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subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. As a result, actual results could differ materially from those indicated in these forward-looking statements. Factors that could cause actual results to differ materially include global political, economic, business, competitive, market, regulatory and other factors and risks, such as: the impact of macroeconomic conditions, including factors impacting consumer confidence and economic growth in the United States, and whether industry trends we have identified develop as anticipated; the impact of changes in the U.S. presidential administration and Congress on fiscal, monetary and regulatory policy; retaining existing partners and attracting new partners, concentration of our revenue in a small number of partners, and promotion and support of our products by our partners; cyber-attacks or other security incidents or breaches; disruptions in the operations of our and our outsourced partners' computer systems and data centers; the financial performance of our partners; the Consumer Financial Protection Bureau's ("CFPB") final rule on credit card late fees, including the timing for resolution and outcome of the litigation challenging the final rule, as well as changes to consumer behaviors in response to the final rule, if implemented, the product, pricing and policy changes that have been or will be implemented to mitigate the impacts of the final rule or the final rule not becoming effective; the sufficiency of our allowance for credit losses and the accuracy of the assumptions or estimates used in preparing our financial statements, including those related to the CECL accounting guidance; higher borrowing costs and adverse financial market conditions impacting our funding and liquidity, and any reduction in our credit ratings; our ability to grow our deposits in the future; damage to our reputation; our ability to securitize our loan receivables, occurrence of an early amortization of our securitization facilities, loss of the right to service or subserve our securitized loan receivables, and lower payment rates on our securitized loan receivables; changes in market interest rates; effectiveness of our risk management processes and procedures; reliance on models which may be inaccurate or misinterpreted; our ability to manage our credit risk; our ability to offset increases in our costs in retailer share arrangements; competition in the consumer finance industry; our concentration in the U.S. consumer credit market and susceptibility to market fluctuations and legislative and regulatory developments; our ability to successfully develop and commercialize new or enhanced products and services; our ability to realize the value of acquisitions, dispositions and strategic investments; reductions in interchange fees; fraudulent activity; failure of third-parties to provide various services that are important to our operations; international risks and compliance and regulatory risks and costs associated with international operations; alleged infringement of intellectual property rights of others and our ability to protect our intellectual property; litigation, regulatory actions and compliance issues; our ability to attract, retain and motivate key officers and employees; tax legislation initiatives or challenges to our tax positions and/or interpretations, and state sales tax rules and regulations; regulation, supervision, examination and enforcement of our business by governmental authorities, the impact of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") and other legislative and regulatory developments and the impact of the CFPB's regulation of our business, including new requirements and constraints that Synchrony and the Bank are or will become subject to as a result of having \$100 billion or more in total assets; impact of capital adequacy rules and liquidity requirements; restrictions that limit our ability to pay dividends and repurchase our common stock, and restrictions that limit the Bank's ability to pay dividends to us; regulations relating to privacy, information security and data protection; use of third-party vendors and ongoing third-party business relationships; and failure to comply with anti-money laundering and anti-terrorism financing laws. For the reasons described above, we caution you against relying on any forward-looking statements, which should also be read in conjunction with the other cautionary statements that are included in "Risk Factors Relating to Our Business" and "Risk Factors Relating to Regulation." You should not consider any list of such factors to be an exhaustive statement of all of the risks, uncertainties, or potentially inaccurate assumptions that could cause our current expectations or beliefs to change. Further, any forward-looking statement, including under the heading "Business Trends and Conditions" below, speaks only as of the date on which it is made, and we undertake no obligation to update or revise any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events, except as otherwise may be required by law.

OUR BUSINESS

Our Company

We are a premier consumer financial services company delivering one of the industry's most complete digitally-enabled product suites. Our experience, expertise and scale encompass a broad spectrum of industries, including digital, health and wellness, retail, telecommunications, home, auto, outdoor, pet and more. We have an established and diverse group of national and regional retailers, local merchants, manufacturers, buying groups, industry associations and healthcare service providers, which we refer to as our "partners." We connect our partners and consumers through our dynamic financial ecosystem and provide them with a diverse set of financing solutions and innovative digital capabilities to address their specific needs and deliver seamless, omnichannel experiences. We utilize a broad set of distribution channels, including mobile apps and websites, as well as online marketplaces and business management solutions like point-of-sale platforms. Our offerings include private label, dual, co-brand and general purpose credit cards, as well as short- and long-term installment loans and consumer banking products. During 2024, we financed \$182.2 billion of purchase volume, and at December 31, 2024, we had \$104.7 billion of loan receivables and 71.5 million active accounts. Our business benefits from longstanding and collaborative relationships with our partners, including some of the nation's leading retailers and manufacturers with well-known consumer brands, such as Lowe's and Sam's Club and also leading digital partners, such as Amazon and PayPal. We believe our business model has been successful because it aligns our interests with those of our partners and provides substantial value to both our partners and our customers. Our partners promote our credit products because they generate increased sales and strengthen customer loyalty. Our customers benefit from instant access to credit, discounts, or other benefits such as cash back rewards, and promotional offers. We seek to differentiate ourselves through our deep industry expertise, our long history of consumer lending, our innovative digital capabilities and our diverse product suite. We have omnichannel (in-store, online and mobile) technology and marketing capabilities, which allow us to offer and deliver our credit products instantly to customers across multiple channels. We continue to invest in, and develop, our digital assets as we aim to ensure our partners are well positioned for the rapidly evolving environment. We have been able to demonstrate our digital capabilities by providing solutions that meet the needs of our partners and customers, with approximately 57% of our consumer revolving applications in 2024 processed through a digital channel. We conduct our operations through a single business segment. Profitability and expenses, including funding costs, credit losses and operating expenses, are managed for the business as a whole. Substantially all of our revenue generating activities are within the United States and are aligned through five sales platforms (Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle). Those platforms are organized by the types of partners we work with, and are measured on interest and fees on loans, loan receivables, active accounts and other sales metrics. We offer our credit products primarily through our wholly-owned subsidiary, the Bank. In addition, through the Bank, we offer, directly to retail, affinity relationships and commercial customers, a range of deposit products insured by the Federal Deposit Insurance Corporation (the "FDIC"), including certificates of deposit, individual retirement accounts (the "IRAs"), money market accounts, savings accounts and sweep and affinity deposits. We also take deposits at the Bank through third-party securities brokerage firms that offer our FDIC-insured deposit products to their customers. Our deposit base has continued to serve as a source of stable and diversified low-cost funding for our credit activities. At December 31, 2024, we had \$82.1 billion in deposits, which represented 84% of our total funding sources.

Our Sales

We offer our credit products through five sales platforms: Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle. Set forth below is a summary of certain information relating to our sales platforms: Home & Auto Our Home & Auto sales platform provides comprehensive payments and financing solutions with integrated in-store and digital experiences through a broad network of partners and merchants providing home and automotive merchandise and services, as well as our Synchrony Car Care network and Synchrony HOME credit card offering. In March 2024, we completed our acquisition of Ally Financial Inc.'s point-of-sale financing business ("Ally Lending"), which deepened our presence in the home improvement sector, including specialty areas such as roofing, HVAC and windows. Home & Auto accounted for \$5.8 billion, or 27%, of our total interest and fees on loans for the year ended December 31, 2024. Home & Auto Partners Our Home & Auto sales platform partners include a wide range of key retailers in the home improvement, furniture, bedding, flooring, appliance and electronics industry, such as Ashley HomeStores LTD, Floor & Decor, Lowe's, and Mattress Firm, as well as automotive merchandise and services, such as Chevron and Discount Tire. In addition, we also have program agreements with manufacturers, buying groups and industry associations, such as Generac, Nationwide Marketing Group and the Home Furnishings Association. At December 31, 2024, the length of our relationship with each of our five largest partners was over 10 years, and in the case of Lowe's, 45 years. 2024 Partner Agreements: New partnerships: Belk, Belk Furniture, The Carpet Guy, National Alliance Trade Merchants (NATM) Program extensions: Associated Materials, Generac, Big Sandy, Jerome's Furniture, BrandsMart, P.C. Richard & Son Digital Our Digital sales platform provides comprehensive payments and financing solutions with integrated digital experiences through partners and merchants who primarily engage with their consumers through digital channels. We enable our partners to deepen consumer engagement by embedding payments and financing solutions, delivering compelling value and rewards, and providing personalized offers within seamless experiences. We also work with our partners to extend digital relationships to in-person commerce. In addition to our partner products, we also offer a Synchrony-branded general purpose credit card. Digital accounted for \$6.3 billion, or 29%, of our total interest and fees on loans for the year ended December 31, 2024. Digital Partners Our Digital sales platform includes key partners delivering digital payment solutions, such as PayPal, including our Venmo program, online marketplaces, such as Amazon and eBay, and digital-first brands and merchants, such as Fanatics, the Quate brands, and Verizon. The Digital sales platform has strong alignment with its partners through both long-standing relationships as well as new programs such as our partnership with Virgin Red in 2024. At December 31, 2024, the length of our relationship with each of our three largest partners was over 10 years, and in the case of PayPal, 20 years. The Digital sales platform has highly engaged customers and aims to continue to drive penetration and everyday use by expanding products, channels, and deeper user experience integrations. 2024 Partner Agreements: New partnerships: Virgin Red Program extensions: Cathay Pacific, Verizon, Newegg Diversified & Value Our Diversified & Value sales platform provides comprehensive payments and financing solutions with integrated in-store and digital experiences through large retail partners who deliver everyday value to consumers shopping for daily needs or important life moments. Diversified & Value accounted for \$4.8 billion, or 22%, of our total interest and fees on loans for the year ended December 31, 2024. Diversified & Value Partners Our Diversified & Value sales platform is comprised of five large retail partners: Belk, Fleet Farm, JCPenney, Sam's Club and TJX Companies, Inc. Through strong partner alignment, competitive value propositions, and embedding our products in the digital experience, we expect to continue to drive penetration and everyday use. At December 31, 2024, the length of our relationship with each of these five partners was over 10 years, and in the case of Sam's Club, 31 years. 2024 Partner Agreements: Program extensions: JCPenney, Sam's Club (1) (1) Renewed in January 2025. Health & Wellness Our Health & Wellness sales platform provides comprehensive healthcare payments and financing solutions, through a network of providers and health related retail locations, for those seeking health and wellness care for themselves, their families and their pets, and includes our CareCredit brand, as well as partners such as Walgreens. Health & Wellness accounted for \$3.7 billion, or 17%, of our total interest and fees on loans for the year ended December 31, 2024. We offer customers a CareCredit-branded private label credit card that may be used across our network of CareCredit providers and our CareCredit Dual Card offering, access to installment loans at select providers and our Walgreens private label and Dual Card. In March 2024, we expanded our installment loan offering in health and wellness, including cosmetic, audiology and dentistry through our acquisition of Ally Lending. In March 2024, we also sold Pets Best Insurance Services, LLC (the "Pets Best") for consideration comprising a combination of cash and an equity interest in Independence Pet Holdings, Inc. Health & Wellness Partners The vast majority of our partners are individual and small groups of independent healthcare providers, which includes networks of healthcare practitioners that provide planned medical, elective and other procedures that generally are not fully covered by insurance. The remainder are primarily national and regional healthcare providers, such as Aspen Dental and Mars Petcare and health-focused retailers, such as Rite Aid and Walgreens. In addition, we also have over 160 relationships with professional and other associations (including the American Dental Association and the American Veterinary Medical Association), manufacturers and buying groups, which endorse and promote our credit products to their members. At December 31, 2024, we had a network of Health & Wellness providers and health-focused retailers that collectively have over 285,000 locations. Excluding our program agreement with Walgreens, no single Health & Wellness partner accounted for more than 0.6% of our total interest and fees on loans for the year ended December 31, 2024. Accounts originated in dental practices accounted for 50% of Health & Wellness interest and fees on loans for the year ended December 31, 2024. We believe our ability to attract new partners is aided by being able to provide partners access to our existing CareCredit account holder base. During 2024 over 210,000 provider and retail locations either processed a CareCredit application or made a sale on a CareCredit credit card, and our CareCredit provider locator averaged over 1.9 million views per month during the year ended December 31, 2024. 2024 Partner Agreements: New partnerships: Bond Veterinary, Pet Paradise, Lakefield Veterinary Group, Western Veterinary, LaserAway Extensions: Bosley, LCA Vision, HearingLife, SCI, Innovetive, Svetovetring the year ended December 31, 2024 we also launched the integration of our CareCredit credit card with Pets Best, which is part of Independence Pet Holdings, Inc., to enable direct insurance claim reimbursement for customers. Lifestyle Lifestyle provides comprehensive payments and financing solutions with integrated in-store and digital experiences through partners and merchants who offer merchandise in power sports, outdoor power equipment, and other industries such as sporting goods, apparel, jewelry and music. We create customized credit programs for national and regional retailers, manufacturers, and industry associations. Credit extended in this platform, other than for our apparel and sporting goods retail partners, is primarily promotional financing. With our large retail partners, we continue to drive penetration and everyday use through strong partner alignment, competitive value propositions, and embedding our products in the digital experience. Lifestyle accounted for \$1.1 billion, or 5%, of our total interest and fees on loans for the year ended December 31, 2024. Lifestyle Partners Our Lifestyle sales platform partners include a wide range of key retailers in the apparel, specialty retail, outdoor, music and luxury industry, such as American Eagle, Dick's Sporting Goods, Guitar Center, Kawasaki, Pandora, Polaris, Suzuki and Sweetwater. At December 31, 2024, the length of our relationship with each of our five largest partners was approximately 10 years or longer, and in the case of American Eagle, 28 years. 2024 Partner Agreements: New partnerships: BRP, Gibson Program extensions: CF Moto, EC Barton, Daniel's, Reeds, Dick's Sporting Goods Corp, OtherCorp. Other includes activity and balances related to certain program agreements with retail partners and merchants that will not be renewed beyond their current expiration date and certain programs that were previously terminated, which are not managed within the five sales platforms discussed above. Corp. Other also includes amounts related to changes in the fair value of equity investments and realized gains or losses associated with the sale of businesses and investments.

Our Partner

Revenue Our revenue we earn from our agreements with our partners primarily consists of interest and fees on our loan receivables, and in our program agreements that contain promotional financing, includes merchant discounts, which are fees paid to us by our partners in almost all cases to compensate us for all or part of the foregone interest income associated with promotional financing. We offer promotional financing across all five of our sales platforms. The types of promotional financing we offer includes deferred interest (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest (no interest on a promotional purchase) and reduced interest (interest is assessed monthly at a promotional interest rate during the promotional period). As a result, during the promotional period we do not generate interest income or generate it at a lower rate, although we continue to generate fee income relating to late fees on required minimum payments. For these promotional financing offerings, we generally partner with sellers of "ticket" products or services or large basket transactions (generally priced from \$500 to \$25,000+) to consumers where our financing products and industry expertise provide strong incremental value to our partners and their customers. In addition to our revolving products, we also offer secured installment loans for certain large purchases, primarily for power sports and outdoor power equipment, and also offer unsecured installment loans primarily in our Home & Auto and Health & Wellness sales platforms and also through our other installment products, such as our Synchrony Pay in 4 product for short-term loans. We also promote our programs to sellers through direct marketing activities such as industry trade publications, trade shows and sales efforts by dedicated internal and external sales teams, leveraging our existing partner network or through endorsements through manufacturers and industry associations. Our broad array of point-of-sale technologies and quick enrollment process allow us to quickly and effectively integrate new partners and providers. Our five largest programs based upon interest and fees on loans for the year ended December 31, 2024, were Amazon, JCPenney, Lowe's, PayPal and Sam's Club. These programs accounted in aggregate for 54% of our total interest and fees on loans for the year ended December 31, 2024, and 51% of loan receivables at December 31, 2024. Our programs with Lowe's, PayPal, which includes our Venmo program, and Sam's Club, each accounted for more than 10% of our total interest and fees on loans for the year ended December 31, 2024. The length of our relationship with each of our five largest partners is over 17 years, and in the case of Lowe's, 45 years. During the year ended December 31,

2024 We extended our program agreement with JCPenney and in January 2025 we extended our program agreement with Sam's Club. The current expiration dates for program agreements with our five largest partners range from 2026 through 2034. Other income related to our program agreements primarily consists of interchange fees, fees paid to us by customers who purchase our Payment Security product and other customer-related fees, such as paper statement fees, less costs incurred related to loyalty programs that we operate for a number of our partners. Interchange fees are earned when our Dual Card credit cards are used outside of our partners' sales channels, and from transactions using our general purpose co-branded credit cards. Program Agreements Our private label credit cards, Dual Cards, co-branded credit card and installment programs for our retail and digital partners are typically governed by program agreements that are each negotiated separately with our partners. Although the terms of the agreements are partner-specific, and may be amended from time to time, under a typical program agreement, our partner agrees to support and promote the program to its customers, but we control credit criteria and issue products to customers who qualify under those criteria. We own the underlying accounts and all loan receivables generated under the program from the time of origination. Other key provisions in our program agreements include: 1. Term Our program agreements typically have contract terms ranging from approximately three to ten years. Many program agreements have renewal clauses that provide for automatic renewal for one or more years until terminated by us or our partner. We typically seek to renew the program agreements well in advance of their termination dates. Some program agreements are subject to termination prior to the scheduled termination date by us or our partner for various reasons. See Termination below for additional information. Exclusivity Our program agreements are typically exclusive for the products we offer and limit our partners' ability to originate or promote other private label or co-branded credit cards during the term of the agreement. The terms of our program agreements with national and regional retailers and manufacturers are typically similar to the terms of our program agreements in that we are the exclusive provider of financing for the products we offer, or in the case of some of our programs, may allow to have several primary lenders. Some program agreements, however, allow the merchant to use a second source lender after an application has been submitted to us and declined. Retailer Share Arrangements Most of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partner if the economic performance of the program exceeds a contractually-defined threshold. Economic performance for the purposes of these arrangements is typically measured based on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses). We may also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). All of these arrangements are intended to align our interests and provide an additional incentive to our partners to promote our credit products. Certain program agreements set forth the program's economic terms, including the merchant discount applicable to each promotional finance offering for credit card and installment loans. We typically do not pay fees to these partners pursuant to any retailer share arrangements, but in some cases we pay a sign-up fee to a partner or provide volume-based rebates on the merchant discount paid by the partner. Other Economic Terms In addition to the retailer share arrangements, the program agreements typically provide that the parties will develop a marketing plan to support the program, and they set the terms by which a joint marketing budget is funded, the basic terms of the rewards program linked to the use of our product (such as opportunities to receive double rewards points for purchases made on a product), and the allocation of costs related to the rewards program. Termination The program agreements set forth the circumstances in which a party may terminate the agreement prior to expiration. Our program agreements generally permit us and our partner to terminate the agreement prior to its scheduled termination date for various reasons, including if the other party materially breaches its obligations. Some program agreements also permit our partner to terminate the program if we fail to meet certain service levels or change certain key cardholder terms or our credit criteria, we fail to achieve certain approval rate targets with respect to approvals of new customers, we elect not to increase the program size when the outstanding loan receivables under the program reach certain thresholds, we are not adequately capitalized, certain force majeure events occur or certain changes in our ownership occur. Certain program agreements are also subject to early termination by a party if the other party has a material adverse change in its financial condition. Historically, these rights have not typically been triggered or exercised. Some of our program agreements provide that, upon termination or expiration, our partner may purchase or designate a third party to purchase the accounts and loan receivables generated with respect to its program at fair market value or a stated price, including all related customer data. 13. Buying Groups, Manufacturers and Industry Associations The programs we have established with buying groups, manufacturers and industry associations, such as the Home Furnishings Association, Jewelers of America, Kawasaki, Nationwide Marketing Group and Polaris, are governed by program agreements under which we make our credit products available to their respective members or dealers. These arrangements may include sign-up fees and volume-based incentives paid by us to the groups and their members but these agreements generally do not require the members or dealers to offer our products to their customers. Under the terms of the program agreements, buying groups, manufacturers and industry associations generally agree to support and promote the respective programs. Synchrony-Branded Networks Our Synchrony-branded networks are focused on specific industries, where we create either company-branded or company and partner-branded private label credit cards that are usable across all participating locations within the industry-specific network. For example, our Synchrony Car Care network, comprised of merchants selling automotive parts, repair services and tires, covers over one million locations across the United States, and cards issued may be dual branded with Synchrony Car Care and partners such as Chevron, Citgo, Napa, P66, Pep Boys or Summit Racing. Under the terms of these networks, we establish merchant discounts applicable to each financing offer. In addition, we also earn interchange fees through credit card transactions outside of the program network. The Synchrony Car Care network allows for expanded use outside of the program network at certain related merchants, such as gas stations. Similarly, the Synchrony HOME credit card is accepted at participating home-related partner locations nationwide. See Healthcare Provider Agreements below for a discussion of our CareCredit branded network. Dealer Agreements For the programs we have established with manufacturers, buying groups, industry associations, industry specific programs and Synchrony-branded networks described above, we enter into individual agreements with the merchants and dealers that offer our credit products under these programs. These agreements generally are not exclusive and some parties who offer our financing products also offer financing from our competitors. Our agreements generally continue until terminated by either party, with termination typically available to either party at will upon 15 days' written notice. Our dealer agreements set forth the economic terms associated with the program, including the fees charged to dealers to offer promotional financing, and in some cases, allow us to periodically change the fees we charge. Healthcare Provider Agreements We enter into provider agreements with individual healthcare providers who become part of our CareCredit network. These provider agreements are not exclusive and typically may be terminated at will upon 15 days' notice. Multi-year agreements are in place for larger multi-location relationships across all markets. There are typically no retailer share arrangements with individual healthcare providers, national and regional healthcare providers and health-focused retailers in Health & Wellness. We screen potential healthcare providers using a variety of criteria, including whether the potential provider specializes in one of our approved specialties, carries the appropriate licensing and certifications, and meets our underwriting criteria. We also screen potential partners for reputational issues. We work with professional and other associations, manufacturers, buying groups, industry associations and healthcare consultants to educate their constituents about the products and services we offer. We also approach individual healthcare service providers through direct mail, advertising, and at trade shows. 14. Our Customers Acquiring and Marketing to Our Customers We market to existing and potential customers by collaborating directly with our partners and providers to seamlessly integrate our product offerings within their distribution networks, communication channels and customer interactions. We believe our presence at their points of sale (in-store, online and mobile environments) enables greater conversion rates, incremental purchases, and higher overall sales for our partners and providers. This dynamic also enables us to acquire new customer accounts at a discount compared to the traditional methods of acquiring new customers. To attract new customers, we collaborate closely with our partners and providers and apply marketing expertise to create integrated programs promoting our products. Frequently, our partners and providers will market the availability of credit as part of their advertising for goods and services. We deliver our marketing program offers, such as "10% off the customer's first purchase," and consumer communications through a variety of channels. These outlets often include in-store signage, online advertising, retailer website placement, associate communication, emails, text messages, direct mail campaigns and advertising circulars. Our marketing channels are often a combination of television, radio, print and digital marketing which includes search engine optimization, paid search, social media, display, personalization, capabilities and product education. We also employ our proprietary Quickscreen acquisition method to make targeted pre-approved credit offers at the point-of-sale. Our Quickscreen technology allows us to process customer information obtained from our partners through our risk models so that when these customers seek to make payments for goods and services at our partners' points-of-sale, we can offer them credit instantly, if appropriate. Based on our experience, due to the personalized and immediate nature of the offer, Quickscreen significantly outperforms traditional direct-to-consumer channels, such as direct mail or email in response rate and dollar spending. Customer engagement at Synchrony is driven by our growth organization, which encompasses marketing, data analytics, customer experience, product development, incubation, branding, go-to-market and commercialization teams. Organizing these critical disciplines into one cohesive group helps Synchrony drive continued growth, execute our strategy more quickly and deliver the right capabilities to partners and customers through one of the industry's most complete, digitally-enabled consumer financing and payments product suite. Marketing and Data Analytics Our partners leverage our expertise in financial services marketing to complement their brand promotions. Our marketing teams offer expertise and experience in omnichannel strategy and planning, utilizing a comprehensive set of tools and machine learning algorithms, often tailored to the portfolio or product, focused on expanding and optimizing customer relationships. Our proprietary access to data and insights from our approximately 70 million customers, as well as additional consumer data from our partners and other third parties, allows us to meaningfully connect with consumers based on their unique attributes. Our data-driven approach helps us identify audiences for credit acquisition and utilization, increases sales conversions and provides behavioral insights that help increase product usage and reinforce our value proposition. After a customer obtains one of our products, our marketing programs encourage ongoing card usage by communicating the benefits of our products and value propositions that help deepen the relationship with the customer. Examples include promotional financing offers, cardholder events, product and partner discounts, product upgrades, dollar-off certificates, account holder sales, reward points and offers, new product announcements and previews, and other specific partner value offerings. These programs are executed through our partners' direct-to-consumer distribution channels as well as our own. Historically, these activities targeted to existing customers have yielded high levels of re-use of our credit products. For example, during the year ended December 31, 2024, approximately 62% of purchase volume across our CareCredit network resulted from repeat use at one or more providers. 15. Technology and Product Development We leverage information technology to deliver products and services that are designed to meet the needs of our customers and partners and enable us to operate our business efficiently. The integration of our technology with our partners is at the core of our value proposition, enabling, among other things, customers to apply and buy at the point-of-sale, and many of our partners to settle transactions directly with us without an interchange fee. A key part of our strategic focus is on continuing to scale our multi-product offerings to our customers and partners. Our products team oversees the development and delivery of new products and capabilities to enhance consumers' shopping journey and to anticipate the evolving needs of both consumers and retailers, while providing scalability of products across our sales platforms. This work encompasses investing in a dedicated innovation team who collaborates with our partners and prospective partners, to seek competitive advantages in the marketplace and to maximize opportunities for business growth. Our product suite includes Synchrony's Pay Later solution, which was offered at an expanded number of partners in 2024, including JCPenney. The Synchrony Pay Later solution comes in the form of a pay monthly product, as well as in a Pay in 4 product that charges no interest and fees, and requires the consumer to make four equal payments to pay off their purchase. Both products enhance our ability to execute our multi-product strategy which is grounded in identifying the best product for the customer and our partners to drive profitable program growth. Digital and Mobile Capabilities Our organization also remains focused on investing in key technology to broaden our digital and mobile capabilities, bringing to market new features, channels and experiences for our customers and enhancing our existing digital experiences. Our digital capabilities provide a range of choices for our partners both in the product offerings available for customers and in the ease of flexibility through which their teams can integrate our solutions. Our customers continue to demonstrate their preference to interact with Synchrony through these digital experiences. In 2024, approximately 57% of our consumer credit card applications were made via online or mobile channels, and over 75% of our consumer credit card accounts with an outstanding balance had activated digital account servicing capabilities. Our approach continues to be focused on creating exceptional digital experiences through all aspects of the customer journey, whether in-store or online. For example, by leveraging our tokenization platform, we are able to offer partners the ability to display single-use virtual cards within our installment products (such as our Synchrony Pay in 4 product), allowing for a seamless in-store experience that does not require any integration efforts on their behalf. In addition, we continue to expand the ways in which our customers can access our products. Our Pay with Synchrony mobile application available within the Clover point-of-sale platform enables our customers to apply for a new card or installment loan and complete the transaction all within the Clover digital experience. We have also expanded the provisioning of our products in third-party digital wallets, primarily Apple Pay and Google Pay. We are also focused on enhancements to our consumer-facing digital properties. Our online marketplace allows our customers to shop a broad set of Synchrony partner brands, log in to manage their accounts, and access Synchrony credit card offers. In addition, we have added several additional servicing features to the MySynchrony mobile application and enabled login access across multiple Synchrony-branded credit cards via the mobile application. Loyalty Programs We operate loyalty programs that provide rewards to our customers that are designed to foster engagement, drive incremental purchases and promote customer retention. Many of our credit card value propositions include reward offers that accrue, typically based upon customer spend, and can be applied toward a future purchase, or in some cases a cash back or statement credit. 16. We continue to support and integrate the Synchrony brand into our partners' loyalty programs, which are offered to customers who also use non-credit payment types such as cash, debit or check. Leveraging multi-tender loyalty programs allows our partners to market to an expanded customer base and enables us to connect with additional prospective cardholders. Commercial Customers In addition to our efforts to acquire consumer cardholders, we continue to focus on acquiring small to mid-sized commercial customers. We offer these customers private label credit cards and Dual Cards that are similar to our consumer offerings and our approach to acquiring these customers is consistent with our consumer strategies. Additionally, we continue to focus on marketing our commercial pay-in-full accounts receivable product that supports a wide range of business customers. Customer Service and Production Services Customer service is an important feature of our relationship with both our partners and our customers. We care for our customers, value their opinions and attempt to resolve customer inquiries and concerns during the initial customer interaction. Our customers can contact us via phone, mail, email, eService, eChat and social media. We provide service for all of our customers through our eight domestic geographic hubs and three international call centers. We maintain several centers of excellence to ensure the quality of our customer service across all of our locations. Examples of these centers of excellence include back office, quality assurance, customer experience, training, workforce and capacity planning, surveillance and process control. In addition to our customer service teams, our service delivery solutions organization oversees personalization, fulfillment and delivery of credit cards to our customers, as well as printing and mailing of credit card billing statements and other communications. Our digital channels also allow for our customers to receive statements and make payments electronically. We continue to encourage adoption of this option through regular communication with our customers. We utilize our third-party provider, Fiserv Solutions LLC (a Fiserv affiliate), for these production services, as well as for producing cards, statements and other mailings for our deposit customers. We also utilize a third-party provider for our paper payment processing services. While all of these services are outsourced, we monitor and maintain oversight of these activities. Our Credit Products Through our sales platforms, we offer three principal types of credit products: credit cards, commercial credit products and consumer installment loans. We also offer our Payment Security program, which is a debt cancellation product. The following table sets forth each credit product by type and indicates the percentage of our total loan receivables that are under standard terms only or pursuant to a promotional financing offer at December 31, 2024. Promotional Offer Credit Product Standard Terms Only Deferred Interest Other Promotional Total Credit cards 60.4% 0.2% 13.6% 2.5% Commercial credit products 1.7% 0.1% 1.7% Consumer installment loans 0.4% 0.2% 5.5% 5.7% Other 0.1% 0.1% 0.1% Total 62.2% 18.7% 19.1% 100.0% 17. Credit Cards Our credit card products are loans we extend through open-ended revolving credit card accounts. Substantially all of our credit card business is in the United States. We offer the following principal types of credit cards: Private Label Credit Cards Private label credit cards are partner-branded credit cards (e.g., Lowe's or Amazon) or program-branded credit cards (e.g., Synchrony Car Care or CareCredit) that are used primarily for the purchase of goods and

services from the partner or within the program network. In addition, in some cases, cardholders may be permitted to access their credit card accounts for cash advances.Credit under a private label credit card typically is extended either on standard terms only, which means accounts are assessed periodic interest charges using an agreed non-promotional fixed and/or variable interest rate, or pursuant to a promotional financing offer, involving deferred interest, no interest or reduced interest during a set promotional period. Promotional periods typically range between six and 60 months, but we may agree to longer terms with the partner. In almost all cases, we receive a merchant discount from our partners to compensate us for all or part of the foregone interest income associated with promotional financing. The terms of these promotions vary by partner, but generally the longer the deferred interest, reduced interest or interest-free period, the greater the partner’s merchant discount. Some offers permit customers to pay for a purchase in equal monthly payments with no interest or at a reduced interest rate, rather than deferring or delaying interest charges. For our deferred interest products, approximately 80% of customer transactions are typically paid off before interest is assessed. In Health & Wellness, standard rate financing generally applies to charges under \$200. We typically do not charge interchange or other fees to our partners when a customer uses a private label credit card to purchase our partner’s goods and services through our payment system.Dual Cards and General Purpose Co-Branded CardsOur patented Dual Cards are credit cards that function as private label credit cards when used to purchase goods and services from our partners, and as general purpose credit cards when used to make purchases from other retailers wherever cards from those card networks are accepted or for cash advance transactions. We currently issue Dual Cards for use on the MasterCard and Visa networks and we have the potential capability to issue Dual Cards for use on the American Express and Discover networks.We also offer general purpose co-branded credit cards that do not function as private label credit cards, as well as, a Synchrony-branded general purpose credit card.Dual Cards and general purpose co-branded credit cards are offered across all of our sales platforms and credit is typically extended on standard terms only. At December 31, 2024, we offered either Dual Cards or general purpose co-branded credit cards through over 15 of our large partners, of which the majority are Dual Cards, as well as our CareCredit Dual Card. We intend to continue to increase the number of partner programs that offer Dual Cards or general purpose co-branded credit cards and seek to increase the portion of our loan receivables attributable to these products. Consumer Dual Cards and Co-branded cards totaled 28% of our total loan receivables portfolio at December 31, 2024.Charges using a Dual Card in connection with purchases made by cardholders other than in-store or online from that partner or from general purpose co-branded credit cards generate interchange income for us.Terms and ConditionsAs a general matter, the financial terms and conditions governing our credit card products vary by program and product type and change over time, although we seek to standardize the non-financial provisions consistently across all products. The terms and conditions of our credit card products are governed by a cardholder agreement and applicable laws and regulations.18We assign each card account a credit limit when the account is initially opened. Thereafter, we may increase or decrease individual credit limits from time to time, at our discretion, based primarily on our evaluation of the customer’s creditworthiness and ability to pay. For the vast majority of accounts, periodic interest charges are calculated using the daily balance method, which results in daily compounding of periodic interest charges, subject to, at times, a grace period on new purchases. Cash advances are not subject to a grace period, and some credit card programs do not provide a grace period for promotional purchases. In addition to periodic interest charges, we may impose other charges and fees on credit card accounts, including, as applicable and provided in the cardholder agreement, cash advance transaction fees and late fees where a customer has not paid at least the minimum payment due by the required due date.Typically, each customer with an outstanding debit balance on their credit card account must make a minimum payment each month. A customer may pay the total amount due at any time without penalty. We also may enter into arrangements with delinquent customers to extend or otherwise change payment schedules and to waive interest charges and/or fees.Commercial Credit ProductsWe offer private label cards and Dual Cards for commercial customers that are similar to our consumer offerings. We also offer a commercial pay-in-full accounts receivable product to a wide range of business customers.Installment LoansWe originate secured installment loans to consumers (and a limited number of commercial customers) in the United States, primarily for power products in our Outdoor market (motorcycles, ATVs and lawn and garden). We also offer unsecured installment loans primarily in our Home & Auto and Health & Wellness sales platforms and through our various other installment products, such as our Synchrony Pay Later solutions, including pay monthly and Pay in 4 products, for short-term loans. Installment loans are closed-end credit accounts where the customer pays down the outstanding balance in installments. The terms of our installment loans are governed by customer agreements and applicable laws and regulations. Installment loans at December 31, 2024 include loan receivables related to Ally Lending that we acquired in March 2024.Installment loans, other than our Synchrony Pay Later Pay in 4 product, are generally assessed periodic finance charges using fixed interest rates. In addition to periodic finance charges, we may impose other charges and fees on loan accounts, including late fees where a customer has not made the required payment by the required due date and returned payment fees.Payment Security ProgramWe offer our Payment Security program, which is a debt cancellation product, to our credit card customers via direct to consumer online and mobile channels. Customers who choose to purchase this product are charged a monthly fee based on their ending balance on each billing statement. In return, the Bank will cancel all or a portion of a customer’s credit card balance in the event of certain qualifying life events.19Consumer Banking

Through the Bank, we offer our customers a range of FDIC-insured deposit products. The Bank obtains deposits directly from retail, affinity relationships and commercial customers (“direct deposits”) or through third-party brokerage firms that offer our FDIC-insured deposit products to their customers (“brokered deposits”). At December 31, 2024, we had \$82.1 billion in deposits, comprised of \$72.3 billion of direct deposits and \$9.8 billion of brokered deposits. At December 31, 2024, deposits represented 84% of our total funding sources. Retail customers accounted for the substantial majority of our direct deposits at December 31, 2024. During 2024, retail deposits were received from approximately 695,000 customers that had a total of approximately 1.5 million accounts. The Bank had an 84% retention rate on certificates of deposit balances up for renewal for the year ended December 31, 2024. FDIC insurance is provided for our deposit products up to applicable limits.We continue to focus on expanding our online direct banking operations and our deposit base serves as a source of stable and diversified low-cost funding for our credit activities. Our online platform is highly scalable allowing us to expand without having to rely on a traditional brick and mortar branch network. We believe we are well-positioned to continue to benefit from the consumer preference for direct banking. According to the 2024 American Bankers Association survey, approximately 82% of customers primarily use direct channels (internet, mail, phone and mobile) to manage their bank accounts.During 2024 we continued to make investments in our servicing and digital platforms to expand features available for self-service and improve the user experience. Our deposit products include certificates of deposit, IRAs, money market accounts and savings accounts. We market our deposit products through multiple channels including digital and print. Customers can apply for, fund, and service their deposit accounts online, mobile or via phone. We have dedicated banking representatives within our call centers to service deposit accounts. Fiserv provides the core banking platform for our online retail deposits including a customer-facing account opening and servicing platform. In addition, the Bank offers a PayPal-branded affinity deposit product through PayPal’s mobile application and website.To attract new deposits and retain existing ones, we may introduce new deposit products, enhancements to our existing products, and deliver new capabilities. This may include the introduction of transactional capabilities, additional digital servicing options, person-to-person payment features, new affinity relationships, and Synchrony-branded debit cards. Our focus on deposit-taking and related branding efforts will also enable us to offer other branded direct banking products more efficiently in the future.We seek to differentiate our deposit product offerings from our competitors on the basis of brand, reputation, convenience, customer service and value. Our deposit products emphasize reliability, trust, security, convenience and attractive rates.20Credit Risk

