&UX=FCA?,D)EQ2+]&<$9(FJYJ).A$--O6%" M&67CC(\U/K]D\B>P KYWGILO=]>=+I5P$,Y+S+
8C?">C.FYA1L*_#D,..?: M>'%O]$3*"2\PJD2%W^?H:>1I,-L1:/[T*4H1K9"W-O4)O46.U;1"HFP<3Q-4 MRL:"66&64Y1,(>KP^:)"_LQVN0*.GF+;AP7C)H6\NJ",-RPQ)(T2TRDA0\', M;
<\7N2J1#H6U,1+,;(L-6B7*M80KUI,YDH*MXU6+4R-%H^!X2"$EFNHU3XA) MW&%-G4I4&:4:V(@ 329.15"IY(V-0BI-]6L>9U!$33DA1-$A[8VL!$Q.@MMD M"Y1 'I*H&E?
T();263);K:RY56ITJX@CQ5QG'6\B+W@BYP7WV1Z+F@%[/ZCJ_<5SQ#63_#IBJZO%+M$P5LGV4H(3:3 M(E%/N32D@<4ZFM1RGA,U-60^%&TE:@++.D-2,Z!U4AJUF
A2[@/1*%NB&F5+ MG7193QQ[+$C3/OH]HJM!=_=ECN%/LNBR1/PV3194K2*J=Y4W?[V]M?OZ@W7[Y];>X1XK'R@U$L0]T8R[A_@/]\NOW\<(^I M6%^^WGZC:,;],:;Y0;@?_I=9OGJ;
[] Z^#P:E/SO+0)>W8E]1YN*XZ!X-1$) M,$-I;+T]7FSG0 TRBO'*'_ZKN&._(+_("XM<)!\!D@,]YDAO\%WG'&*Z\B7 M<0H8./OO'XP?
5KZ9OV.@_7P3^,#MOGW,2:)A]0&5G9^'_E_>J=>Q=569.8O8 MWI;S1:ER&#KZ2167(A(U^CPLO >;](F">]1 =I">:,ZL M>/Z\N8^%%J5ZX,69,D'^X[!AM-J:8?8UH]-
YF[@9WP38\:]1KZ"_4EB(%** M:_Y1;% +BP]83R9_P-<0P^^\9M3R"H28;@]^S#-0/GE#FPIAB@IJ*XP"X\?\ M^Y5^2L_]Q)L58^HK#(U^2VL/^JM>ROW$6GOJF'-'K(2NKYI)R2?
RHT#"-; M=6]6"($/]G=RR?F,*@U9O%O-2O(N+$@*"H^BI[O-..)T.FUMT&H5DCA%9U&A MU:^X6)>R_+T=_@$$3/:#7WG-@RCAXL""5C<[FIEE7"<3^[F4>J+9[+0WI>#D M]Z)
<1IPU5N'[VVUIQN!BF;?1U]HMXU)7;^I:OY^Y@67EW0\>SX$[#N<>=+1N M=F].Q"OSR?14C+O;TXQ^MPR,^]V-%X0\,;CV*51O,GMD&U*S.S3M&SU-[_1*
ML^>E4NAVV9M:H=NW4->[6JN7.85+46ET7>L9[4M=?5LS.V8U]+D55Y$K>:,E ML5[A(]';)C"HBZ7(R[Z/.EA8'?W4WK'MY>0/[WZ5Q6LG]J%UJHZAM3L9$CF9 M<:-
U>V4Q^\R.UNL=T= J;(I_B5HU$5I>MB%'"&YM@E5J,L?F*]]8P"P?$Q H MHR;J9'%H!PKRX8QF="H>H_5*XUG2!R"?.R5D,?>6(PPRWHT1F,T1:*15%CG4
MUOJ]\CC\M*ZYY62.KJ^((N79ACR'IHH67"")"<%5-,M#6?I:/VL,5H"SO(> MRR^.[$0RW"TW7,VIA!3V)WAI+M<+'T^]K M/3/C&;@8XNQIK=8^_-R57'T/[$?SU%[^773TV&OD>,&A
1P-LZL9_0)6R]N# M3Z2(?7WX672T09'@[-MCNA%%7U.JK= 0;/EM[4"LTF2.S43N9$V*B%X$ 6FJ MRP[M1FP,M%81M\RA;[->%C<5;D@1*-CQN,H*;3"?U:1HHH*J0#9L=BE*4$/?