Management Credit risk management is a critical component of our management and growth strategy. Credit risk refers to the risk of loss arising from customer default when customers are unable or unwilling to meet their financial obligations to us. Our credit risk arising from credit products is generally highly diversified across approximately 117 million open accounts at December 31, 2024, without significant individual exposures. We manage credit risk primarily according to customer segments and product types. We have developed proprietary credit tools which we call Synchrony PRISM. Through Synchrony PRISM we leverage a broad spectrum of data to yield powerful, proprietary insights to enable a more holistic view of our applications and customers.Customer Account AcquisitionWe have developed programs to promote credit with each of our partners and apply a consistent underwriting approach using our Synchrony PRISM tools that have varying results across our client portfolios based on the underlying credit characteristics of their customer base and applicant pool. We originate credit accounts through several different channels, including in-store, mail, internet, mobile, telephone and pre-approved solicitations. In addition, we have, and may in the future, acquire accounts that were originated by third parties in connection with establishing programs with new partners.Regardless of the channel, in making the initial credit approval decision to open a credit card or other account or otherwise grant credit, we follow a series of credit and fraud underwriting procedures. In most cases, when applications are made in-store or digitally, the process is fully automated and applicants are notified of our credit decision immediately. We obtain certain information provided by the applicant, leverage historical performance on other Synchrony accounts, where applicable, as well as partner data on the consumer, and obtain a credit bureau report from one of the major credit bureaus. The credit report information we obtain is electronically transmitted into industry scoring models and our proprietary scoring models developed to assess credit worthiness. The credit risk management team determines in advance the qualifying credit worthiness and initial credit line assignments for applicants for each portfolio and product type. We periodically analyze performance trends of accounts originated at different score levels as compared to projected performance and adjustments to the minimum credit worthiness or the opening credit limit to manage credit risk are made as necessary.We also apply additional application screens based on various inputs, including credit bureau information, alternative data, our previous experience with the customer and information provided by our partner, to help identify additional factors, such as potential fraud and prior bankruptcies, before qualifying the application for approval. We compare applicants’ names against the Specially Designated Nationals list maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury (OFAC), as well as screens that account for adherence to USA PATRIOT Act of 2001 (the Patriot Act) and Credit Card Accountability Responsibility and Disclosure Act of 2009 (the CARD Act) requirements, including ability to pay requirements for our revolving products. We also use pre-approved account solicitations for certain programs. Potential applicants are pre-screened using information provided by our partner or obtained from outside lists, and qualified individuals receive a pre-approved credit offer by mail or email.Acquired Portfolio EvaluationOur risk management team evaluates each portfolio that we acquire in connection with establishing programs with new partners to ensure the portfolio satisfies our credit risk guidelines. As part of this review, we receive data on the third-party accounts and loans, which allows us to assess the portfolio on the basis of certain core characteristics, such as historical performance of the assets and distributions of credit and loss information. In addition, we benchmark potential portfolio acquisitions against our existing programs to assess relative current and projected risks. Finally, our risk management team must approve the acquisition, taking into account the results of our risk assessment process. Once assets are migrated to our systems, our account management protocols will apply immediately as described below under “Customer Account Management,” “Credit Authorizations of Individual Transactions” and “Collections and Recovery.”21Customer Account ManagementWe regularly assess the credit risk exposure of our customer accounts. This ongoing assessment includes information relating to the customer’s performance with respect to their account with us, as well as information from credit bureaus relating to the customer’s broader credit performance. To monitor and control the quality of our loan portfolio (including the portion of the portfolio originated by third parties), we use behavioral scoring models that we have developed to score each active account on its monthly cycle date. Proprietary risk models, together with the credit scores obtained on each active account no less than quarterly, are an integral part of our credit decision-making process. Depending on the duration of the customer’s account, usage, risk profile and other performance metrics, the account may be subject to a range of account actions, including limits on transaction authorization and increases or decreases in purchase and cash credit limits as applicable.Credit Authorizations of Individual TransactionsOnce an account is opened, subsequent transactions by customers with revolving cards are subject to our credit authorization system. Each potential sales transaction is passed through our authorization system, which considers a variety of behavior and risk factors to determine whether the transaction should be approved or declined, and whether a credit limit adjustment is warranted.Fraud InvestigationWe provide follow up and research with respect to different types of fraud such as fraud rings, new account fraud and transactional fraud. We have developed proprietary fraud models to identify new account fraud and deployed tools that help identify transaction purchase behavior outside a customer’s established pattern. Our proprietary models are also complemented by externally sourced models and tools used across the industry to better identify fraud and protect our customers. We also are continuously implementing new and improved fraud and authentication technologies designed to prevent, detect and mitigate fraud.Collections and RecoveryAll monthly billing statements of accounts with past due amounts include a request for payment of these amounts. Collections personnel generally initiate contact with customers within 30 days after any portion of their balance becomes past due. The nature and the timing of the initial contact, typically a personal call, email, text message or letter, are determined by a review of the customer’s prior account activity and payment habits.We re-evaluate our collection and recovery efforts and consider the implementation of other techniques, including internal collection activities, use of external vendors and the sale of debt to third-party buyers, as a customer becomes increasingly delinquent. We aim to limit our exposure to delinquencies through controls within the transaction authorization processes, the imposition of credit limits and criteria-based account suspension and revocation processes. In certain situations, we may enter into arrangements to extend or otherwise change payment schedules, decrease interest rates and/or waive fees to aid customers experiencing financial difficulties in their efforts to become current on their obligations to us.Human

Capital At Synchrony, people power our business, and our success depends, in large part, on our ability to recruit, develop, motivate and retain employees with the skills to execute our long-term strategy. We prioritize hiring the most qualified candidates. We design our hiring and promotional processes with the aim to create a workforce that supports the needs of our business and is reflective of the markets where we operate. We use data analytics to continually monitor demographics of our workforce (including hiring and attrition), government data to understand the markets in which we operate, and our annual employee survey to understand employee sentiments related to our culture.22Over the past few years we transformed how we work, how we support our people and how we connect and engage, with a focus on being nimble and agile. We have changed our overall approach to getting work done by adopting a “hub&spoke” model that, depending on business needs, enables employees across all roles and levels to work from home or a physical hub. Physical hubs enable face-to-face interactions and are also used as cultural and innovation centers where we host events, collaboration days, town halls, agile sprints, networking and other important business activities. To support and promote employee engagement and development, we maintain eight employee resource groups that are open to all employees. Currently, over 12,000 employees participate in at least one of these groups. At Synchrony, we are proud of the many benefits and programs that we have created for our employees. But we believe we are never done. This is why we will continue to listen to our employees and adapt to their needs. Through ongoing, multichannel communications such as all-employee town halls where questions are submitted to our Chief Executive Officer (CEO) and other senior leaders or through more targeted pulse surveys of our employee base, their feedback is included in our decision-making process. Synchrony partners with Great Place to Work® to conduct an annual employee engagement survey as well as smaller pulse surveys on a periodic basis. The results help us better understand what our employees think we are doing right and identify areas for positive change. In 2024, 90% of Synchrony employees participated in our employee engagement survey globally and 95% of the participants responded, “Taking all things into account, I would say this is a great place to work.” At December 31, 2024 we had over 20,000 full-time employees. At December 31, 2024, our global workforce was 61% female and 38% male. In the United States, ethnicity of our workforce was 49% White, 19% Black, 17% Hispanic, 8% Asian, 4% two or more races, 1% Native American, less than 1% Native Hawaiian or Pacific Islander and 2% that did not list ethnicity.At Synchrony, we offer competitive compensation and benefits to all employees, and regularly conduct market pay analyses to inform our approach. We plan to increase the minimum wage to \$21.50 per hour for all hourly employees in the United States effective March 1, 2025. We also provide total wellness benefits for all employees including generous time off, well-being coaches, financial counselors and fitness reimbursements. We also offer emergency backup childcare benefits for up to 60 days which includes enhanced childcare reimbursement where employees can use any caregiver they choose.Regulation

Our business, including our relationships with our customers, is subject to regulation, supervision and examination under U.S. federal, state and foreign laws and regulations. These laws and regulations cover all aspects of our business, including lending and collection practices, treatment of our customers, safeguarding deposits, customer privacy and information security, capital structure, liquidity, dividends and other capital distributions, transactions with affiliates, and conduct and qualifications of personnel. Such laws and regulations directly and indirectly affect key drivers of our profitability, including, for example, capital and liquidity,

product offerings, risk management, and costs of compliance.As a savings and loan holding company and financial holding company, Synchrony is subject to regulation, supervision and examination by the Federal Reserve Board. As a large provider of consumer financial services, we are also subject to regulation, supervision and examination by the CFPB. The Bank is a federally chartered savings association. As such, the Bank is subject to regulation, supervision and examination by the Office of the Comptroller of the Currency of the U.S. Treasury (the “OCC”), which is its primary regulator, and by the CFPB. In addition, the Bank, as an insured depository institution, is supervised by the FDIC. For a discussion of the specific regulations related to our business see “Regulation” Regulation Relating to Our Business of this Form 10-K

Report.23Competition Our industry continues to be highly competitive. We compete for relationships with partners in connection with retaining existing or establishing new consumer credit programs. Our primary competitors for partners include major financial institutions such as American Express, Bread Financial, Capital One, JPMorgan Chase, Citibank, TD Bank and Wells Fargo, and to a lesser extent, financial technology companies, point-of-sale lending focused companies and potential partners’ own in-house financial capabilities. We compete for partners on the basis of a number of factors, including program financial and other terms, technological capabilities, underwriting capabilities, marketing expertise, service levels, product and service offerings (including incentive and loyalty programs), integration, brand and reputation. In addition, some of our competitors have a business model that allows for their partners to manage underwriting (e.g., new account approval), customer service and collections, and other core banking responsibilities that we retain.We also compete for customer usage of our credit products. Consumer credit provided, and credit card payments made, using our cards constitute only a small percentage of overall consumer credit provided and credit card payments in the United States. Consumers have numerous financing and payment options available to them. As a form of payment, our products compete with cash, checks, debit cards, general purpose credit cards (Visa, MasterCard, American Express and Discover Card), various forms of consumer installment loans, other private-label card brands, and prepaid cards and all forms of electronic payment. In the future, we expect our products may face increased competitive pressure to the extent that our products are not, or do not continue to be, accepted in, or compatible with digital wallet technologies such as Apple Pay, Samsung Pay, Android Pay and other similar technologies. We may also face increased competition from current competitors or others who introduce or embrace disruptive technology that significantly changes the consumer credit and payment industry. We compete for customers and their usage of our products, and to minimize transfers to competitors of our customers’ outstanding balances, based on a number of factors, including pricing (interest rates and fees), product offerings, credit limits, incentives (including loyalty programs) and customer service. Some of our competitors provide a broader selection of services, including home and automobile loans and other consumer banking services, which may position them better among customers who prefer to use a single financial institution to meet all of their financial needs. In addition, some of our competitors are substantially larger than we are, may have substantially greater resources than we do or may offer a broader range of products and services than we do. Moreover, some of our competitors, including new and emerging competitors in the digital and mobile payments space, are not subject to the same regulatory requirements or legislative scrutiny to which we are subject. Non-bank providers of pay-over-time solutions, such as Affirm, Afterpay, Klarna and others, extend consumer credit-like offerings but do not face the same restrictions, such as capital requirements and other regulatory requirements, as banks which also could place us at a competitive disadvantage. In addition, some larger technology focused companies, e.g., Apple and Google, and larger retailers, e.g., Target and Walmart, are now offering financial products sometimes in collaboration with our competitors.In our retail deposits business, we have acquisition and servicing capabilities similar to other direct banking competitors. We compete for deposits with traditional banks, including separately branded direct banking platforms of traditional banks, and other banks that have direct banking models similar to ours, such as Ally Financial, American Express, Barclays, Capital One 360, CIT, Citi, Citizens Bank, Discover, E-Trade and Marcus by Goldman Sachs. Competition among direct banks is intense because online banking provides customers the ability to rapidly deposit and withdraw funds and open and close accounts in favor of products and services offered by competitors. In addition, we compete for deposits with other consumer cash alternatives such as government money market funds offered by brokerages.Intellectual Property

patents, copyrights and trade secrets, to protect our intellectual property, including our brand, “Synchrony.” We also place appropriate restrictions on our proprietary information that are designed to control access and prevent unauthorized disclosures. Our brands are important assets, and we take steps to protect the value of these assets and our reputation.

24MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONSThe following discussion and analysis of our financial condition and results of operations should be read in conjunction with our consolidated financial statements and related notes included elsewhere in this report. For a discussion and analysis of our financial condition and results of operations comparing 2023 vs. 2022, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our Annual Report on Form 10-K for the year ended December 31, 2023 (our “2023 Form 10-K”). The discussion below contains forward-looking statements that are based upon current expectations and are subject to uncertainty and changes in circumstances. Actual results may differ materially from these expectations. See “Cautionary Note Regarding Forward-Looking Statements.” Results of Operations for the Three Years Ended December 31, 2024

Key Earnings MetricsNet earnings\$ in millionsNet interest income\$ in millions Net interest margin% of average interest-earning assetsEfficiency ratioAverage Other expense\$ as a % of Net income, after RSA plus Other income\$ 25Growth MetricsPurchase volume\$ in billionsLoan receivables\$ in billions Average active accounts in millionsInterest and fees on loans\$ in millions Asset Quality Metrics30+ days past due% of period-end loan receivablesNet charge-offs% of average loan receivables including held for sale 2690+ days past due% of period-end loan receivablesAllowance for credit losses% of period-end loan receivables Capital and LiquidityCapital ratiosCommon equity Tier 1 - Basel IIILiquidityLiquid assets and undrawn credit facilities\$ in billions 27Highlights for the Year Ended December 31, 2024 Below are highlights of our performance for the year ended December 31, 2024 compared to the year ended December 31, 2023, as applicable, except as otherwise noted.

Net earnings increased 56.3% to \$3.5 billion for the year ended December 31, 2024, primarily driven by the after-tax gain on sale related to Pets Best of \$802 million, higher net interest income and lower retailer share arrangements, partially offset by an increase in provision for credit losses. Loan receivables increased 1.7% to \$104.7 billion at December 31, 2024 compared to December 31, 2023, driven by lower customer payment rates and the impact of the Ally Lending acquisition, partially offset by lower purchase volume. Net interest income increased 6.0% to \$18.0 billion for the year ended December 31, 2024. Interest and fees on loans increased 8.5%, primarily driven by growth in average loan receivables, the impact of our product, pricing and policy changes and lower payment rates. Interest expense increased 24.9%, due to higher benchmark rates and higher interest-bearing liabilities. Retailer share arrangements decreased 6.9% to \$3.4 billion for the year ended December 31, 2024, primarily due to higher net charge-offs, partially offset by the impact of our product, pricing and policy changes. Over 30 day loan delinquencies as a percentage of period-end loan receivables decreased 4 basis points to 4.70% at December 31, 2024 from 4.74% at December 31, 2023. The net charge-off rate increased 144 basis points to 6.31% for the year ended December 31, 2024. Provision for credit losses increased by \$768 million to \$6.7 billion, for the year ended December 31, 2024. A primarily driven by higher net charge-offs, partially offset by lower reserve build. The reserve build in the year ended December 31, 2024 included \$180 million related to the Ally Lending acquisition. Our allowance coverage ratio (allowance for credit losses as a percentage of period-end loan receivables) increased to 10.44% at December 31, 2024, as compared to 10.26% at December 31, 2023. Other income increased by \$1.2 billion to \$1.5 billion for the year ended December 31, 2024, primarily driven by the \$1.1 billion gain on sale related to the Pets Best disposition. Other expense increased by \$81 million, or 1.7%, for the year ended December 31, 2024, primarily driven by technology investments, costs related to the Ally Lending acquisition and preparatory expenses related to the late fee rule change, partially offset by lower operational losses and prior year restructuring costs. At December 31, 2024, deposits represented 84% of our total funding sources. Total deposits increased 1.1% to \$82.1 billion at December 31, 2024, compared to December 31, 2023. In February 2024, we issued depository shares representing \$500 million of Series B 8.250% fixed rate reset non-cumulative perpetual preferred stock. During the year ended December 31, 2024, we declared and paid cash dividends totaling \$72 million on our Series A 5.625% fixed rate non-cumulative preferred stock and our Series B 8.250% fixed rate reset non-cumulative perpetual preferred stock. During the year ended December 31, 2024, we repurchased \$1.0 billion of our outstanding common stock, and declared and paid cash dividends of \$1.00 per common share, or \$398 million in the aggregate. In April 2024, the Board of Directors approved an incremental share repurchase program of up to \$1.0 billion, through June 30, 2025, and maintained the quarterly dividend at its current amount of \$0.25 per common share. At December 31, 2024 we had a total share repurchase authorization of \$600 million remaining. For more information, see “Capital and Share Repurchases.” Dividend and Share Repurchases. In March 2024, we sold our wholly-owned subsidiary, Pets Best, for consideration comprising a combination of cash and an equity interest in Independence Pet Holdings, Inc. The sale resulted in the recognition of a gain on sale of \$1.1 billion, or \$802 million net of tax. In March 2024, we acquired Ally Lending for cash consideration of \$2.0 billion. The assets and liabilities of Ally Lending primarily included loan receivables with an unpaid principal balance of \$2.2 billion. See Note 3. Acquisitions and Dispositions to our consolidated financial statements for additional information. 2024 Partner AgreementsDuring the year ended December 31, 2024, and to date, we continued to expand and diversify our portfolios with the addition or renewal of more than 90 partners, as well as enter new strategic relationships, which included the following: Home & Auto: New partnerships. Bel Furniture. The Carpet Guys. National Alliance Trade Merchants (NATM). Program extensions. Associated Materials. Generac. Big Sandy. Jerome’s Furniture. Brands Mart. P.C. Richard & Son Digital. New partnerships. Virgin Red. Program extensions. Cathay Pacific. Verizon. Newegg. Diversified & Value. Program extensions. JCPenney. Sam’s Club. Health & Wellness. New partnerships. Bond Veterinary. Pet Paradise. Lakefield Veterinary Group. Western Veterinary. LaserAway. Extensions. Bosley. LCA Vision. HearingLife. SciLife. Innovetiv. Suvetto. Lifestyle. New partnerships. BRP. Gibson. Program extensions. CF Moto. EC Barton. Daniel’s. Reeds. Dick’s Sporting Goods. We added two new strategic technology partnerships with Adit Practice Management Software and ServiceTitan, both of which expand access for customers to our suite of credit products. We entered into a relationship with Atlanticus Holdings Corporation to deliver a preferred second look financing solution for private label credit cards and installment loan products across our business. 29Summary EarningsThe following table sets forth our results of operations for the periods indicated. Years ended December 31, (\$ in millions) 2024 2023 2022 Interest income\$22,645 \$20,710 \$17,146 Interest expense\$4,634 \$3,711 \$1,521 Net interest income\$18,011 \$16,999 \$15,625 Retailer share arrangements\$3,407 \$(3,661) \$(4,331) Provision for credit losses\$6,733 \$9,653 \$3,753 Net interest income, after retailer share arrangements and provision for credit losses\$7,871 \$7,314 \$7,919 Other income\$1,521 \$289 \$380 Other expense\$4,839 \$4,758 \$4,337 Earnings before provision for income taxes\$4,553 \$2,904 \$3,962 Provision for income taxes\$1,054 \$666 \$946 Net earnings\$3,499 \$2,238 \$3,016 Net earnings available to common stockholders\$3,427 \$2,196 \$2,974 30Other Financial and Statistical DataThe following table sets forth certain other financial and statistical data for the periods indicated. A A A At and for the years ended December 31 (\$ in millions) 2024 2023 2022 Financial Position Data (Average): Loan receivables, including held for sale\$101,733 \$94,832 \$84,672 Total assets\$119,386 \$109,819 \$98,152 Deposits\$82,656 \$75,889 \$66,006 Borrowings\$15,814 \$14,918 \$13,783 Total equity\$15,568 \$13,669 \$13,372 Selected Performance Metrics: Purchase volume(1) (2) \$182,173 \$185,178 \$180,187 Home & Auto\$45,074 \$47,410 \$47,288 Digital\$54,700 \$55,051 \$51,394 Diversified & Value\$61,059 \$61,227 \$56,666 Health & Wellness\$15,678 \$15,565 \$13,569 Lifestyle\$5,660 \$5,922 \$5,498 Corp. Other\$20,434 \$20,551 \$19,724 Average active accounts (in thousands) (2) (3) 70,904 70,337 68,627 Net interest margin(4) 1.76 % 1.51 % 1.63 % Net charge-offs\$6,420 \$4,620 \$2,536 Net charge-offs as a % of average loan receivables, including held for sale 6.31 % 4.87 % 4.30 % Allowance coverage ratio(5) 10.44 % 10.26 % 10.30 % Return on assets(6) 9.2 % 9.2 % 0.3 % Return on equity(7) 22.5 % 16.4 % 22.6 % Equity to assets(8) 13.04 % 12.45 % 13.62 % Other expense as a % of average loan receivables, including held for sale 4.76 % 5.02 % 5.12 % Efficiency ratio(9) 30.0 % 34.9 % 37.2 % Effective income tax rate 23.1 % 22.9 % 23.9 % Selected Period End Data: Loan receivables\$104,721 \$102,988 \$92,470 Allowance for credit losses\$10,929 \$10,571 \$9,527 30+ days past due as a % of period-end loan receivables(10) 4.70 % 4.74 % 3.65 % 90+ days past due as a % of period-end loan receivables(10) 4.70 % 4.74 % 3.65 % Total active accounts (in thousands) (2) (3) 71,532 73,484 70,763

(1) Purchase volume, or net credit sales, represents the aggregate amount of charges incurred on credit cards or other credit product accounts less returns during the period. (2) Includes activity and accounts associated with loan receivables held for sale. (3) Active accounts represent credit card or installment loan accounts on which there has been a purchase, payment or outstanding balance in the current month. (4) Net interest margin represents net interest income divided by average total interest-earning assets. (5) Allowance coverage ratio represents allowance for credit losses divided by period-end loan receivables. (6) Return on assets represents net earnings as a percentage of average total assets. (7) Return on equity represents net earnings as a percentage of average total equity. (8) Equity to assets represents average equity as a percentage of average total assets. (9) Efficiency ratio represents (i) average other expense, divided by (ii) sum of net interest income, plus other income, less retailer share arrangements. (10) Based on customer statement-end balances extrapolated to the respective period-end date. 31 Average Balance SheetThe following table sets forth information for the periods indicated regarding average balance sheet data, which are used in the discussion of interest income, interest expense and net interest income that follows. A 2024 2023 2022 Years ended December 31 (\$ in millions) Average Balance Interest Income / Expense Average Yield / Rate (1) Average Balance Interest Income / Expense Average Yield / Rate (1) Average Balance Interest Income / Expense Average Yield / Rate (1) Assets Interest-earning assets: Interest-earning cash and equivalents(2) \$17,294 \$19,313 \$27.8 % \$13,272 \$6,784 \$5.1 % \$10,215 \$1,941 1.9 % Securities available for sale 2,965 1,364 4.5 % 4,077 1,304 3.1 % 5,108 714 1.3 % Loan receivables, including held for sale(3) Credit cards 93,907 20,554 21.8 % 89,383 19,341 21.6 % 80,119 16,471 20.5 % Consumer installment loans 5,744 854 14.8 % 3,501 401 11.4 % 2,834 287 10.1 % Commercial credit products 1,956 179 9.1 % 1,826 150 8.2 % 1,642 117 7.1 % Other 126 9 7.1 % 122 10 8.2 % 77 6 7.9 % Total loan receivables, including held for sale 101,733 21,596 21.3 % 94,832 19,902 20.9 % 84,672 16,881 19.4 % Total interest-earning assets 121,992 22,645 18.5 % 112,181 20,710 18.4 % 99,995 17,146 17.1 % Non-interest-earning assets: Cash and due from banks 887 962 1.4 % 1,472 Allowance for credit losses (10,891) (9,726) (8,444) Other assets 7,398 6,402 5.5 % 5,294 Total non-interest-earning assets (2,606) (2,362) (1,843) Total assets \$119,386 \$109,819 \$98,152 Liabilities Interest-bearing liabilities: Interest-bearing deposit accounts \$82,268 \$3,806 4.6 % \$75,487 \$2,952 3.9 % \$65,624 \$1,008 1.5 % Borrowings of consolidated securitization entities 7,732 427 5.5 % 6,274 340 5.4 % 6,468 196 3.0 % Senior and subordinated unsecured notes 8,082 401 4.9 % 8,644 419 4.8 % 7,315 317 4.3 % Total interest-bearing liabilities 98,082 4,634 4.7 % 90,405 3,711 4.1 % 79,407 1,521 1.9 % Non-interest-bearing liabilities: Non-interest-bearing deposit accounts 388 403 3.2 % Other liabilities 5,348 5,343 4.9 % 1 Total non-interest-bearing liabilities 7,366 5,745 5.3 % 103,818 96,150 84,780 Equity Total equity \$15,568 \$13,669 \$13,372 Total liabilities and equity \$119,386 \$109,819 \$98,152 Interest rate spread(4) 13.84 % 14.36 % 15.23 % Net interest income\$18,011 \$16,999 \$15,625 Net interest margin(5) 14.76 % 15.15 % 16.33 %

(1) Average yields/rates are based on total interest income/expense divided by average balances. (2) Includes average restricted cash balances of \$73 million, \$279 million and \$558 million for the years ended December 31, 2024, 2023 and 2022, respectively. (3) Interest income on loan receivables includes fees on loans, which primarily consist of late fees on our credit products, of \$2.5 billion, \$2.7 billion and \$2.7 billion for the years ended December 31, 2024, 2023 and 2022, respectively. (4) Interest rate spread represents the difference between the yield on total interest-earning assets and the rate on total interest-bearing liabilities. (5) Net interest margin represents net interest income divided by average total interest-earning assets. The following table sets forth the amount of changes in interest income and interest expense due to changes in average volume and average yield/rate. Variances due to changes in both average volume and average yield/rate have been allocated between the average volume and average yield/rate variances on a consistent basis based upon the respective percentage changes in average volume and average yield/rate. 2024 vs. 2023 2023 vs. 2022 Increase (decrease) due to change in: Increase (decrease) due to change in: (\$ in millions) Average Volume Average Yield / Rate Net Change Average Volume Average Yield / Rate Net Change Interest-earning assets: Interest-earning cash and equivalents \$205 \$30 \$235 \$73 \$411 \$484 Securities available for sale (35) (41) 6 (17) 76 59 Loan receivables, including held for sale: Credit cards 979 234 1,213 1,974 896 2,870 Consumer installment loans 257 196 453 73 414 Commercial credit products 11 18 29 14 19 33 Other (4) (1)

(1)4)4â€”4 4Â Total loan receivables, including held for sale1,2474 4474 1,6944 2,0654 9564 3,0214 Change in interest income from total interest-earning assets\$1,4174 \$5184 \$1,9354 \$2,1214 \$1,4434 \$3,5644 Interest-bearing liabilities:Interest-bearing deposit accounts\$2654 \$5894 \$8544 \$1734 \$1,7714 \$1,9444 Borrowings of consolidated securitization entities794 84 874 (6)1504 1444 Senior and subordinated unsecured notes(27)94 (18)624 404 1024 Change in interest expense from total interest-bearing liabilities3174 6064 9234 2294 1,9614 2,1904 Total change in net interest income\$1,1004 \$(88)\$1,0124 \$1,8924 \$(518)\$1,3744 33Business Trends and ConditionsWe believe our business and results of operations will be impacted in the future by various trends and conditions, including the following:â€¢CFPB final rule on credit card late fees. On March 5, 2024, the CFPB issued a final rule amending its regulations that implement the Truth in Lending Act to, among other things, lower the safe harbor dollar amount for credit card late fees from \$30 (adjusted to \$41 for each subsequent late payment within the next six billing cycles) to \$8 and eliminate the automatic annual inflation adjustment to such safe harbor dollar amount. The final rule, when effective, will result in a significant reduction in our interest and fees on loan receivables. Industry organizations have challenged the final rule in court. The final rule had an original effective date of May 14, 2024; however, on May 10, 2024, the United States District Court for the Northern District of Texas granted an injunction and stay of the final rule, and the injunction remains in effect. As a result, the ultimate outcome and impact of this litigation on the final rule, including whether the final rule will become effective, and if it were to become effective, the timing of such implementation, is uncertain.In anticipation that the final rule will become effective, in 2024 we implemented a number of product, pricing and policy changes. See below for discussions on our other trends and conditions, which include consideration of the impact of these changes upon our business and results of operations. While we continue to believe that over time the strategies we have implemented will fully offset the decline in late fee income resulting from an effective final rule, it may take time for such product, pricing and policy changes to offset the expected reduction in late fees if the final rule is implemented. In addition, in the event that the final rule is implemented, this would result in a decrease in payments to partners pursuant to our retailer share arrangements. However, the effects of the final rule are also subject to other factors that could increase the adverse effects to our results of operations, including any potential changes in consumer behavior in response to the product, pricing and policy changes or the implementation of the final rule itself, if that occurs. For a discussion of risks related to a CFPB final late fee rule, please see â€¢Risk Factors Relating to Our Businessâ€”The CFPBâ€”s final rule on credit card late fees, if implemented, would likely materially adversely affect our business and results of operations.â€¢Growth in loan receivables and interest and fees on loans. For the year ended December31, 2024 we experienced an increase in period-end loan receivables of 1.7% reflecting a continued moderation of customer payment behavior and the impact of the Ally Lending acquisition, and interest and fees on loans increased by 8.5%, driven primarily by loan receivables growth and the impacts from the implementation of our product, pricing and policy changes. These factors were partially offset by a decrease in purchase volume of 1.6%, primarily driven by lower consumer spending and the impacts from credit actions we have taken across our portfolio. In 2025, we expect interest and fees on loans to increase, primarily reflecting the continued impact of our product, pricing and policy changes implemented in 2024, and expect loan receivables growth to continue to be impacted by the effects from the credit actions we have taken and consumer spend behavior, while also reflecting generally stable customer payment rates. In addition, the amount of the increases will be dependent on various factors, including whether customer payment rate trends and consumer spend behavior differs from our expectations, as well as any changes in benchmark interest rates. See above for potential additional impacts from the CFPB final rule on credit card late fees. â€¢Asset quality. As a result of the continued moderation of customer payment behavior, our asset quality metrics have generally been higher during 2024 as compared to the prior year period. Our net charge-off rate for the year ended December31, 2024 increased by 144 basis points to 6.31% and our over-90 day loan delinquencies as a percentage of period-end loan receivables at December 31, 2024 increased by 12 basis points to 2.40%. However, our over-30 day loan delinquencies as a percentage of period-end loan receivables decreased by 4 basis points to 4.70% at December31, 2024 reflecting the impact of the credit actions we have taken. We anticipate that net charge-offs for the year ended December 31, 2025 will decrease, primarily reflecting the stabilization of our delinquency rates and the impacts from the credit actions we have taken. At December31, 2024 our allowance coverage rate was 10.44%. We anticipate that our allowance coverage rate will moderate in 2025 reflecting the credit trends discussed above. 34â€¢Funding costs. During 2024 benchmark interest rates remained at their recently elevated levels for the majority of the year, before lowering beginning in September 2024, which contributed to an increase in our cost of funds of 62 basis points compared to the prior year, to 4.72%. In addition, our average funding liabilities have also increased to support the growth in our loan receivables. As a result, interest expense for the year ended December31, 2024 increased by \$923 million or 24.9%, compared to the prior year. We anticipate both interest expense and our cost of funds will decrease in 2025 due to the lower benchmark rates, including the effects of our certificates of deposit maturities repricing. The amount of the decreases, however, will be dependent on any further benchmark rate changes, competition for our deposit product offerings, the extent of the growth in our loan receivables and the funding mix utilized to support our growth in loan receivables. â€¢Retailer share arrangement payments under our program agreements. Retailer share arrangements decreased 6.9% to \$3.4 billion for the year ended December31, 2024, primarily due to higher net charge-offs, partially offset by the impact of our product, pricing and policy changes. We believe that the payments we make to our partners under our retailer share arrangements, in the aggregate, in 2025 will increase compared to the year ended December31, 2024, primarily as a result of the impact of our product, pricing and policy changes and an expected reduction in net charge-offs. The expected trend in retailer share arrangements will be dependent in part on the precise timing and extent of the anticipated credit trends discussed above and the magnitude of impact from our product, pricing and policy changes. See Managementâ€”s Discussion and Analysisâ€”Retailer Share Arrangements for additional information on these agreements. See above for potential additional impacts from the CFPB final rule on credit card late fees.â€¢Extended duration of our credit card program agreements. Our credit card program agreements typically have contract terms ranging from approximately three to ten years, and the length of our relationship with each of our five largest partners is over 17 years, and in the case of Lowe's, 45 years. We expect to continue to benefit from these and our other programs on a long-term basis. The current expiration dates of our program agreements with our five largest partners range from 2026 through 2034. In addition, a total of 17 of our 25 largest program agreements have an expiration date in 2027 or beyond. These 17 program agreements represented, in the aggregate as a percentage of the total attributable to our 25 largest programs, 82% of our interest and fees on loans for the year ended December31, 2024 and 81% of our loan receivables at December31, 2024.â€¢Growth in other income. During the year ended December 31, 2024, other income included the \$1.1 billion gain on sale related to the disposition of Pets Best. Absent the effects of this gain, we expect other income to increase in 2025 primarily due to the impact of our product, pricing and policy changes implemented in 2024. We also believe that as a result of the overall growth in Dual Card transactions occurring outside of our credit card partnersâ€” locations and general purpose co-branded credit card transactions, interchange revenues will increase. The expected growth in these transactions is driven, in part, by both existing and new loyalty programs with our credit card partners. In addition, we continue to offer and add new loyalty programs for our private label credit cards, for which we typically do not receive interchange fees. We expect the continued growth in these existing and new loyalty programs will result in an increase in costs associated with these programs. For the year ended December31, 2024, our loyalty program costs exceeded our interchange revenues and we expect a relatively similar relationship between these costs and revenues to continue in 2025. These trends have been contemplated in our program agreements with our partners and are a component of the calculation of our payments due under our retailer share arrangements. 35â€¢Capital and liquidity levels. We continue to expect to maintain sufficient capital and liquidity resources to support our daily operations, our business growth, and our credit ratings as well as regulatory and compliance requirements in a cost effective and prudent manner through expected and unexpected market environments. During the year ended December31, 2024, we declared and paid common stock dividends of \$398 million and repurchased \$1.0 billion of our outstanding common stock. We plan to continue to deploy capital through both dividends and share repurchases, as guided by our business performance, market conditions and subject to regulatory restrictions. At December31, 2024 we had \$600 million remaining in share repurchase authorization. We continue to expect to maintain capital ratios well in excess of minimum regulatory requirements. At December31, 2024, the Company had a Basel III common equity Tier 1 ratio of 13.3%, which reflects our election to defer the impact of CECL on our regulatory capital and the current year phase-in, which cumulatively represents 75% of the impact. The effects of CECL will be fully phased-in beginning in the first quarter of 2025, which we expect will result in a reduction of our common equity Tier 1 ratio of approximately 50 additional basis points.We expect that our liquidity portfolio will continue to be sufficient to support all of our business objectives and to meet all regulatory requirements for the foreseeable future. At December31, 2024 our liquid assets were \$17.2 billion, or 14.4% of total assets. SeasonalityWe experience fluctuations in purchase volume and the level of loan receivables as a result of higher seasonal consumer spending and payment patterns that typically result in an increase of loan receivables from August through a peak in late December, with reductions in loan receivables typically occurring over the first and second quarters of the following year as customers pay their balances down. The seasonal impact to purchase volume and the loan receivables balance typically results in fluctuations in our results of operations, delinquency metrics and the allowance for credit losses as a percentage of total loan receivables between quarterly periods. These fluctuations are generally most evident between the fourth quarter and the first quarter of the following year.In addition to the seasonal variance in loan receivables discussed above, we also typically experience a seasonal increase in delinquency rates and delinquent loan receivables balances during the third and fourth quarters of each year due to lower customer payment rates, resulting in higher net charge-off rates in the first half of the calendar year. Our delinquency rates and delinquent loan receivables balances typically decrease during the subsequent first and second quarters as customers begin to pay down their loan balances and return to current status, resulting in lower net charge-off rates in the second half of the calendar year. Because customers who were delinquent during the fourth quarter of a calendar year have a higher probability of returning to current status when compared to customers who are delinquent at the end of each of our interim reporting periods, we expect that a higher proportion of delinquent accounts outstanding at an interim period end will result in charge-offs, as compared to delinquent accounts outstanding at a year end. Consistent with this historical experience, we generally experience a higher allowance for credit losses as a percentage of total loan receivables at the end of an interim period, as compared to the end of a calendar year. In addition, even in instances of improving credit metrics such as declining past due amounts, we may experience an increase in our allowance for credit losses at an interim period end compared to the prior year end, reflecting these same seasonal trends.However, in addition to these seasonal trends, the moderation in customer payment behavior from the previously elevated levels we experienced in recent periods, has also significantly impacted our key financial metrics, such as our net charge-off rate, and also the fluctuations experienced between quarterly periods. The effects from these changes in customer payment behavior have resulted and may continue to result in either partial, or in some instances full, offset to the impact from the ongoing seasonal trends discussed above. 36Interest IncomeInterest income is comprised of interest and fees on loans, which includes merchant discounts provided by partners to compensate us in almost all cases for all or part of the promotional financing provided to their customers, and interest on cash and equivalents and investment securities. We include in interest and fees on loans any past due interest and fees deemed to be collectible. Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period and recorded in interest and fees on loans. For non-credit card receivables, direct loan origination costs are deferred and amortized over the life of the loan and recorded in interest and fees on loans.We analyze interest income as a function of two principal components: average interest-earning assets and yield on average interest-earning assets. Key drivers of average interest-earning assets include:â€¢purchase volumes, which are influenced by a number of factors including macroeconomic conditions and consumer confidence generally, our partnersâ€” sales and our ability to increase our share of those sales;â€¢payment rates, reflecting the extent to which customers maintain a credit balance;â€¢charge-offs, reflecting the receivables that are deemed not to be collectible;â€¢the size of our liquidity portfolio; andâ€¢portfolio acquisitions when we enter into new partner relationships. Key drivers of yield on average interest-earning assets include:â€¢pricing (contractual rates of interest, movement in prime rates, late fees and merchant discount rates);â€¢changes to our mix of loans (e.g., the number of loans bearing promotional rates as compared to standard rates);â€¢frequency of late fees incurred when account holders fail to make their minimum payment by the required due date;â€¢credit performance and accrual status of our loans, including reversals of interest and fees; andâ€¢yield earned on our liquidity portfolio.Interest income increased by \$1.9 billion, or 9.3%, for the year ended December31, 2024, primarily driven by the increase in interest and fees on loans of 8.5%. The increase in interest and fees on loans was primarily driven by growth in average loan receivables, the impact of our product, pricing and policy changes and lower customer payment rates, partially offset by higher reversals. Average interest-earning assets Years ended December 31 (\$ in millions)20242023Loan receivables, including held for sale\$1,017,734 \$94,8324 Liquidity portfolio and other20,2594 17,3494 Total average interest-earning assets\$121,9924 \$112,1814 Average loan receivables, including held for sale, increased 7.3% for the year ended December31, 2024, primarily driven by lower customer payment rates and the impact of the Ally Lending acquisition, partially offset by lower purchase volume. Purchase volume decreased 1.6% for the year ended December31, 2024, reflecting lower consumer spend as well as the impact of credit actions, partially offset by the Ally Lending acquisition.37Yield on average interest-earning assets The yield on average interest-earning assets increased for the year ended December31, 2024 primarily due to increases in the yield on average loan receivables. The loan receivables yield increased 24 basis points to 21.23% for the year ended, driven by repricing actions including the impacts of our product, pricing and policy changes, and lower customer payment rates, partially offset by the impact of higher reversals. Interest ExpenseInterest expense is incurred on our interest-bearing liabilities, which consists of interest-bearing deposit accounts, borrowings of consolidated securitization entities and senior and subordinated unsecured notes.Key drivers of interest expense include:â€¢the amounts outstanding of our deposits and borrowings;â€¢the interest rate environment and its effect on interest rates paid on our funding sources; andâ€¢the changing mix in our funding sources.Interest expense increased by \$923 million, or 24.9%, for the year ended December31, 2024, primarily attributed to higher benchmark rates and higher interest-bearing liabilities. Our cost of funds increased to 4.72% for the year ended December31, 2024 compared to 4.10% for the year ended December31, 2023.Average interest-bearing liabilitiesYears ended December 31 (\$ in millions)20242023Interest-bearing deposit accounts\$82,2684 \$75,4874 Borrowings of consolidated securitization entities7,7324 6,2744 Senior and subordinated unsecured notes8,0824 8,6444 Total average interest-bearing liabilities\$98,0824 \$90,4054 Net Interest IncomeNet interest income represents the difference between interest income and interest expense.Net interest income increased by \$1.0 billion, or 6.0%, for the year ended December31, 2024, resulting from the changes in interest income and interest expense discussed above.38Retailer Share ArrangementsMost of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). All of these arrangements are designed to align our interests and provide an additional incentive to our partners to promote our credit products. Although the retailer share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. The threshold and economic performance of a program that are used to calculate payments to our partners may be based on, among other things, agreed upon measures of program expenses rather than our actual expenses, and therefore increases in our actual expenses (such as funding costs, higher provision for credit losses or operating expenses) may not necessarily result in reduced payments under our retailer share arrangements. These arrangements are typically designed to permit us to achieve an economic return before we are required to make payments to our partners based on the agreed contractually defined threshold. Our payments to partners pursuant to these retailer share arrangements are dependent upon the growth and performance, including credit trends, of the programs in which we have retailer share arrangements, as well as changes to the terms of certain program agreements that have been renegotiated in the past few years. See above in Business Trends and Conditions, for a discussion of our expected trends in retailer share arrangements for 2025.We believe that our retailer share arrangements have been effective in helping us to grow our business by aligning our partnersâ€” interests with ours. We also believe that the changes to the terms of certain program agreements in recent years will help us to grow our business by providing an additional incentive to the relevant partners to promote our credit products going forward. Payments to partners pursuant to these retailer share arrangements would generally decrease, and mitigate the impact on our profitability, in the event of declines in the performance of the programs or the occurrence of other unfavorable developments that impact the calculation of payments to our partners pursuant to our retailer share arrangements.Retailer share arrangements decreased by \$254 million, or 6.9%, for the year ended December31, 2024, primarily due to higher net charge-offs, partially offset by the impact of our product, pricing and policy changes. Provision for Credit LossesProvision for credit losses is the expense related to maintaining the allowance for credit losses at an appropriate level to absorb the expected credit losses for the life of the loan balance as of the period end date. Provision for credit losses in each period is primarily a function

of net charge-offs (gross charge-offs net of recoveries) and changes in our allowance for credit losses. Our process to determine our allowance for credit losses is based upon our estimate of expected credit losses for the life of the loan balance as of the period end date. See [Accounting Estimates - Allowance for Credit Losses](#) and Note 2. Basis of Presentation and Summary of Significant Accounting Policies to our consolidated financial statements for additional information on our allowance for credit loss methodology. Provision for credit losses increased by \$768 million to \$6.7 billion, for the year ended December 31, 2024, primarily driven by higher net charge-offs, partially offset by a lower reserve build in the current year. The net charge-off rate for the year ended December 31, 2024 increased by 144 basis points to 6.31%, as compared to the prior year, and was 76 basis points above the average of 2017 through 2019. The reserve build in the year ended December 31, 2024 included \$180 million related to the Ally Lending acquisition. 39Other IncomeYears ended December 31 (\$ in millions)20242023Interchange revenue\$1,026\$1,031Protection product revenue\$624\$510Loyalty programs(1,382)(1,370)Other1,3151,184Total other income\$1,521\$289Interchange revenueWe earn interchange fees on Dual Card transactions outside of our partners' sales channels, and from general purpose co-branded credit cards, generally based on a flat fee plus a percentage of the purchase amount. Interchange revenue has been, and is expected to continue to be, driven primarily by growth in our Dual Card and general purpose co-branded credit card products. Interchange revenue decreased by \$5 million, or 0.5%, for the year ended December 31, 2024, driven by a decrease in purchase volume outside of our retail partners' sales channels. Protection product revenue We offer our Payment Security program, which is a debt cancellation product, to our credit card customers via direct to consumer online and mobile channels. For customers who choose to purchase these products, we earn a monthly fee based on their account balance. In return, we will cancel all or a portion of a customer's credit card balance in the event of certain qualifying life events. Protection product revenue increased by \$52 million, or 10.2%, for the year ended December 31, 2024, primarily as a result of higher average balances on enrolled accounts and increases in customer enrollment. Loyalty programs We operate a number of loyalty programs that provide rewards to our customers that are designed to foster engagement, drive incremental purchases, and promote customer retention. These programs typically provide cardholders with statement credit or cash back rewards. Other programs include reward offers that accrue, typically based upon customer spend, and can be applied toward a future purchase. Growth in loyalty program payments has been, and is expected to continue to be, driven by growth in purchase volume related to existing loyalty programs and the rollout of new loyalty programs. Loyalty programs cost increased by \$12 million, or 0.9%, for the year ended December 31, 2024, primarily as a result of growth in purchase volume associated with existing loyalty programs. Other Other includes a variety of items including other customer-related fees, such as paper statement fees, changes in the fair value of equity investments and realized gains or losses associated with the sale of businesses, investments, loan receivables or other assets. Other increased by \$1.2 billion for the year ended December 31, 2024 primarily driven by the gain on sale related to the Pets Best disposition. 40Other ExpenseYears ended December 31 (\$ in millions)20242023Employee costs\$1,872\$1,884Professional fees\$936\$842Marketing and business development\$524\$527Information processing\$803\$712Other704\$793Total other expense\$4,839\$4,758Employee costsEmployee costs primarily consist of employee compensation and benefit costs. Employee costs decreased by \$12 million, or 0.6%, for the year ended December 31, 2024, primarily attributable to \$43 million of restructuring costs related to a voluntary early retirement program in the prior year, partially offset by costs related to the Ally Lending acquisition. Professional fees Professional fees primarily consist of consulting services, outsourced provider fees (e.g., collection agencies and call centers), legal, accounting, and recruiting expenses. Professional fees increased by \$94 million, or 11.2%, for the year ended December 31, 2024, primarily due to costs related to the Ally Lending acquisition and technology investments. Marketing and business development Marketing and business development costs primarily consist of our contractual and discretionary marketing and business development spend, as well as amortization expense associated with contract costs related to our retail partner agreements. Marketing and business development decreased by \$3 million, or 0.6%, for the year ended December 31, 2024, as higher marketing investments in the current year were offset by the impacts of the Pets Best disposition. Information processing Information processing costs primarily consist of fees related to outsourced information processing providers, credit card associations and software licensing agreements, as well as amortization of capitalized software expenditures. Information processing costs increased by \$91 million, or 12.8%, for the year ended December 31, 2024, primarily driven by technology investments, including an increase in software licensing costs and higher amortization of capitalized software expenditures. Other Other primarily consists of postage, fraud-related operational losses, litigation and regulatory matters expense and various other corporate overhead items such as facilities' costs and telephone charges. Postage is driven primarily by the number of our active accounts and the percentage of customers that utilize our electronic billing option. Fraud-related operational losses are driven primarily by the number of our active Dual Card and general purpose co-branded credit card accounts. Other decreased by \$89 million, or 11.2%, for the year ended December 31, 2024, primarily due to lower operational losses. 41Provision for Income TaxesYears ended December 31 (\$ in millions)20242023Effective tax rate23.1%22.9%Provision for income taxes\$1,054\$666The effective tax rate for the year ended December 31, 2024, increased compared to the prior year primarily due to the increase in pretax income reducing the tax rate benefit of tax credits and other tax benefits. The effective tax rate differs from the U.S. federal statutory tax rate primarily due to state income taxes. Platform AnalysisAs discussed above under [Our Business](#) and [Our Sales Platforms](#), we offer our credit products through five sales platforms (Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle). The following is a discussion of certain supplemental information for the years ended December 31, 2024 and 2023, for each of our five sales platforms and Corp. Other. Home & AutoYears ended December 31 (\$ in millions)20242023Purchase volume\$45,074\$47,410Period-end loan receivables\$32,034\$31,969Average loan receivables, including held for sale\$32,298\$30,722Average active accounts (in thousands)19,01418,967Interest and fees on loans\$5,777\$5,270Other income\$190\$106Home & Auto interest and fees on loans increased by \$507 million, or 9.6%, for the year ended December 31, 2024, primarily driven by higher average loan receivables, the impact of product, pricing and policy changes and higher benchmark rates. The increase in average loan receivables primarily reflects the completion of the Ally Lending acquisition as well as the impact of lower customer payment rates, partially offset by lower purchase volume. Purchase volume decreased 4.9%, for the year ended December 31, 2024, as the impact of the Ally Lending acquisition was more than offset by a combination of lower consumer traffic, fewer large ticket purchases and the impact of credit actions. Other income increased by \$84 million, or 79.2%, for the year ended December 31, 2024 primarily due to the impact of product, pricing and policy change related fees, lower loyalty costs and higher protection product revenue. DigitalYears ended December 31 (\$ in millions)20242023Purchase volume\$54,700\$55,051Period-end loan receivables\$29,347\$28,925Average loan receivables, including held for sale\$27,872\$26,005Average active accounts (in thousands)20,98620,793Interest and fees on loans\$6,286\$5,894Other income\$44(\$14)Digital interest and fees on loans increased by \$392 million, or 6.7%, for the year ended December 31, 2024, primarily driven by higher average loan receivables, lower payment rates and higher benchmark rates. Purchase volume decreased 0.6% for the year ended December 31, 2024, primarily driven by lower consumer spend per account and the impact of credit actions. Average active accounts increased by 0.9% for the year ended December 31, 2024. 42Other income increased by \$18 million for the year ended December 31, 2024, primarily due to the impact of product, pricing and policy change related fees and higher protection product revenue, partially offset by lower interchange revenue. Diversified & ValueYears ended December 31 (\$ in millions)20242023Purchase volume\$61,059\$61,227Period-end loan receivables\$20,867\$20,666Average loan receivables, including held for sale\$19,540\$18,414Average active accounts (in thousands)20,43720,738Interest and fees on loans\$4,794\$4,533Other income\$(59)\$(93)Diversified & Value interest and fees on loans increased by \$261 million, or 5.8%, for the year ended December 31, 2024, primarily driven by growth in average loan receivables, lower payment rates and higher benchmark rates. Purchase volume decreased by 0.3%, for the year ended December 31, 2024 primarily driven by fewer active accounts and the impact of credit actions. Average active accounts decreased 1.5% for the year ended December 31, 2024. Other income increased by \$34 million for the year ended December 31, 2024 primarily due to the impact of product, pricing and policy change related fees and higher interchange revenue, partially offset by higher loyalty costs. Health & WellnessYears ended December 31 (\$ in millions)20242023Purchase volume\$15,678\$15,565Period-end loan receivables\$15,436\$14,521Average loan receivables, including held for sale\$15,143\$13,261Average active accounts (in thousands)7,7437,169Interest and fees on loans\$3,671\$3,231Other income\$254\$271Health & Wellness interest and fees on loans increased by \$440 million, or 13.6%, for the year ended December 31, 2024, primarily driven higher average loan receivables. The growth in average loan receivables reflected higher purchase volume over the last 12 months and lower customer payment rates, as well as the completion of the Ally Lending acquisition. Purchase volume increased 0.7%, and average active accounts increased 8.0% for the year ended December 31, 2024, reflecting growth in Pet and Audiology, partially offset by lower spend in Dental, Cosmetic and Vision, as well as the impact of credit actions. Other income decreased by \$17 million for the year ended December 31, 2024, primarily due to lower commission fees following the Pets Best disposition, partially offset by higher protection product revenue and the impact of product, pricing and policy change related fees. 43LifestyleYears ended December 31 (\$ in millions)20242023Purchase volume\$5,660\$5,922Period-end loan receivables\$6,914\$6,744Average loan receivables, including held for sale\$6,749\$6,246Average active accounts (in thousands)2,6742,587Interest and fees on loans\$1,051\$959Other income\$30\$29Lifestyle interest and fees on loans increased by \$92 million, or 9.6%, for the year ended December 31, 2024, primarily driven by growth in average loan receivables and higher benchmark rates. The growth in average loan receivables reflected lower customer payment rates. Purchase volume decreased 4.4% for the year ended December 31, 2024, reflecting lower transaction values and the impact of credit actions. Corp. OtherYears ended December 31 (\$ in millions)20242023Purchase volume\$2\$3Period-end loan receivables\$123\$163Average loan receivables, including held for sale\$131\$184Average active accounts (in thousands)50\$83Interest and fees on loans\$17\$15Other income\$1,102\$10Other income for the year ended December 31, 2024 in Corp. Other primarily included the gain on sale related to the Pets Best disposition of \$1.1 billion. 44Loan Receivables Loan receivables are our largest category of assets and represent our primary source of revenue. The following discussion provides supplemental information regarding our loan receivables portfolio. See Note 2. Basis of Presentation and Summary of Significant Accounting Policies and Note 5. Loan Receivables and Allowance for Credit Losses to our consolidated financial statements for additional information related to our loan receivables. The following table sets forth the composition of our loan receivables portfolio by product type at the dates indicated. (\$ in millions)At December 31, 2024At December 31, 2023Loan receivablesCredit cards\$96,818\$92.5\$97,043\$94.2Consumer installment loans\$5,971\$5.7\$3,977\$3.9Commercial credit products\$1,826\$1.7\$1,839\$1.8Other1,0660.1\$1,2940.1Total loan receivables\$104,721\$100.0\$102,988\$100.0Loan receivables increased 1.7% to \$104.7 billion at December 31, 2024 compared to \$103.0 billion at December 31, 2023, primarily driven by lower customer payment rates and the impact of the Ally Lending acquisition, partially offset by lower purchase volume. Our loan receivables portfolio, excluding held for sale, had the following maturity distribution at December 31, 2024. (\$ in millions)Within 1Year(1)1-5Years(2)5-15YearsAfter 15YearsTotalLoan receivablesCredit cards\$95,388\$1,430\$6\$1,430\$96,818Consumer installment loans(3)2,124\$3,701\$146\$3,701\$5,971Commercial credit products1,793\$33\$1\$1,826Other39\$42\$16\$9\$106Total loan receivables\$99,344\$5,206\$162\$9\$104,721Loans due after one year at fixed interest ratesN/A\$5,206\$162\$9\$5,377Loans due after one year at variable interest ratesN/A\$6\$1\$6\$1Total loan receivables due after one yearN/A\$5,206\$162\$9\$5,377(1)Credit card loans have minimum payment requirements but no stated maturity and therefore are included in the due within one year category. However, many of our credit card holders will revolve their balances, which may extend their repayment period beyond one year for balances at December 31, 2024. (2)Credit card and commercial loans due after one year relate to loans modified to borrowers experiencing financial difficulty. (3)Reflects scheduled repayments up to the final contractual maturity of our installment loans. Our loan receivables portfolio had the following geographic concentration at December 31, 2024. (\$ in millions)Loan ReceivablesOutstanding% of TotalLoan ReceivablesOutstandingStateTexas\$11,48611.0%California\$10,76710.3%Florida\$9,7439.3%New York\$4,9784.8%North Carolina\$4,3994.2%DelinquenciesOver-30 day loan delinquencies as a percentage of period-end loan receivables decreased to 4.70% at December 31, 2024, as compared to 4.74% at December 31, 2023, reflecting the impact of the credit actions we have taken. Net Charge-OffsNet charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid finance charges and fees and third-party fraud losses from charge-offs. Charged-off and recovered finance charges and fees are included in interest and fees on loans while third-party fraud losses are included in Other expense. Charge-offs are recorded as a reduction to the allowance for credit losses and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and included in Other expense in our Consolidated Statements of Earnings. The table below sets forth net charge-offs and the ratio of net charge-offs to average loan receivables, including held for sale, (a) net charge-off rate for the periods indicated. Years ended December 31202420232022(\$ in millions)AmountRateAmountRateAmountRateCredit cards\$5,9096.29%\$4,3114.82%\$2,3922.99%Consumer installment loans\$3714.64%\$1895.40%\$8042.82%Commercial credit products\$1397.11%\$1196.52%\$6333.84%Other\$10.90.9%\$10.80.8%\$11.30.8%Total net charge-offs\$6,4206.31%\$4,6204.87%\$2,5364.87%Allowance for Credit LossesThe allowance for credit losses totaled \$10.9 billion at December 31, 2024, compared to \$10.6 billion at December 31, 2023, and reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position. Our allowance for credit losses as a percentage of total loan receivables increased to 10.44% at December 31, 2024, from 10.26% at December 31, 2023. The increase in the allowance for credit losses compared to December 31, 2023 includes the addition of the Ally Lending portfolio. See Note 5. Loan Receivables and Allowance for Credit Losses to our consolidated financial statements for additional information. 46Funding, Liquidity and Capital Resources We maintain a strong focus on liquidity and capital. Our funding, liquidity and capital policies are designed to ensure that our business has the liquidity and capital resources to support our daily operations, our business growth, our credit ratings and our regulatory and policy requirements, in a cost effective and prudent manner through expected and unexpected market environments. Funding SourcesOur primary funding sources include cash from operations, deposits (direct and brokered deposits), securitized financings and senior and subordinated unsecured notes. The following table summarizes information concerning our funding sources during the periods indicated. A 202420232022Years ended December 31 (\$ in millions)AverageBalanceAverageRateAverageBalanceAverageBalanceAverageRateDeposits(1)\$82,26883.9%4.6%\$75,48783.5%6.9%\$65,62482.6%1.5%Securitized financings7,7327.9%5.5%6,2746.9%5.4%6,4688.2%3.0Senior and subordinated unsecured notes8,0828.2%5.0%8,6449.6%4.8%7,3159.2%4.3Totals\$98,082100.0%4.7%\$90,405100.0%4.1%\$79,407100.0%1.9%(1)Excludes \$388 million, \$402 million and \$382 million average balance of non-interest-bearing deposits for the years ended December 31, 2024, 2023 and 2022, respectively. Non-interest-bearing deposits comprise less than 10% of total deposits for the years ended December 31, 2024, 2023 and 2022. DepositsWe obtain deposits directly from retail, affinity relationships and commercial customers (a) direct deposits or through third-party brokerage firms that offer our deposits to their customers (b) brokered deposits. At December 31, 2024, we had \$72.3 billion in direct deposits and \$9.8 billion in deposits originated through brokerage firms (including network deposit sweeps procured through a program arranger that channels brokerage account deposits to us). A key part of our liquidity plan and funding strategy is to continue to utilize our direct deposit base as a source of stable and diversified low-cost funding. Our direct deposits are primarily from retail customers and include a range of FDIC-insured deposit products, including certificates of deposit, IRAs, money market accounts, savings accounts, sweep and affinity deposits. Brokered deposits are primarily from retail customers of large brokerage firms. We have relationships with 10 brokers that offer our deposits through their networks. Our brokered deposits primarily consist of certificates of deposit that bear interest at a fixed rate. These deposits generally are not subject to early withdrawal. Our ability to attract deposits is sensitive to, among other things, the interest rates we pay, and therefore, we bear funding risk if we fail to pay higher rates, or interest rate risk if we are required to pay higher rates, to retain existing deposits or attract new deposits. To mitigate these risks, our funding strategy includes a range of deposit products, and we seek to maintain access to multiple other funding sources, including securitized financings (including our undrawn committed and uncommitted capacity) and unsecured debt. 47The following table summarizes certain information regarding our interest-bearing deposits by type (all of which constitute U.S. deposits) for the periods indicated. Years ended December 31 (\$ in millions)202420232022AverageBalanceAverageRateAverageBalanceAverageBalanceAverageRateDeposits:Certificates of deposit (including IRA certificates of

deposit)\$40,768Â 49.6Â %4.8Â %\$33,104Â 43.9Â %3.8Â %\$22,405Â 34.1Â %1.3Â %Savings accounts, money market and demand accounts\$29,722Â 36.1Â 45.9Â %29,073Â 38.5Â 41.1Â 30,915Â 47.1Â 1.5Â Brokered deposits\$1,778Â 14.3Â 4.5Â 13,310Â 17.6Â 3.9Â 12,304Â 18.8Â 2.1Â Total interest-bearing deposits\$82,268Â 100.0Â %4.6Â %\$75,487Â 100.0Â %3.9Â %\$65,624Â 100.0Â %1.5Â %Our deposit liabilities provide funding with maturities ranging from one day to ten years. At December 31, 2024, the weighted average maturity of our interest-bearing time deposits was one year. See Note 8. Deposits to our consolidated financial statements for more information on the maturities of our time deposits. The standard FDIC deposit insurance amount is \$250,000 per depositor, for each account ownership category. Our estimate of the uninsured portion of total deposit balances, excluding any intercompany balance, at December 31, 2024 was \$6.1 billion. The following table summarizes the portion of uninsured deposits that are certificates of deposit by contractual maturity at December 31, 2024.(\$ in millions)3Â MonthsÂ or LessOver 3Â Monthsbut 6Â MonthsOver 6Â Monthsbut 12Â MonthsOver 12Â MonthsTotalCertificates of deposit (including IRA certificates of deposit)\$794Â 1,237Â 1,045Â \$660Â 3,736Â Securitized financingsWe access the asset-backed securitization market using the Synchrony Card Issuance Trust (âSYNITâ) through which we may issue asset-backed securities through both public transactions and private transactions funded by financial institutions and commercial paper conduits. In addition, we issue asset-backed securities in private transactions through the Synchrony Credit Card Master Note Trust (âSYNCTâ) and the Synchrony Sales Finance Master Trust (âSFTâ). At December 31, 2024, we had \$2.9 billion of outstanding private asset-backed securities and \$4.9 billion of outstanding public asset-backed securities, in each case held by unrelated third parties.48The following table summarizes expected contractual maturities of the investorsâ interests in securitized financings, excluding debt premiums, discounts and issuance costs at December 31, 2024.(\$ in millions)Less Than One YearOne YearThrough Three YearsFour YearsThrough Five YearsAfter Five YearsTotalsScheduled maturities of borrowingsâ owed to securitization investors:SYNCT\$1,050Â \$600Â âÂ \$1,650Â SFT275Â 1,000Â âÂ 1,275Â SYNIT(1)1,675Â 3,250Â âÂ 4,925Â Total borrowingsâ owed to securitization investors\$3,000Â \$4,850Â âÂ \$7,850Â (1)Excludes any subordinated classes of SYNIT notes that we owned at December 31, 2024. We retain exposure to the performance of trust assets through: (i)Â in the case of SYNCT, SFT and SYNIT, subordinated retained interests in the loan receivables transferred to the trust in excess of the principal amount of the notes for a given series that provide credit enhancement for a particular series, as well as a pari passu sellerâ interest in each trust and (ii)Â in the case of SYNIT, any subordinated classes of notes that we own. All of our securitized financings include early repayment triggers, referred to as early amortization events, including events related to material breaches of representations, warranties or covenants, inability or failure of the Bank to transfer loan receivables to the trusts as required under the securitization documents, failure to make required payments or deposits pursuant to the securitization documents, and certain insolvency-related events with respect to the related securitization depositor, Synchrony (solely with respect to SYNCT) or the Bank. In addition, an early amortization event will occur with respect to a series if the excess spread as it relates to a particular series or for the trust, as applicable, falls below zero. Following an early amortization event, principal collections on the loan receivables in the applicable trust are applied to repay principal of the trust's asset-backed securities rather than being available on a revolving basis to fund the origination activities of our business. The occurrence of an early amortization event also would limit or terminate our ability to issue future series out of the trust in which the early amortization event occurred. No early amortization event has occurred with respect to any of the securitized financings in SYNCT, SFT or SYNIT. The following table summarizes for each of our trusts the three-month rolling average excess spread at December 31, 2024.NoteÂ Principal Balance(\$ in millions)# of SeriesOutstandingThree-MonthÂ RollingAverage Excess Spread(1)SYNCT\$1,650Â 3Â ~ 15.1% to 15.7%SFT\$1,275Â 5Â 12.2Â %SYNIT\$4,925Â 1Â 16.9Â % (1)Represents the excess spread (generally calculated as interest income collected from the applicable pool of loan receivables less applicable net charge-offs, interest expense and servicing costs, divided by the aggregate principal amount of loan receivables in the applicable pool) for SFT or, in the case of SYNCT, a range of the excess spreads relating to the particular series issued within such trust or, in the case of SYNIT, the excess spread relating to the one outstanding series issued within such trust, in all cases omitting any series that have not been outstanding for at least three full monthly periods and calculated in accordance with the applicable trust or series documentation, for the three securitization monthly periods ended December 31, 2024.49Senior and Subordinated Unsecured NotesDuring the year ended December 31, 2024, we made repayments totaling \$1.85 billion of senior unsecured notes issued by Synchrony Financial. The following table provides a summary of our outstanding senior and subordinated unsecured notes at December 31, 2024, which includes \$750 million of senior unsecured notes issued by Synchrony Financial in August 2024.Issuance DateInterest Rate(1)MaturityPrincipal Amount Outstanding(2)(\$ in millions)Fixed rate senior unsecured notes:Synchrony FinancialJuly 20154.500%July 20211,000Â August 20163.700%August 2021650Â December 20173.950%December 20211,000Â March 20195.150%March 2021965Â October 20212.875%October 20311750Â June 20224.875%June 2025750Â Synchrony BankAugust 20225.400%August 2025900Â August 20225.625%August 2027600Â Fixed-to-floating rate senior unsecured notes:Synchrony FinancialAugust 20245.935%(3)August 2030750Â Fixed rate subordinated unsecured notes:Synchrony FinancialFebruary 20237.250%February 2033750Â Total fixed rate and fixed-to-floating rate senior and subordinated unsecured notes\$7,650Â (1)Weighted average interest rate of all senior and subordinated unsecured notes at December 31, 2024 was 4.91%. (2)The amounts shown exclude unamortized debt discounts, premiums and issuance costs. (3)Interest rate fixed through August 1, 2029; resets August 2, 2029 to floating rate based on compounded Secured Overnight Financing Rate ("SOFR") plus 213 basis points.Short-Term BorrowingsExcept as described above, there were no material short-term borrowings for the periods presented.CovenantsThe indentures pursuant to which our senior and subordinated unsecured notes have been issued include various covenants, including covenants that restrict (subject to certain exceptions) Synchronyâ s ability to dispose of, or incur liens on, any of the voting stock of the Bank or otherwise permit the Bank to be merged, consolidated, leased or sold in a manner that results in the Bank being less than 80% controlled by us.50If we do not satisfy any of these covenants discussed above, the maturity of amounts outstanding thereunder may be accelerated and become payable. We were in compliance with all of these covenants at December 31, 2024. At December 31, 2024, we were not in default under any of our credit facilities.Credit RatingsOur borrowing costs and capacity in certain funding markets, including securitizations and senior and subordinated debt, may be affected by the credit ratings of the Company, the Bank and the ratings of our asset-backed securities. The table below reflects our current credit ratings and outlooks: S&P/Fitch RatingsSynchrony FinancialSenior unsecured debtBBB-BBB-Subordinated unsecured debtBB+BB+Preferred stockBB-B+Outlook for Synchrony FinancialStablePositiveSynchrony BankSenior unsecured debtBBBBBB-Outlook for Synchrony BankStablePositiveIn addition, certain of the asset-backed securities issued by SYNIT are rated by Fitch, S&P and/or Moodyâ s. A credit rating is not a recommendation to buy, sell or hold securities, may be subject to revision or withdrawal at any time by the assigning rating organization, and each rating should be evaluated independently of any other rating. Downgrades in these credit ratings could materially increase the cost of our funding from, and restrict our access to, the capital markets.51Liquidity We seek to ensure that we have adequate liquidity to sustain business operations, fund asset growth, satisfy debt obligations and to meet regulatory expectations under normal and stress conditions. We maintain policies outlining the overall framework and general principles for managing liquidity risk across our business, which is the responsibility of our Asset and Liability Management Committee, a management committee under the oversight of the Risk Committee of our Board of Directors. We employ a variety of metrics to monitor and manage liquidity. We perform regular liquidity stress testing and contingency planning as part of our liquidity management process. We evaluate a range of stress scenarios including Company specific and systemic events that could impact funding sources and our ability to meet liquidity needs. We maintain a liquidity portfolio, which at December 31, 2024 had \$17.2 billion of liquid assets, primarily consisting of cash and equivalents, less cash in transit which is not considered to be liquid, compared to \$16.8 billion of liquid assets at December 31, 2023. The increase in liquid assets was primarily due to deposit growth and the issuances of securitized debt and preferred stock, as well as the proceeds from the Pets Best disposition, partially offset by loan receivables growth. We believe our liquidity position at December 31, 2024 remains strong as we continue to operate in a period of uncertain economic conditions and we will continue to closely monitor our liquidity as economic conditions change. As a general matter, investments included in our liquidity portfolio are expected to be highly liquid, giving us the ability to readily convert them to cash. The level and composition of our liquidity portfolio may fluctuate based upon the level of expected maturities of our funding sources as well as operational requirements and market conditions. We also have access to several additional sources of liquidity beyond our liquidity portfolio. At December 31, 2024, we had an aggregate of \$11.5 billion of available borrowing capacity through the Federal Reserve's discount window. In addition, we had \$2.6 billion of undrawn capacity on our securitized financings, subject to customary borrowing conditions, from private lenders under our securitization programs, of which \$2.1 billion was committed and \$450 million was uncommitted, as well as \$500 million of undrawn committed capacity under our unsecured revolving credit facility with private lenders. We also have other unencumbered assets in the Bank available to be used to generate additional liquidity through secured borrowings or asset sales or to be pledged to the Federal Reserve Board for credit at the discount window. We rely significantly on dividends and other distributions and payments from the Bank for liquidity; however, bank regulations, contractual restrictions and other factors limit the amount of dividends and other distributions and payments that the Bank may pay to us. For a discussion of regulatory restrictions on the Bankâ s ability to pay dividends, see âRegulationâ "Risk Factors Relating to Regulationâ "We are subject to restrictions that limit our ability to pay dividends and repurchase our common stock; the Bank is subject to restrictions that limit its ability to pay dividends to us, which could limit our ability to pay dividends, repurchase our common stock or make payments on our indebtedness,â âRegulationâ "Savings Association Regulationâ "Dividends and Stock Repurchasesâ and âLiquidity," and Regulationâ "Savings and Loan Holding Company Regulationâ "Liquidity." 52Quantitative and Qualitative Disclosures About Market Risk Market risk refers to the risk that a change in the level of one or more market prices, rates, indices, correlations or other market factors will result in losses for a position or portfolio. We are exposed to market risk primarily from changes in interest rates. See âRisksâ "Risk Factors Relating to Our Businessâ "Changes in market interest rates could have a material adverse effect on our net earnings, funding and liquidityâ and ââA reduction in our credit ratings could materially increase the cost of our funding from, and restrict our access to, the capital markets.âInterest Rate Risk We borrow money from a variety of depositors and institutions in order to provide loans to our customers. Changes in market interest rates cause our net interest income to increase or decrease, as some of our assets and liabilities carry interest rates that fluctuate with market benchmarks. The interest rate benchmark for our floating rate assets is generally the prime rate, and the interest rate benchmark for our floating rate liabilities is generally either the Secured Overnight Financing Rate ("SOFR"), U.S. Treasury bills, or the federal funds rate. The prime rate and the SOFR, U.S. Treasury bills or federal funds rate could reset at different times or could diverge, leading to mismatches in the interest rates on our floating rate assets and floating rate liabilities. Competitive factors and future regulatory changes may limit or restrict the rate of interest we can charge on our loans. In addition, some of our program agreements also limit the rate of interest we can charge to customers. If interest rates were to rise materially over a sustained period of time, like we experienced during 2022 and 2023, and we are unable to sufficiently raise our interest rates in a timely manner, our net interest income and margin could be adversely impacted, which could have a material adverse effect on our net earnings. Interest rates may also adversely impact our customersâ spending levels and ability and willingness to pay outstanding amounts owed to us. Our floating rate products bear interest rates that fluctuate with the prime rate. Higher interest rates often lead to higher payment obligations by customers to us and other lenders under mortgage, credit card and other consumer loans, which may reduce our customersâ ability to remain current on their obligations to us and therefore lead to increased delinquencies, charge-offs and allowances for credit losses, which could have a material adverse effect on our net earnings. Changes in interest rates and competitor responses to these changes may also impact customer decisions to maintain deposits with us, and reductions in deposits could materially adversely affect our funding costs and liquidity. At December 31, 2024, 62% of our loan receivables were priced at a fixed interest rate to the customer, with the remaining 38% at a floating interest rate. We fund our assets with a combination of fixed rate and floating rate funding sources that include deposits, securitized financings and unsecured debt. To manage interest rate risk, we seek to match the interest rate repricing characteristics of our assets and liabilities. Historically, we have not used interest rate derivative contracts to manage interest rate risk; however, we may choose to do so in the future. To the extent we are unable to effectively match the interest rate sensitivity of our assets and liabilities, our net earnings could be materially adversely affected. We assess our interest rate risk by estimating the effect of various interest rate scenarios on our net interest income. For purposes of presenting the possible earnings effect of a hypothetical, adverse change in interest rates over the 12-month period from our reporting date, we assume that all interest rate sensitive assets and liabilities will be impacted by a hypothetical, immediate 100 basis point increase or decrease in interest rates as of the beginning of the period. The sensitivity is based upon the hypothetical assumption that all relevant types of interest rates that affect our results would increase or decrease instantaneously, simultaneously and to the same degree.53Our interest rate sensitive assets include our variable rate loan receivables and the assets that make up our liquidity portfolio. Assets with rates that are fixed at period end but which will mature, or otherwise contractually reset to a market-based indexed rate or other fixed rate prior to the end of the 12-month period, are considered to be rate sensitive. The latter category includes certain loans that may be offered at below-market rates for an introductory period, such as balance transfers and special promotional programs, after which the loans will contractually reprice under standard terms in accordance with our normal market-based pricing structure. For purposes of measuring rate sensitivity for such loans, only the effect of the hypothetical 100 basis point change in the underlying market-based indexed rate or other fixed rate has been considered rather than the full change in the rate to which the loan would contractually reprice (i.e. assets are categorized as fixed or floating according to their underlying contractual terms). For assets that have a fixed interest rate at the period end but which contractually will, or are assumed to, reset to a market-based indexed rate or other fixed rate during the next 12 months, net interest income sensitivity is measured from the expected repricing date. Interest rate sensitive liabilities are assumed to be those for which the stated interest rate is not contractually fixed for the next 12-month period. Thus, liabilities that vary with changes in a market-based index, such as the federal funds rate SOFR or U.S. Treasury bills, which will reset before the end of the 12-month period, or liabilities whose rates are fixed at the period end but which will mature and are assumed to be replaced with a market-based indexed rate prior to the end of the 12-month period, also are considered to be rate sensitive. For these fixed rate liabilities, net interest income sensitivity is measured from the expected repricing date. The following table presents the approximate net interest income impacts forecasted over the next twelve months from an immediate and parallel change in interest rates affecting all interest rate sensitive assets and liabilities at December 31, 2024. Basis Point ChangeAt December 31, 2024(\$ in millions)-100 basis points\$(96)+100 basis points\$144 Limitations of Market Risk Measures The interest rate risk models that we use in deriving these measures incorporate contractual information, internally-developed assumptions and proprietary modeling methodologies, which project borrower and deposit behavior patterns in certain interest rate environments. Other market inputs, such as interest rates, market prices and interest rate volatility, are also critical components of our interest rate risk measures. We regularly evaluate, update and enhance these assumptions, models and analytical tools as we believe appropriate to reflect our best assessment of the market environment and the expected behavior patterns of our existing assets and liabilities. There are inherent limitations in any methodology used to estimate the exposure to changes in market interest rates. The sensitivity analysis provided above contemplates only certain movements in interest rates and is based on the existing balance sheet as well as assumptions around future growth, pricing and balance sheet composition. It does not attempt to estimate the effect of a more significant interest rate increase over a sustained period of time, which as described in ââInterest Rate Riskâ above, could adversely affect our net interest income. In addition, the strategic actions that management may take to manage our balance sheet may differ from our projections, which could cause our actual net interest income to differ from the above sensitivity analysis. 54Capital Our primary sources of capital have been earnings generated by our business and existing equity capital. We seek to manage capital to a level and composition sufficient to support the risks of our business, meet regulatory requirements, adhere to rating agency targets and support future business growth. The level, composition and utilization of capital are influenced by changes in the economic environment, strategic initiatives and legislative and regulatory developments. Within these constraints, we are focused on deploying capital in a manner that will provide attractive returns to our stockholders. While not subject to a formal requirement in prior year periods, we have previously submitted our capital plan to the Federal Reserve Board. In 2024, we became subject to the Federal Reserve Board's formal capital plan submission requirements and submitted our capital plan to the Federal Reserve Board. Dividend and Share RepurchasesCommon Stock Cash Dividends DeclaredMonth of PaymentAmount per Common ShareAmountThree months ended (\$ in millions, except per share data)March 31, 2024February 2024\$0.25Â \$102Â June 30, 2024May 20240.25Â 100Â September 30, 2024August 20240.25Â 99Â December 31, 2024November 20240.25Â 97Â Total dividends declared1.00Â \$398Â Series A Series BPreferred Stock Cash Dividends DeclaredMonth of PaymentAmount per