M5?LMD@-:UE7WJAA*_HB19%YN0U[T/I^< 1OH]W1S&QFRDD4P.)ZUP&WHZT- M>@7\L2=GU7<1C2#^X,D.$F[9"M[9?G\??I1]+KU]L:D5[2H:Z)]9>!33O-W5 M].RM. %/U#6]6R
:W-%:686FA+P9:^^P0+W%)&.E T[.(R=Q%['1?2[[\7'EV,:MO][56:V/F MRZ;E[S4I+55SKW9L5VDR!\I8C9@QUF.4#!A)I*:.*DWF*/&Q7ZS 'G&%VG86
MB=*0VVU$AK_F,L]F$8CGH2VA8]!%P>TPBF_'$?0\6?#W"DNCQIH>3H.72\V3 M:+]3:3\VOK)@/EB#6'3%7@1L+&OO+WC3# 2ON35K.H?)5(DU%8]XZIK9,[16 M$7=-
:4^F=+LC24443"]MK_LF.F2[:VZ3D,@U4.E&";_=^5,C%LZ\4P*<3O=RRTU?.*)H M;X=_EIT2^CU--[:L=79 P5^JPKJ[[$TI./E9%=;M]#5]<+&%=8VN-LB&Q"]E
M]::N&;V*U,,XZ44$_FD&SC6)T2NKHV MR&9!U0K=KGM3*W3[%NIZ5VOW=DWQJ+Q*HQM:3]]'\Z=*KM[4>G6GA'(=B=X# M;2E;V>12*/*R[Z/>
[6C=P3XJVIUQIX0N&#>ML@!@==BFTI3+[L#E:96QC'G= M*>%<)G,AG1)PAME^L*?B,5I_VT:3A]L8L!:VY7=GVBG!-+3^MDTC#B<4M6ZV MO=;IO(]ZMFA N?
C*Z3HE=$%A*$MW@HZF;]O2XG ;HVNM4K9Y.F6G!*.MM4LD MA\S2S,4P-;U(6;O2^0[/NE."J;4NUW5QX<">?9W]J7V)9]HK00=1TL^6X+P4
MZM0[6NMRZS#JK8'6VTL%SO/NEM#I:8.L]SD[XL%+(?;-,LP"MJ/5+UX[N.Z6 M4%Z_7:DFMD+=*=G*1;5+:.@@Y'8MH5_E M6JX-0]/-2RQB:V1;LU9]3M5QX1N7VL7\:4?
7/TRBO6Q/?@\NAVMTZU"7>Z\ MG@EJ8\A<-K'#*E_@1KN[J_%6Z65W=K99J[QLW:AB@YMCM4WH@HU>BG8%AF;T
MBW>2.2A[[E:B^]A%MDW8O4%ME5G8A<="]G'NIXY67E[;A%XK#SYY,8T#K;[-F;UUVX32.I5+-9FZ;4(]F<-01RG;)G2;G1)89,>@BX+;L47XMFZ;
M4/Y3OYS)5(DU;1'ZU'I8$L,L3R)^B>;6^7^;[>W#\>8VW6 :MX]FX>B54&+6A6T MC]NJX+"="/*HJVY(<'X-"2HPQ;K_P(7W'UC3+^,W#_>79!=6 M?C)'\67<+'P?DSFM(&!A7
MLS]%_P1=&_0RL=!J]'[U@_9Q'!I5^=^HC',*!0GF'BGH[5?L>E'87;7HQ&\ M%P:JST8,"!8LHV.DT.@=K:N7I4Y%R8JH[K U!]*0[MPGX%\>8OP.O>B^IA=) MT[Q$>MAA:X[428/-
+3M.I<_6SCW0CIA:-YOV7M/*;CMS:E B&:9IE5N=,F<, M1B',"!2H A9D64&C9D?K76XAYL:KEO^V,:KATD?CY:+H M[$>9=(==N8H+.;.#2WWT<;0&^"!D:
[LX^F$I5<^H6GHN[GY$^2-"XR!KFU6>P*ECO)4-?-O!+*A9,,BQ%C MN?<@UW:^J!W0#1V$X7[VX.@UF>ZN?[G[>/=P=WNO7G]^K]X_?+GYQ]^^?'Q_M^^V>&&WO)_7][8>
[F[N'@ZLW%01S':#K4AQX*@^ N6%T>. A()_G)HJQ8D M>;LV^/>U-S#MW+I:NU2A/!*A>M[+ S1^$U1LOHJ#>> M2T-C*.*S%[+C1"):7:#BFEKVMC>E<";F*,!G@U[16WF7^%*\;
(U7+;]&KQR3 MJZ?1*\=3%O5^7^MWRM*D<07%YA#GH;>EM\.V'+\6.1 R5Q1KYT4U)W.2$/3Q MN(NA#7HU7&%/.W-L]O)>UD/&TO4)FCF*J9%M#E&3S2[[C*JP6MG5 MVH.-4;)S-
2@N'+6PK[,_M=F?@C!L<2T/%,'>XGPVA[$'?:W=V;U@]$E#^?O< MB(*V?^DJ9^^5&/K[(X:C*.KWB;+U$K@P9A-[9(>U65>ER1P(9/XUW:)$ \[N MJT^6LV#JFU:S%?=2O A=^
QFL_*_#>)UA='IPR]3F3:Q[8<' MB'GP5UA!VYK;H!<>>&/Z1D?K=VH;?V][@6;S;WV92Y@?W$ MCM-I3>L5*2UR^++^92*9+7?EU 8HV?A)8A)*;H5] XT![HE^D9TA"Z'G5RR\ M,:
[RTAO]?E=K9_L<'J^IVNM\M-P%%*PV.RM]-AVMU=UH_=<7\LR\M-B+UI4M(.DHAVZ'2E.GH#E\]?'F[OU8>,G7A6HNQC>Z5N>\AFG]F
3_$KHO8+!%^(J:)_A9M4*5'NBVJ'ZS'Q&OD.'D2_15?]NN0O+?U'XD$93W6X%H(8[%G*_8,H8 M5O_+;PM$$PP*S%#)SC [6O.P5!KSQ0,22;RQ$]N%';3)'Q!1P]2" QTRYH*! MXC96)
[\UHVZ9V@'651PA;3YY$[CAP&OC.#6RHY;[PT]UJ@'@B%K4@@9G8 M+HVY805PR$M4&;_GO@C4PM(!LZ[8;]5Q[8/SSDOF=;R2Z2BP=/P^,0:A0O+
M<5Z48#''7D/T.%X(^#/_=D.IRKPEWF"X+8@ZU474Z-4TQ$^ H/2YM 8H>TN M0&=2;-AG^*#G)K==V(I!^A->A Z&:2Z<,*@N62<9/+"0J&^1FFI;. M/8-'8
H,MF%F44KB\]0>36$]+^IH:KF/6.],M:*0(UQ@^B0Q7I3$P]"R73;> M%_TMG41L:"0-BV7#8^M/;M$7#;3CE0TYC/;\^UJ+//6<[#:U.83TC9]YL)D/ M1.>Z2058HP!H>,+
(AN@@)9GETLZ<*UWQ4\N3NW9!(W!$!SV.QC7D3 M6M['VQLTXHDEZ/$CH6VX >@/^8>0%(;\I\=^!R_/GK.]Q MJ0OJNNZZC+\6D4GJRURMQE\G/U%(QT95,6
Y4R.EQ_5"KA6^1K:MM'XLVN47 M%0N[TJ>XH@6[YCYZ)'OSU*SZ(KSF(HPV7X1(TTK=!6OT[X6-V$C1@0%)-Q4Y M"4!)0C[\0H]_7?@@ (@-4$P"8*M3_
U)SA^)2NS)B"TKI#'/((0E)K\6?L+;C XSD@D*"J"$ M;$DXR0*PLYVQ.F3P=VLLW('_6KA+_D#IC<.!8M]=B@4O\C<]" M3J'=D;,82T>?C7YPC*KBZ"IW@"C034N%5I:?
B&Q8N%IRC'L^6/KQS/0UN1 MGT0RC(PQ8MM]\AST.BYF#)300/'MX(] +&G$/XWJ?E/] MO((\/1KF$8;&Q/ M)LQ7T9#U;8P:2T^M%U#0[E_"GYZ%ET[-
A;M6%Z3>7#AOEC>#L*U\DR^: R^QIKRR0!-,74#Z>;/:\5SWN&)SZ#I1]]NBI-YX_M;_(POP,<-O98CUD XH/H< QWR_&H=:4"!#)RO,7X"KX+0AY#=W"/X+C5H>]9 MXR'=71?