consolidated financial statements and related notes in [“Consolidated Financial Statements and Supplementary Data”](#) and [“Regulation”](#) “Risk Factors Relating to Regulation” of this Form 10-K Report. Our business routinely encounters and addresses risks, some of which will cause our future results to be different - sometimes materially different - than we anticipate. Discussion about important operational risks that our business encounters can be found in the business descriptions in [“Our Business”](#) and the MD&A section of this Form 10-K Report. The key categories of risks our business faces are macro-economic, strategic, operational, technological (including cybersecurity), financial, legal and regulatory. Our reactions to material future developments as well as our competitors’ reactions to those developments will affect our future results. Macro-economic, Strategic and Operational Risks Macro-economic conditions could have a material adverse effect on our business, results of operations and financial condition. Key macro-economic conditions historically have affected our business, results of operations and financial condition and are likely to affect them in the future. Consumer confidence, affordability, inflation, unemployment, personal income, personal savings and access to other liquidity, housing prices and values and other economic indicators are among the factors that often impact consumer spending and payment behavior and demand for credit. Poor economic conditions reduce the usage of our credit cards and other financing products and the average purchase amount of transactions on our credit cards and through our other products, which, in each case, reduces our interest and fee income. We rely primarily on interest and fees on our loan receivables to generate our net earnings. Our interest and fees on our loan receivables was \$21.6 billion for the year ended December 31, 2024. Poor economic conditions also adversely affect the ability and willingness of customers to pay amounts owed to us, increasing delinquencies, bankruptcies, charge-offs and allowances for credit losses and settlements. For example, our over-30 day delinquency rate as a percentage of period-end loan receivables was 8.25% at December 31, 2009 during the financial crisis, compared to 4.70% at December 31, 2024, and our full-year net charge-off rate was 11.26% for the year ended December 31, 2009, compared to 6.31% for the year ended December 31, 2024. The assessment of our credit profile includes the evaluation of broader consumer and industry trends, such as payment behavior and overall indebtedness. Economic growth in the United States can slow due to low productivity, declining investments, limited access to credit, shrinking labor force, labor relations, concerns about the level of U.S. government debt, inflation, interest rates, tariffs (including retaliatory tariffs in response to tariffs imposed by the United States), and monetary and/or fiscal actions, as well as economic and political conditions in the U.S. and global markets, including international trade relations. Additionally, there is uncertainty regarding the impact of changes in the U.S. presidential administration and Congress on fiscal, monetary and regulatory policy. A prolonged period of slow economic growth or a significant deterioration in economic conditions or broader consumer trends, including employment, wage growth, savings rates and consumer indebtedness, would likely affect consumer spending levels and the ability and willingness of customers to pay amounts owed to us, and could have a material adverse effect on our business, key credit trends, results of operations and financial condition. Further, while the effects of the COVID-19 pandemic have subsided the impact of any future outbreaks, epidemics, pandemics or other public health crises on our business remain uncertain and are difficult to predict. Macro-economic conditions may also cause net earnings to fluctuate and diverge from expectations of securities analysts and investors, who may have differing assumptions regarding the impact of these conditions on our business, and this may adversely impact our stock price. In addition, governments may implement regulations or investors and other stakeholders may adopt new investment policies or otherwise impose new expectations regarding sustainability, social or other topics that cause significant shifts in disclosure, commerce and consumption behaviors that may have negative impacts on our business and/or reputation. Our results of operations and growth depend on our ability to retain existing partners and attract new partners. Substantially all of our revenue is generated from the credit products we provide to customers of our partners pursuant to program agreements we enter into with our partners. As a result, our results of operations and growth depend on our ability to retain existing partners and attract new partners. Historically, there has been turnover in our partners, and we expect this will continue in the future. Many of the program agreements we have in place with our large partners and national and regional retailer and manufacturer partners are for multi-year terms. These program agreements generally permit us or our partner to terminate the agreement prior to its scheduled termination date under certain circumstances. A partner may terminate an agreement for various reasons, including, in some cases, if we fail to meet certain service levels or change certain key cardholder terms or our credit criteria, we fail to achieve certain targets with respect to approvals of new customers as a result of the credit criteria we use, we elect not to increase the program size when the outstanding loan receivables under the program reach certain thresholds or we are not adequately capitalized, certain force majeure events or changes in our ownership occur, or a material adverse change in our financial condition or a significant change in law occurs. A few programs with national and regional retailer and manufacturer partners also may be terminated at will by the partner on specified notice to us (e.g., several months). In addition, programs with manufacturers, buying groups and industry associations generally are made available to certain partners such as individual retail outlets, dealers and merchants under dealer agreements, which typically may be terminated at will by us or our partner on short notice (e.g., 15 days). There is significant competition for our existing partners, and our failure to retain our existing larger partner relationships upon the expiration or our earlier loss of a relationship upon the exercise of a partner’s early termination rights, or the expiration or termination of a substantial number of smaller partner relationships, could have a material adverse effect on our results of operations (including growth rates) and financial condition to the extent we do not acquire new partners of similar size and profitability or otherwise grow our business. In addition, existing relationships may be renewed with less favorable terms to the Company in response to increased competition for such relationships. The competition for new partners is also significant, and our failure to attract new partners could adversely affect our ability to grow. A significant percentage of our interest and fees on loans comes from relationships with a small number of large retail partners, and the loss of any of these partners could adversely affect our business and results of operations. Our five largest programs based upon interest and fees on loans for the year ended December 31, 2024 were Amazon, JCPenney, Lowe’s, PayPal and Sam’s Club. These programs accounted in aggregate for 54% of our total interest and fees on loans for the year ended December 31, 2024, and 51% of loan receivables at December 31, 2024. Our programs with Lowe’s, PayPal, which includes our Venmo program, and Sam’s Club, each accounted for more than 10% of our total interest and fees on loans for the year ended December 31, 2024. See [“Our Business”](#) “Our Sales Platforms.” The program agreements generally permit us or our partner to terminate the agreement prior to its scheduled termination date under various circumstances as described in the preceding risk factor. Some of our program agreements also provide that, upon expiration or termination, our partner may purchase or designate a third party to purchase the accounts and loans generated with respect to its program and all related customer data. The loss of any of our largest partners or a material reduction in the interest and fees we receive from their customers could have a material adverse effect on our results of operations and financial condition. Our business is heavily concentrated in U.S. consumer credit, and therefore our results are more susceptible to market fluctuations and legislative and regulatory developments in that market than a more diversified company. Our business is heavily concentrated in the U.S. consumer credit industry. As a result, we are more susceptible to fluctuations and risks particular to U.S. consumer credit than a more diversified company. Our business is particularly sensitive to macro-economic conditions that affect the U.S. economy, consumer spending and consumer credit. For example, beginning in the second half of 2022 and through 2024, we experienced moderation in payment rates due to lower consumer savings and other factors. To the extent that payment rates continue to moderate, we could see a decline and/or volatility in purchase volume, as well as increases in our delinquencies, net charge-off rate and allowance for credit losses. The extent of the impacts on U.S. consumer credit from these and other macro-economic conditions is currently uncertain and dependent on various factors and could have a material adverse effect on our business, results of operations and financial condition. Additionally, we have and may in the future implement measures to tighten credit access in response to certain consumer and economic indicators which have and may in the future impact our financial performance, such as purchase volume and new accounts. In addition, we are more susceptible to the risks of increased regulations and legal and other regulatory actions that are targeted at consumer credit or the specific consumer credit products that we offer (including pricing on our credit products, our payment security program and promotional financing). For example, recent legislative and regulatory proposals have sought to limit pricing on consumer credit products. In addition, our Health & Wellness platform is more susceptible to increased regulations and legal and other regulatory actions targeted at healthcare related procedures or services, in contrast to other industries. Our business concentration in U.S. consumer credit and susceptibility to associated legislative and regulatory actions could have a material adverse effect on our results of operations. The CFPB’s final rule on credit card late fees, if implemented, would likely materially adversely affect our business and results of operations. On March 5, 2024, the CFPB issued a final rule amending its regulations that implement the Truth in Lending Act to, among other things, lower the safe harbor dollar amount for credit card late fees from \$30 (adjusted to \$41 for each subsequent late payment within the next six billing cycles) to \$8 and eliminate the automatic annual inflation adjustment to such safe harbor dollar amount. The final rule, when effective, will result in a significant reduction in our interest and fees on loan receivables. Industry organizations have challenged the final rule in court. The final rule had an original effective date of May 14, 2024; however, on May 10, 2024, the United States District Court for the Northern District of Texas granted an injunction and stay of the final rule, and the injunction remains in effect. The ultimate outcome of this litigation and the impact on the final rule, including whether the final rule will become effective and if effective, the timing of implementation, is uncertain. We continue to closely monitor relevant developments and the impact on our business. If the final rule does not become effective, there is also a risk that new regulations relating to late fees may be proposed. For the year ended December 31, 2024, interest income on loan receivables includes fees on loans, which primarily consist of late fees on our credit products, of \$2.5 billion, net of reversals. A significant reduction in the late fees the Company charges would reduce our fees on loans and could also impact the competitiveness of our credit products and our ability and willingness to provide certain products and services, or to continue to offer our products to certain customers. In anticipation that the final rule will become effective, we have implemented a number of product, pricing and policy changes to adjust for the significant reduction in our late fee income. The effects of these changes have started to be reflected in our Consolidated Statement of Earnings for the year ended December 31, 2024. These changes may subject us to a variety of risks, due to, among other things, additional costs and partner, customer and other stakeholder acceptance. Further, it will take time for these product, pricing and policy changes to offset the impact of a significant reduction in the late fees we charge and there can be no assurance that these changes will fully offset the impact. Additionally, we are unable to predict the impact the product, pricing and policy changes and the implementation of the final rule itself or the final rule not becoming effective, will have on our customers’ and overall consumer behavior, including in regard to our ability to retain existing customers and attract new customers. Our inability to successfully manage the foregoing risks could result in harm to our reputation and our brand, as well as subject us to additional scrutiny from regulators and other stakeholders. If we are unable to continue to charge late fees at levels similar to those permitted under existing regulatory guidance or effectively offset the impacts of a significant reduction in the late fees we charge, there would be a material adverse effect on our business, results of operations and/or financial condition. Our results depend, to a significant extent, on the active and effective promotion and support of our products by our partners. Our partners generally accept most major credit cards and various other forms of payment, and therefore our success depends on their active and effective promotion of our products to their customers. We depend on our partners to integrate the use of our credit products into their physical and digital point-of-sale systems, to train their customer facing associates about our products, encourage their customers to apply for, and use, our products and otherwise effectively market our products through all physical and digital channels. In addition, although our programs with national and regional partners typically are exclusive with respect to the credit products we offer at that partner, some programs and most Health & Wellness provider relationships are not exclusive to us, and therefore a partner may choose to promote a competitor’s financing over or alongside ours, depending upon cost, availability or attractiveness to consumers or other factors. Typically, we do not have, or utilize, any recourse against these non-exclusive partners when they do not prioritize the promotion of our products. Partners may also implement or fail to implement changes in their systems and technologies that may disrupt the integration between their systems and technologies and ours, which could disrupt or reduce the use of our products. The failure by our partners to effectively promote and support our products as well as changes they may make in their business models that negatively impact card usage could have a material adverse effect on our business and results of operations. In addition, if our partners engage in improper business practices, do not adhere to the terms of our program agreements or other contractual arrangements or standards, or otherwise diminish the value of our brand, we may suffer reputational damage and customers may be less likely to use our products, which could have a material adverse effect on our business and results of operations. Our results are impacted, to a significant extent, by the financial performance of our partners. Our ability to generate new loans and the interest and fees and other income associated with them is dependent upon sales of merchandise and services by our partners. The retail and healthcare industries in which our partners operate are intensely competitive. Our partners compete with retailers and department stores in their own geographic areas, as well as direct to consumer and online or digital sales businesses. Our partners in the healthcare industry compete with other healthcare providers. Our partners’ sales may decrease or may not increase as we anticipate for various reasons, some of which are in the partners’ control and some of which are not. For example, partner sales may be adversely affected by macro-economic conditions having a national, regional or more local effect on consumer spending; regulatory actions such as tariffs, as well as retaliatory tariffs in response to tariffs imposed by the United States; taxes that impact the cost of consumer goods; business conditions affecting the general retail environment, such as supply chain disruptions or the ability to maintain sufficient staffing levels, or a particular partner or industry; or catastrophes affecting broad or more discrete geographic areas. If our partners’ sales decline for any reason, it generally results in lower credit sales, and therefore lower loan volume and associated interest and fees and other income for us from their customers. In addition, if a partner closes some or all of its stores or locations, or becomes subject to a voluntary or involuntary bankruptcy proceeding (or if there is a perception that it may become subject to a bankruptcy proceeding), its customers who have used our financing products may have less incentive to pay their outstanding balances to us, which could result in higher charge-off rates than anticipated and our costs for servicing its customers’ accounts may increase. This risk is particularly acute with respect to our largest partners that account for a significant amount of our interest and fees on loans. See [“A significant percentage of our interest and fees on loans comes from relationships with a small number of partners, and the loss of any of these partners could adversely affect our business and results of operations.”](#) Moreover, if the financial condition of a partner deteriorates significantly or a partner becomes subject to a bankruptcy proceeding, we may not be able to recover amounts due to us from the partner such as customer returns or customer payments made in partner stores. A decrease in sales by our partners for any reason or a bankruptcy proceeding involving any of them could have a material adverse impact on our business and results of operations. Competition in the consumer finance industry is intense. The success of our business depends on our ability to retain existing partners and attract new partners. The competition for partners is intense and highly competitive across our product set. Our primary competitors for partners include major financial institutions, such as American Express, Bread Financial, Capital One, JPMorgan Chase, Citibank, TD Bank and Wells Fargo, and to a lesser extent, financial technology companies, point-of-sale lending focused companies, and potential partners’ own in-house financing capabilities. Some of our competitors are substantially larger, have substantially greater resources and may offer a broader range of products and services. In addition, some of our competitors have been acquired, and others may in the future be acquired, by private-equity led consortia, which may expand the level of resources available to these competitors. We compete for partners on the basis of a number of factors, including program financial and other terms, technological capabilities, underwriting capabilities, marketing expertise, service levels, product and service offerings (including incentive and loyalty programs), and integration, brand and reputation. In addition, some of our competitors have a business model that allows for their partners to manage underwriting (e.g., new account approval), customer service and collections, and other core banking responsibilities that we retain but some partners may prefer to handle. As a result of competition, we may be unable to acquire new partners, lose existing relationships to competing companies or find it more costly to maintain our existing relationships. In addition, new tech-enabled platforms have arisen to support our potential partners in scaling quickly. These include eCards (e.g., Shopify and Magento), and independent software vendors (e.g., ServiceTitan). Building relationships with and integrating our offerings into these platforms is important to attract and retain certain types of new merchants (e.g., smaller digital merchants or specialty merchants such as contractors). If our competitors secure and maintain advantaged positions with these platforms, we may be unable to drive growth with merchants that leverage these platforms. Our success also depends on our ability to attract and retain customers and generate usage of our products by them. The consumer credit and payments industry is highly competitive and we face an increasingly dynamic industry as emerging technologies enter the marketplace. As a form of payment, our products compete with cash, checks, debit cards, general purpose credit cards (including Visa, MasterCard, American Express and Discover Card), various forms of consumer installment loans, other private label card brands and, to a certain extent, prepaid cards and all forms of electronic payments. In the future, we expect our products may face increased competitive pressure to the extent that our products are not, or do not continue to be, accepted in, or compatible with digital wallet technologies such as Apple Pay, Samsung Pay, Android Pay and other similar technologies. We may also face increased competition from current competitors or others who introduce or embrace disruptive technology that significantly changes the consumer credit and

payment industry. We compete for customers and their usage of our products, and to minimize transfers to competitors of our customers’ outstanding balances, based on a number of factors, including pricing (interest rates and fees), product offerings, credit limits, incentives (including loyalty programs) and customer service. Although we offer a variety of consumer credit products, some of our competitors provide a broader selection of services, including home and automobile loans and other consumer banking services, which may position them better among customers who prefer to use a single financial institution to meet all of their financial needs. Some of our competitors are substantially larger than we are, which may give those competitors advantages, including a more diversified product and customer base, the ability to reach out to more customers and potential customers, operational efficiencies, more versatile technology platforms, broad-based local distribution capabilities and lower-cost funding. In addition, some of our competitors, including new and emerging competitors in the digital and mobile payments space, are not subject to the same regulatory requirements or legislative scrutiny to which we are subject. Non-bank providers of pay-over-time solutions, such as Affirm, Afterpay, Klarna and others, extend consumer credit-like offerings but do not face the same restrictions, such as capital requirements and other regulatory requirements, as banks, which also could place us at a competitive disadvantage. In addition, some larger technology focused companies, e.g., Apple and Google, and larger retailers, e.g., Walmart and Target, are now offering financial products sometimes in collaboration with our competitors. Customer attrition from any or all of our credit products or any lowering of the pricing of our products by reducing interest rates or fees in order to retain customers could reduce our revenues and, therefore, our earnings. In addition, companies that control access to consumer and merchant payment method choices at the point-of-sale or through digital wallets, commerce-related experiences, mobile applications or other technologies could choose not to accept, suppress use of, or degrade the experience of using our products. Such companies could also require payments from us to participate in such digital wallets, experiences or applications or negotiate incentives or pricing concessions, impacting our profitability on transactions.

In our retail deposits business, we have acquisition and servicing capabilities similar to other direct banking competitors. We compete for deposits with traditional banks, including separately branded direct banking platforms of traditional banks and other banks that have direct banking models similar to ours, such as Ally Financial, American Express, Barclays, Capital One 360, CIT, Citi, Citizens Bank, Discover, E-Trade and Marcus by Goldman Sachs. Competition among direct banks is intense because online banking provides customers the ability to rapidly deposit and withdraw funds and open and close accounts in favor of products and services offered by competitors. In addition, we compete for deposits with other consumer cash alternatives such as government money market funds offered by brokerages. See “Our inability to maintain or grow our deposits in the future could materially adversely affect our liquidity and ability to grow our business” for additional information regarding the risks associated with our deposit business. If we are unable to compete effectively for partners, customer usage, or deposits, our business and results of operations could be materially adversely affected. We may be unable to successfully develop and commercialize new or enhanced products and services. Our industry is subject to rapid and significant changes in technologies, products, services and consumer preferences. A key part of our financial success depends on our ability to develop and commercialize new products and services or enhancements to existing products and services, including with respect to loyalty programs, mobile and point-of-sale technologies, and Synchrony-branded bank deposit and credit products. Realizing the benefits of those products and services is uncertain. We may not assign the appropriate level of resources, priority or expertise to the development and commercialization of these new products, services or enhancements. Our ability to develop, acquire or commercialize competitive technologies, products or services on acceptable terms or at all may be limited by intellectual property rights that third parties, including competitors and potential competitors, may assert. In addition, success is dependent on factors such as partner and customer acceptance, adoption and usage, competition, the effectiveness of marketing programs, the availability of appropriate technologies and business processes and regulatory approvals. Success of a new product, service or enhancement also may depend upon our ability to deliver it on a large scale, which may require a significant investment, and we may not realize any benefits for many years. We also may select, utilize and invest in technologies, products and services that ultimately do not achieve widespread adoption and therefore are not as attractive or useful to our partners, customers and service partners as we anticipate, or partners may not recognize the value of our new products and services or believe they justify any potential costs or disruptions associated with implementing them. In addition, because our products and services typically are marketed through our partners, if our partners are unwilling or unable to effectively implement our new technologies, products, services or enhancements, we may be unable to grow our business. Competitors may also develop or adopt technologies or introduce innovations that change the markets we operate in and make our products less competitive and less attractive to our partners and customers. Our failure to successfully develop and commercialize new products, services or enhancements could have a material adverse effect on our business and results of operations. We may not realize the value of acquisitions, dispositions, strategic investments and strategic initiatives that we pursue and such transactions and initiatives could divert resources or introduce unforeseen risks to our business. We have and may in the future execute strategic acquisitions, dispositions, partnerships or initiatives or make other strategic investments in businesses, products, technologies or platforms to enhance or grow our business from time to time. For example, we completed the sale of Pets Best and our acquisition of Ally Lending in March 2024. These acquisitions, dispositions and strategic investments may divert management’s time and resources, and introduce new costs, operational complexities or liabilities, including as a result of any transition arrangements, which could impact our ability to grow or maintain acceptable performance. We may be unable to integrate systems, personnel or technologies from our acquisitions and strategic investments. These acquisitions, dispositions and strategic investments may also present unforeseen legal, regulatory or other challenges that we may not be able to manage effectively. The planning and integration of an acquisition, including of a new partner or credit card portfolio, partnership or investment, may shift employee time and other resources away from other matters which could impair our ability to focus on our core business.

New partnerships, acquisitions, dispositions, strategic investments and strategic initiatives may not perform as expected due to lack of acceptance by partners, customers or employees, higher than forecasted costs or losses, lengthy transition periods, difficulties retaining key personnel, synergies or savings not being realized and a variety of other factors. This may result in a delay or unrealized benefit, or in some cases, increased costs or other unforeseen risks to our business. Fraudulent activity associated with our products and services could negatively impact our operating results, brand and reputation and cause the use of our products and services to decrease and our fraud losses to increase. We are subject to the risk of fraudulent activity associated with partners, customers and third parties handling customer information. Our fraud-related operational losses were \$192 million, \$288A million and \$173A million for the years ended December 31, 2024, 2023 and 2022, respectively. Our lending products are susceptible to application fraud, because among other things, we provide immediate access to the credit line at the time of approval. In addition, sales on the internet and through mobile channels are becoming a larger part of our business and pose a greater fraudulent threat than sales made in stores. Dual Cards, general purpose, general purpose co-branded credit cards and private label credit cards are susceptible to different types of fraud, and, depending on our product channel mix, we may continue to experience variations in, or levels of, fraud-related expense that are different from or higher than that experienced by some of our competitors or the industry generally. Our funding products are potentially susceptible to different types of fraud, including transactional fraud given the size of deposit balances. The risk of fraud continues to increase for the financial services industry in general, and credit card fraud, identity theft and related crimes are already prevalent and are likely to become more prevalent as perpetrators grow more sophisticated. Our resources, technologies and fraud prevention tools are not foolproof and may be insufficient to accurately detect and prevent all of the various forms and instances of fraud. High profile fraudulent activity also could negatively impact our brand and reputation, which could negatively impact the use of our cards and thereby have a material adverse effect on our results of operations. In addition, significant increases in fraudulent activity could lead to regulatory intervention (such as increased customer notification requirements), which could increase our costs and negatively impact our operating results, brand and reputation and could lead us to take additional steps to reduce fraud risk, which could increase our costs. The failure of third parties to provide various services that are important to our operations could have a material adverse effect on our business and results of operations. Some services important to our business are outsourced to third-party vendors. For example, our principal technology and related services (including credit card transaction processing, production and related services (including the printing and mailing of customer statements)), and the platform for our online retail deposits are handled via a contractual arrangement with Fiserv. Fiserv, and, in some cases, other third-party vendors, are the sole source or one of a limited number of sources of the services they provide for us. It would be difficult and disruptive for us to replace certain of these third-party vendors, particularly Fiserv, in a timely or seamless manner if they were unwilling or unable to continue to provide us with these services in the future (as a result of the pace or level of investment in their business, their ability to execute and deliver enhancements, a deterioration of their financial or business conditions or otherwise), and our business and operations likely would be materially adversely affected. Our principal agreement with Fiserv for technology, production, and online retail deposits services expires in December 2030, unless it is terminated earlier or is extended pursuant to the terms thereof. In addition, if a third-party provider fails to provide the services we require, fails to meet contractual requirements, such as compliance with applicable laws and regulations, or suffers a cyber-attack or other security breach, our business could suffer economic and reputational harm that could have a material adverse effect on our business and results of operations. Our remote work arrangements, may have an adverse impact on our business. We have adopted remote work arrangements, on either a full-time or part-time basis, for a majority of our employee population. Employees who work from home rely on residential communication networks and internet providers that may not be as resilient as commercial networks and providers available in company office premises and may be more susceptible to service interruptions and cyber-attacks than commercial systems. Our business continuity and disaster recovery plans, which have been historically developed and tested with a focus on centralized delivery locations, may not work as effectively in a distributed work from home model, where such plans designed to address weather impacts, network and power grid downtime may not be available.

Remote work by a majority of our employee population or not requiring our employees to work in an office or a specified location on a regular basis may impact our culture and employee engagement with our company. This could affect productivity and our ability to retain employees who are critical to our operations, as well as increase our costs, impact our financial results of operations and expose us to tax compliance risks within certain jurisdictions. In addition, an increase in work from home opportunities offered by other companies may create more job opportunities for employees and make it more difficult for us to attract and retain key talent. If we are unable to continue to manage the work from home environment effectively to address these and other risks, our reputation and results of operations may be impacted. Technological Risks Cyber-attacks or other security breaches could have a material adverse effect on our business. In the normal course of business, we collect, process and retain sensitive and confidential information regarding our partners and our customers. We also have arrangements in place with our partners and other third parties through which we share and receive information about their customers who are or may become our customers. Although we devote significant resources and management focus to maintaining the integrity of our systems and strength of our processes through information security and business continuity programs, our facilities and systems, and those of our partners and third-party service providers, are nonetheless vulnerable to external or internal security breaches, acts of vandalism, computer viruses, misplaced or lost data, programming or human errors, or other similar events. Security incidents or breaches have from time to time occurred and we and our partners and third-party service providers have experienced all of these events in the past and expect to continue to experience them in the future. These events could interrupt our business or operations, result in significant legal and financial exposure, supervisory liability, damage to our reputation and our relationships with our partners and customers, or a loss of confidence in the security of our systems, products and services. Additionally, while we maintain insurance coverage that, subject to applicable terms and conditions, may cover certain aspects of cybersecurity and information risks, such insurance coverage may not be sufficient to cover all losses or offset the impact of such events. Information security risks for large financial institutions like us have increased recently in part because of new or expanded technologies such as artificial intelligence, the expanded use of the internet and telecommunications technologies (including mobile, other connected devices and cloud technologies) to conduct financial and other business transactions, increased remote working dynamics, and the increased sophistication and activities of organized crime, perpetrators of fraud, hackers, terrorists and others. In addition to cyber-attacks or other security breaches involving the theft of sensitive and confidential information, hackers recently have engaged in attacks against large financial institutions that are designed to disrupt key business services, such as consumer-facing web sites, via increasing use of ransomware technologies. Our business performance and marketing efforts may increase our profile and therefore our risk of being targeted for cyber-attacks and other security breaches, including attacks targeting our key business services, websites, executives, and partners. We are not able to anticipate or implement effective preventive measures against all security breaches of these types, especially because the techniques used change frequently and because attacks can originate from a wide variety of sources. We employ detection, prevention and response mechanisms designed to identify, contain and mitigate security incidents, but early detection may be thwarted by sophisticated attacks and malware designed to avoid detection and the extent to which preventative measures may be effective may likewise be dependent on the sophistication and complexity of attacks.

We also face risks related to cyber-attacks and other security breaches in connection with credit card and deposit transactions that typically involve the transmission of sensitive information regarding our customers through various third-parties, including our partners, retailers that are not our partners where our Dual Cards and general purpose co-branded credit cards are used, merchant acquiring banks, payment processors, card networks (e.g., Visa and MasterCard) and our processors (e.g., Fiserv). Some of these parties have in the past been the target of security breaches and cyber-attacks, and because the transactions involve third parties and environments such as the point-of-sale that we neither control nor have the ability to secure, future security breaches or cyber-attacks affecting any of these third parties could impact us through no fault of our own, and in some cases, we may have exposure and suffer losses for breaches or attacks relating to them. We also rely on numerous other third-party service providers to conduct other aspects of our business operations and face similar risks relating to them. While we regularly conduct security assessments of critical third-party service providers using a risk based methodology, their information security protocols may not be sufficient enough to withstand all forms of cyber-attacks or other security breaches. The access by unauthorized persons to, or the improper disclosure by us of, confidential information regarding our customers or our own proprietary information, software, methodologies and business secrets could interrupt our business or operations, result in significant legal and financial exposure, regulatory limitations and liability, damage to our reputation or a loss of confidence in the security of our systems, products and services, all of which could have a material adverse impact on our business, financial condition and results of operations. In addition, there have been a number of well-publicized cyber-attacks or breaches directed at others in our industry that have heightened concern by consumers generally about the security of using credit cards, which have caused some consumers, including our customers, to use our credit cards less in favor of alternative methods of payment perceived to be more secure, and has led to increased regulatory focus on, and new regulations relating to, these matters. Further cyber-attacks or other breaches in the future, whether affecting us or others, could intensify consumer concern and regulatory focus and result in reduced use of our cards or other products and increased costs arising from, among other things new regulatory requirements relating to data security, all of which could have a material adverse effect on our business. Disruptions in the operation of our and our outsourced partners’ technology environments could have a material adverse effect on our business. Our ability to deliver products and services to our partners and our customers, service our loans and otherwise operate our business and comply with applicable laws depends in large part on the efficient and uninterrupted operation of our computer systems, on premises data centers and cloud-based capabilities, as well as those of our partners and third-party service providers. Service interruptions in certain of these environments may be encountered at any time due to system or software failure resulting from events such as, extreme weather conditions, natural disasters, cyber-attacks or other reasons. In addition, climate change may exacerbate certain of these threats, including the frequency and severity of weather-related events and other natural disasters. The implementation of technology changes and upgrades to maintain current, and integrate new, systems, such as our efforts to migrate certain operations to third-party cloud infrastructure platforms, may expose us to increasing risk of service interruptions, transaction processing errors and system conversion delays, including as a result of cyber or information security incidents, and may cause our failure to comply with applicable laws, all of which could have a material adverse effect on our business. We expect that new technologies and business processes applicable to the consumer credit industry will continue to emerge, and these new technologies and business processes may be better than those we currently use. The pace of technology change is rapid and our industry is intensely competitive. We may not be able to timely deploy new technologies, including emerging technologies such as generative artificial intelligence and blockchain, where their adoption is rapidly accelerating, as critical systems and applications become obsolete and better ones become available or implement adequate controls to manage the risks associated with these technologies. Additionally, our competitors may successfully adopt or innovate new technologies or new uses of existing technology before we do, which could leave us at a competitive disadvantage. A failure to maintain current technology and business processes or effectively implement and maintain new technologies and business processes, could cause disruptions in our operations or cause our products and services to be less competitive, all of which could have a material adverse effect on our business, financial condition and results of operations.

Financial Risks Our allowance for credit losses may prove to be insufficient to cover losses

on our loans. We maintain an allowance for credit losses (a reserve established through a provision for credit losses charged to expense) that we believe is appropriate to provide for expected credit losses for the life of our loan portfolio. In addition, for portfolios we acquire when we enter into new partner program agreements we are required to establish an allowance for expected credit losses for the life of the acquired loan portfolio. Any subsequent deterioration in the performance of the purchased portfolios after acquisition results in incremental credit loss reserves. Growth in our loan portfolio generally would also lead to an increase in the allowance for credit losses. The process for establishing an allowance for credit losses is critical to our results of operations and financial condition, and requires sophisticated models and judgments, including forecasts of economic conditions. We utilize an impairment model in accordance with U.S. GAAP, known as the CECL model. The CECL model requires, upon origination of a loan, the recognition of all expected credit losses over the life of the loan based on historical experience, current conditions and reasonable and supportable forecasts. Changes in economic conditions affecting borrowers, new information regarding our loans and other factors, both within and outside of our control, may require an increase in the allowance for credit losses. We may underestimate our expected losses and fail to maintain an allowance for credit losses sufficient to account for these losses. If the loans do not perform as anticipated, we may be required to increase our allowances on these loans and/or recognize further losses. We will continue to periodically review and enhance our current methodology, models and the underlying assumptions, estimates and assessments we use to establish our allowance for credit losses to reflect our view of current conditions and reasonable and supportable forecasts. Moreover, our regulators, as part of their supervisory function, periodically review our methodology, models and the underlying assumptions, estimates and assessments we use for calculating, and the adequacy of, our allowance for credit losses, and based on their judgment, may conclude that we should modify our current methodology, models or the underlying assumptions, estimates and assessments, increase our allowance for credit losses and/or recognize further losses. We will implement further enhancements or changes to our methodology, models and the underlying assumptions, estimates and assessments, as needed. Our credit loss reserves may not be sufficient to cover actual losses. Future increases in the allowance for credit losses or actual losses (as a result of any review, update, regulatory guidance or otherwise) will result in a decrease in net earnings and capital and could have a material adverse effect on our business, results of operations and financial condition. If assumptions or estimates we use in preparing our financial statements, including those related to the CECL accounting guidance, are incorrect or are required to change, our reported results of operations and financial condition may be adversely affected. We are required to make various assumptions and estimates in preparing our financial statements under GAAP, primarily including for purposes of determining our allowance for credit losses and for fair value measurements, as well as other areas such as, reserves related to litigation and other contingencies, valuation allowances on deferred income tax assets and determining liabilities for income taxes. Our most critical estimate used in preparing our financial statements is the determination of our allowance for credit losses, which was \$10.9 billion at December 31, 2024. Upon origination of a loan, the estimate of expected credit losses, and any subsequent changes to such estimate, are recorded through provision for credit losses in our Consolidated Statements of Earnings. Fair value measurements utilized in preparing our financial statements include business acquisitions and dispositions, such as our acquisition of Ally Lending in March 2024, as well as other areas such as determining the fair value of debt securities and asset impairment evaluations. As a result, any subsequent changes we make to these underlying assumptions and estimates may result in a material adverse impact to our results of operations and the Company's ability to return capital to our shareholders. In addition, significant assumptions and estimates are involved in determining certain disclosures required under GAAP, including those involving the fair value of our financial assets and financial liabilities carried at other than fair value in our Consolidated Statement of Financial Position. If the assumptions or estimates underlying our financial statements are incorrect or are required to change, the actual amounts realized on transactions and balances subject to those estimates will be different, and this could have a material adverse effect on our results of operations and financial condition.