980@:H?U(G&_V@ H?$2U@G^U?Z7':K_F#8#Q1) AMH<3HRQ0F\AI M@M<*+CL)C"GH0E>)NZ[.O*$-+"0}CXG|/3E);S3"_S3$U?KP^W44AXTFR,4* M<"L/9 >%OW#!B;_CK0%QY"@A;+OZ^_5G]W'_Z9=H+X""_F"@ MI+-'SN#YCL#8P"<(DA%ONZ8&\'E+KO[?P![@!SJAQ!0>?; M?GKPUZ;Z&X@R M9",C$@# 7F&63N#!TH&9H:\V-BWC%7.2)Y@DX"N^AZ@MN0QO$0*E,'XZ\9=I M(K"TS)(.0/^2PWZC>;CO8SH/)\>PF^>WS;5W\4$\;OV& %1$4T%BV$P\NTA MR5Z\% (1SN+>L^VCNQ&A'EN_;S">NR1_$@!)!GL%"?)?>XE2"0V#;0=`M@@^(;W$INF0A0=F"1^#$Z89[DQ#D*fO";"V7F![2*3"]B)M$5_W\%7"MZ+9/0/M"$DR0 M[QF0E1!P*-M"J>63/D%Z#O"D@##&P-?0D4^*1A$3(%Q25-?.G#JOCP6RW""MRA"=82?@7$&V'8H MF*(HE>%ML7S)53CM6Z+,CYR')C4%6"R:*DBOWC3,:*PNXTJ,3*$*T*7)0+O M3?4&?J-$@7P1M#\XDHQ4AB3R?6LG#J)?}$THX M2?{\4R(V&U*Y(}+/@\(RX864HLDEHOX'S'SLP5G>+GQX2%.O44*""V6.1Y$0F M]G\9XG$1,;,[[QJ41!V? ^C0*QL4X=&SM!;&Q00\;J=9&*;5L+E#,C&ZUOA9S% MR*U7@0<(P1&<207(CY. ATUD\!@-Q#:1NJ<'#/N"JZ$O":-SY*#6/;$Y;CC5[XP(-4JID1D#\-\F,@5I$+L\] MYO(H*[.-RIO2453/ (\@WW'R^<,>D-,7U&>]<|+^J M@GZD&SJ<@GK)3I00)72. TWRK*|@95J03/DRF^IW+$HL[:'?9&A7B;,O5TS\ M0OJ(O4M$:W'$}MZ^QW,"LE-;O-Y(M),)T?A3LHU' -<56;6,T) [M2^W1&%KNC/PW?1Q;OG M/GV1B ;[PGT7^^1CQO&JO|/(68;7WDW(-Q&WD$XVH!Y[,CD*^\Y&(,N>4+* M0&(^6C# M\'ISF1PDL!4)- 39/S,8-B%9I?A/2'¦\CD=.S RD4+Y&1B#ZRC5:0X)GH:F) MM(Y[).<79YF+;;*)X/[Y+$];ESM8(BVH0J"^+,*T8 M?$Q\3LW[&&(;E%2(*L"H_XCF@:++I&=1#U$UA2'*Y>P_J?UHSL+0^|4C.?1RT MQ>3@.$I 0<+ [,#+.^D)@)W&$7EB,F],)K*/ 9*?RS*;15>A)_Q?H$,%]@BO2. MI&R0IR80."NX6;DS_$'1]H[E>,":N!NC9WCBRlW8 [HKU(^IJ1;CW0(C(VC- M?GX5^L A?]]BW2'6U2LG M#H%.! (_F$#B$FDBF3RPZ+8?"A\"O!2P9<-\FE?8H$9;U(4[.B87M1NVE)"&(M6MY^A&[F"JK;7D%E]15$!O=0/@.0E(([Q%Q0CR@8)Q>]2FRGE)W/9A[\%E^ (1!5#5-7;M MQX?;]+V&W_YV_PM\8@PRFF]&9L0(]H:FHTJ>$1N(RR8(C4'"%HE]*S)-K 9X? M@26??R_GI/X3=O)/.##)SX""KS[%]"L"D=U(A$HZ^D=&&+SPS7N4")('YBQ0 M)U=O8- _&EH;_0&4!WXQB@U2GY)DA"#,0 4WL5/-\0N-$'T150&>9UXCSQJ2=8 M/:A M'S+M84E1*/)4{)09 *AQ7B/OC6?VOO3 %;6F;CL@0M$%KMU9/'XD<5V MJXXLEO7*V;\^Y,+S<[2#-(Y? 67Y0Y.]<+FY%HHIK";/CQDL@I7L4"9# MSV@@F)>;,:O[)S,$*582*ON3ZS MYE[Y2)(^UU1ATQ@IP;%9F%A@R ,>T3W'V*G8S7@SI855>K)8'2,:,L>&1? , M/<(#<'[(9$43EF^(47A,:&K9V%J*>)>$TE^7"&&#=V727F\-L& X*-^*\"(J)J20?S)'VWC-&6W8H_KD-IZ<-?8B]PV<&Z-D19M#@,FV MK4^L9"># HB%MDC6Y]4",">*'V"<]5(?7,D.#E7|><@3])=C- [!&+MR?:]6(F7H7*1E1@5;]F/ ML&Q'*.X6.LIQ#ZB.2'U&Y3]C1#Y4,E6W>;IS.F!R?PRV\85YOPR>GS-Z35G, M!3105 .B@A(H/61'HR|R*@N06AE>C_]!E/+'V/V>R1=[@1X6(T,N!% IS1" MX&8)_A3%V@A-(U(BXRH*46X$U1_!FO(PH04U%_)9*LQ$Z763A3.Q'2?!_>>6 M[4<>%WB<.39<(SH<[G.*_@1'@*697A2:A)8&\I#7$S2Z1YO:&!' 7DN#?VA1 MA ,3^\MRU28R'^*(O^=Z+Y804^D^@0]'Y-&766..[H"SOP@CU2<>)/A9E,%)$ M) :7!?$2*3]5PH 'C?G'$3(0!SA%5;*EZ,S>1 F/YB8Z0Y]&#G$E6B4X%! MQ$4\^S:H35A70A0S^3Z*4E2&@+8=)RLF1$%:$\7+/Y=6OB?\C$@GF>9?W0;IB MP9L+T!LRI#K$\VSB3E2B2"K=$BMC!DDN)P&_"E23@Z1@[\(QG.?!BV'3-U&B M\:V ?S6CX0/^-D+_W\5$V+[Z--#9228)P"D#0U 4E;#4?3Q CQ+5(R$#I^ M&_@2+ZMV+5$E0_*;^(6HR*E"$= ^ "VSJ*0&;AQ6O,)*Q52@*A(<(M81H?SD M:<8WA5 EW!-R*DFJF7+)X5LB!42$+9CU;!7$"">_H,P4L.>!A[MB;SIF-(A2KN@RS[>9LJ/K'>2[?*!#\[J7!_O,$__4Z^^IBW2?E7UK&+$B M'(- <8A(V39;T0=Y\$!OYDPRIT#.P+UHCA]9(9U53&@RE-8C/E,'M>R R U;]+R^&P_+CO\:NO%4=3TJYAMDY1#%|++<.ZL-.XP&7Z[4PX#_B>9;_MHJ1;.1;#!\)^OS$[32.&!\(@7? C%C\FAET K.3>D%O9=Y0:C#A9C#A<$*]FFEIG4%&<-M8-O0>OV2@.VVG7MCH.F#C)|[{2LE0@N<(:]"Z[7W$ M=RNY^%X6+GPI2Q^T-D;+SG7I.IC6^SCW4D$:LBV\JQS4- CNP,Q<,;0 -R[CL M+6C W1AL%$XKMV C=KD"J(:&/M@,O]JT Y5%-.PG&B"LID20:!![=&,ILB3>5^+W M&YVF\18&6!#9IU(BX9XE+2[5 L=]3&R) "*NR15#(MHE"GO/^BHL^]&D Q*D5)HE+B?O9R<<0(X& IRDP_FG/#G!PMT!S.$@EXI$;.L0-TV7B1E$7 I;J0H"\ 6A/61.4]-8.4@LK%#%IFHLY61AOW4WKQIQH#H$6(<-3U5%9'6_EA)$ICJ;WMLN,%6:H%I' M,UH9)TLUIM{3DP98I/K2NS\;!:;>?C52R4C/TI'+,-RC%.HI!!;ZH4"?C JC)C[M MBRU^TM5W+9]5^:4W]-;N4)EJEP[K[5SU9 |<:87X7 < JC;20^]IO?Y&0CMK ML(O>U0;]C7SFK+>@W]I8HK*+'W4E-((H>49>20&!SA-LFB&?