For additional information on the key areas for which assumptions and estimates are used in preparing our financial statements, see "Management's Discussion and Analysis of Financial Condition and Results of Operations," Critical Accounting Estimates and Note 2. Basis of Presentation and Summary of Significant Accounting Policies to our consolidated financial statements. Adverse financial market conditions or our inability to effectively manage our funding and liquidity risk could have a material adverse effect on our funding, liquidity and ability to meet our obligations. We need to effectively manage our funding and liquidity in order to meet our cash requirements such as day-to-day operating expenses, extensions of credit to our customers, payments of principal and interest on our borrowings and payments on our other obligations. Our primary sources of funding and liquidity are collections from our customers, deposits, funds from securitized financings and proceeds from unsecured borrowings. If we do not have sufficient liquidity, we may not be able to meet our obligations, particularly during a liquidity stress event. If we maintain or are required to maintain too much liquidity, it could be costly and reduce our financial flexibility. We will need additional financing in the future to refinance any existing debt and finance growth of our business. The availability of additional financing will depend on a variety of factors such as financial market conditions generally, including the availability of credit to the financial services industry, consumers' willingness to place money on deposit in the Bank, our performance and credit ratings and the performance of our securitized portfolios. Disruptions, uncertainty or volatility in the capital, credit or deposit markets, such as the uncertainty and volatility experienced in the capital and credit markets during periods of financial stress and other economic and political conditions in the global markets and concerning the level of U.S. government debt and fiscal measures that may be taken over the longer term to address these matters, may limit our ability to obtain additional financing or refinance maturing liabilities on desired terms (including funding costs) in a timely manner or at all. As a result, we may be forced to delay obtaining funding or be forced to issue or raise funding on undesirable terms, which could significantly reduce our financial flexibility and cause us to contract or not grow our business, all of which could have a material adverse effect on our results of operations and financial conditions. In addition, at December 31, 2024, we had an aggregate of \$2.6 billion of undrawn credit facilities, subject to customary borrowing conditions, from private lenders under our securitization programs and an unsecured revolving credit facility. Our ability to draw on such commitments is subject to the satisfaction of certain conditions, including the applicable securitization trust having sufficient collateral to support the draw and the absence of an early amortization event. Moreover, there are regulatory reforms that have been proposed or adopted in the United States and internationally that are intended to address certain issues that affected banks in the last financial crisis. These reforms, generally referred to as Basel III, subject banks to more stringent capital, liquidity and leverage requirements. To the extent that the Basel III requirements result in increased costs to the banks providing undrawn committed capacity under our securitization programs, these costs are likely to be passed on to us. In addition, in response to Basel III, some banks in the market (including certain of the private lenders in our securitization programs) have added provisions to their credit agreements permitting them to delay disbursement of funding requests for 30 days or more. If our bank lenders require delayed disbursements of funding and/or higher pricing for committing undrawn capacity to us, our cost of funding and access to liquidity could be adversely affected. While financial market conditions are generally stable, significant disruptions, uncertainties and volatility may occur in the future. If we are unable to continue to finance our business, access capital markets and attract deposits on favorable terms and in a timely manner, or if we experience an increase in our borrowing costs or otherwise fail to manage our liquidity effectively, our results of operations and financial condition may be materially adversely affected. Our inability to maintain or grow our deposits in the future could materially adversely affect our liquidity and ability to grow our business. We obtain deposits directly from retail and commercial customers or through brokerage firms that offer our deposit products to their customers. At December 31, 2024, we had \$72.3 billion in direct deposits and \$9.8 billion in deposits originated through brokerage firms (including network deposit sweeps procured through a program arranger who channels brokerage account deposits to us). A key part of our liquidity plan and funding strategy is to continue to fund our growth through direct deposits. The deposit business is highly competitive, with intense competition in attracting and retaining deposits. We compete on the basis of the rates we pay on deposits, features and benefits of our products, the quality of our customer service and the competitiveness of our digital banking capabilities. Our ability to originate and maintain retail deposits is also highly dependent on the products we offer, the strength of the Bank and the perceptions of consumers and others of our business practices and our financial health. Adverse perceptions regarding our reputation could lead to difficulties in attracting and retaining deposits accounts. Negative public opinion could result from, among other things, actual or alleged conduct in a number of areas, including lending practices, the composition of our deposit base, regulatory compliance, inadequate protection of customer information or sales and marketing activities, and from actions taken by regulators or others in response to such conduct. The demand for the deposit products we offer may also be reduced due to a variety of factors, such as demographic patterns, macroeconomic shocks, significant changes in the level of interest rates, changes in customer preferences, reductions in consumers' disposable income, regulatory actions that decrease customer access to particular products or the availability of competing products which may offer more features or perceived benefits than the Bank's products. Competition from other financial services firms and others that use deposit funding products may affect deposit renewal rates, costs or availability. Changes we make to the rates offered on our deposit products may affect our profitability and liquidity. In 2022, we launched a partnership with PayPal Holdings Inc. to offer demand savings accounts exclusively to PayPal customers. This is, and other future affiliate banking products could become, an important source of funding and liquidity to the Bank. To the extent such partnerships are dissolved, the Bank may need to find suitable replacement sources of that funding and liquidity at potentially higher costs. The Federal Deposit Insurance Act (the FDIA) prohibits an insured bank from accepting brokered deposits or offering interest rates on any deposits significantly higher than the prevailing rate in the bank's normal market area or nationally (depending upon where the deposits are solicited), unless it is a well-capitalized bank or it is a adequately capitalized bank and receives a waiver from the FDIC. A bank that is a adequately capitalized bank and accepts brokered deposits under a waiver from the FDIC may not pay an interest rate on any deposit in excess of 75 basis points over certain prevailing market rates. There are no such restrictions under the FDIA on a bank that is a well-capitalized bank and at December 31, 2024, the Bank met or exceeded all applicable requirements to be deemed a well-capitalized bank for purposes of the FDIA. However, the Bank may not be able to continue to meet those requirements. Limitations on the Bank's ability to accept brokered deposits for any reason (including regulatory limitations on the amount of brokered deposits in total or as a percentage of total assets) in the future could materially adversely impact our funding costs and liquidity. See also "Regulation's Savings Association Regulation for additional discussion regarding restrictions and risks related to brokered deposits. Any limitation on the interest rates the Bank can pay on deposits could competitively disadvantage us in attracting and retaining deposits and have a material adverse effect on our business. Changes in market interest rates could have a material adverse effect on our net earnings, funding and liquidity. Changes in market interest rates cause our net interest income to increase or decrease, as certain of our assets and liabilities carry interest rates that fluctuate with market benchmarks. At December 31, 2024, 62% of our loan receivables were priced at a fixed interest rate to the customer, with the remaining 38% at a floating interest rate. We fund our assets with a combination of fixed rate and floating rate funding sources that include deposits, asset-backed securities and unsecured debt. The interest rate benchmark for our floating rate assets and the interest rate benchmark for our floating rate liabilities could reset at different times or could diverge, leading to mismatches in the interest rates on our floating rate assets and floating rate liabilities. Competitive and regulatory factors may limit our ability to raise interest rates on our loans or lower them on our liabilities. In addition, some of our program agreements limit the rate of interest we can charge to customers. If interest rates were to rise materially over a sustained period of time, like we experienced during 2022 and 2023, and we are unable to sufficiently raise our interest rates in a timely manner, or at all, our net interest margin could be adversely impacted, which could have a material adverse effect on our net earnings. Further, if interest rates were to decline materially and we are unable to reprice our liabilities, this could also adversely impact our net interest margin and net earnings. Interest rates may also adversely impact our customers' spending levels and ability and willingness to pay amounts owed to us. Our floating rate credit products bear interest at rates that fluctuate with the prime rate. Higher interest rates often lead to higher payment obligations by customers to us and other lenders under mortgage, credit card and other consumer loans, which may reduce our customers' ability to remain current on their obligations to us and therefore lead to increased delinquencies, bankruptcies, charge-offs, allowances for credit losses, and decreasing recoveries, all of which could have a material adverse effect on our net earnings. Changes in interest rates and competitor responses to these changes may also impact customer decisions to maintain deposits with us, and reductions in deposits could materially adversely affect our funding costs and liquidity. We assess our interest rate risk by estimating the net interest income impact of various interest rate scenarios. We take risk mitigation actions based on those assessments. Changes in interest rates could materially reduce our net interest income and our net earnings, and could also increase our funding costs and reduce our liquidity, especially if actual conditions turn out to be materially different from our assumptions. For a discussion of interest rate risk sensitivities, see "Quantitative and Qualitative Disclosures About Market Risk." Interest Rate Risk. A reduction in our credit ratings could materially increase the cost of our funding from, and restrict our access to, the capital markets. Synchrony's senior unsecured debt currently is rated BBB- (positive outlook) by Fitch Ratings, Inc. (BBB- (stable outlook) by Standard & Poor's (BBB- (stable outlook)). The Bank's senior unsecured debt currently is rated BBB- (positive outlook) by Fitch and BBB (stable outlook) by S&P. Although we have not requested that Moody's Investor Services, Inc. provide a rating for our senior unsecured debt, we believe that if Moody's were to issue a rating on our unsecured debt, its rating may be lower than the comparable ratings issued by Fitch and S&P. The ratings for our unsecured debt are based on a number of factors, including our financial strength, as well as factors that may not be within our control, such as macroeconomic conditions and the rating agencies' perception of the industries in which we operate and the products we offer. The ratings of our asset-backed securities are, and will continue to be, based on a number of factors, including the quality of the underlying loan receivables and the credit enhancement structure with respect to each series of asset-backed securities, as well as our credit rating as sponsor and servicer of our publicly registered securitization trust. These ratings also reflect the various methodologies and assumptions used by the rating agencies, which are subject to change and could adversely affect our ratings. The rating agencies regularly evaluate our credit ratings as well as the credit ratings of our asset-backed securities. A downgrade in our unsecured debt or asset-backed securities credit ratings (or investor concerns that a downgrade may occur) could materially increase the cost of our funding from, and restrict our access to, the capital markets. If the ratings on our asset-backed securities are reduced, put on negative watch or withdrawn, it may have an adverse effect on the liquidity or the market price of our asset-backed securities and on the cost of, or our ability to continue using, securitized financings to the extent anticipated. Our inability to securitize our loan receivables would have a material adverse effect on our business, liquidity, cost of funds and financial condition. We use the securitization of loan receivables, which involves the transfer of loan receivables to a trust and the issuance by the trust of asset-backed securities to third-party investors, as a significant source of funding. Our average level of securitized financings from third parties was \$7.7 billion and \$6.3 billion for the years ended December 31, 2024 and 2023, respectively. For a discussion of our securitization activities, see "Management's Discussion and Analysis of Financial Condition and Results of Operations." Funding, Liquidity and Capital Resources. Funding Sources. Securitization Financings and Note 6. Variable Interest Entities to our consolidated financial statements. The securitization market for credit cards may experience future disruptions. The extent to which we securitize our loan receivables in the future will depend in part upon the conditions in the securities markets in general and the credit card asset-backed securities market in particular, the availability of loan receivables for securitization, the overall credit quality of our loan receivables and the conformity of the loan receivables and our securitization program to rating agency requirements, the costs of securitizing our loan receivables, and the legal, regulatory, accounting and tax requirements governing securitization transactions. In the event we are unable to refinance existing asset-backed securities with new or other existing asset-backed securities, we would be required to rely on other sources of funding, which may not be available or may be available only at higher cost. Further, in the event we are unable to refinance existing asset-backed securities from our nonbank subsidiary securitization trust with new or other existing securities from the same trust, there are structural and regulatory constraints on our ability to refinance these asset-backed securities with Bank deposits or other funding at the Bank, and therefore we would be required to rely on sources outside of the Bank, which may not be available or may be available only at higher cost. A prolonged inability to securitize our loan receivables on favorable terms, or at all, or to refinance our asset-backed securities would have a material adverse effect on our business, liquidity, cost of funds and financial condition. The occurrence of an early amortization of our securitization facilities would have a material adverse effect on our liquidity and cost of funds. Our liquidity would be materially adversely affected by the occurrence of events resulting in the early amortization of our existing securitized financings. During an early amortization period, principal collections from the loan receivables in our asset-backed securitization trust in which the early amortization event occurred would be applied to repay principal of the trust's asset-backed securities rather than being available on a revolving basis to fund purchases of newly originated loan receivables. This would negatively impact our liquidity, including our ability to originate new loan receivables under existing accounts, and require us to rely on alternative funding sources, which might increase our funding costs or might not be available when needed. Our loss of the right to service or subserve our securitized loan receivables would have a material adverse effect on our liquidity and cost of funds. Synchrony currently acts as servicer with respect to our

nonbank subsidiary securitization trust, and the Bank acts as servicer with respect to our other two securitization trusts. If Synchrony or the Bank, as applicable, defaults in its servicing obligations, an early amortization event could occur with respect to the relevant asset-backed securities and/or Synchrony or the Bank, as applicable, could be replaced as servicer. Servicer defaults include, for example, the failure of the servicer to make any payment, transfer or deposit in accordance with the securitization documents, a breach of representations, warranties or agreements made by the servicer under the securitization documents, the delegation of the servicer’s duties contrary to the securitization documents and the occurrence of certain insolvency events with respect to the servicer. Such an early amortization event would have the adverse consequences discussed in the immediately preceding risk factor. If either Synchrony or the Bank defaults in its servicing obligations with respect to any of our three securitization trusts, a third party could be appointed as servicer of such trust. If a third-party servicer is appointed, the third party may not engage us as sub-servicer, in which event we would no longer be able to control the manner in which the related trust’s assets are serviced, and the failure of a third party to appropriately service such assets could lead to an early amortization event in the affected securitization trust, which would have the adverse consequences discussed in the immediately preceding risk factor. Lower payment rates on our securitized loan receivables could materially adversely affect our liquidity and financial condition. Certain collections from our securitized loan receivables come back to us through our subsidiaries, and we use these collections to fund our purchase of newly originated loan receivables to collateralize our securitized financings. If payment rates on our securitized loan receivables are lower than they have historically been, fewer collections will be remitted to us on an ongoing basis. Further, certain series of our asset-backed securities include a requirement that we accumulate principal collections in a restricted account for a specified number of months prior to the applicable security’s maturity date. We are required under the program documents to lengthen this accumulation period to the extent we expect the payment rates to be low enough that the current length of the accumulation period is inadequate to fully fund the restricted account by the applicable security’s maturity date. Lower payment rates, and in particular, payment rates that are low enough that we are required to lengthen our accumulation periods, could materially adversely affect our liquidity and financial condition. We rely extensively on models in managing many aspects of our business, and if they are not accurate or are misinterpreted, it could have a material adverse effect on our business and results of operations. We rely extensively on models in managing many aspects of our business, including liquidity and capital planning (including stress testing), customer selection, credit and other risk management, pricing, reserving and collections management. The models may prove in practice to be less predictive than we expect for a variety of reasons, including as a result of errors in constructing, interpreting or using the models or the use of inaccurate assumptions (including failures to update assumptions appropriately or in a timely manner). Our assumptions may be inaccurate for many reasons including that they often involve matters that are inherently difficult to predict and beyond our control (e.g., macroeconomic conditions and their impact on partner and customer behaviors) and they often involve complex interactions between a number of dependent and independent variables, factors and other assumptions. The errors or inaccuracies in our models may be material, and could lead us to make wrong or sub-optimal decisions in managing our business and/or provide inaccurate or misleading information to the public or our regulators, and this could have a material adverse effect on our business, results of operations and financial condition. Our business depends on our ability to successfully manage our credit risk, and failing to do so may result in high charge-off rates. Our success depends on our ability to manage our credit risk while attracting new customers with profitable usage patterns. We select our customers, manage their accounts and establish terms and credit limits using proprietary scoring models, data and other analytical techniques that are designed to set terms and credit limits to appropriately compensate us for the credit risk we accept, while encouraging customers to use their available credit. The models and approaches we use to manage our credit risk may not accurately predict future charge-offs for various reasons discussed in the preceding risk factors. Our ability to manage credit risk and avoid high charge-off rates also may be adversely affected by economic conditions that may be difficult to predict, such as the last financial crisis. The assessment of our credit profile includes the evaluation of portfolio mix, account maturation, as well as broader consumer and industry trends, such as payment behavior and overall indebtedness. See “Management’s Discussion and Analysis” Results of Operations “Business Trends and Conditions” for further discussion of our expectations of future credit trends, in the near term. Credit trends may deteriorate materially from our expectations if economic conditions were to deteriorate beyond what we currently expect. In addition, we remain subject to conditions in the consumer credit environment. Our credit underwriting and risk management strategies are used to manage our credit exposures; however, there can be no assurance that those will enable us to avoid high charge-off levels or delinquencies, or that our allowance for credit losses will be sufficient to cover actual losses. A customer’s ability to repay us can be negatively impacted by increases in their payment obligations to other lenders under mortgage, credit card and other loans (including student and auto loans). These changes can result from increases in base lending rates, structured increases in payment obligations, or the resumption of payments post deferral, and could reduce the ability of our customers to meet their payment obligations to other lenders and to us. In addition, a customer’s ability to repay us can be negatively impacted by the restricted availability of credit to consumers generally, including reduced and closed lines of credit. Customers with insufficient cash flow to fund daily living expenses and lack of access to other sources of credit may be more likely to increase their card usage and ultimately default on their payment obligations to us, resulting in higher credit losses in our portfolio. Our collection operations may not compete effectively to secure more of customers’ diminished cash flow than our competitors. We may not identify customers who are likely to default on their payment obligations to us and reduce our exposure by closing credit lines and restricting authorizations quickly enough, which could have a material adverse effect on our business, results of operations and financial condition. In addition, our collection strategy depends in part on the sale of debt to third-party buyers. Regulatory or other factors may adversely affect the pricing of our debt sales or the performance of our third-party buyers, which may result in higher credit losses in our portfolio. At December 31, 2024, 26% of our loan receivables were from customers with a VantageScore credit score of 650 or less (excluding unrated accounts), who typically have higher delinquency and credit losses than consumers with higher credit scores. Our ability to manage credit risk also may be adversely affected by legal or regulatory changes (such as bankruptcy laws and minimum payment regulations) and collection regulations, competitors’ actions and consumer behavior, as well as inadequate collections staffing, techniques, models and performance of vendors such as collection agencies. We may not be able to offset increases in our costs with decreased payments under our retailer share arrangements, which could reduce our profitability. Most of our program agreements with larger retailers and certain other program agreements contain retailer share arrangements that provide for payments to our partners if the economic performance of the relevant program exceeds a contractually defined threshold. Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These arrangements are typically designed to permit us to achieve an economic return before we are required to make payments to our partners based on the agreed contractually defined threshold. However, because the threshold and the economic performance of a program that are used to calculate payments to our partners may be based on, among other things, agreed upon measures of program expenses rather than our actual expenses, we may not be able to pass on increases in our actual expenses (such as funding costs, higher provision for credit losses or operating expenses) in the form of reduced payments under our retailer share arrangements, and our economic return on a program could be adversely affected. While most of our agreements contain retailer share arrangements, in some cases, where we instead provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts (for example, on our co-branded credit cards), our ability to offset increases in our costs is limited. Reductions in interchange fees and changes to the regulations governing such fees, could have a material adverse impact on our business and results of operations. Merchants generally pay a merchant discount fee in connection with accepting branded payment cards. Although the structure and economics of payment card networks may vary, the fee paid to the card issuer as part of that transaction known as the “interchange fee” is funded by the merchant discount. We earn interchange fees on Dual Card transactions outside of our partners’ sales channels and from general purpose co-branded credit card transactions but we typically do not charge or earn interchange fees, as that term has been commonly understood, from our partners or customers on our private label credit card products. Merchants, trying to decrease their operating expenses, have sought to lower interchange rates, and policymakers continue to focus on interchange regulation. For example, in June 2024, the State of Illinois adopted the Interchange Fee Prohibition Act, which restricts credit card and debit card interchange fees, as defined in the legislation, that may be charged on portions of electronic payment transactions attributable to taxes and gratuities. While a U.S. District Court has preliminarily enjoined this law from applying to federally chartered banking organizations, including the Bank, other jurisdictions may seek to adopt similar or other types of restrictions on interchange fees in the future. Beyond pursuing litigation, legislation and regulation, merchants are also pursuing alternate payment platforms as a means to lower payment processing costs. To the extent interchange fees are reduced, one of our current competitive advantages with our partners that we typically do not charge interchange fees when our private label credit card products are used to purchase our partners’ goods and services may be reduced. Moreover, to the extent interchange fees are reduced, our income from those fees will be lower. We received \$1.0 billion of interchange fees for the year ended December 31, 2024. As a result, a reduction in interchange fees could have a material adverse effect on our business and results of operations. In addition, for our Dual Cards and general purpose co-branded credit cards, we are subject to the operating regulations and procedures set forth by the interchange network, and our failure to comply with these operating regulations, which may change from time to time, could subject us to various penalties or fees, or the termination of our license to use the interchange network, all of which could have a material adverse effect on our business and results of operations. Legal Risks We have international operations that subject us to various international risks as well as increased compliance and regulatory risks and costs. We have international operations, primarily in India and the Philippines, and some of our third-party service providers provide services to us from other countries, all of which subject us to a number of international risks, including, among other things, sovereign volatility and socio-political instability. For example, the Philippines has in the past experienced severe political and social instability. Any future political or social instability in the countries in which we operate could have a material adverse effect on our business operations. U.S. regulations also govern various aspects of the international activities of domestic corporations and increase our compliance and regulatory risks and costs. Any failure on our part or the part of our service providers to comply with applicable U.S. regulations, as well as the regulations in the countries and markets in which we or they operate, could result in fines, penalties, injunctions or other similar restrictions, any of which could have a material adverse effect on our business, results of operations and financial condition. If we are alleged to have infringed upon the intellectual property rights owned by others or are not able to protect our intellectual property, our business and results of operations could be adversely affected. Competitors or other third parties may allege that we, or consultants or other third parties retained or indemnified by us, infringe on their intellectual property rights. We also may face allegations that our employees have misappropriated intellectual property of their former employers or other third parties. Given the complex, rapidly changing and competitive technological and business environment in which we operate, and the potential risks and uncertainties of intellectual property-related litigation, an assertion of an infringement claim against us may cause us to spend significant amounts to defend the claim (even if we ultimately prevail), pay significant money damages, lose significant revenues, be prohibited from using the relevant systems, processes, technologies or other intellectual property, cease offering certain products or services, or incur significant license, royalty or technology development expenses. Moreover, it has become common in recent years for individuals and groups to purchase intellectual property assets for the sole purpose of making claims of infringement and attempting to extract settlements from companies like ours. Even in instances where we believe that claims and allegations of intellectual property infringement against us are without merit, defending against such claims is time consuming and expensive and could result in the diversion of time and attention of our management and employees. In addition, although in some cases a third party may have agreed to indemnify us for such costs, such indemnifying party may refuse or be unable to uphold its contractual obligations. Moreover, we rely on a variety of measures to protect our intellectual property and proprietary information, including copyrights, trademarks, patents, trade secrets and controls on access and distribution. These measures may not prevent misappropriation or infringement of our intellectual property or proprietary information and a resulting loss of competitive advantage, and in any event, we may be required to litigate to protect our intellectual property and proprietary information from misappropriation or infringement by others, which is expensive, could cause a diversion of resources and may not be successful. Third parties may challenge, invalidate or circumvent our intellectual property, or our intellectual property may not be sufficient to provide us with competitive advantages. Our competitors or other third parties may independently design around or develop similar technology, or otherwise duplicate our services or products such that we could not assert our intellectual property rights against them. In addition, our contractual arrangements may not effectively prevent disclosure of our intellectual property or confidential and proprietary information or provide an adequate remedy in the event of an unauthorized disclosure. Litigation, regulatory actions and compliance issues could subject us to significant fines, penalties, judgments, remediation costs and/or requirements resulting in increased expenses. Our business is subject to increased risks of litigation and regulatory actions as a result of a number of factors and from various sources, including the highly regulated nature of the financial services industry, the focus of state and federal prosecutors on banks and the financial services industry and the structure of the credit card industry. In the normal course of business, from time to time, we have been named as a defendant in various legal actions, including arbitrations, class actions and other litigation, arising in connection with our business activities. Certain of the legal actions include claims for substantial compensatory and/or punitive damages, or claims for indeterminate amounts of damages. In addition, while historically the arbitration provision in our customer agreements generally has limited our exposure to consumer class action litigation, we may not be successful in enforcing our arbitration clause in the future. There may also be legislative or other efforts to directly or indirectly prohibit the use of pre-dispute arbitration clauses, or we may be compelled as a result of competitive pressure or reputational concerns to voluntarily eliminate pre-dispute arbitration clauses. If the arbitration provision is not enforceable or eliminated (for whatever reason), our exposure to class action litigation could increase significantly. Even if our arbitration clause remains enforceable, we may be subject to mass arbitrations in which large groups of consumers bring arbitrations against the Company simultaneously. These mass arbitrations may, among other risks, require the Company to bear the cost of potentially exorbitant filing fees. We are also involved, from time to time, in reviews, investigations and proceedings (both formal and informal) by governmental agencies regarding our business (collectively, “regulatory matters”), which could subject us to significant fines, penalties, obligations to change our business practices or other requirements resulting in increased expenses, diminished earnings and damage to our reputation. The current environment of additional regulation, increased regulatory compliance efforts and enhanced regulatory enforcement has resulted in significant operational and compliance costs and may prevent or make it less attractive for us to continue providing certain products and services. These regulatory matters or other factors may, in the future, affect how we conduct our business and in turn have a material adverse effect on our business, results of operations and financial condition. We contest liability and/or the amount of damages as appropriate in each pending matter. The outcome of pending and future matters could be material to our results of operations, financial condition and cash flows depending on, among other factors, the level of our earnings for that period, and could adversely affect our business and reputation. For a discussion of certain legal proceedings, see “Regulation” Consumer Financial Services Regulation, and Note 18. Legal Proceedings and Regulatory Matters to our consolidated financial statements. In addition to litigation and regulatory matters, from time to time, through our operational and compliance controls, we identify compliance issues that require us to make operational changes and, depending on the nature of the issue, result in financial remediation to impacted cardholders. These self-identified issues and voluntary remediation payments could be significant depending on the issue and the number of cardholders impacted. They also could generate litigation or regulatory investigations that subject us to additional adverse effects on our business, results of operations and financial condition. General Risks Damage to our reputation could negatively impact our business. Maintaining a positive reputation is critical to our attracting and retaining customers, partners, investors and employees. In particular, adverse perceptions regarding our reputation could also make it more difficult for us to attract and retain customers, partners and employees, promote and increase the utilization of our credit products, as well as execute on our strategy of increasing retail deposits at the Bank and may lead to decreases in deposits. Harm to our reputation can arise from many sources, including employee misconduct, misconduct by our partners, outsourced service providers or other counterparties, litigation or regulatory actions, failure by us or our partners to meet minimum standards of service and quality, inadequate protection of customer information and compliance failures. Negative publicity regarding us (or others engaged in a similar business or activities), whether or not accurate, may damage our reputation, which could have a material adverse effect on our business, results of operations and financial condition. Our risk management processes and procedures may not be effective in mitigating our risks. Our risk management processes and procedures seek to appropriately balance risk and return and mitigate risks. We have established processes and procedures intended to identify, measure, monitor and control the types of risk to which we are subject, including credit risk, market risk, liquidity risk, operational risk, compliance risk, legal risk, strategic risk, and reputational risk. Credit risk is the risk of loss that arises when an obligor

fails to meet the terms of an obligation. We are exposed to both consumer credit risk, from our customer loans, and institutional credit risk, principally from our partners. Market risk refers to the risk that a change in the level of one or more market prices, rates, indices, correlations or other market factors will result in losses for a position or portfolio. Liquidity risk is the risk that financial condition or overall safety and soundness are adversely affected by an inability, or perceived inability, to meet obligations and support business growth. Operational risk is the risk of loss arising from inadequate or failed processes, people or systems, external events (e.g., natural disasters and cybersecurity incidents), reputational matters and includes those risks as they relate directly to us as well as to third parties with whom we contract or otherwise do business. Compliance risk is the risk of non-compliance with applicable laws, rules, regulations, other supervisory guidance, and internal policies, and also includes any of those risks as they relate directly to us and our subsidiaries, as well as to third parties with whom we contract or otherwise do business. Legal risk is the risk of potential disputes, litigation, defective agreements or unprotected or infringed rights that can disrupt or otherwise negatively affect operations or condition of the organization. Strategic risk is the risk from changes in the business environment, improper implementation of decisions or inadequate responsiveness to changes in the business environment. Reputational risk is the risk arising from negative perception on the part of stakeholders, including customers, counterparties, shareholders, investors, rating agencies, regulators and employees that can adversely affect the Company's ability to maintain existing talent and customers and establish new business relationships with continued access to sources of funding. See "Our Business" "Credit Risk Management" and "Risk Management" for additional information on the types of risks affecting our business. We seek to monitor and control our risk exposure through a framework that includes our Risk Appetite Statement (RAS), Enterprise Risk Assessment and Risk Aggregation Reporting (ERA/RAR) process, risk policies, procedures and controls, reporting requirements, and corporate culture and values in conjunction with the risk management accountability incorporated into our integrated Risk Management Framework, which includes our governance structure and three distinct Lines of Defense. Management of our risks in some cases depends upon the use of analytical and/or forecasting models. If the models that we use to manage these risks are ineffective at predicting future losses or are otherwise inadequate, we may incur unexpected losses or otherwise be adversely affected. In addition, the information we use in managing our credit and other risk may be inaccurate or incomplete as a result of error or fraud, both of which may be difficult to detect and avoid. There may also be risks that exist, or that develop in the future, that we have not appropriately anticipated, identified or mitigated including when processes are changed or new products and services are introduced. If our Risk Management Framework does not effectively identify and control our risks, we could suffer unexpected losses or be adversely affected, and that could have a material adverse effect on our business, results of operations, and financial condition. Our business could be adversely affected if we are unable to attract, retain, motivate and develop key officers and employees. Our success depends, in large part, on our ability to retain, recruit and motivate key officers and employees. Specifically, our ability to remain competitive with our peers, manage our business effectively and to execute our strategic plans and initiatives depends on our ability to attract, retain, motivate and develop key officers and employees, as well as manage the costs of employee compensation and benefits within budget. Our senior management team has significant industry experience and would be difficult to replace. Competition for senior executives and other key talent in the financial services and payment industry has been intense and may further increase. We may not be able to attract and retain qualified personnel to replace or succeed members of our senior management team or other key personnel, particularly if we do not offer employment terms that are competitive with the rest of the labor market. Guidelines issued by the federal banking regulators prohibits our payment of "excessive" compensation, or compensation that could lead to our material financial loss, to our executives, employees, and directors. In addition, proposed rules implementing the executive compensation provisions of the Dodd-Frank Act would limit the type and structure of compensation arrangements that we may enter into with our senior executives and persons deemed "significant risk-takers." These restrictions could negatively impact our ability to compete with other companies in recruiting, retaining and motivating key personnel. Failure to retain talented senior leadership could have a material adverse effect on our business, results of operations and financial condition. 80 Tax legislation initiatives or challenges to our tax positions could adversely affect our results of operations and financial condition. We operate in multiple jurisdictions and we are subject to tax laws and regulations of the U.S. federal, state and local governments, and of various foreign jurisdictions. From time to time legislative initiatives may be proposed, which may impact our effective tax rate and could adversely affect our deferred tax assets, tax positions and/or our tax liabilities, if enacted. In addition, U.S. federal, state and local, as well as foreign, tax laws and regulations are extremely complex and subject to varying interpretations. There can be no assurance that our historical tax positions will not be challenged by relevant tax authorities or that we would be successful in defending our positions in connection with any such challenge. State sales tax rules and regulations, and their application and interpretation by the respective states, could change and adversely affect our results of operations. State sales tax rules and regulations, and their application and interpretation by the respective states, could adversely affect our results of operations. Retailers collect sales tax from retail customers and remit those collections to the applicable states. When customers fail to repay their loans, including the amount of sales tax advanced by us to the merchant on their behalf, we are entitled, in some cases, to seek a refund of the amount of sales tax from the applicable state. Sales tax laws and regulations enacted by the various states are subject to change and interpretation, and our compliance with such laws is routinely subject to audit and review by the states. Audit risk is concentrated in several states, and these states are conducting ongoing audits. The outcomes of ongoing and any future audits and changes in the states' interpretation of the sales tax laws and regulations involving the recovery of tax on bad debts could materially adversely impact our results of operations. See "Regulation" "Risk Factors Relating to Regulation" on page 101 for additional risk factors. 81 Risk Management Strong risk management is at the core of our business strategy and we have developed processes to manage the major categories of risk, namely credit, market, liquidity, operational, compliance, legal, strategic, and reputational risk (considered across all risk types). As described in greater detail below under "Risk Management Roles and Responsibilities," we manage enterprise risk using an integrated framework that includes board-level oversight, administration by a group of cross-functional management committees and day-to-day implementation by a dedicated risk management team led by the Chief Risk Officer ("CRO") a role currently held by our Chief Risk and Legal Officer. We also utilize the "Three Lines of Defense" risk management model to demonstrate and structure the roles, responsibilities and accountabilities in the organization for taking and managing risk. The Risk Committee of the Board of Directors has responsibility for the oversight of the risk management program, and four other board committees have other oversight roles with respect to risk management. Several management committees and subcommittees have important roles and responsibilities in administering the risk management program, including the Enterprise Risk Management Committee (the "ERMCMC"), the Management Committee (the "MCMC"), the Asset and Liability Management Committee (the "ALCMC") and the Capital Management Committee (the "CMCMC"). This committee-focused governance structure provides a forum through which risk expertise is applied cross-functionally to all major decisions, including development of policies, processes and controls used by the CRO and risk management team to execute the risk management philosophy. The enterprise risk management philosophy is to ensure that all relevant risks are appropriately identified, measured, monitored and controlled. The approach in executing this philosophy focuses on leveraging risk expertise to drive enterprise risk management using a strong governance framework structure, a comprehensive enterprise risk assessment and risk aggregation reporting process and an effective risk appetite framework. Risk Categories Risk management is organized around eight major risk categories: credit risk, market risk, liquidity risk, operational risk, compliance risk, legal risk, strategic risk, and reputational risk. We evaluate the potential impact of a risk event on us (including subsidiaries) by assessing the partner and customer, financial, reputational, legal and regulatory impacts. Credit Risk Credit risk is the risk of loss that arises when an obligor fails to meet the terms of a contract and/or the underlying collateral is insufficient to satisfy the obligation. Credit risk includes exposure to consumer credit risk from customer loans as well as institutional credit risk, principally from our partners. Consumer credit risk is one of our most significant risks. See "Our Business" "Credit Risk Management" for a description of the customer credit risk management procedures. Market Risk Market risk refers to the risk that a change in the level of one or more market prices, rates, indices, correlations, or other market factors will result in losses for a position or portfolio. The principal market risk exposures arise from volatility in interest rates and their impact on economic value and earnings. Market risk is managed by the ALCO, and is subject to policy and risk appetite limits on sensitivity of both earnings at risk and the economic value of equity. Market risk metrics are reviewed by ALCO monthly, the Risk Committee on a quarterly basis and the Board of Directors as required. 82 Liquidity Risk Liquidity risk is the risk that an institution's financial condition or overall safety and soundness are adversely affected by a real or perceived inability to meet contractual or contingent obligations and support planned growth. The primary liquidity objective is to maintain a liquidity profile that will enable us, even in times of stress or market disruption, to fund our existing assets and meet liabilities in a timely manner and at an acceptable cost. Policy and risk appetite limits require us and the Bank (and other entities within our business, as applicable) to ensure that sufficient liquid assets are available to survive liquidity stresses over a specified time period. Our Risk Appetite Statement requires funding diversification, monitoring early warning indicators in the capital markets, and other related limits. ALCO reviews liquidity exposures continuously in the context of approved policy and risk appetite limits and reports results quarterly to the Risk Committee, and the Board of Directors as required. Operational Risk Operational risk is the risk of loss arising from inadequate or failed processes, people or systems, external events (such as natural disasters or cyber-attacks), reputational matters, and includes any of those risks as they relate directly to us and our subsidiaries, as well as to third parties with whom we contract or otherwise do business. Operational risk also includes model risk relating to various financial and other models used by us and our subsidiaries, including the Bank, and is subject to a formal governance process. Compliance Risk Compliance risk is the risk of non-compliance with applicable laws, rules, regulations, other supervisory guidance, and internal policies, and includes any of those risks as they relate directly to us and our subsidiaries, as well as to third parties with whom we contract or otherwise do business. Compliance risk includes risks related to complying with regulations and laws that protect customers, requirements applicable to non-consumer transactions and business, conduct and behavior of individuals and organizations, and potential illicit activities and criminal behavior. Legal Risk Legal Risk is the risk of potential disputes, litigation, defective agreements or unprotected or infringed rights that can disrupt or otherwise negatively affect operations or the condition of a banking organization, and includes any of those risks as they relate directly to us and our subsidiaries, as well as to third parties with whom we contract or otherwise do business. Legal risk includes risks related to litigation and/or disputes against the organization as well as potential management of own assets or compliance with third-party asset rights. Strategic Risk Strategic risk consists of the current or prospective risk to earnings and capital arising from changes in the business environment and from adverse business decisions, improper implementation of decisions or lack of responsiveness to changes in the business environment. The New Product Introduction ("NPI") Sub-Committee assesses the strategic viability and consistency of each new product or service. All new initiatives require the approval of the NPI Sub-Committee, and a select number of new product requests are escalated to the MC and the Board of Directors, based on level of risk. Reputational Risk Reputational risk is the risk arising from negative perception on the part of stakeholders, including customers, counterparties, shareholders, investors, rating agencies, regulators and employees that can adversely affect the Company's ability to maintain existing talent and customers and establish new business relationships with continued access to sources of funding. Risk Management Roles and Responsibilities Responsibility for risk management flows to individuals and entities throughout our Company, including the Board of Directors, various board and management committees and senior management. The corporate culture and values, in conjunction with the risk management accountability incorporated into the integrated Enterprise Risk Governance Framework, which includes governance structure and three distinct Lines of Defense, has facilitated, and will continue to facilitate, the evolution of an effective risk presence across the Company. 83 The "First Line of Defense" is comprised of the business areas whose day-to-day activities involve decision-making and associated risk-taking for the Company. As the business owner, the first line is responsible for identifying, assessing, managing and controlling that risk, as well as for mitigating our overall risk exposure. The first line formulates strategy and is tasked with operating within the risk appetite and risk governance framework. The "Second Line of Defense," also known as the independent risk management organization, provides oversight of first line risk taking and management. The second line assists in determining risk capacity, risk appetite, and the strategies, policies, and structure for managing risks. The second line owns the risk governance framework. The "Third Line of Defense" is comprised of Internal Audit. The third line provides independent and objective assurance to senior management and to the Board of Directors and Audit Committee that the first and second line risk management and internal control systems and its governance processes are well-designed and working as intended. Set forth below is a further description of the roles and responsibilities related to the key elements of the Enterprise Risk Governance Framework. Board of Directors The Board of Directors, among other things, has approved the enterprise-wide Risk Appetite Statement for the Company, as well as certain other risk management policies and oversees the Company's strategic plan and enterprise-wide risk management program. The Board of Directors may assign certain risk management activities to applicable committees and management. Board Committees The Board of Directors has established five committees that assist the board in its oversight of risk management. These committees and their risk-related roles are described below. Audit Committee In coordination with the Risk Committees of the Company and the Bank, the Audit Committee's role, among other things, is to review: (i) the Company's major financial risk exposures and the steps management has taken to monitor and control these risks; (ii) the Company's risk assessment and risk management practices and the guidelines, policies and processes for risk assessment and risk management; (iii) the organization, performance and audit findings of our internal audit function; (iv) our public disclosures and effectiveness of internal controls; and (v) the Company's risk guidelines and policies relating to financial statements, financial systems, financial reporting processes, compliance and auditing, cybersecurity and allowance for credit losses. Nominating and Corporate Governance Committee The Nominating and Corporate Governance Committee's role, among other things, is to: (i) review and approve certain transactions with related persons; (ii) review and resolve any conflict of interest involving directors or executive officers; (iii) oversee the risks, if any, related to corporate governance structure and practices; and (iv) identify and discuss with management the risks, if any, related to social responsibility actions and public policy initiatives. Management Development and Compensation Committee The Management Development and Compensation Committee's role, among other things, is to: (i) review our incentive compensation arrangements with a view to appropriately balancing risk and financial results in a manner that does not encourage employees to expose us or any of our subsidiaries to imprudent risks, and are consistent with safety and soundness; and (ii) review (with input from our CRO and the Bank's CRO) the relationship between risk management policies and practices, corporate strategies and senior executive compensation. 84 Risk Committee The Risk Committee's role, among other things, is to: (i) assist the Board of Directors in its oversight of the Company's Enterprise Risk Governance Framework, including as it relates to credit, investment, market, liquidity, operational, cybersecurity, compliance, third-party relationships, strategic and reputational risks; (ii) review and, at least annually, approve the Company's Enterprise Risk Governance Framework and risk assessment and risk management practices, guidelines and policies including significant policies that management uses to manage the risks discussed above; (iii) review and, at least annually, recommend to the Board of Directors for approval the Company's enterprise-wide risk appetite (including the Company's liquidity risk tolerance), and review and approve the Company's strategy relating to managing key risks and other policies on the establishment of risk limits as well as the guidelines, policies and processes for monitoring and mitigating such risks; (iv) meet separately on a regular basis with our CRO and (in coordination with the Bank's Risk Committee, as appropriate) the Bank's CRO; (v) receive periodic reports from management on metrics used to measure, monitor and manage known and emerging risks, including management's view on acceptable and appropriate levels of exposure; (vi) receive reports from our internal audit, risk management and independent liquidity review functions on the results of risk management reviews and assessments; (vii) review and approve, at least annually, the Company's enterprise-wide capital and liquidity framework (including its contingency funding plan) and, in coordination with the Bank's Risk Committee, review, at least quarterly, the Bank's liquidity risk appetite, regulatory capital and ratios and internal capital adequacy assessment processes and, at least annually, the Bank's allowance for credit losses methodology, annual capital plan and resolution plan; (viii) review, at least semi-annually, information from senior management regarding whether the Company is operating within its established risk appetite; (ix) review the status of financial services regulatory examinations; (x) review the independence, authority and effectiveness of the Company's risk management function; (xi) approve the appointment of, evaluate and, when appropriate, replace the CRO; and (xii) review disclosure regarding risk contained in the Company's annual and quarterly reports. Technology Committee The Technology Committee's role, among other things, is to review and make recommendations to the Board of Directors on major technology strategies and other subjects relating to: (i) the Company's approach to technology-related innovation, including the Company's competitive position and relevant trends in technology and innovation; (ii) the technology development process to assure ongoing business growth; and (iii) developments on existing and emerging technologies which present opportunities or threats to the Company's strategic agenda. Management Committees There are four management committees with important roles and responsibilities in the risk management function: the MC, the ERMCMC, the ALCO and the CMC. These committees and their risk-related roles

are described below. Management Committee The MC is under the oversight of the Board of Directors and is comprised of our senior executives and chaired by our CEO. The MC has responsibility for reviewing and approving lending and investment activities of the Company, such as equity investments, acquisitions, dispositions, joint ventures, portfolio deals and investment issues regarding the Company. It is also responsible for overseeing the Company's approach to managing its investments, reviewing and approving the Company's annual strategic plan, and overseeing activities administered by its Credit, Information Technology, New Product Introduction, Investment Review and Pricing sub-committees. The MC also reviews management reports provided on a periodic basis, or as requested, in order to monitor evolving issues, effectiveness of risk mitigation activities and performance against strategic plans. The MC may make decisions only within the authority that is granted to it by the Board of Directors and must escalate any investment or other proposals outside of its authority to the Board of Directors for final decision. Enterprise Risk Management Committee The ERM is a management committee under the oversight of the Risk Committee and is comprised of senior executives and chaired by the CRO. The ERM has responsibility for risk oversight across the Company and for reporting on material risks to our Risk Committee. The responsibilities of the ERM include the day-to-day oversight of risks impacting the Company, establishing a risk appetite statement, and ensuring compliance across the Company with the overall risk appetite. The ERM also oversees establishment of risk management policies, the performance and functioning of the relevant overall risk management function, and the implementation of appropriate governance activities and systems that support control of risks. Asset and Liability Management Committee The ALCO is a management committee under the oversight of the Risk Committee and is comprised of our senior executives and chaired by the Treasurer. It identifies, measures, monitors, manages and controls market, liquidity, and credit (investments and bank relationships) risks to the Company's balance sheet. ALCO activities include reviewing and monitoring cash management, investments, liquidity, funding, and foreign exchange risk activities and overseeing the safe, sound and efficient operation of the Company in compliance with applicable policies, laws, and regulations. Capital Management Committee The CMC is a management committee under the oversight of the Risk Committee and is comprised of our senior executives and chaired by the SVP, Capital Management and Stress Testing. The CMC provides oversight of the Company's capital management, stress testing, and recovery and resolution planning activities. The CMC supports the Risk Committee in overseeing capital management activities such as the annual capital plan, the internal capital adequacy assessment process, stress testing, the pre-provision net revenue and credit loss methodologies, the contingent capital plan as needed in the event of a breach, and the recovery and resolution planning process. Chief Executive Officer, Chief Risk Officer, and Other Senior Officers The CEO has ultimate responsibility for ensuring the management of the Company's risk in accordance with the Company's approved risk appetite statement, including through their role as chairperson of the MC. The CEO also provides leadership in communicating the risk appetite to internal and external stakeholders to help embed appropriate risk taking into the overall corporate culture of the Company. The CRO manages our risk management team and, as chairperson of the ERM, is responsible for establishing and implementing standards for the identification, management, measurement, monitoring and reporting of risk on an enterprise-wide basis. In collaboration with our CEO and the Chief Financial Officer, the CRO has responsibility for developing an appropriate risk appetite with corresponding limits that aligns with supervisory expectations, and this risk appetite statement has been approved by the Board of Directors. The CEO and CRO regularly report to the Board of Directors and the Risk Committee on risk management matters. The senior executive officers who serve as leaders in the First Line of Defense are responsible for ensuring that their respective functions operate within established risk limits, in accordance with the Company's Risk Appetite Statement. As members of the ERM and the MC, they are also responsible for identifying risks, considering risk when developing strategic plans, budgets and new products and implementing appropriate risk controls when pursuing business strategies and objectives. In addition, senior executive officers are responsible for deploying sufficient financial resources and qualified personnel to manage the risks inherent in the Company's business activities. Risk Management The risk management team, including compliance, led by the CRO, provides oversight of our risk profile and is responsible for maintaining a compliance program that includes compliance risk assessment, policy development, testing and reporting activities. This team effectively serves in the Second Line of Defense role by overseeing the operating activities of the First Line of Defense. Internal Audit Team The internal audit team is responsible for performing periodic, independent reviews and testing of compliance with the Company's and the Bank's risk management policies and standards, as well as with regulatory guidance and industry best practices. The internal audit team also assesses the design of the Company's and the Bank's policies and standards and validates the effectiveness of risk management controls, and reports the results of such reviews to the Audit Committee. The internal audit team effectively serves as the Third Line of Defense for the Company. Enterprise Risk Assessment and Risk Aggregation Reporting The Enterprise Risk Assessment process and Risk Aggregation Reporting (ERA/RAR) is designed to identify, assess, quantify, and aggregate risk across the Company's primary risk categories and serves as a basis to determine the Company's risk profile. The Enterprise Risk Management team, in collaboration with the risk pillar leaders, performs an independent ERA/RAR using a methodology that measures inherent risk, enterprise control environment, and residual risk to rate enterprise-level risks across Synchrony for the ERA, and aggregate risk level, enterprise control environment, and aggregate risk exposure to rate risk categories across Synchrony for RAR. The ERA/RAR process plays an important role in directing the risk management activities by helping prioritize initiatives and focus resources on the most appropriate risks. The ERA/RAR process is performed quarterly. The ERA output determines the Material Risk Inventory, which is a key input in the strategic and capital planning processes. Stress testing activities provide a forward-looking assessment of risks and losses. Stress testing is integrated into the strategic, capital and liquidity planning processes, and the results are used to identify portfolio vulnerabilities and develop risk mitigation strategies or contingency plans across a range of stressed conditions. Risk Appetite Framework We operate in accordance with a Risk Appetite Statement setting forth objectives, plans and limits, and expressing preferences with respect to risk-taking activities in the context of overall business goals. The Risk Appetite Statement is approved annually by the Board of Directors, with delegated authority to the CRO for implementation throughout the Company. The Risk Appetite Statement serves as a tool to preclude activities that are inconsistent with the business and risk strategy. The Risk Appetite Statement is reviewed and approved at least annually as part of the business planning process and will be modified, as necessary, to include updated risk tolerances by risk category, enabling us to meet prescribed goals while continuing to operate within established risk thresholds.