[&/?NVR\F7X>.!A MZ8LK@6-31# 8@3*BM1K52$A.A3HK.L[J4:?,&E-7X'R<8XROL5QW0^+NVFGKHN MO977AL:XF>2\[+Q8)@=C.;ND3SO1'X+VM,PBZP M18.X>'C103"/+/E5X>-F[H5;_%Z(!G31)1!XM>23U+72">7TO$48(#HT JS: M;M0D&E=-J-6HPY[LI')Q\$77 M87/OI.REP'E8Z?);O+,W!V0?D5FT-XDR.+Q<$F]""E_"]J, ^]JT02OAHB71 ML1%;2+OPWAB+'X4V/2I*+CU$O9J57Q9PYU@04+6D9!U>=6D@OQ>7DY7)1BU:F&6_8<)\FR-NY3Z% (}EG75W2HV>;R!BA@) M;M8K]+).LI^36I:\V_%$^KM/9(#\8':]4%GB&F)4 L,5*^Q'+$;\%LF?8N_ : M;]JG_&I"6J=W#BT'K^[]WMJRN[QLHYKL5Y]N5P\#(Z1:.20))G6='"Z]_?XK MY]-Z?@L&E.@]O[9'/7*?#X*KB(W:0F(C=?!V3QT0YEVEK4A94)C#]7Y%I?"P@]-ZP MI5PQD]:+U,]RA4R5<';]C16.SA!=V-ZU*^D9P$GU75'$53[PW;C2D4O271SH MM*MUNA4%';ZKP!HJ^V-;3U+5V!M3ZL?&V]H@7V]@DXW0S.A4FE2IU_9?Z M-:ZOXWJA.F,6)L29+!SN)MZ+=_>87N]<;T;G*29:SK^2UPK+SWMT%GX#8 MDE5(@G0$3DD!5)(1.ZQV1*@R,-O&=A"#4^"GN9>8K"AW=#^%EZ\>F#]3/WI MEPWXS)A-;(0!#)GC/;_%*DI.?N(5BOZ^<)EHE11%ZI4X4A_A5X)$.2-W9,\M M1\8)Y0R+Q5[@4QWUQG-)K*(C_L,78KV?["QAC>+]*-CVQW93^[%D&9FJ' MZ@=K9#MV^)(:$*.]CO\$#^?#O^/L +5]["U5)=.K- :C?C@"J$Y!4PCLM M!84 =S PK-TF# ;\@H)2;P_32>CD ;3-G@.!\N!PXQ$546\-X^K7[,E3MEI M,%<.+2A/<*6\1.^NH+6E.9 'E*@$&X#1+T6L,J K(0$S&D!9!'R#0!ES'CY M04'19T /Y_*-54D$G5;=1""") ()VG410K8N40!CDNM9BC8L>4G(?VD4,2") M+R#:BA'1]!?X1>O,81UW?">I&R;IA6YHNPO8,5%7$;05VEQ$\X36]QCO4?1% ME;_X^L- }=!15Q.$8*PXGC:XM!";'6490UKT7Z3WY,7_UV8110>(@|$ R-#>Q MX;EQHLZF^GX=R(Y/M0 >B\?57:,/4'':5HRFE)>KGW]^&NAY"NI*|;SO<=;G M<1]?P9C8A([ANWJ3P*06? \JOT^45B;,,' 2;.KR-Q0{<6%?E"U0_GK;M3+*-5(:+,B:I%E>[(CZ;VQH]1G51 C'6ZB$CYILC*Q,/EIU_5U7PG?.Y^F MGQGN5/\+" ^VL.[Y6,,*:UJ3A-JC"Y? Z#!EGGG[RAC5+33\K!%PQ>YJQN0G=N:*5VH;6[F^$1YSKZAL=S>A>(EJK@3' MUZW["}1.:7F=@8_%-17;VG=3EE*&NNMKC;HE*5JKJEU!Z4IX)ZMK7]TW:!. M\O0,&VR;AM;9N89J\Y86(-)O[T!Q/G7V1ZK)!MVU M]3:6OM)/F=`*]H&I;^9F!?:\]T#?