Cybersecurity administrative, technical and physical safeguards and is designed to provide an appropriate level of protection to maintain the confidentiality, integrity and availability of our Company's, our clients' and our customers' information. This includes protecting against known and evolving threats to the security of customer records and information, and against unauthorized access, compromise, or loss of customer records or information. Our information security program is designed to continuously adapt to an evolving landscape of emerging threats and available technology. Through data gathering and evaluation of emerging threats from internal and external incidents and technology investments, security controls are adjusted on an as needed basis. We have developed a security strategy and implemented layers of controls embedded throughout our technology environment that establish multiple control points between threats and our assets. We test the effectiveness of our controls and data protection processes through internal and independent external audits and assessments, including regular penetration tests, application code reviews, vulnerability scans, disaster recovery tests and cyber exercises to simulate hacker attacks. Our information security program is supported by regular training of information security employees and awareness training and activities for executives, directors, and employees companywide through which we communicate our information security policies, standards, processes and practices. Further, our information security program is designed to provide oversight of third parties who store, process or have access to sensitive data, and we require similar levels of protection from third-party service providers as are required for the Company. We maintain supplier risk assessment processes to identify risks associated with third-party service providers and have implemented enhanced cybersecurity incident and data breach response requirements for critical supplier relationships. We employ business continuity, backup and disaster recovery procedures for all the systems that are used for storing, processing and transferring customer information, and we periodically test and validate our disaster recovery plans to assess our resilience capabilities. Additionally, we maintain insurance coverage that, subject to applicable terms and conditions, may cover certain aspects of cybersecurity and information risks. However, there can be no assurance that liabilities or losses we may incur will be covered under such policies or that the amount of insurance will be adequate. Our information security program is designed and managed to be consistent with the Cyber Risk Institute (CRI) Profile, a cybersecurity assessment framework which is a financial services industry-specific extension of the National Institute of Standards and Technology (NIST) Cybersecurity Framework. We measure and monitor the maturity of the information security program against this framework, industry guidance, and a risk-driven metrics program aligned to our business requirements. Along with periodically being examined by our regulators, Synchrony regularly engages external experts to audit, evaluate and validate our controls against these standard frameworks, and we adjust our cybersecurity policies, standards, processes and practices as necessary based on the information provided by these examinations, audits and evaluations. Cybersecurity threats, including as a result of previous cybersecurity incidents, have not materially affected the Company during the past three fiscal years. While we are not currently aware of any cybersecurity threats that are reasonably likely to materially affect the Company there is no assurance that we will not be materially affected by such threats in the future. For additional information on our risks related to cybersecurity, see Risk Factors Relating to Our Business. Cyber-attacks or other security breaches could have a material adverse effect on our business. Governance Our Board's fully independent Risk Committee has primary oversight of the Company's cybersecurity risk. Cybersecurity risk is a component of operational risk within our enterprise risk management framework. For a detailed description of our enterprise risk management framework, including its governance and processes, see Risk Management. Our information security team, led by our Chief Information Security Officer ("CISO"), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations. The Risk Committee receives reports and briefings on our information security and enterprise risk management programs at least quarterly, including the results of any external audits, examinations and evaluations, as well as maturity assessments of our information security program, at least one of these sessions is held jointly with the Audit Committee. The CISO team leading our information security program is responsible for identifying, assessing, managing and controlling cybersecurity risk, and for mitigating our cybersecurity risk exposure. Our information security program is monitored and challenged by our risk management team, led by our CRO. We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution. The CISO reports directly to our Chief Technology and Operating Officer and on a dotted line basis to our CRO. Our CISO has expertise in cybersecurity, information security risk management, identity and access management, security architecture, application security, vulnerability management, threat intelligence, security operations and incident management and response through prior roles leading information security functions at other large organizations and has over 30 years of experience across technology and security. The CISO holds various professional certifications, including the Certified Information Security Manager certification from the Information Systems Audit and Control Association.

REGULATION Relating to Our Business Our business, including our relationships with our customers, is subject to regulation, supervision and examination under U.S. federal, state and foreign laws and regulations. These laws and regulations cover all aspects of our business, including lending and collection practices, treatment of our customers, safeguarding deposits, customer privacy and information security, capital structure, liquidity, dividends and other capital distributions, transactions with affiliates and conduct and qualifications of personnel. Such laws and regulations directly and indirectly affect key drivers of our profitability, including, for example, capital and liquidity, product offerings, risk management, and costs of compliance. As a savings and loan holding company and financial holding company, Synchrony is subject to regulation, supervision and examination by the Federal Reserve Board. As a large provider of consumer financial services, we are also subject to regulation, supervision and examination by the CFPB. The Bank is a federally chartered savings association. As such, the Bank is subject to regulation, supervision and examination by the OCC, which is its primary regulator, and by the CFPB. In addition, the Bank, as an insured depository institution, is supervised by the FDIC. The Dodd-Frank Act and regulations promulgated thereunder have had, and may continue to have, a significant impact on our business, results of operations and financial condition. As a result, the extensive laws and regulations to which we are subject and with which we must comply significantly impact our earnings, results of operations, financial condition and competitive position. The impact of such regulations on our business is discussed further below, as well as in Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A) and Risk Factors Relating to Regulation of this Form 10-K Report. The Dodd-Frank Wall Street Reform and Consumer Protection Act and Related Developments The Dodd-Frank Act, which was enacted in 2010, significantly restructured the financial regulatory regime in the United States. Certain aspects of the Dodd-Frank Act are subject to rules that have been taking effect over several years or have been revised since their initial adoption. On May 24, 2018, the President signed into law the Economic Growth, Regulatory Relief, and Consumer Protection Act (EGRRCPAA), which amended the Dodd-Frank Act and modified certain post-crisis regulatory requirements. On October 10, 2019, the Federal Reserve Board, OCC, and FDIC issued final rules, which we refer to as the "Tailoring Rules," that tailor the applicability of the Federal Reserve Board's enhanced prudential standards relating to capital, liquidity, and other risk management matters, and apply certain of these standards to savings and loan holding companies (other than those substantially engaged in insurance underwriting or commercial activities) that have total consolidated assets of \$100 billion or more based on the average of the previous four quarters, referred to as covered savings and loan holding companies. Synchrony became subject to these enhanced prudential standards in 2023. These enhanced prudential standards, including the applicable transition periods for Synchrony, are discussed in greater detail below. The recent and possible future changes to the regulatory framework applicable to Synchrony and the Bank make it difficult to assess the overall financial impact of the Dodd-Frank Act and related regulatory developments on us and across the industry. See also Regulation's Risk Factors Relating to Regulation. Ongoing changes to the regulatory framework applicable to us have had, and may continue to have, a significant impact on our business, financial condition and results of operations. Savings and Loan Holding Company Regulation Overview As a savings and loan holding company, we are required to register and file periodic reports with, and are subject to regulation, supervision and examination by, the Federal Reserve Board. The Federal Reserve Board has adopted guidelines establishing safety and soundness standards on such matters as liquidity risk management, securitizations, operational risk management, internal controls and audit systems, business continuity, and compensation and other employee benefits. We are regularly reviewed and examined by the Federal Reserve Board, which results in supervisory comments and directions relating to many aspects of our business that require our response and attention. The Federal Reserve Board has broad enforcement authority over us and our subsidiaries (other than the Bank and its subsidiaries). Under the Dodd-Frank Act, we are required to serve as a source of financial strength for any insured depository institution that we control, such as the Bank. Capital As a savings and loan holding company, Synchrony is subject to capital requirements. The following are the minimum capital ratios to which Synchrony is subject: under the Basel III standardized approach, a common equity Tier 1 capital to risk-weighted assets ratio of 7% (the minimum of 4.5% plus a capital conservation buffer of 2.5%), a Tier 1 capital to risk-weighted assets ratio of 8.5% (the minimum of 6% plus a capital conservation buffer of 2.5%), and a total capital to risk-weighted assets ratio of 10.5% (a minimum of 8% plus a capital conservation buffer of 2.5%); and a leverage ratio of Tier 1 capital to total consolidated assets of 4%. For a discussion of our capital ratios at December 31, 2024, see Management's Discussion and Analysis of Financial Condition and Results of Operations. Capital Under the Tailoring Rules, as a covered savings and loan holding company with average total consolidated assets of \$100 billion or more, but less than \$250 billion, Synchrony is now subject to supervisory stress tests on a biennial basis, in even calendar years. Synchrony currently expects that the 2026 supervisory stress test is the first stress test in which it will be required to participate. Covered savings and loan holding companies with average total consolidated assets of \$100 billion or more are also subject to a stress capital buffer in lieu of the 2.5% capital conservation buffer. The stress capital buffer is calculated as the amount of loss of common equity Tier 1 capital incurred by the Company in the severely adverse scenario of the most recent supervisory stress test exercise, assuming certain continued payments on capital instruments, and is subject to a floor of 2.5% of risk-weighted assets. Synchrony will become subject to the stress capital buffer once it begins to participate in supervisory stress tests. As a result, its capital requirements may increase and its ability to pay dividends, make other capital distributions, or redeem or repurchase its stock may be adversely impacted. Under a December 2018 final rule, banking organizations were permitted to phase in the regulatory capital effects of the CECL model, the new accounting standard for credit losses, over three years. On March 27, 2020, the CARES Act was signed into law, and included a provision that permits

financial institutions to defer temporarily the use of CECL. In a related action, the joint federal bank regulatory agencies issued an interim final rule effective March 31, 2020, that allows banking organizations that implemented CECL in 2020 to elect to mitigate the effects of the CECL accounting standard on their regulatory capital for two years. This two-year delay is in addition to the three-year transition period that the agencies had already made available in December 2018. Synchrony and the Bank have elected to defer the regulatory capital effects of CECL in accordance with the interim final rule, and not to apply the deferral of CECL available under the CARES Act. As a result, the effects of CECL on Synchrony’s and the Bank’s regulatory capital were delayed through the year 2021, and were phased-in over a three-year period from January 1, 2022 through December 31, 2024. Under the March 31, 2020 interim final rule, the amount of adjustments to regulatory capital deferred until the phase-in period included both the initial impact of a banking organization’s 91 adoption of CECL at January 1, 2020, and 25% of subsequent changes in its allowance for credit losses during each quarter of the two-year period ended December 31, 2021. On July 27, 2023, the federal banking agencies proposed rules, known as the “Basel Endgame” proposal, that would change the regulatory capital requirements for banking organizations that have \$100 billion or more in total assets, such as Synchrony, or have significant trading activity. The proposed rules would, among other changes, lower the threshold for the amount of certain deferred tax assets that must be deducted from capital, introduce a new expanded risk based approach for calculating risk weighted assets, which, compared to the standardized approach to which Synchrony is currently subject, add an operational risk charge and apply higher credit conversion factors to unused portion of unconditionally cancellable lines of credit. On September 10, 2024, then Vice Chair for Supervision at the Federal Reserve Board (the “Vice Chair”), gave a speech outlining a set of potential revisions to the Basel Endgame proposal, such as recommending that the Federal Reserve Board issue a re-proposal of the rule in which banking organizations with total assets between \$100 billion and \$250 billion, such as Synchrony, would not be subject to the changes to their capital requirements outlined in the Basel Endgame proposal, other than the proposed requirement to recognize unrealized gains and losses of their securities in regulatory capital. It remains uncertain whether the federal banking agencies will re-propose and/or finalize the Basel Endgame rule, and if so, whether the agencies will adopt the Vice Chair’s recommendations. Dividends and Stock Repurchases We are limited in our ability to pay dividends or repurchase our stock by the Federal Reserve Board, including on the basis that doing so would be an unsafe or unsound banking practice. Where we intend to declare or pay a dividend or repurchase our stock, we are expected to inform and consult with the Federal Reserve Board in advance to ensure that such dividend or repurchase does not raise supervisory concerns. It is the policy of the Federal Reserve Board that a savings and loan holding company like us should generally pay dividends on common stock and preferred stock out of earnings, and only if prospective earnings retention is consistent with the company’s capital needs and overall current and prospective financial condition. According to guidance from the Federal Reserve Board, our dividend policies will be assessed against, among other things, our ability to achieve applicable Basel III capital ratio requirements. If we do not achieve applicable Basel III capital ratio requirements, we may not be able to pay dividends. Although we currently expect to meet applicable Basel III capital ratio requirements, inclusive of the capital conservation buffer, we cannot be sure that we will meet those requirements or that even if we do, if we will be able to pay dividends. In evaluating the appropriateness of a proposed redemption or repurchase of stock, the Federal Reserve Board will consider, among other things, the potential loss that we may suffer from the prospective need to increase reserves and write down assets as a result of continued asset deterioration, and our ability to raise additional common equity and other capital to replace the stock that will be redeemed or repurchased. The Federal Reserve Board also will consider the potential negative effects on our capital structure of replacing common stock with any lower-tier form of regulatory capital issued. Moreover, we became subject to formal capital plan submission requirements as of January 1, 2024, and regulatory review of our capital plan may result in an increase in our capital requirements and adverse impacts on our ability to pay dividends, make other capital distributions, or redeem or repurchase our stock. See “Regulation” Risk Factors Relating to Regulation “Failure by Synchrony and the Bank to meet applicable capital adequacy and liquidity requirements could have a material adverse effect on us” and “We are subject to restrictions that limit our ability to pay dividends and repurchase our common stock; the Bank is subject to restrictions that limit its ability to pay dividends to us, which could limit our ability to pay dividends, repurchase our common stock or make payments on our indebtedness.” Liquidity As a covered savings and loan holding company with average total consolidated assets of \$100 billion or more, we must comply with enhanced prudential standards with respect to liquidity management, including maintaining diversified liquidity buffers and regularly conducting liquidity stress tests. 92 Activities In general, savings and loan holding companies may only conduct, or acquire control of companies engaged in, financial activities as permitted under the relevant provisions of the Bank Holding Company Act and the Home Owners’ Loan Act (“HOLA”). Savings and loan holding companies that have elected financial holding company status generally can engage in a broader range of financial activities than are otherwise permissible for savings and loan holding companies, including securities underwriting, dealing and making markets in securities, and making merchant banking investments in non-financial companies. Synchrony has elected for financial holding company status. The Federal Reserve Board has the authority to limit a financial holding company’s ability to conduct otherwise permissible activities if the financial holding company or any of its depository institution subsidiaries ceases to meet the applicable eligibility requirements, including requirements that the financial holding company and each of its U.S. depository institution subsidiaries maintain their status as “well-capitalized” and “well-managed.” The Federal Reserve Board may also impose corrective capital and/or managerial requirements on the financial holding company and may, for example, require divestiture of the holding company’s depository institutions if the deficiencies persist. Federal regulations additionally provide that if any depository institution controlled by a financial holding company fails to maintain at least a “Satisfactory” rating under the Community Reinvestment Act (“CRA”), the financial holding company and its subsidiaries are prohibited from engaging in additional activities that are permissible only for financial holding companies. In addition, we are subject to banking laws and regulations that limit in certain respects the types of acquisitions and investments that we can make. For example, certain acquisitions of and investments in depository institutions or their holding companies that we may undertake are subject to the prior review and approval of our banking regulators, including the Federal Reserve Board, the OCC and the FDIC. Our banking regulators have broad discretion on whether to approve such acquisitions and investments. In deciding whether to approve a proposed acquisition or investment, federal bank regulators may consider, among other factors: (i) the effect of the acquisition or investment on competition, (ii) our financial condition and future prospects, including current and projected capital ratios and levels, (iii) the competence, experience and integrity of our management and its record of compliance with laws and regulations, (iv) the convenience and needs of the communities to be served, including our record of compliance under the CRA, (v) our effectiveness in combating money laundering, and (vi) any risks that the proposed acquisition poses to the U.S. banking or financial system. Certain acquisitions of our voting stock may be subject to regulatory approval or notice under federal law. Investors are responsible for ensuring that they do not, directly or indirectly, acquire shares of our stock in excess of the amount that can be acquired without regulatory approval under the Change in Bank Control Act and the HOLA, which prohibit any person or company from acquiring control of us without, in most cases, the prior written approval of the Federal Reserve Board. Resolution As a savings and loan holding company with \$100 billion or more in assets, Synchrony may become subject to long-term debt requirements that are intended to facilitate an orderly resolution of large banking organizations and make their funding profiles more stable. An August 2023 interagency notice of proposed rulemaking would require depository institution holding companies with \$100 billion or more in assets to issue minimum amounts of long-term debt and to maintain “clean” holding companies without certain types of liabilities, and, relatedly, would require insured depository institution subsidiaries with \$100 billion or more in assets to issue minimum amounts of long-term debt to a holding company. If the proposed changes are finalized, they may require changes to our funding strategy and/or increase our cost of funding. 93 Savings Association Regulation Overview The Bank is required to file periodic reports with the OCC and is subject to regulation, supervision, and examination by the OCC, the FDIC, and the CFPB. The OCC has adopted guidelines establishing safety and soundness standards on such matters as loan underwriting and documentation, asset quality, earnings, internal controls and audit systems, risk management, interest rate risk exposure and compensation and other employee benefits. The Bank is periodically examined by the OCC, the FDIC, and the CFPB, which results in supervisory comments and directions relating to many aspects of the Bank’s business that require the Bank’s response and attention. In addition, the OCC, the FDIC, and the CFPB have broad enforcement authority over the Bank. Capital The Bank is required by OCC regulations to maintain specified levels of regulatory capital. Institutions that are not well-capitalized are subject to certain restrictions on brokered deposits and interest rates on deposits. The OCC is authorized and, under certain circumstances, required to take certain actions against an institution that fails to meet the minimum ratios for an adequately capitalized institution. At December 31, 2024, the Bank met or exceeded all applicable requirements to be deemed well-capitalized under OCC regulations. The following are the minimum capital ratios to which the Bank is subject: “under the Basel III standardized approach, a common equity Tier 1 capital to risk-weighted assets ratio of 7% (the minimum of 4.5% plus a capital conservation buffer of 2.5%), a Tier 1 capital to risk-weighted assets ratio of 8.5% (the minimum of 6% plus a capital conservation buffer of 2.5%), and a total capital to risk-weighted assets ratio of 10.5% (a minimum of 8% plus a capital conservation buffer of 2.5%); and “a leverage ratio of Tier 1 capital to total consolidated assets of 4%. For a discussion of the Bank’s capital ratios, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations” Capital. As an insured depository institution, the Bank is also subject to the FDIA, which requires, among other things, the federal banking agencies to take “prompt corrective action” in respect of depository institutions that do not meet minimum capital requirements. The FDIA sets forth the following five capital tiers: “well-capitalized, “adequately capitalized, “undercapitalized, “significantly undercapitalized” and “critically undercapitalized.” A depository institution’s capital tier will depend upon how its capital levels compare with various relevant capital measures and certain other factors that are established by regulation. To be well-capitalized for purposes of the FDIA, the Bank must maintain a common equity Tier 1 capital to risk-weighted assets ratio of 6.5%, a Tier 1 capital to risk-weighted assets ratio of 8%, a total capital to risk-weighted assets ratio of 10%, and a leverage ratio of Tier 1 capital to total consolidated assets of 5%, and not be subject to any written agreement, order or capital directive, or prompt corrective action directive issued by the OCC to meet or maintain a specific capital level for any capital measure. At December 31, 2024, the Bank met or exceeded all applicable requirements to be deemed well-capitalized for purposes of the FDIA. 94 Dividends and Stock Repurchases OCC regulations limit the ability of savings associations to make distributions of capital, including payment of dividends, stock redemptions and repurchases, cash-out mergers and other transactions charged to the capital account. The Bank must obtain the OCC’s approval or give the OCC prior notice before making a capital distribution in certain circumstances, including if the Bank proposes to make a capital distribution when it does not meet certain capital requirements (or will not do so as a result of the proposed capital distribution) or certain net income requirements. In addition, the Bank must file a prior written notice of a planned or declared dividend or other distribution with the Federal Reserve Board. The OCC or the Federal Reserve Board may object to a capital distribution if: among other things, (i) the Bank is, or as a result of such distribution would be, undercapitalized, significantly undercapitalized or critically undercapitalized, (ii) the regulators have safety and soundness concerns or (iii) the distribution violates a prohibition in a statute, regulation, agreement between us and the OCC or the Federal Reserve Board, or a condition imposed on us in an application or notice approved by the OCC or the Federal Reserve Board. Additional restrictions on dividends apply if the Bank fails the QTL test (described below under “Activities”). The FDIA also prohibits any insured depository institution from making any capital distributions (including payment of a dividend) or paying any management fee to its parent holding company if the depository institution would thereafter be “undercapitalized.” If a depository institution is less than adequately capitalized, it must prepare and submit a capital restoration plan to its primary federal regulator for approval. For a capital restoration plan to be acceptable, among other things, the depository institution’s parent holding company must guarantee that the institution will comply with the capital restoration plan. If a depository institution fails to submit an acceptable capital restoration plan, it is treated as if it is “significantly undercapitalized.” A “significantly undercapitalized” depository institution may be subject to a number of requirements and restrictions, including orders to sell sufficient voting stock to become “adequately capitalized,” elect a new Board of Directors, reduce total assets or cease taking deposits from correspondent banks. A “critically undercapitalized” institution may be subject to the appointment of a conservator or receiver which could sell or liquidate the institution, be required to refrain from making payments on its subordinated debt, or be subject to additional restrictions on its activities. Liquidity The Bank is required to comply with prudential regulation in connection with liquidity. In particular, under OCC guidelines establishing heightened standards for governance and risk management (the “Heightened Standards”), the Bank is required to establish liquidity stress testing and planning processes, which the Bank has done. For a discussion of the Heightened Standards, see “Heightened Standards for Risk Management Governance” below. Activities Under HOLA, the OCC requires the Bank to comply with the qualified thrift lender, or “QTL” test. Under the QTL test, the Bank is required to maintain at least 65% of its “portfolio assets” (total assets less (i) specified liquid assets up to 20% of total assets, (ii) intangibles, including goodwill and (iii) the value of property used to conduct business) in certain “qualified thrift investments” (primarily residential mortgages and related investments, including certain mortgage-backed securities, credit card loans, student loans and small business loans) in at least nine months of the most recent 12-month period. The Bank currently meets that test. A savings association that fails to meet the QTL test is subject to certain operating restrictions and may be required to convert to a national bank charter. Savings associations, including the Bank, are subject to limitations on their lending and investments. These limitations include percentage of asset limitations on various types of loans the Bank may make. In addition, there are similar limitations on the types and amounts of investments the Bank may make. 95 Insured depository institutions, including the Bank, are subject to restrictions under Sections 23A and 23B of the Federal Reserve Act (as implemented by Federal Reserve Board Regulation W), which govern transactions between an insured depository institution and an affiliate, including an entity that is the institution’s direct or indirect holding company and a nonbank subsidiary of such a holding company. Restrictions in Sections 23A and 23B of the Federal Reserve Act apply to “covered transactions” such as extensions of credit, issuances of guarantees or asset purchases. In general, these restrictions require that any extensions of credit made by the insured depository institution to an affiliate must be fully secured with qualifying collateral and that the aggregate amount of covered transactions is limited, as to any one affiliate of the Bank, to 10% of the Bank’s capital stock and surplus, and, as to all of the Bank’s affiliates in the aggregate, to 20% of the Bank’s capital stock and surplus. In addition, transactions between the Bank and its affiliates must be on terms and conditions that are, or in good faith would be, offered by the Bank to non-affiliated companies (i.e., at “arm’s length”). The CRA is a federal law that generally requires an insured depository institution to identify the communities it serves and to make loans and investments, offer products and provide services, in each case designed to meet the credit needs of these communities. The CRA also requires an institution to maintain comprehensive records of CRA activities to demonstrate how it is meeting the credit needs of communities. These records are subject to periodic examination by the responsible federal banking agency of the institution. Based on these examinations, the agency rates the institution’s compliance with CRA as “Outstanding,” “Satisfactory,” “Needs to Improve” or “Substantial Noncompliance.” The CRA requires the agency to take into account the record of an institution in meeting the credit needs of the entire communities served, including low- and moderate- income neighborhoods, in determining such rating. Failure of an institution to receive at least a “Satisfactory” rating could inhibit the institution or its holding company from undertaking certain activities, including acquisitions. The Bank is currently designated as a Limited Purpose bank under the CRA and therefore is generally evaluated on the basis of its community development activity in the geographies in which its physical facilities are located. The Bank received a CRA rating of “Outstanding” as of its most recent CRA examination. On October 24, 2023, the federal banking agencies issued a final rule that revises how they evaluate an insured depository institution’s record of satisfying the credit needs of its entire communities, including low- and moderate- income individuals and neighborhoods, under the CRA. The final rule provides that Limited Purpose banks, such as the Bank, will continue to be evaluated primarily on the basis of their community development activities. Industry organizations have challenged the final rule in court, and on March 29, 2024, the United States District Court for the Northern District of Texas granted an injunction and stay of the final rule. The final outcome of such challenge is uncertain. The FDIA prohibits insured banks from accepting brokered deposits or offering interest rates on any deposits significantly higher than the prevailing rate in the bank’s normal market area or nationally (depending upon where the deposits are solicited) unless it is “well-capitalized,” or it is “adequately capitalized” and receives a waiver from the FDIC. A bank that is “adequately capitalized” and that accepts brokered deposits under a waiver from the FDIC may not pay an interest rate on any deposit in excess of 75 basis points over certain prevailing market rates. There are no such restrictions under the FDIA on a bank that is “well-capitalized.” Further, “undercapitalized” institutions are subject to growth limitations. At December 31, 2024, the Bank met or exceeded all applicable requirements to be deemed well-capitalized for purposes of the FDIA. An inability to accept brokered deposits in the future could materially adversely impact our funding costs and liquidity. On September 17, 2024, the OCC finalized a new Policy Statement Regarding Statutory Factors Under the Bank Merger Act (the “Policy Statement”), which outlines factors that the OCC will consider when evaluating a proposed bank merger transaction. Also on September 17, 2024, the United States Department of Justice (the “DOJ”) withdrew its 1995 Bank Merger Guidelines and announced that it will instead evaluate the

competitive impact of bank mergers using its 2023 Merger Guidelines that the DOJ applies to mergers in all industries. Compared to the 1995 Bank Merger Guidelines, the 2023 Merger Guidelines set forth more stringent concentration limits and add several largely qualitative bases on which the DOJ may challenge a merger. While the effect of these changes for particular transactions remains unclear, both the Policy Statement and the change in the DOJ’s bank merger antitrust policy may make it more difficult and/or costly for us to obtain regulatory approval for an acquisition or may otherwise result in more onerous conditions to obtain approval for an acquisition.96Deposit InsuranceThe FDIA requires the Bank to pay deposit insurance assessments. Under the FDIC’s current deposit insurance assessment methodology, the Bank is required to pay deposit insurance assessments based on its average consolidated total assets, less average tangible equity, and various other regulatory factors included in an FDIC assessment scorecard. Deposit insurance assessments are also affected by the minimum reserve ratio with respect to the federal Deposit Insurance Fund (the “DIF”). The Dodd-Frank Act increased the minimum reserve ratio with respect to the DIF to 1.35% and removed the statutory cap on the reserve ratio. The FDIC subsequently adopted a designated ratio of 2% and may increase that ratio in the future. Since the outbreak of the COVID-19 pandemic, the amount of total estimated insured deposits has grown very rapidly while the funds in the DIF have grown at a normal rate, causing the DIF reserve ratio to fall below the statutory minimum of 1.35%. The FDIC adopted a restoration plan in September 2020, which it amended in June 2022, to restore the DIF reserve ratio to at least 1.35% by September 30, 2028. On October 18, 2022 the FDIC adopted a final rule to increase initial base deposit insurance assessment rates for insured depository institutions by 2 basis points, beginning with the first quarterly assessment period of 2023. The increased assessment rate schedules will remain in effect unless and until the reserve ratio of the DIF meets or exceeds 2%. As a result of the final rule, the FDIC insurance costs of insured depository institutions, including the Bank, have generally increased. In addition, on November 16, 2023, the FDIC adopted a final rule to implement a special assessment to recover losses to the DIF arising from the protection of uninsured depositors following the receiverships of failed institutions in the spring of 2023. The assessment base for the special assessment was equal to an insured depository institution’s estimated uninsured deposits reported for the quarter ended December 31, 2022, minus the first \$5 billion in estimated uninsured deposits. The FDIC will collect the special assessment over eight initial quarterly assessment periods starting with the first quarter of 2024, at a quarterly rate of 3.36 basis points. Synchrony recognized the entire initial special assessment expense of \$9 million in the fourth quarter of 2023. However, depending on future adjustments to the DIF’s estimated loss, the FDIC retained the ability to cease collection early, extend the special assessment collection period, or impose a one-time final shortfall assessment. During 2024, the FDIC revised its loss estimate and projected that the special assessment would be collected for an additional two quarters beyond its initial eight-quarter collection period. The additional special assessment expense related to the revision of the loss estimate was not material to Synchrony. The FDIA creates a depositor preference regime for the resolution of all insured depository institutions, including the Bank. If any such institution is placed into receivership, the FDIC will pay (out of the remaining net assets of the failed institution and only to the extent of such assets) first secured creditors (to the extent of their security), second the administrative expenses of the receivership, third all deposits liabilities (both insured and uninsured), fourth any other general or senior liabilities, fifth any obligations subordinated to depositors or general creditors, and finally any remaining net assets to shareholders in that capacity.Resolution and Recovery PlanningUnder FDIC regulations, an insured depository institution with \$100 billion or more in total assets is required periodically to submit to the FDIC a plan for the institution’s resolution in the event of its failure. The plan is designed to enable the FDIC, if appointed receiver for the institution, to resolve the institution under sections 11 and 13 of the FDIA in a manner that ensures that its depositors receive timely access to their insured deposits, maximizes the net present value return from the sale or disposition of the institution’s assets, minimizes the amount of any loss realized by the creditors in the resolution, and addresses risks of adverse effects on U.S. economic conditions or economic stability. The resolution plan requirement is intended to ensure that a covered insured depository institution develops a credible strategy to facilitate the FDIC’s resolution of the institution across a range of possible scenarios and that the FDIC has access to all of the material information it needs to resolve the institution efficiently in the event of its failure. If the FDIC deems a resolution plan filing not credible and the insured depository institution fails to resubmit a credible plan, the institution could become subject to an enforcement action. The Bank’s first resolution plan is due on July 1, 2025, and going forward, the Bank will be required to submit resolution plans every three years and interim supplements annually. 97In October 2024, the OCC issued final revisions to its recovery planning guidelines. These revised guidelines apply to insured depository institutions with average total consolidated assets of \$100 billion or more, such as the Bank. The guidelines require the Bank to develop and maintain a recovery plan that identifies triggers and options for responding to a wide range of severe internal and external stress scenarios and for restoring the Bank, to the extent it is experiencing or is likely to experience considerable financial or non-financial stress, to financial strength and viability in a timely manner. Under the guidelines, the Bank must test its recovery plan at least annually. The Bank is required to comply with all aspects of these guidelines by January 1, 2026, other than the testing requirement, with which the Bank must comply by January 1, 2027.Heighted Standards for Risk Management GovernanceThe OCC’s Heightened Standards establish guidelines for the governance and risk management practices of large OCC-regulated institutions, including the Bank. These Heightened Standards require covered banks to establish and adhere to a written governance framework in order to manage and control their risk-taking activities, provide standards for covered banks’ boards of directors to oversee the risk governance framework, and describe the appropriate risk management roles and responsibilities of front line units, independent risk management, and internal audit functions. The Bank believes it complies with the Heightened Standards.Consumer Financial Services RegulationThe relationship between us and our U.S. customers is regulated under federal and state consumer protection laws. Federal laws include the Truth in Lending Act, the Equal Credit Opportunity Act, HOLA, the Fair Credit Reporting Act (the “FCRA”), the Gramm-Leach-Bliley Act (the “GLBA”), the CARD Act and the Dodd-Frank Act. These and other federal laws, among other things, require disclosures of the cost of credit, provide substantive consumer rights, prohibit discrimination in credit transactions, regulate the use of credit report information, provide financial privacy protections, require safe and sound banking operations, prohibit unfair, deceptive and abusive practices, restrict our ability to raise interest rates on certain credit card balances, and subject us to substantial regulatory oversight. State and, in some cases, local laws also may regulate the relationship between us and our U.S. customers in these areas, as well as in the areas of collection practices, and may provide additional consumer protections. Moreover, we are subject to the Servicemembers Civil Relief Act, which protects persons called to active military service and their dependents from undue hardship resulting from their military service, and the Military Lending Act (the “MLA”), which extends specific protections if an account holder, at the time of account opening, is a covered active duty member of the military or certain family members thereof. The Servicemembers Civil Relief Act applies to all debts incurred prior to the commencement of active duty (including credit card and other open-end debt) and limits the amount of interest, including service and renewal charges and any other fees or charges (other than bona fide insurance) that are related to the obligation or liability. The MLA applies to certain consumer loans, including credit extended pursuant to a credit card account, and extends specific protections if an account holder, at the time of account opening, is a covered active duty member of the military or certain family members thereof (collectively, the “covered borrowers”). These protections include, but are not limited to: a limit on the military annual percentage rate that can be charged to 36%, delivery of certain required disclosures and a prohibition on mandatory arbitration agreements. If we were to extend credit to a covered borrower without complying with certain MLA provisions, the credit card agreement could be void from its inception.Violations of applicable consumer protection laws can result in significant potential liability from litigation brought by customers, including actual damages, restitution and attorneys’ fees. Federal banking regulators, as well as state attorneys general and other state and local consumer protection agencies, also may seek to enforce consumer protection requirements and obtain these and other remedies, including civil money penalties and fines.98The CARD Act, which was enacted in 2009, amended the Truth in Lending Act and required us to make significant changes to many of our business practices, including marketing, underwriting, pricing and billing. The CARD Act’s restrictions on our ability to increase interest rates on existing balances to respond to market conditions and credit risk ultimately limits our ability to extend credit to new customers and provide additional credit to current customers. Other CARD Act restrictions, such as limitations on late fees, have resulted and will continue to result in reduced interest income and loan fee income. On March 5, 2024, the CFPB issued a final rule amending its regulations that implement the Truth in Lending Act to, among other things, lower the safe harbor dollar amount for credit card late fees from \$30 (adjusted to \$41 for each subsequent late payment within the next six billing cycles) to \$8 and eliminate the automatic annual inflation adjustment to such safe harbor dollar amount. The final rule had an original effective date of May 14, 2024. Industry organizations have challenged the final rule in court, and on May 10, 2024, the United States District Court for the Northern District of Texas granted an injunction and stay of the final rule, and the injunction granted remains in effect. The final outcome of such challenge, including the impact on the final rule, is uncertain. See “Business Trends and Conditions” above for the anticipated financial impacts related to the final rule and see “Risk Factors Relating to Our Business - The CFPB’s final rule on credit card late fees, if implemented would likely materially adversely affect our business and results of operations.”The FCRA regulates our use of credit reports and the reporting of information to credit reporting agencies, and also provides a standard for lenders to share information with affiliates and certain third parties and to provide firm offers of credit to consumers. The FCRA also places further restrictions on the use of information shared between affiliates for marketing purposes, requires the provision of disclosures to consumers when risk-based pricing is used in a credit decision, and requires safeguards to help protect consumers from identity theft. Under HOLA, the Bank is prohibited from engaging in certain tying or reciprocity arrangements with its customers. In general, the Bank may not extend credit, lease or sell property, or furnish any services or fix or vary the consideration for these on the condition that: (i) the customer obtain or provide some additional credit, property, or services from or to the Bank or Synchrony or their subsidiaries or (ii) the customer may not obtain some other credit, property, or services from a competitor, except in each case to the extent reasonable conditions are imposed to assure the soundness of the credit extended. Certain arrangements are permissible. For example, the Bank may offer more favorable terms if a customer obtains two or more traditional bank products.The Dodd-Frank Act established the CFPB, which regulates consumer financial products and services and certain financial services providers. The CFPB is authorized to prevent “unfair, deceptive or abusive acts or practices” and ensure consistent enforcement of laws so that all consumers have access to markets for consumer financial products and services that are fair, transparent and competitive. The CFPB has rulemaking and interpretive authority under the Dodd-Frank Act and other federal consumer financial services laws, as well as broad supervisory, examination and enforcement authority over large providers of consumer financial products and services, such as us. In addition, the CFPB has an online complaint system that allows consumers to log complaints with respect to various consumer finance products, including the products we offer. The system could inform future agency decisions with respect to regulatory, enforcement or examination focus. There continues to be uncertainty as to how the CFPB’s strategies and priorities will impact our business and our results of operations going forward. See “Regulation”Risk Factors Relating to RegulationThere is ongoing uncertainty as to how the Consumer Financial Protection Bureau’s actions will impact our business; the agency’s actions have had and may continue to have an adverse impact on our business. On October 22, 2024, the CFPB issued a final rule to implement Section 1033 of the Dodd-Frank Act. Under the final rule, financial institutions that offer credit cards or consumer deposit accounts like the Bank are required, upon request, to make available to a consumer or third party authorized by the consumer certain information the Bank has concerning a consumer financial product or service covered by the rule, such as a credit card or a deposit account. In issuing this rule, the CFPB said that the rule will move the U.S. closer to an “open banking” system that will allow consumers to switch banks or other providers more easily. The final rule also requires, among other things, covered data providers, such as the Bank, to establish a developer interface that satisfies certain performance and data security specifications through which the data provider can receive requests for, and provide, specific types of data covered by the rule in electronic, usable form to authorized third parties directly or through data aggregators. Under the final rule, the Bank will be prohibited from charging fees for maintaining the developer interface or providing access to such data. The Bank may also act as an authorized third party to request and access covered data under the final rule from other financial institutions that are covered data providers. The final rule places data security, authorization, and other obligations on those authorized third parties, including limitations on secondary uses of the data received. Industry organizations have challenged the final rule in court and the litigation is ongoing. If the challenge is not successful, as a data provider, the Bank must comply with the rule beginning April 1, 2027. We are monitoring the status of the litigation and evaluating the impact of this rule.99Privacy, Information Security, and Data ProtectionWe are subject to various privacy, information security and data protection laws, including requirements concerning security breach notification. For example, in the United States, certain of our businesses are subject to the GLBA and implementing regulations and guidance. Among other things, the GLBA: (i) imposes certain limitations on the ability of financial institutions to share consumers’ nonpublic personal information with nonaffiliated third parties, (ii) requires that financial institutions provide certain disclosures to consumers about their information collection, sharing and security practices and affords customers the right to “opt out” of the institution’s disclosure of their personal financial information to nonaffiliated third parties (with certain exceptions) and (iii) requires financial institutions to develop, implement and maintain a written comprehensive information security program containing safeguards that are appropriate to the financial institution’s size and complexity, the nature and scope of the financial institution’s activities, the sensitivity of customer information processed by the financial institution as well as plans for responding to data security breaches. Federal and state laws also require us to respond appropriately to data security breaches.A final rule that the federal banking agencies issued in November 2021 requires banking organizations to notify their primary federal regulator of significant computer security incidents within 36 hours of determining that such an incident has occurred. In 2018, the State of California enacted the California Consumer Privacy Act (the “CCPA”). The CCPA requires covered businesses to comply with requirements that give consumers residing in California the right to know what information is being collected from them and whether such information is sold or disclosed to third parties. The statute also allows consumers to access, delete, and prevent the sale of personal information that has been collected by covered businesses in certain circumstances. The CCPA does not apply to personal information collected, processed, sold, or disclosed pursuant to the GLBA or the California Financial Information Privacy Act. In 2020, the State of California enacted the California Privacy Rights Act (the “CPRA”). The CPRA essentially serves to supplement the CCPA by, amongst other changes, bringing the personal information of employees residing in California into the scope of the law. We believe we are a covered business under the CCPA and CPRA. We have a program to comply with applicable privacy, information security, and data protection requirements imposed by federal, state, and foreign laws. However, if we experience a significant cybersecurity incident or our regulators deemed our information security controls to be inadequate, we could be subject to supervisory criticism or penalties, and/or suffer reputational harm. See also “Regulation”Risk Factors Relating to RegulationRegulations relating to privacy, information security and data protection could increase our costs, affect or limit how we collect and use personal information and adversely affect our business opportunities. Money Laundering and Terrorist Financing Prevention ProgramWe maintain an enterprise-wide program designed to enable us to comply with all applicable anti-money laundering and anti-terrorism financing laws and regulations, including, but not limited to, the Bank Secrecy Act and the Patriot Act. This program includes policies, procedures, processes and other internal controls designed to identify, monitor, manage and mitigate the risk of money laundering or terrorist financing posed by our products, services, customers and geographic locale. These controls include procedures and processes to detect and report suspicious transactions, perform customer due diligence, respond to requests from law enforcement, identify and verify a legal entity customer’s beneficial owner(s) at the time a new account is opened and to understand the nature and purpose of the customer relationship, and meet all recordkeeping and reporting requirements related to particular transactions involving currency or monetary instruments. The program is coordinated by a compliance officer, undergoes an annual independent audit to assess its effectiveness, and requires training of employees. See “Regulation”Risk Factors Relating to RegulationFailure to comply with anti-money laundering and anti-terrorism financing laws could have significant adverse consequences for us.100Sanctions ProgramsWe have a program designed to comply with applicable economic and trade sanctions programs, including those administered and enforced by OFAC. These sanctions are usually targeted against foreign countries, terrorists, international narcotics traffickers and those believed to be involved in the proliferation of weapons of mass destruction. These regulations generally require either the blocking of accounts or other property of specified entities or individuals, but they may also require the rejection of certain transactions involving specified entities or individuals. We maintain policies, procedures and other internal controls designed to comply with these sanctions programs.Risk Factors Relating to RegulationThe following discussion of risk factors contains “forward-looking statements,” as discussed in “Cautionary Note Regarding Forward-Looking Statements.” These risk factors may be important to understanding any statement in this Annual Report on Form 10-K or elsewhere. The following information should be read in conjunction with “Management’s Discussion and Analysis of Financial Condition and Results of Operations” (MD&A), the consolidated financial statements and related notes in “Consolidated Financial Statements and Supplementary Data” and “Risk Factors Relating to Our Business” of this Form 10-K Report. Regulatory RisksOur business is subject to government regulation, supervision, examination and

enforcement, which could adversely affect our business, results of operations and financial condition. Our business, including our relationships with our customers, is subject to regulation, supervision and examination under U.S. federal, state and foreign laws and regulations. These laws and regulations cover all aspects of our business, including lending and collection practices, treatment of our customers, safeguarding deposits, customer privacy and information security, capital structure, liquidity, dividends and other capital distributions, transactions with affiliates and conduct and qualifications of personnel. As a savings and loan holding company and financial holding company, Synchrony is subject to regulation, supervision and examination by the Federal Reserve Board. As a large provider of consumer financial services, we are also subject to regulation, supervision and examination by the CFPB. The Bank is a federally chartered savings association. As such, the Bank is subject to regulation, supervision and examination by the OCC, which is its primary regulator, and by the CFPB. In addition, the Bank, as an insured depository institution, is supervised by the FDIC. We, including the Bank, are regularly reviewed and examined by our respective regulators, which results in supervisory comments and directions relating to many aspects of our business that require response and attention. See [“Regulation”](#) for more information about the regulations applicable to us. Banking laws and regulations are primarily intended to protect consumers, federally insured deposits, the DIF and the banking system as a whole, and are not intended to protect our stockholders, noteholders or creditors. If we (or our service providers, including our partners) fail to satisfy applicable laws and regulations, our respective regulators have broad discretion to enforce those laws and regulations, including with respect to the operation of our business, required capital levels, payment of dividends and other capital distributions, engaging in certain activities and making acquisitions and investments. Our regulators also have broad discretion with respect to the manner in which they enforce applicable laws and regulations, including through enforcement actions that could subject us to civil money penalties, customer remediation programs, increased compliance costs, and limits or prohibitions on our ability to offer certain products and services or to engage in certain activities. In addition, to the extent we undertake actions requiring regulatory approval or non-objection, our regulators may make their approval or non-objection subject to conditions or restrictions that could have a material adverse effect on our business, results of operations and financial condition. Any other actions taken by our regulators could have a material adverse impact on our business, reputation and brand, results of operations and financial condition. Moreover, some of our competitors are subject to different, and in some cases less restrictive, statutory and/or regulatory regimes, which may have the effect of providing them with a competitive advantage over us. 101 New laws, regulations, policies, or practical changes in enforcement of existing laws, regulations or policies applicable to our business, including as a result of changes to the U.S. presidential administration and Congress, or our own reexamination of our current practices, could adversely impact our profitability, limit our ability to continue existing or pursue new business activities or acquisitions, require us to change certain of our business practices or alter our relationships with customers, affect retention of our key personnel, affect how we interact with our partners and/or service providers, or expose us to additional costs (including increased compliance costs and/or customer remediation). These changes may also require us to invest significant management attention and resources to make any necessary changes and could adversely affect our business, results of operations and financial condition. For example, the CFPB has broad authority over our business and there continues to be uncertainty as to how the CFPB's actions will impact our business. See [“There is ongoing uncertainty as to how the Consumer Financial Protection Bureau’s actions will impact our business; the agency’s actions have had and may continue to have an adverse impact on our business.”](#) We are also subject to potential enforcement and other actions that may be brought by state attorneys general or other state enforcement authorities and other governmental agencies. Any such actions could subject us to civil money penalties and fines, customer remediation programs and increased compliance costs, as well as damage our reputation and brand and limit or prohibit our ability to offer certain products and services or engage in certain business practices. For a discussion of risks related to actions or proceedings brought by regulatory agencies, see [“Risk Factors Relating to Our Business”](#) “Litigation, regulatory actions and compliance issues could subject us to significant fines, penalties, judgments, remediation costs and/or requirements resulting in increased expenses.” Ongoing changes to the regulatory framework applicable to us have had, and may continue to have, a significant impact on our business, financial condition and results of operations. Ongoing changes to the regulatory framework applicable to us have had, and may continue to have, a significant adverse impact on our business, results of operations and financial condition. For example, the Dodd-Frank Act and related regulations restrict certain business practices, and impose stringent capital, liquidity and leverage ratio requirements, as well as additional costs (including increased compliance costs and increased costs of funding raised through the issuance of asset-backed securities) on us, and impact the value of our assets. In addition, the Dodd-Frank Act requires us to serve as a source of financial strength for any insured depository institution we control, such as the Bank. Such support may be required by the Federal Reserve Board at times when we might otherwise determine not to provide it or when doing so is not otherwise in the interest of Synchrony or its stockholders, noteholders or creditors. We describe certain provisions of the Dodd-Frank Act and other legislative and regulatory developments in [“Regulation”](#) “Regulation Relating to Our Business.” The EGRRCPA and related regulatory reform initiatives modified many of the Dodd-Frank Act’s requirements, including provisions in the Tailoring Rules that apply certain enhanced prudential standards to covered savings and loan holding companies. As a result, because we now have average total consolidated assets of over \$100 billion, following applicable transition periods we have become or will become subject to biennial supervisory stress tests, formal capital plan submission requirements, and the stress capital buffer, which will impose additional requirements and constraints on us. Additional rulemaking may impose new capital requirements and limitations on our ability to pay dividends or redeem or repurchase our stock, increase liquidity requirements, require changes to our funding strategy and/or increase our funding and operating costs. Such additional rulemaking includes an existing rule proposal to change the regulatory capital requirements for U.S. banking organizations with at least \$100 billion in total assets, and an existing proposal to require depository institution holding companies with \$100 billion or more in assets to issue minimum amounts of long-term debt and maintain [“cecleana”](#) holding companies. See [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation” “Capital” and [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation” “Resolution.” Further, the recent and possible future changes to the regulatory framework applicable to Synchrony and the Bank, and any potential additional rulemaking make it difficult to assess the overall financial impact of the Dodd-Frank Act and related regulatory developments on us and across the industry. 102 There is ongoing uncertainty as to how the Consumer Financial Protection Bureau’s actions will impact our business; the agency’s actions have had and may continue to have an adverse impact on our business. The CFPB has broad authority over our business. This includes authority to write regulations under federal consumer financial protection laws and to enforce those laws against and examine large financial institutions, such as us, for compliance. The CFPB is authorized to prevent [“unfair, deceptive or abusive acts or practices”](#) through its regulatory, supervisory and enforcement authority. The Federal Reserve Board and the OCC and state government agencies may also invoke their supervisory and enforcement authorities to prevent unfair and deceptive acts or practices. These federal and state agencies are authorized to remediate violations of consumer protection laws in a number of ways, including collecting civil money penalties and fines and providing for customer restitution. The CFPB also engages in consumer financial education, requests data and promotes the availability of financial services to underserved consumers and communities. In addition, the CFPB maintains an online complaint system that allows consumers to log complaints with respect to various consumer finance products, including the products we offer. This system could inform future CFPB decisions with respect to its regulatory, enforcement or examination focus. There is ongoing uncertainty as to how the CFPB’s strategies and priorities, including in both its examination and enforcement processes, will impact our business and our results of operations going forward, including as a result of changes to the U.S. presidential administration and Congress. Actions by the CFPB could result in requirements to alter or cease offering affected products and services, including deferred interest products, making them less attractive to consumers and less profitable to us and also restricting our ability to offer them. In addition, since 2013, the Bank has entered into two consent orders with the CFPB [“one”](#) in 2013, which has since been terminated; and another in 2014 with respect to a debt cancellation product and sales practices and an unrelated issue that arose from the Bank’s [“self-identified omission of certain Spanish-speaking customers and customers residing in Puerto Rico from two offers that were made to certain delinquent customers.”](#) The Bank’s resolutions with the CFPB do not preclude it or other regulators or state attorneys general from seeking additional monetary or injunctive relief with respect to these or other issues, and any such relief could have a material adverse effect on our business, results of operations or financial condition. Although we have committed significant resources to enhancing our compliance programs, changes by the CFPB in regulatory expectations, interpretations or practices or interpretations that are different or stricter than ours or those adopted in the past by the CFPB or other regulators could increase the risk of additional enforcement actions, fines and penalties. Most recently, the CFPB has identified certain areas of concern for consumers, including, for example, the increasing sophistication of underwriting, fair lending concerns (including in marketing), debt collection, excessive and/or unexpected fees and medical debt. Actions by the CFPB with respect to these or other areas could result in requirements to alter our products and services that may make them less attractive to consumers or less profitable to us. For example, on March 5, 2024, the CFPB issued a final rule that would result in a significant reduction of credit card late fees assessed by credit card issuers if and when it is implemented. For a discussion of risks related to the CFPB's final late fee rule, please see [“Risk Factors Relating to Our Business”](#) “The CFPB's final rule on credit card late fees, if implemented, would likely materially adversely affect our business and results of operations.” Additionally, on July 7, 2023, the CFPB, together with the U.S. Department of Health and Human Services and the U.S. Department of the Treasury, issued a request for information soliciting public comment on medical credit cards, loans, and other financial products used to pay for health care, which may lead to additional regulatory, supervisory, or enforcement activity regarding these products. Future actions by the CFPB (or other regulators) against us or our competitors that discourage the use of products we offer or suggest to consumers the desirability of other products or services could result in reputational harm and a loss of customers. If the CFPB changes regulations which it adopted in the past or which were adopted in the past by other regulators and transferred to the CFPB by the Dodd-Frank Act, or modifies, through supervision or enforcement, past related regulatory guidance or interprets existing regulations in a different or stricter manner than they have been interpreted in the past by us, the industry or other regulators, our compliance costs and litigation exposure could increase materially. If future regulatory or legislative restrictions or prohibitions are imposed that affect our ability to offer promotional financing, including deferred interest, for certain of our products or require us to make significant changes to our business practices, and we are unable to develop compliant alternatives with acceptable returns, these restrictions or prohibitions could have a material adverse impact on our business, results of operations and financial condition. 103 The Dodd-Frank Act authorizes state officials to enforce regulations issued by the CFPB and to enforce the Act’s general prohibition against unfair, deceptive or abusive acts or practices. This could make it more difficult than in the past for federal financial regulators to declare state laws that differ from federal standards to be preempted. To the extent that states enact requirements that differ from federal standards or state officials and courts adopt interpretations of federal consumer laws that differ from those adopted by the CFPB, we may be required to alter or cease offering products or services in some jurisdictions, which would increase compliance costs and reduce our ability to offer the same products and services to consumers nationwide, and we may be subject to a higher risk of state enforcement actions. Failure by Synchrony and the Bank to meet applicable capital adequacy and liquidity requirements could have a material adverse effect on us. Synchrony and the Bank must meet rules for capital adequacy as discussed in [“Regulation”](#) “Regulation Relating to Our Business.” As a stand-alone savings and loan holding company, Synchrony is subject to capital requirements similar to those that apply to the Bank. Synchrony and the Bank may be subject to increasingly stringent capital adequacy standards in the future. For instance, because Synchrony now has over \$100 billion in average total consolidated assets, following applicable transition periods, Synchrony has or will become subject to biennial supervisory stress tests, a formal capital plan submission requirement, and the stress capital buffer which could impose additional requirements and constraints on us, including additional restrictions on our ability to return capital to our shareholders. See [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation” “Capital” and [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation” “Dividends and Stock Repurchases.” In addition, in July 2023 the federal banking agencies proposed changes to the capital requirements of banking organizations that have \$100 billion or more in total assets. See [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation” “Capital.” To the extent the proposed changes are finalized and apply to us, they would likely increase our regulatory capital requirements, which may decrease our return on equity and could result in limitations on our ability to pay dividends or repurchase our stock. If Synchrony or the Bank fails to meet current or future minimum capital, leverage or other financial requirements, its operations, results of operations and financial condition could be materially adversely affected. Among other things, failure by Synchrony or the Bank to maintain its status as [“well capitalized”](#) (or otherwise meet current or future minimum capital, leverage or other financial requirements) could compromise our competitive position and result in restrictions imposed by the Federal Reserve Board or the OCC, including, potentially, on the Bank’s ability to engage in certain activities. These could include restrictions on the Bank’s ability to enter into transactions with affiliates, accept brokered deposits, grow its assets, engage in material transactions, extend credit in certain highly leveraged transactions, amend or change its charter, bylaws or accounting methods, pay interest on its liabilities without regard to regulatory caps on the rates that may be paid on deposits, and pay dividends or repurchase stock. In addition, failure to maintain the well capitalized status of the Bank could result in our having to invest additional capital in the Bank, which could in turn require us to raise additional capital. The market and demand for, and cost of, our asset-backed securities also could be adversely affected by failure to meet current or future capital requirements. Synchrony must also continue to comply with regulatory requirements related to the maintenance, management, monitoring and reporting of liquidity as discussed in [“Regulation”](#) “Regulation Relating to Our Business.” [“Under the Tailoring Rules, enhanced prudential standards with respect to liquidity management apply to covered savings and loan holding companies with \\$100 billion or more in average total consolidated assets. See “Regulation”](#) “Regulation Relating to Our Business.” [“Because Synchrony now has met this threshold, such requirements have begun to apply or will apply to us in the future after applicable transition periods, which could cause our results of operations and financial condition to be materially adversely affected.”](#) 104 We are subject to restrictions that limit our ability to pay dividends and repurchase our common stock; the Bank is subject to restrictions that limit its ability to pay dividends to us, which could limit our ability to pay dividends, repurchase our common stock or make payments on our indebtedness. We are limited in our ability to pay dividends and repurchase our common stock by the Federal Reserve Board, which has broad authority to review our capital planning and risk management processes, and our current, projected and stressed capital levels, and to object to any capital action that the Federal Reserve Board considers to be unsafe or unsound. In addition, the declaration and amount of any future dividends to holders of our common stock or stock repurchases will be at the discretion of the Board of Directors and will depend on many factors, including our financial condition, earnings, capital and liquidity position, including the Bank, applicable regulatory requirements, corporate law and contractual restrictions and other factors that the Board of Directors deems relevant. Any inability to pay dividends or repurchase our common stock could adversely affect the market price of our common stock and market perceptions of Synchrony Financial. See [“Regulation”](#) “Regulation Relating to Our Business” “Savings and Loan Holding Company Regulation-Dividends and Stock Repurchases.” We rely significantly on dividends and other distributions and payments from the Bank for liquidity, including to pay our obligations under our indebtedness and other indebtedness as they become due, and federal law limits the amount of dividends and other distributions and payments that the Bank may pay to us. For example, OCC regulations limit the ability of savings associations to make distributions of capital, including payment of dividends, stock redemptions and repurchases, cash-out mergers and other transactions charged to the capital account. The Bank must obtain the OCC’s approval prior to making a capital distribution in certain circumstances, including if the Bank proposes to make a capital distribution when it does not meet certain capital requirements (or will not do so as a result of the proposed capital distribution) or certain net income requirements. In addition, the Bank must file a prior written notice of a planned or declared dividend or other distribution with the Federal Reserve Board. The Federal Reserve Board or the OCC may object to a capital distribution if, among other things, the Bank is, or as a result of such dividend or distribution would be, undercapitalized or the Federal Reserve Board or OCC has safety and soundness concerns. Additional restrictions on bank dividends may apply if the Bank fails the QTL test. The application of these restrictions on the Bank’s ability to pay dividends involves broad discretion on the part of our regulators. Limitations on the Bank’s payments of dividends and other distributions and payments that we receive from the Bank could reduce our liquidity and limit our ability to pay dividends or our obligations under our indebtedness. See [“Regulation”](#) “Regulation Relating to Our Business” “Savings Association Regulation” “Dividends and Stock Repurchases” and [“Activities.”](#) Regulations relating to privacy, information security and data protection could increase our costs, affect or limit how we collect and use personal information and adversely affect our business opportunities. We are subject to various privacy, information security and data protection laws, including requirements concerning security breach notification, and we could be negatively impacted by them. For example, in the United States, certain of our businesses are subject to the GLBA and implementing regulations and guidance. Among other things, the GLBA: (i) imposes certain limitations on the ability of financial institutions to share consumers’

nonpublic personal information with nonaffiliated third parties, (ii) requires that financial institutions provide certain disclosures to consumers about their information collection, sharing and security practices and affords customers the right to “opt out” of the institution’s disclosure of their personal financial information to nonaffiliated third parties (with certain exceptions) and (iii) requires financial institutions to develop, implement and maintain a written comprehensive information security program containing safeguards that are appropriate to the financial institution’s size and complexity, the nature and scope of the financial institution’s activities, and the sensitivity of customer information processed by the financial institution as well as plans for responding to data security breaches. Moreover, various United States federal banking regulatory agencies, states and foreign jurisdictions have enacted data security breach notification requirements with varying levels of individual, consumer, regulatory and/or law enforcement notification in certain circumstances in the event of a security breach. Many of these requirements also apply broadly to our partners that accept our cards. In many countries that have yet to impose data security breach notification requirements, regulators have increasingly used the threat of significant sanctions and penalties by data protection authorities to encourage voluntary notification and discourage data security breaches. Furthermore, legislators and/or regulators in the United States and other countries in which we operate are increasingly adopting or revising privacy, information security and data protection laws that potentially could have a significant impact on our current and planned privacy, data protection and information security-related practices; our collection, use, sharing, retention and safeguarding of consumer and/or employee information; and some of our current or planned business activities. This could also increase our costs of compliance and business operations and could reduce income from certain business initiatives. In the United States, this includes increased privacy-related enforcement activity at the federal level, by the Federal Trade Commission, as well as at the state level, such as with regard to mobile applications, and state legislation such as the CCPA, which could increase our costs. In the European Union, this includes the General Data Protection Regulation. See “Regulation” Regulation Relating to Our Business “Privacy. Compliance with current or future privacy, data protection and information security laws (including those regarding security breach notification and consumer privacy) affecting customer and/or employee data to which we are subject could result in higher compliance and technology costs and could restrict our ability to provide certain products and services (such as products or services that involve us sharing information with third parties or storing sensitive credit card information), which could materially and adversely affect our profitability. Our failure to comply with privacy, data protection and information security laws could result in potentially significant regulatory investigations and government actions, litigation, fines or sanctions, consumer or partner actions and damage to our reputation and our brand, all of which could have a material adverse effect on our business and results of operations. Our use of third-party vendors and our other ongoing third-party business relationships are subject to increasing regulatory requirements and attention. We regularly use third-party vendors and subcontractors as part of our business. We also have substantial ongoing business relationships with our partners and other third parties. These types of third-party relationships are subject to increasingly demanding regulatory requirements and attention by our federal bank regulators (the Federal Reserve Board, the OCC and the FDIC) and our consumer financial services regulator (the CFPB). Regulatory guidance requires us to enhance our due diligence, ongoing monitoring and control over our third-party vendors and subcontractors and other ongoing third-party business relationships, including with our partners. In certain cases, we may be required to renegotiate our agreements with these vendors and/or their subcontractors to meet these enhanced requirements, which could increase our costs. These regulatory expectations may change, and may potentially become more rigorous in certain ways. We expect that our regulators will hold us responsible for deficiencies in our oversight and control of our third-party relationships and in the performance of the parties with which we have these relationships. As a result, if our regulators conclude that we have not exercised adequate oversight and control over our third-party vendors and subcontractors or other ongoing third-party business relationships, or that such third parties have not performed appropriately, we could be subject to enforcement actions, including the imposition of civil money penalties or other administrative or judicial penalties or fines as well as requirements for customer remediation. Failure to comply with anti-money laundering and anti-terrorism financing laws could have significant adverse consequences for us. We maintain an enterprise-wide program designed to enable us to comply with all applicable anti-money laundering and anti-terrorism financing laws and regulations, including, but not limited to, the Bank Secrecy Act and the Patriot Act. This program includes policies, procedures, processes and other internal controls designed to identify, monitor, manage and mitigate the risk of money laundering or terrorist financing posed by our products, services, customers and geographic locale. These controls include procedures and processes to detect and report suspicious transactions, perform customer due diligence, respond to requests from law enforcement, identify and verify a legal entity customer’s beneficial owner(s) at the time a new account is opened and to understand the nature and purpose of the customer relationship, and meet all recordkeeping and reporting requirements related to particular transactions involving currency or monetary instruments. Our programs and controls may not be effective to ensure our compliance with all applicable anti-money laundering and anti-terrorism financing laws and regulations, and our failure to comply could subject us to significant sanctions, fines, penalties and reputational harm, all of which could have a material adverse effect on our business, results of operations and financial condition. 106 CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA Report of Independent Registered Public Accounting Firm

Internal Control Over Financial Reporting We have audited Synchrony Financial and subsidiaries’ (the Company) internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control “Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control “Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Consolidated Statements of Financial Position of the Company as of December 31, 2024 and 2023, the related Consolidated Statements of Earnings, Comprehensive Income, Changes in Equity, and Cash Flows for each of the years in the three-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements), and our report dated February 7, 2025 expressed an unqualified opinion on those consolidated financial statements. Basis for Opinion The Company’s management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Report on Management’s Assessment of Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company’s internal control over financial reporting based on our audit. 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. We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Definition and Limitations of Internal Control Over Financial Reporting A company’s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. /s/ KPMG LLP New York, New York February 7, 2025 107 Report of Independent Registered Public Accounting Firm

Directors Synchrony Financial: Opinion on the Consolidated Financial Statements We have audited the accompanying Consolidated Statements of Financial Position of Synchrony Financial and subsidiaries (the Company) as of December 31, 2024 and 2023, the related Consolidated Statements of Earnings, Comprehensive Income, Changes in Equity, and Cash Flows for each of the years in the three-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2024, in conformity with U.S.A generally accepted accounting principles. We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company’s internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control “Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated February 7, 2025 expressed an unqualified opinion on the effectiveness of the Company’s internal control over financial reporting. Basis for Opinion These consolidated financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on these consolidated 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. We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion. Critical Audit Matter The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates. Allowance for Credit Losses on Loan Receivables As discussed in Notes 2 and 5 to the consolidated financial statements, the Company’s allowance for credit losses (ACL) as of December 31, 2024 was \$10,929 million. The Company estimated and recognized losses on loan receivables upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates for the December 31, 2024 ACL involved modeling of loss projections attributable to existing loan balances, considering historical experience, current conditions, and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with underemployment as the primary macroeconomic variable. The Company used an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. After the reasonable and supportable forecast period, the Company reverted to historical loss information at the loan receivables segment level. The historical loss information was derived from a combination of recessionary and non-recessionary performance periods. In determining expected credit losses over the life of the loan balance, the Company utilized an approach which implicitly considered total expected future payments and applied appropriate allocations to reduce those 108 payments in order to estimate losses pertaining to measurement date loan receivables. The Company also performed a qualitative assessment in addition to model estimates and applied qualitative adjustments as necessary. We identified the assessment of the December 31, 2024 ACL as a critical audit matter. A high degree of auditor effort, including specialized skills and knowledge, and subjective and complex auditor judgment was involved in the assessment of the December 31, 2024 ACL due to significant measurement uncertainty. Specifically, the assessment encompassed the evaluation of the December 31, 2024 ACL methodologies, including the methods and models used to estimate expected credit losses. The assessment also included an evaluation of the significant assumptions to the December 31, 2024 ACL, which included: (1) the segmentation of the loan receivables population with similar risk characteristics, (2) the length of the historical experience, (3) the length of the reasonable and supportable forecast period, (4) the estimated life of the loan, (5) the reversion to historical loss information, and (6) the macroeconomic forecast. The assessment also included an evaluation of the conceptual soundness of the models. In addition, auditor judgment was required to evaluate the sufficiency of the audit evidence obtained. The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of certain internal controls related to the Company’s measurement of the December 31, 2024 ACL, including controls over the development and approval of the December 31, 2024 ACL methodologies, performance monitoring of the models, identification and determination of the significant assumptions used to estimate the ACL, monitoring of the December 31, 2024 ACL results, trends, and ratios. We evaluated the Company’s process to develop the December 31, 2024 ACL by testing certain sources of data, factors, and assumptions that the Company used, and considered the relevance and reliability of such data, factors, and assumptions. In addition, we involved credit risk professionals with specialized industry knowledge and experience, who assisted in evaluating the Company’s December 31, 2024 ACL methodologies for compliance with U.S. generally accepted accounting principles, assessing the conceptual soundness of the models used by inspecting model documentation to determine whether the models are suitable for intended use, determining whether the loan portfolio is segmented by similar risk characteristics by comparing to the Company’s business environment and evaluating statistical testing performed, evaluating the length of the historical experience period by comparing to portfolio performance and evaluating the back-testing and sensitivity testing performed, evaluating the length of the reasonable and supportable period by comparing to model performance, including back testing results, the quantitative methodology, and industry practice, determining whether the estimated life of the loan is appropriate based on empirical analysis performed and industry practice, evaluating whether the length of the reversion period is appropriate based on empirical analysis, evaluating whether the reversion method uses a systematic and rational approach, assessing the historical loss information that is being reverted to by verifying whether the historical loss information captures a through the cycle estimate and evaluating the consistency of the empirical analysis performed based on industry data and established methodology, assessing the macroeconomic forecast by evaluating the Company’s process for evaluating future expectations of macroeconomic conditions, comparing to portfolio performance, and comparing to publicly available forecasts, evaluating the methods and assumptions used to develop certain qualitative adjustments compared with relevant credit risk factors and consistency with credit trends. We also assessed the sufficiency of the audit evidence obtained related to the December 31, 2024 ACL by evaluating the cumulative results of the audit procedures and potential bias in the accounting estimates. 109 /s/ KPMG LLP We have served as the Company’s auditor since 2013. New York, New York February 7, 2025 110 INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

Page CONSOLIDATED FINANCIAL STATEMENTS Consolidated Statements of Earnings 112 Consolidated Statements of Comprehensive Income 113 Consolidated Statements of Financial Position 114 Consolidated Statements of Changes in Equity 115 Consolidated Statements of Cash Flows 116 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS Note 1. Business Description 117 Note 2. Basis of Presentation and Summary Significant Accounting Policies 117 Note 3. Acquisitions and Dispositions 127 Note 4. Debt Securities 129 Note 5. Loan Receivables and Allowance for Credit Losses 130 Note 6. Variable Interest Entities 136 Note 7. Goodwill and Other Intangible Assets 138 Note 8. Deposits 139 Note 9. Borrowings 140 Note 10. Fair Value Measurements 141 Note 11. Regulatory and Capital Adequacy 143 Note 12. Employee Benefit Plans 144 Note 13. Earnings Per Share 145 Note 14. Equity and Other Stock Related Information 146 Note 15. Income Taxes 147 Note 16. Parent Company Financial Information 149 Note 17. Segment Reporting 151 Note 18. Legal Proceedings and Regulatory Matters 152 111 Synchrony Financial and subsidiaries Consolidated Statements of Earnings