>J_HKWTV",C7M-@^,+SY*%UVD]I:TP]Y MV>_(NR$7P\UB,\TW@QC5D@(LSY8&+MHI.4)08,P^]HN]ONB!NJS'4Y5SY65 MPY21Y?LV\PD S8;#]16]WDATTX[Z!=O^6/WW B@')@R#1ZV!"6B^3)+B ML[#K^+@(7[!(D& [192H2S;M<*;KP'C7/E<#S>K3'Q-J/476;6K2_OC5[HL0A M40KS9P&OUAD^>U=45U!\5T'(FF^-$$WNLF?0*HE#6;#P?U$IP@ D#B5> 4B MAHQ]9Z,%;_=^ 'S^,4]S+>CF!@N.)DK2Q0BQY;\H21#.%GW.!T,.OJAD7K?=_M[*PK/;NWVHGBLU2K=K!WZ0I=F\@V]G5=0HAJUOV#RV9AW M67!Q7VKHL*.U!Q<+OC&U3N=B X>Z-C WEJ8Y\5WVLU]K+U4@<-E.]G:@:.;¦ MH9F,.0WE#!SM*W8&U#$P+WL/&KJA=GJA^US]@A@@5?O0/9P&'%'+L7 M^JT"A3CTNA#'"0IQ=.I"'6X6&OB>L*? D@@]@X';S<2>,5PL'N736];S<@-Z M 9RP/0%"=D/5=N'!$*,5V%G2?Z)0ENS84CP6K? J!)EN87GMPW!,; 85HIG& MT469YQP%P*K*,+>*UR:/. ZV!0*VV9#0+0WK$- LR2N64[A4CBG:C#KP2414^=X<2S_R,H=\F8HX6%7$O<.'^'- MX[*=6 @GA;&EL>,KS,<)9)W(Y0***^!?R'89%ZXTAG=L"[GN(3 MO(VUH-S/=GDI2L^.'=_>$O\>;!EK!'PS%EISK MH;+0#4WOE:7]E6Y]O599\O,;NM8Q,AEV:\) !YN'WLS4)MH8BSE.V/B'=[\R M%PNS"C/9]VSN MLY'-$Z>(;A,=/PY-*"VM-2A+S0]@M[I1EBO4,+56*=BM89:6W:ZP2>YF<\OV MJ0.&- Y$=,NP_9 /FX3/EI_I@%TA.-4@2Q27@B33-5V_V/H;#;Y?X9.74;VK MFZTI>+SJ?1?71;'3T@;&1D(!.QQ E ^>O]%(P&[S=U!X)! P),'M%E=Y0./H8M2#;>.CZ@ZYWIP!0R? 94P<&T5LKD[\52OYN+V$.X(6EW,_MT ;^ MQK5E.L;@1";LF=_"*UZ>^[Z_& .:H>;T 7&NDP%+0<\MR$Z*;XO/4AH_Q1G6P M(3!J2P(7TD'IE1/CT:(APX[" ,K&2&6Z]:60OV6ZRXL!W\!X]A/#,2MNZ"J M(C[\GJ?_I\+X,"+\;H;M"',P6,,7$=*'QP+/=9ES)<$^(J*5[LEGI4];R+YY MO++'E%GC](>EDGX2.RS"$+@R BHMPH"@0A*11"3@<*L9SI4@3%MEZ[VS0 M!#F>V.Q[5^D!)?^IW;^ZD6RU H/T-Y1Y,)N]Z'F%W_3VMC<]20G!FK7GMX7B M!,K?RY"I\CHR5?= (IL]YD>EJ]VN.="KP\&N(MK=$M,O2)BV>EHN9#+:GV12& M,./:\L63E:IEY.;'.4B"SJ+-253)P0))17J1TEAS!V0"[^S%@M"F1T61I8>H M>YKRRR* 30^H? 2GL*MP&*R@N5M3MQ4KZ8@53.)RK(7Y+P:,")?-,)/>/H*9L M-O=\RW]1X0?'>TF(RD3#UK.5#>?RC0*9'T:=^7&"S(!NG?E1K8M$4GAM1'F! M-K/? -4D0%WM^=UF<,.C*RWXU],6RV%QZ'@9HO4.!'!=;'PKD8E4>(($MH!3. MH>6@=-M6A3UBZY*DL(^V6_BBD3SFNB5<,)O;>PDJ4]0;I&TO-K\4>%Z?,KA-7IM+5!ZV(!6D8_ MRRXN9>W ;K]MBVWCKOG- *S33@K$)6Z+Z>O MZ8.++8ANF,U|K+U\TKC=BB#C1Y/%@X[6+9)]=QP!V&IMVROD8',QV["E9#V& MU=F9/4KC=S=+G;K7.Q=?OJS-#QXUD;">S/XFZ=]YKC&#:=TO!2O:MK@W99>&FW6*&5"L,FQ7T?%9VC-[56KV+U6;[6??# MI2P=#K[=NUB7:K>25DP!+F4FS)C1DN)8X?/"D)MA[JB77ER[9D7S*AZ?:V] ME5]]S$;;^] [$/K0)T#&T=B=#**=R8>0THQ9#HJL 1H50PN_;IU),Y@>`>E, ?>[.7>)E57=(.`M?:EUK.:7Q14!!GU9?#3{G4I3H$SO-+<,@Y4#V!$(O%46%.1,<\YH M_=+T.=?- Y19'5"K>O;]'V*&)NZ7UC *-V8\4E-N62QU0U=>,5EF4?=B7+8,@-M9>7>:UOT"H7!UJO4O:3"9L)E60]1EMKET=1.658?DLO;5&BWIQ4I*<K [P MB)5!J^_%=5^*4-- F)I9$T7EK_&@5/L]^7^N9&=7S M4]BYW/Q1 /K(T:*O(2B9+IA-;W@ZUK M[2P6^13[T=2Q$8K]]Y=RM(;[>ZN M:Z\RL3=R>@^74%Y^9N%1W"_MKJ9GKW_9W5T'E(\]= M+I@.*&\+8&'»)!^Q M>BX+U%N0CBOJ[5>9;1C:8+!KRF&E^:6^LXBL]+*-5T1**[WPG-JFI9./60XD M&D%*L:E:8>C;PP6O$!YZ*[CN,_E#&GJ,. K&[E1N;MK-MH#3>]MI-#2-1?= M@E WJX'1V4RLJW<@4X^W8A30:VF!UD;F?.84T-_I_MI(3E]4RO15^/,OU&@-MT4Z[;K1S@D8[_;K13K4N$K5!^Q:5TN !SYJJ_$W4S>6%6:["UO7H>68^-OX< M=)H]_I>HBYD5- YW#EF?M0;,;MSB#\0V858^:.DHT^08>8;<8?7LZ99LRFPBL_4;&@W"JGD"-MIE%$ZR?>@6Z IEU-M5Z SCK]?>&<<<73.R?/Y25F]TI3IZ.=,C]!Q?=%ZA$585DJ5%#M"/;*)D*%X!? %R*_< M>["B7=!%[0@6YQ=3^-U %LCPZI@1_I^F8;O'"^I7+VC ML6QB,%%-N;KMELR8"C$H4B;5>=+,T37!VL+.YM8U#.>5'"'P**R35@1]H*-/%C$U'(F M."#&-{N*^I;)H)!%W]T+3.B]YD;"D!6Y&-35OK8FBJ2&5&9KC=-2668R!91-MV62]FVX-TG%3B3_/$DY6AJ,&(ZAI,@#0N)@WL,?Y>O7O-7 MQPSM%3A^*U2!+%>0Q+\?0'E$[13O;RH__P4W\=T%$X>T!)3(TDMP':.IYY)# MD#$/TT'_/-83$T(O)S>S0(,$"EH.@Y%O$UU$KU?[6-;B5)8!C8E7$5=_HN2 M1*VHZU$K5@!7MVTVC10D!5N3_(A#)H\F#5%YH_?ZS7;Z+,/9RfX5S>8B 2W+ M!7H4D%:SPB]7-?RW $^@878TO\;1 M3G+>X3QlL+EQOL6'X0A%/G3^4)YfGCRWf'-_^=? B'!7*%@X] M5"!>EQ]ULV*_OF+CS_"Q$+V.J!Z.8%M\;Q3"JMW%!Y8^/ 5^"KHD*A!!NID MX9/S?\S0BS]D8W7(8"[G&&RS&4U_'#*TG!TV3414RJ>;9QEF1OZSC&DORMS I6"L97 M.L#.4H$22WVDX?BD**38;?:7DWSQ_41%HK&)_4X?$H*#"<&L=)1OZVXP{@.1HL@D"Q!0^H<37F&=2XG4J