For the years ended December 31 (\$ in millions, except per share data) 2024 2023 2022 Interest income: Interest

reported at the amounts due from customers, including unpaid interest and fees, net of unamortized purchase discounts, deferred income and costs. Loan Receivables Held for SaleLoans purchased or originated with the intent to sell are classified as loan receivables held for sale and carried at the lower of amortized cost or fair value. Loans initially classified as held for investment are transferred to loan receivables held for sale and carried at the lower of amortized cost or fair value once a decision has been made to sell the loans. We continue to recognize interest and fees on these loans on the accrual basis. The fair value of loan receivables held for sale is determined on an aggregate homogeneous portfolio basis. If a loan is transferred from held for investment to held for sale, any associated allowance for credit loss is reversed through earnings, and the loan is transferred to held for sale at amortized cost. The amount by which amortized cost basis exceeds fair value is accounted for as a valuation allowance. The loan is carried at the lower of amortized cost or fair value. 119Acquired LoansTo determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition. Loans acquired that have experienced more-than-insignificant deterioration in credit quality since origination (referred to as “purchased credit deteriorated” or “PCD” assets) are subject to specific guidance upon acquisition. An allowance for PCD assets is added to the purchase price or fair value of the acquired loans to arrive at the amortized cost basis. Subsequent to initial recognition, the accounting for the PCD asset will generally follow the Allowance for Credit Losses model described below. Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model described below.Allowance for Credit LossesLosses on loan receivables are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates involve modeling loss projections attributable to existing loan balances, considering historical experience, current conditions and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with unemployment as the primary macroeconomic variable considered. We also perform a qualitative assessment in addition to model estimates and apply qualitative adjustments as necessary. The reasonable and supportable forecast period is determined primarily based upon an assessment of the current economic outlook, including our ability to use available data to accurately forecast losses over time. The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since adoption of CECL. The Company reassesses the reasonable and supportable forecast period on a quarterly basis. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The historical loss information is derived from a combination of recessionary and non-recessionary performance periods, weighted by the time span of each period. Similar to the reasonable and supportable forecast period, we also reassess the reversion period and historical mean on a quarterly basis, considering any required adjustments for differences in underwriting standards, portfolio mix, and other relevant data shifts over time.We generally segment our loan receivable population into pools of loans with similar risk characteristics at the major retailer and product level. Consistent with our other assumptions, we regularly review segmentation to determine whether the segmentation pools remain relevant as risk characteristics change.Our loan receivables generally do not have a stated life. The life of a credit card loan receivable is dependent upon the allocation of payments received, as well as a variety of other factors, including the principal balance, promotional terms, interest charges and fees and overall consumer credit profile and usage pattern. We determine the expected credit losses for credit card loan receivables as of the measurement date by using a combination of migration analysis, and other historical analyses, which implicitly consider the payments attributable to the measurement date balance. To do so, we utilize an approach which implicitly considers total expected future payments and applies appropriate allocations to reduce those payments in order to estimate losses pertaining to measurement date loan receivables. Based on our payments analyses, we also ensure that expected future payments from an account do not exceed the measurement date balance.120We evaluate each portfolio quarterly. For credit card receivables, our estimation process includes analysis of historical data, and there is a significant amount of judgment applied in selecting inputs and analyzing the results produced by the models to determine the allowance for credit losses. We use an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. The enhanced migration analysis considers uncollectible principal, interest and fees reflected in the loan receivables, segmented by credit and business parameters. We use other analyses to estimate expected losses on non-delinquent accounts, which include past performance, bankruptcy activity such as filings, policy changes and loan volumes and amounts. Holistically, for assessing the portfolio credit loss content, we also evaluate portfolio risk management techniques applied to various accounts, historical behavior of different account vintages, account seasoning, economic conditions, recent trends in delinquencies, account collection management including the impact of modifications made to borrowers experiencing financial difficulties, forecasting uncertainties, expectations about the future and a qualitative assessment of the adequacy of the allowance for credit losses. Key factors that impact the accuracy of our historical loss forecast estimates include the models and methodology utilized, credit strategy and trends, and consideration of material changes in our loan portfolio such as changes in growth and portfolio mix. We regularly review our collection experience (including delinquencies and net charge-offs) in determining our allowance for credit losses. We also consider our historical loss experience to date based on actual defaulted loans and overall portfolio indicators including delinquent and non-accrual loans, trends in loan volume and lending terms, credit policies and other observable environmental factors such as unemployment and home price indices. Additionally, the estimate of expected credit losses includes expected recoveries of amounts previously charged-off and expected to be charged-off.The underlying assumptions, estimates and assessments we use to provide for losses are updated periodically to reflect our view of current and forecasted conditions, and are subject to the regulatory examination process, which can result in changes to our assumptions. Changes in such estimates can significantly affect the allowance and provision for credit losses. It is possible that we will experience credit losses that are different from our current estimates. Charge-offs are deducted from the allowance for credit losses and are recorded in the period when we judge the principal to be uncollectible, and subsequent recoveries are added to the allowance, generally at the time cash is received on a charged-off account. Delinquent receivables are those that are 30 days or more past due based on their contractual payments. Non-accrual loan receivables are those on which we have stopped accruing interest. We typically continue to accrue interest until the earlier of the time at which collection of an account becomes doubtful, or in the period the account becomes 180 days past due, with the exception of non-credit card accounts, for which we stop accruing interest in the period that the account becomes 90 days past due.The same loan receivable may meet more than one of the definitions above. Accordingly, these categories are not mutually exclusive, and it is possible for a particular loan to meet the definitions of a non-accrual loan and a delinquent loan, or be modified to a borrower experiencing financial difficulty, and be included in each of these categories. The categorization of a particular loan also may not necessarily be indicative of the potential for loss. Loan Modifications to Borrowers Experiencing Financial DifficultyOur loss mitigation strategy is intended to minimize economic loss and, at times, can result in rate reductions, principal forgiveness, extensions or other actions, for borrowers experiencing financial difficulty. We primarily use long-term modification programs for borrowers experiencing financial difficulty as a loss mitigation strategy to improve long-term collectability of the loans. The long-term modification programs include changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months, reducing the interest rate on the loan, and stopping the assessment of penalty fees. We also make long-term loan modifications for customers who request financial assistance through external sources, such as through consumer credit counseling service agencies. Long-term loan modification programs do not normally include the forgiveness of unpaid principal, interest or fees. We may also provide certain borrowers with a short-term loan modification program (generally up to 3 months) that can include the forgiveness of a percentage of their unpaid principal balance, interest and/or fees. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. We generally do not convert revolving loans to term loans, outside of loan modification programs for borrowers experiencing financial difficulties. The evaluation of whether a borrower is experiencing financial difficulty includes our consideration of all relevant facts and circumstances. See Note 5. Loan Receivables and Allowance for Credit Losses for additional information on our loan modifications to borrowers experiencing financial difficulty.121Data related to redefault experience is also considered in our overall reserve adequacy review. Once the loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date, subject to re-aging limitations of once a year, or twice in a five-year period.Charge-OffsNet charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid finance charges, fees and third-party fraud losses from charge-offs. Charged-off and recovered accrued and unpaid finance charges and fees are included in interest and fees on loans while fraud losses are included in other expense. Charge-offs are recorded as a reduction to the allowance for credit losses, and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and are included in Other expense in our Consolidated Statements of Earnings. We charge-off our loans based upon days contractually past due, which is typically 120 days for our unsecured closed-end consumer installment loans and loans secured by collateral and in the period the account becomes 180 days for our unsecured open-ended revolving loans. Unsecured consumer loans in bankruptcy are charged-off within 60 days of notification of filing by the bankruptcy court or within contractual charge-off periods, whichever occurs earlier. Credit card loans of deceased account holders are charged-off within 60 days of receipt of notification. Goodwill and Intangible AssetsWe do not amortize goodwill but test it at least annually for impairment at the reporting unit level pursuant to ASC 350, Intangibles.”Goodwill and Other. A reporting unit is defined under GAAP as the operating segment, or one level below that operating segment (the component level) if discrete financial information is prepared and regularly reviewed by segment management. Our single operating segment comprises a single reporting unit, based on the level at which segment management regularly reviews and measures the business operating results.When a portion of a reporting unit constitutes a business that is being disposed of, the amount of goodwill to be included in the carrying amount of the business classified as held for sale is based upon the relative fair values of the business to be disposed of and the portion of the reporting unit that will be retained. Goodwill impairment risk is first assessed by performing a qualitative review of entity-specific, industry, market and general economic factors for our reporting unit. If potential goodwill impairment risk exists that indicates that it is more likely than not that the carrying value of our reporting unit exceeds its fair value, a quantitative test is performed. The quantitative test compares the reporting unit’s estimated fair value with its carrying value, including goodwill. If the carrying value of our reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the amount of goodwill allocated to the reporting unit. The qualitative assessment for each period presented in the consolidated financial statements was performed without hindsight, assuming only factors and market conditions existing as of those dates, and resulted in no potential goodwill impairment risk for our reporting unit. Consequently, goodwill was not deemed to be impaired for any of the periods presented. Definite-lived intangible assets principally consist of certain costs incurred to develop or acquire capitalized software and customer-related assets including purchased credit card relationships. Capitalized software is amortized on a straight-line basis over its estimated useful life, generally 5 years. Customer-related assets are amortized over their estimated useful lives. Definite-lived intangible assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The evaluation compares the cash inflows expected to be generated from each intangible asset to its carrying value. If cash flows attributable to the intangible asset are less than the carrying value, the asset is considered impaired and written down to its estimated fair value.122Other AssetsOther assets primarily consist of deferred income taxes, contract costs related to our retail partner agreements and equity investments. Retail partner contract costs are recognized over the life of the contract with the retail partner and are included as a component of Marketing and business development expense in our Consolidated Statements of Earnings. Discontinued Operations and Held for SaleAn entity is classified as held for sale in the period in which management approves and commits to a plan to sell the entity, the entity is available to be sold in its immediate condition subject to usual and customary terms, the entity is being actively marketed at a reasonable price with other actions required to complete the plan to sale initiated, the sale is generally probable to be completed within one year, and it is unlikely that there will be significant changes to the plan to sell.The disposal of an entity should be reported in discontinued operations if the disposal represents a strategic shift that has, or will have, a major effect on the Company’s operations and financial results, otherwise the results of the entity to be disposed continue to be presented within continuing operations on the Consolidated Statements of Earnings.Assets and liabilities to be disposed of are reclassified to held for sale in our Consolidated Statements of Financial Position. Revenue RecognitionInterest and Fees on LoansWe use the effective interest method to recognize income on loans. Interest and fees on loans is comprised largely of interest and late fees on credit card and other loans. Interest income is recognized based upon the amount of loans outstanding and their contractual interest rate. Late fees are recognized when billable to the customer. We typically continue to accrue interest and fees on credit cards until the accounts are charged-off in the period the account becomes 180 days past due. For non-credit card loans, we stop accruing interest and fees in the period when the account becomes 90 days past due. Previously recognized interest income that was accrued but not collected from the customer is reversed. Although we stop accruing interest in advance of payments, we recognize interest income as cash is collected when appropriate, provided the amount does not exceed that which would have been earned at the historical effective interest rate; otherwise, payments received are applied to reduce the principal balance of the loan. We resume accruing interest on non-credit card loans when the customer’s account is less than 90 days past due and collection of such amounts is probable. Interest income from loans disclosed as long-term modifications to borrowers experiencing financial difficulty is accounted for in the same manner as other accruing loans. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period, or the estimated life of the loan for other loan receivables, and are included in interest and fees on loans in our Consolidated Statements of Earnings. See Note 5. Loan Receivables and Allowance for Credit Losses for further detail. Other loan and customer-related fees including miscellaneous fees charged to borrowers are recognized net of waivers and charge-offs when the related transaction or service is provided, and are included in Other income in our Consolidated Statements of Earnings. 123Promotional FinancingLoans originated with promotional financing may include deferred interest financing (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest financing (no interest accrues during a promotional period but begins to accrue thereafter on any outstanding amounts at the end of the promotional period) and reduced interest financing (interest accrues monthly at a promotional interest rate during the promotional period). For deferred interest financing, we bill interest to the borrower, retroactive to the inception of the loan, if the loan is not repaid prior to the specified date. Income is recognized on such loans when it is billable. In almost all cases, our retail partner will pay an upfront fee or reimburse us to compensate us for all or part of the costs associated with providing the promotional financing. Upfront fees are deferred and accreted to income over the promotional period. Reimbursements are estimated and accrued as income over the promotional period. Purchased LoansLoans acquired by purchase are recorded at fair value, which may result in the recognition of a loan premium or loan discount. For acquired loans with evidence of more-than-insignificant deterioration in credit quality since origination, the initial allowance for credit losses at acquisition is added to the purchase price to determine the initial cost basis of the loans and loan premium or loan discount. Loan premiums and loan discounts are recognized into interest income using the effective interest method over the estimated remaining life of the loans. The Company develops an allowance for credit losses for all purchased loans, which is recognized upon acquisition, similar to that of an originated financial asset. Subsequent changes to the expected credit losses for these loans follow the allowance for credit losses methodology described above under “Allowance for Credit Losses.”Retailer Share ArrangementsMost of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These thresholds and the economic performance of a program are based on, among other things, agreed upon measures of program expenses. On a quarterly basis, we make a judgment as to whether it is probable that the performance threshold will be met under a particular retail partner’s retailer share arrangement.

[illegible]

Provision charged to operations(Gross charge-offsRecoveriesOtherBalance at December 31, 2023Credit cards\$9,225A \$(294)\$8,931A \$5,536A \$(5,263)\$952A \$10,156A Consumer installment loans208A 1A 209A 259A (218)294 279A Commercial credit products87A (186A 164A (128)9A 131A Other7A A 7A (1)

(1)a€ "A \$A Total\$9,527A \$(294)\$9,233A \$5,958A \$(5,610)\$990A 10,571A (\$ in millions)Balance at January 1, 2022Provision charged to operationsGross charge-offsRecoveriesOtherBalance at December 31, 2022Credit cards\$8,512A \$(3,105A \$(3,202)\$810A s€ "A \$9,225A Consumer installment loans115A 173A (97)17A A€ "A 208A Commercial credit products59A 91A (70)7A A€ "A 87A Other2A 6A (1)a€ "A A€ "A 7A Total\$8,688A \$3,375A \$(3,370)\$834A s€ "A \$9,527A

(a)The allowance for credit losses at December 31, 2024, 2023 and 2022 reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position at December 31, 2024, 2023 and 2022, which includes the consideration of current and expected macroeconomic conditions that existed at those dates.(b)Excluded from the table above are allowance for credit losses for loan receivables acquired and immediately written off within the period presented.(c)Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2024 also includes amounts associated with off-balance sheet credit exposures recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.(d)Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2023 includes \$7A million associated with a forward loan portfolio purchase recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.13The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since the adoption of CECL. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The reversion period and methodology remain unchanged since the adoption of CECL.Losses on loan receivables, including those which are modified for borrowers experiencing financial difficulty, are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance at December 31, 2024. Expected credit loss estimates are developed using both quantitative models and qualitative adjustments, and incorporates a macroeconomic forecast, as described within Note 2. Basis of Presentation and Summary of Significant Accounting Policies. Our current estimate of expected credit losses is based on the current and forecasted economic conditions at the balance sheet date, which reflects our expectations of the macroeconomic environment. There have been no significant changes in our overall expectation of future credit losses during the year ended December 31, 2024. We continued to experience a decrease in payment rates and have also experienced an increase in net charge-offs during the year ended December 31, 2024 as compared to the prior year. These conditions are reflected in our current estimate of expected credit losses. Our allowance for credit losses increased to \$10.9 billion during the year ended December 31, 2024, primarily reflecting these conditions and the impact of the Ally Lending acquisition. See Note 2. Basis of Presentation and Summary of Significant Accounting Policies for additional information on our significant accounting policies related to our allowance for credit losses.Delinquent and Non-accrual LoansThe following table provides information on our delinquent and non-accrual loans:At December 31, 2024 (\$ in millions)30-89 days delinquent90 or more days delinquentTotal past due90 or more days delinquent and accruingTotal non-accruingCredit cards\$2,229A \$2,431A \$4,660A \$2,431A s€ "A Consumer installment loans139A 39A 178A A€ "A 39A Commercial credit products45A 42A 87A 42A A€ "A Total delinquent loans\$2,413A \$2,512A \$4,925A \$2,473A \$39A Percentage of total loan receivables2.3A %2.4A %4.7A %2.4A %A€ "A At December 31, 2023 (\$ in millions)30-89 days delinquent90 or more days delinquentTotal past due90 or more days delinquent and accruingTotal non-accruingCredit cards\$2,375A \$2,290A \$4,665A \$2,290A s€ "A Consumer installment loans96A 23A 119A A€ "A 23A Commercial credit products61A 40A 101A 40A A€ "A Total delinquent loans\$2,532A \$2,353A \$4,885A \$2,330A \$23A Percentage of total loan receivables2.5A %2.3A %4.7A %2.3A %A€ "A %132Credit Quality IndicatorsOur loan receivables portfolio includes both secured and unsecured loans. Secured loan receivables are largely comprised of consumer installment loans secured by equipment. Unsecured loan receivables are largely comprised of our open-ended consumer and commercial revolving credit card loans. As part of our credit risk management activities, on an ongoing basis, we assess overall credit quality by reviewing information related to the performance of a customer's account with us, including delinquency information, as well as information from credit bureaus relating to the customer's broader credit performance. We utilize VantageScore credit scores to assist in our assessment of consumer credit quality. VantageScore credit scores are obtained at origination of the account and are refreshed, at a minimum quarterly, but could be as often as weekly, to assist in predicting customer behavior. We categorize these credit scores into the following three credit score categories: (i) 651 or higher, which are considered the strongest credits; (ii) 591 to 650, considered moderate credit risk; and (iii) 590 or less, which are considered weaker credits. There are certain customer accounts, including for our commercial credit products, for which a VantageScore credit score may not be available where we use alternative sources to assess their credit quality and predict behavior. The following table provides the most recent VantageScore credit scores, or equivalent, available for our revolving credit card and commercial credit product customers at December 31, 2024 and 2023, respectively, as a percentage of each class of loan receivable. The table below excludes 0.3% of our total loan receivables balance for our credit cards and commercial credit products at both December 31, 2024 and 2023, which represents those customer accounts for which a VantageScore credit score, or equivalent, is not available. At December 3120242023651 or591 to590 or651 or591 to590 orhigher650A less650A lessCredit cards73A %19A %8A %72A %19A %9A %Commercial credit products83A %7A %10A %83A %10A %7A %Consumer Installment LoansDelinquency trends are the primary credit quality indicator for our consumer installment loans, which we use to monitor credit quality and risk within the portfolio. The tables below include information on our consumer installment loans by origination year. The amounts for the current year period include information related to loan receivables associated with the Ally Lending acquisition. See Note 3. Acquisitions and Dispositions for additional information.Consumer Installment Loans by Origination YearBy origination yearAt December 31, 2024 (\$ in millions)20242023202220212020PriorTotalAmortized cost basis\$2,581A \$1,761A \$1,005A \$424A \$166A \$345A \$5,971A 30-89 days delinquent\$47A \$44A \$30A \$12A \$5A \$1A \$139A 90 or more days delinquent\$13A \$13A \$9A \$3A \$1A s€ "A A€ "A 39A By origination yearAt December 31, 2023 (\$ in millions)2023202220212020PriorTotalAmortized cost basis\$2,097A \$931A \$541A \$312A \$69A \$27A \$3,977A 30-89 days delinquent\$44A \$25A \$15A \$9A \$2A \$1A \$96A 90 or more days delinquent\$11A \$6A \$4A \$2A s€ "A A€ "A \$23A Gross Charge-offs for Consumer Installment Loans by Origination YearBy origination yearFor the years ended (\$ in millions)20242023202220212020PriorTotalDecember 31, 2024\$55A \$178A \$117A \$46A \$16A \$4A \$416A December 31, 2023s€ "A A€ "A \$65A \$84A \$42A \$19A \$8A \$218A 133Loan Modifications to Borrowers Experiencing Financial DifficultyThe Company adopted ASU 2022-02 as of January 1, 2023 on a modified retrospective basis through a cumulative adjustment to retained earnings. The guidance is applicable for all loans modified to borrowers experiencing financial difficulties since January 1, 2023. See Note 2. Basis of Presentation and Summary of Significant Accounting Policies - Allowance for Credit Losses - Loan Modifications to Borrowers Experiencing Financial Difficulty for additional information on our significant accounting policies related to loan modifications to borrowers experiencing financial difficulty. The following table provides information on our loan modifications made to borrowers experiencing financial difficulty during the periods presented, which do not include loans that are classified as loan receivables held for sale:Years ended December 3120242023(\$ in millions)Amount(a)% of Total Class of Loan ReceivablesAmount(a)% of Total Class of Loan ReceivablesLong-term modificationsCredit cards\$1,743A 1.8A %\$1,573A 1.6A %Consumer installment loanss€ "A A€ "A A€ "A A€ "A %Commercial credit products10A 0.5A %6A 0.3A %Short-term modificationsCredit cards948A 1.0A %628A 0.6A %Consumer installment loanss€ "A A€ "A A€ "A A€ "A %Commercial credit products1A A€ "A %1A A€ "A %Totals2,702A 2.6A %\$2,208A 2.1A %

(a)Represents balance at enrollment date.Financial Effects of Loan Modifications to Borrowers Experiencing Financial DifficultyAs part of our loan modifications to borrowers experiencing financial difficulty, we may provide multiple concessions to minimize our economic loss and improve long-term loan performance and collectability. For long-term modifications made in the years ended December 31, 2024 and 2023, the financial effect of these modifications reduced the weighted-average interest rates by 97% for both periods. For short-term modifications made in the years ended December 31, 2024 and 2023, unpaid balances of \$316 million and \$186 million, respectively, were forgiven. Additionally, effective in 2024, for borrowers that newly enroll in our short-term loan modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.134Performance of Loans Modified to Borrowers Experiencing Financial DifficultyThe following tables provide information on the performance of loans modified to borrowers experiencing financial difficulty which have been modified within the previous 12 months from the applicable balance sheet date and remained in a modification program at the periods presented:Amortized cost basisAt December 31, 2024 (\$ in millions)Current30-89 days delinquent90 or more days delinquentTotal past due(a)Long-term modificationsCredit cards\$987A \$169A \$136A \$305A Consumer installment loanss€ "A A€ "A A€ "A A€ "A Commercial credit products4A 1A 1A 2A Short-term modificationsCredit cards65A 37A 45A 82A Consumer installment loanss€ "A A€ "A A€ "A A€ "A Commercial credit productss€ "A A€ "A A€ "A A€ "A Total delinquent modified loans1,056A \$207A \$182A \$389A Percentage of total loan receivables1.0A %0.2A %0.2A %0.4A %Amortized cost basisAt December 31, 2023 (\$ in millions)Current30-89 days delinquent90 or more days delinquentTotal past due(a)Long-term modificationsCredit cards\$861A \$180A \$141A \$321A Consumer installment loanss€ "A A€ "A A€ "A A€ "A Commercial credit products2A 1A 1A 2A Short-term modificationsCredit cards53A 32A 41A 73A Consumer installment loanss€ "A A€ "A A€ "A A€ "A Commercial credit productss€ "A A€ "A A€ "A A€ "A Total delinquent modified loans\$916A \$213A \$183A \$396A Percentage of total loan receivables0.9A %0.2A %0.2A %0.4A %

(a)A € "A Once a loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date.Payment DefaultsThe following table presents the type, number and amount of loans to borrowers experiencing financial difficulty that enrolled in a long-term modification program within the previous 12 months from the applicable balance sheet date, and experienced a payment default and charged-off during the periods presented:Year ended December 31, 2024Year ended December 31, 2023(\$ in millions, accounts in thousands)Accounts defaultedLoans defaultedAccounts defaultedLoans defaultedCredit cards97A \$268A 96A \$233A Consumer installment loanss€ "A A€ "A A€ "A A€ "A Commercial credit products1A 2A Total98A \$270A 96A \$235A 135Of the loans modified to borrowers experiencing financial difficulty that enrolled in a short-term modification program within the previous 12 months from the applicable balance sheet date, 61% and 54% had fully completed all required payments and successfully exited the program during the years ended December 31, 2024 and 2023, respectively.Troubled Debt RestructuringsThe following information on loan modifications for the year ended December 31, 2022 is presented in accordance with the applicable accounting standards in effect at that time. For the year ended December 31, 2022, loan receivables of \$996 million enrolled in a modification plan that was accounted for as a troubled debt restructuring (a€ "TDRa€), for which substantially all related to our credit card loans. For TDRs made in 2022, a total of \$286 million of interest income was forgone as compared to the interest that would have been earned under the original terms of the loan, and \$135 million of TDRs experienced a payment default and charged-off during the period.Unfunded Lending CommitmentsWe manage the potential risk in credit commitments by limiting the total amount of credit, both by individual customer and in total, by monitoring the size and maturity of our portfolios and by applying the same credit standards for all of our credit products. Unused credit card lines available to our customers totaled approximately \$433 billion and \$427 billion

amountAccumulated amortizationNetGross carrying amountAccumulated amortizationNetCapitalized software\$2,361Â \$(1,569)\$792Â \$2,065Â \$(1,302)\$763Â Other\$195Â \$(133)\$62Â \$204Â \$(152)\$52Â Total\$2,556Â \$(1,702)\$854Â \$2,269Â \$(1,454)\$815Â During the year ended December 31, 2024, we recorded additions to intangible assets of \$363 million, primarily related to capitalized software expenditures, as well as intangible assets of \$18Â million related to the Ally Lending acquisition. See Note 3. Acquisitions and Dispositions for additional information.Amortization expense was \$324 million, \$294 million and \$252 million for the years ended December 31, 2024, 2023 and 2022, respectively, and is included as a component of Other expense in our Consolidated Statements of Earnings.138We estimate annual amortization expense for existing intangible assets over the next five calendar years to be as follows: (\$ in millions)20252026202720282029Amortization expenses295Â \$222Â \$165Â \$110Â \$47Â NOTE 8.Â Â Â Â DEPOSITSDepositsAt December 31 (\$ in millions)20242023Interest-bearing deposits:Money market and other demand deposits\$2,264Â \$1,853Â Savings28,605Â 26,220Â Certificates of depositDirect1,055Â 38,546Â Brokered45,891Â 10,123Â Brokered sweep accounts3,849Â 4,047Â Total interest-bearing deposits81,664Â 80,789Â Total non-interest-bearing deposits398Â 364Â Total deposits\$82,062Â \$81,153Â Certificates of DepositAt December 31, 2024, our certificates of deposit maturing over the next five years and thereafter were as follows: (\$ in millions)20252026202720282029ThereafterCertificates of deposit\$36,740Â \$4,283Â \$3,053Â \$1,555Â \$1,168Â \$147Â At December 31, 2024 and 2023, direct certificates of deposit of \$11.2 billion and \$10.0 billion, respectively, were of denominations at or exceeding applicable FDIC insurance limits, which are generally \$250,000 per depositor for each account ownership category. These amounts include partially insured certificates of deposit. At December 31, 2024 and 2023, the portion of these direct certificates of deposit estimated to be uninsured was \$3.7 billion and \$3.3 billion, respectively. Brokered certificates of deposit are assumed to be individual deposit balances within applicable FDIC insurance limits.Brokered Sweep DepositsOur broker network deposit sweeps are procured through a program arranger who channels brokerage account deposits to us. Unless extended, the contracts associated with these broker network deposit sweeps will terminate between 2025 and 2026. 139NOTE 9.Â Â Â BORROWINGS20242023At December 31 (\$ in millions)Maturity dateInterest RateWeighted average interest rateOutstanding Amount(a)(b)Outstanding Amount(a)(b)Borrowings of consolidated securitization entities:Fixed securitized borrowings2025 - 202723.37% - 5.74%4.73Â %\$4,917Â \$3,417Â Floating securitized borrowings2025 - 20275.14% - 5.53%5.29Â %2,925Â 3,850Â Total borrowings of consolidated securitization entities4,944Â 7,267Â Senior unsecured notes:Synchrony Financial senior unsecured notes:Fixed senior unsecured notes2025 - 20312.88% - 5.15%4.19Â %4,637Â 6,480Â Fixed-to-floating senior unsecured notes(c)2035,94%5.94Â %745Â â€¢Synchrony Bank senior unsecured notes:Fixed senior unsecured notes2025 - 20275.40% - 5.63%5.49Â %1,497Â 1,494Â Total senior unsecured notes4,664Â %6,879Â 9.74Â Subordinated unsecured notes:Synchrony Financial subordinated unsecured notes:Fixed subordinated unsecured notes2037,25%7.25Â %741Â 741Â Total senior and subordinated unsecured notes4,914Â %7,620Â 8,715Â Total borrowings\$15,462Â \$15,982Â (a)Includes unamortized debt premiums, discounts and issuance costs.(b)The Company may redeem certain borrowings prior to their original contractual maturity dates in accordance with the optional redemption provision specified in the respective instruments.(c)\$750Â million principal amount issued in August 2024. Interest rate fixed through August 1, 2029; resets August 2, 2029 to floating rate based on compounded Secured Overnight Financing Rate ("SOFR") plus 213 basis points.Debt MaturitiesThe following table summarizes the maturities of the principal amount of our borrowings of consolidated securitization entities and senior and subordinated unsecured notes over the next five years and thereafter: (\$ in millions)20252026202720282029ThereafterBorrowings\$5,650Â \$3,250Â \$3,700Â \$460Â \$2,500Â Additional Sources of LiquidityWe have undrawn committed and uncommitted capacity under certain credit facilities, primarily from private lenders under our securitization programs, subject to customary borrowing conditions, and also have access to the Federal Reserve discount window.At December 31, 2024, we had an aggregate of \$2.6 billion of undrawn capacity under our securitization financings, of which \$2.1 billion was committed and \$450 million was uncommitted. At December 31, 2023, we had an aggregate of \$2.5Â billion of undrawn capacity under our securitization financings, of which all was committed.At December 31, 2024 and 2023, we had an aggregate of \$500 million of undrawn committed capacity under our unsecured revolving credit facility with private lenders. At December 31, 2024 and 2023, we had an aggregate of \$11.5 billion and \$10.4 billion, respectively, of available borrowing capacity through the Federal Reserve discount window based on the amount and type of assets pledged.140NOTE 10.Â Â Â FAIR VALUE MEASUREMENTSFor a description of how we estimate fair value, see Note 2. Basis of Presentation and Summary of Significant Accounting Policies. The following tables present our assets and liabilities measured at fair value on a recurring basis.Recurring Fair Value MeasurementsAt December 31, 2024 (\$ in millions)Level 1Level 2Level 3Total(a)AssetsDebt securitiesU.S. government and federal agency\$46Â \$1,844Â \$46Â \$1,844Â State and municipal\$46Â \$16Â 16Â Residential mortgage-backed\$46Â \$289Â â€¢\$289Â Asset-backed\$46Â \$922Â â€¢\$922Â Other\$46Â \$8Â 8Â Other(b)144Â â€¢\$6Â 20Â Total \$144Â \$3,055Â \$30Â \$3,099Â LiabilitiesOther(c)\$46Â \$2,111Â Total\$46Â \$2,111Â At December 31, 2023 (\$ in millions)Level 1Level 2Level 3Total(a)AssetsDebt securitiesU.S. government and federal agency\$46Â \$2,264Â \$46Â \$2,264Â State and municipal\$46Â \$10Â 10Â Residential mortgage-backed\$46Â \$354Â â€¢\$354Â Asset-backed\$46Â \$1,162Â â€¢\$1,162Â Other\$46Â \$8Â 8Â Other(b)144Â â€¢\$10Â 24Â Total \$144Â \$3,780Â \$28Â \$3,822Â LiabilitiesOther(c)\$46Â \$2,444Â Total\$46Â \$2,444Â (a)Â Â Â For the years ended December 31, 2024 and 2023, there were no fair value measurements transferred between levels.(b)Â Â Â Other is primarily comprised of equity investments measured at fair value, which are included in Other assets in our Consolidated Statements of Financial Position, as well as certain financial assets for which we have elected the fair value option which are included in Loan receivables in our Consolidated Statements of Financial Position.(c)Â Â Â Other includes certain financial liabilities for which we have elected the fair value option. These liabilities are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.Level 3 Fair Value MeasurementsOur Level 3 recurring fair value measurements primarily relate to state and municipal and corporate debt instruments, which are valued using non-binding broker quotes or other third-party sources, and financial assets and liabilities for which we have elected the fair value option. For a description of our process to evaluate third-party pricing services, see Note 2. Basis of Presentation and Summary of Significant Accounting Policies. Our state and municipal debt securities are classified as available-for-sale with changes in fair value included in Accumulated other comprehensive income.141The changes in our Level 3 assets and liabilities that are measured on a recurring basis for the years ended December 31, 2024 and 2023 were not material.Financial Assets and Financial Liabilities Carried at Other Than Fair ValueCarryingCorresponding fair value amountAt December 31, 2024 (\$ in millions)valueTotalLevel 1Level 2Level 3Financial AssetsFinancial assets for which carrying values equal or approximate fair value: Cash and equivalents(a)\$14,711Â \$14,711Â \$14,711Â \$46Â \$46Â \$444Â \$444Â \$46Â \$46Â Financial assets carried at other than fair value: Loan receivables, net(c)\$93,785Â \$106,632Â \$46Â \$46Â \$106,632Â Financial Liabilities(d) Financial liabilities carried at other than fair value: Deposits(e)\$82,062Â \$82,256Â \$46Â \$82,256Â \$46Â Borrowings of consolidated securitization entities\$7,842Â \$7,871Â \$46Â \$4,950Â \$2,921Â Senior and subordinated unsecured notes\$7,620Â \$7,502Â \$46Â \$7,502Â \$46Â CarryingCorresponding fair value amountAt December 31, 2023 (\$ in millions)valueTotalLevel 1Level 2Level 3Financial AssetsFinancial assets for which carrying values equal or approximate fair value: Cash and equivalents(a)\$14,259Â \$14,259Â \$14,259Â \$46Â \$46Â \$500Â \$500Â \$46Â \$46Â Assets held for sale(f)\$112Â \$112Â \$112Â \$112Â \$46Â \$46Â Financial assets carried at other than fair value: Loan receivables, net(c)\$92,407Â \$104,761Â \$46Â \$46Â \$104,761Â Financial Liabilities(d) Financial liabilities carried at other than fair value: Deposits(e)\$81,153Â \$80,935Â \$46Â \$80,935Â \$46Â \$ Borrowings of consolidated securitization entities\$7,267Â \$7,250Â \$46Â \$3,411Â \$3,839Â Senior and subordinated unsecured notes\$8,715Â \$8,423Â \$46Â \$8,423Â \$46Â (a)For cash and equivalents and restricted cash and equivalents, carrying value approximates fair value due to the liquid nature and short maturity of these instruments.(b)This balance relates to restricted cash and equivalents, which is included in Other assets. Excludes accrued interest receivables of \$25Â million and \$14Â million at December 31, 2024 and 2023, respectively, for which carrying value approximates fair value. (c)Excludes financial assets for which we have elected the fair value option. Under certain retail partner program agreements, the expected sales proceeds in the event of a sale of their credit card portfolio may be limited to the amounts owed by our customers, which may be less than the fair value indicated above.(d)Excludes accrued interest payable of \$339Â million and \$397Â million, included in Accrued expenses and other liabilities, in our Consolidated Statements of Financial Position at December 31, 2024 and 2023, respectively, for which carrying values approximate fair value.(e)Includes demand deposits with no defined maturity.(f)Includes \$19Â million of cash and equivalents and \$93Â million of restricted cash and equivalents.142Equity Securities Without Readily Determinable Fair ValuesAt or for the year ended December 31 (\$ in millions)20242023Carrying Value\$270Â \$270Â Upward adjustments(a)\$17Â Downward adjustments(a)(7)(6) (a)Â Â Â Between January 1, 2018 and December 31, 2024, cumulative upward and downward carrying value adjustments were \$205 million and \$(21) million, respectively. NOTE 11.Â Â Â REGULATORY AND CAPITAL ADEQUACY As a savings and loan holding company and a financial holding company, we are subject to regulation, supervision and examination by the Federal Reserve Board and subject to the capital requirements as prescribed by Basel III capital rules and the requirements of the Dodd-Frank Wall Street Reform and Consumer Protection Act. The Bank is a federally chartered savings association. As such, the Bank is subject to regulation, supervision and examination by the Office of the Comptroller of the Currency of the U.S. Treasury (the â€œOCCâ€¢), which is its primary regulator, and by the Consumer Financial Protection Bureau (â€œCFPBâ€¢). In addition, the Bank, as an insured depository institution, is supervised by the FDIC. Failure to meet minimum capital requirements can initiate certain mandatory and, possibly, additional discretionary actions by regulators that, if undertaken, could limit our business activities and have a material adverse effect on our consolidated financial statements. Under capital adequacy guidelines, we must meet specific capital guidelines that involve quantitative measures of our assets, liabilities and certain off-balance-sheet items as calculated under regulatory accounting practices. The capital amounts and classifications are also subject to qualitative judgments by the regulators about components, risk weightings and other factors. Quantitative measures established by regulation to ensure capital adequacy require us and the Bank to maintain minimum amounts and ratios (set forth in the tables below) of Total, Tier 1 and common equity Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined), and of Tier 1 capital to average assets (as defined). For Synchrony Financial to be a well-capitalized savings and loan holding company, the Bank must be well-capitalized and Synchrony Financial must not be subject to any written agreement, order, capital directive, or prompt corrective action directive issued by the Federal Reserve Board to meet and maintain a specific capital level for any capital measure.The Company elected to adopt the option provided by the interim final rule issued by joint federal bank regulatory agencies, which largely delayed the effects of CECL on its regulatory capital. The effects were phased-in over a three-year period through 2024 and will be fully phased-in beginning in the first quarter of 2025. Under the interim final rule, the amount of adjustments to regulatory capital deferred until the phase-in period included both the initial impact of our adoption of CECL at January 1, 2020 and 25% of subsequent changes in our allowance for credit losses during the two-year period ended December 31, 2021, collectively the â€œCECL regulatory capital transition adjustmentâ€¢. At December 31, 2024 only 25% of the CECL regulatory capital transition adjustment is deferred in our regulatory capital amounts and ratios, as compared to 50% at December 31, 2023. At December 31, 2024 and 2023, Synchrony Financial met all applicable requirements to be deemed well-capitalized pursuant to Federal Reserve Board regulations. At December 31, 2024 and 2023, the Bank also met all applicable requirements to be deemed well-capitalized pursuant to OCC regulations and for purposes of the Federal Deposit Insurance Act. There are no conditions or events subsequent to December 31, 2024 that management believes have changed the Companyâ€¢s or the Bankâ€¢s capital category. 143The actual capital amounts, ratios and the applicable required minimums of the Company and the Bank are as follows: Synchrony FinancialAt December 31, 2024 (\$ in millions)ActualMinimum for capital adequacy purposesAmountRatio(a)AmountRatio(b)Total risk-based capital\$17,407Â 16.5Â %\$8,433Â 8.0Â %Tier 1 risk-based capital\$15,239Â 14.5Â %\$6,325Â 6.0Â %Tier 1 leverage\$15,239Â 12.9Â %\$4,717Â 4.0Â %Common equity Tier 1 capital\$14,017Â 13.3Â %\$4,744Â 4.5Â %At December 31, 2023 (\$ in millions)ActualMinimum for capital adequacy purposesAmountRatio(a)AmountRatio(b)Total risk-based capital\$15,464Â 14.9Â %\$8,277Â 8.0Â %Tier 1 risk-based capital\$13,344Â 12.9Â %\$6,208Â 6.0Â %Tier 1 leverage\$13,344Â 11.7Â %\$4,563Â 4.0Â %Common equity Tier 1 capital\$12,600Â 12.2Â %\$4,656Â 4.5Â %Synchrony BankAt December 31, 2024 (\$ in millions)ActualMinimum for capital adequacy purposesMinimum to be well-capitalized under prompt corrective action provisionsAmountRatio(a)AmountRatio(b)AmountRatioTotal risk-based capital\$15,916Â 15.8Â %\$8,037Â 8.0Â %\$10,046Â 10.0Â %Tier 1 risk-based capital\$13,805Â 13.7Â %\$6,027Â 6.0Â %\$8,037Â 8.0Â %Tier 1 leverage\$13,805Â 12.4Â %\$4,466Â 4.0Â %\$5,582Â 5.0Â %Common equity Tier 1 capital\$13,805Â 13.7Â %\$4,521Â 4.5Â %\$6,530Â 6.5Â %At December 31, 2023 (\$ in millions)ActualMinimum for capital adequacy purposesMinimum to be well-capitalized under prompt corrective action provisionsAmountRatio(a)AmountRatio(b)AmountRatioTotal risk-based capital\$14,943Â 15.3Â %\$7,822Â 8.0Â %\$9,778Â 10.0Â %Tier 1 risk-based capital\$12,880Â 13.2Â %\$5,867Â 6.0Â %\$7,822Â 8.0Â %Tier 1 leverage\$12,880Â 12.0Â %\$4,302Â 4.0Â %\$5,377Â 5.0Â %Common equity Tier 1 capital\$12,880Â 13.2Â %\$4,400Â 4.5Â %\$6,356Â 6.5Â % (a)Capital ratios are calculated based on the Basel III Standardized Approach rules. Capital amounts and ratios at December 31, 2024 in the above tables reflect the applicable CECL regulatory capital transition adjustment.(b)At December 31, 2024 and 2023, Synchrony Financial and the Bank also must maintain a capital conservation buffer of common equity Tier 1 capital in excess of minimum risk-based capital ratios by at least 2.5 percentage points to avoid limits on capital distributions and certain discretionary bonus payments to executive officers and similar employees. The Bank may pay dividends on its stock, with consent or non-objection from the OCC and the Federal Reserve Board, among other things, if its regulatory capital would not thereby be reduced below the applicable regulatory capital requirements. 144NOTE 12.Â Â Â EMPLOYEE BENEFIT PLANSThe following summarizes information related to the Synchrony benefit plans and our remaining obligations to General Electric Company and its subsidiaries (â€œGEâ€¢) related to certain of their plans.Savings PlanOur U.S. employees are eligible to participate in a qualified defined contribution savings plan that allows them to contribute a portion of their pay to the plan on a pre-tax basis. We make employer contributions to the plan equal to 3% of eligible compensation and make matching contributions of up to 4% of eligible compensation. We also provide certain additional contributions to the plan for employees who were participants in GE's pension plan at the time of Synchrony's separation from GE in November 2015 (the â€œSeparationâ€¢). The expenses incurred associated with this plan were \$93 million, \$88Â million and \$80Â million for the years ended December 31, 2024, 2023 and 2022, respectively. Health and Welfare BenefitsWe provide health and welfare benefits to our employees, including health, dental, prescription drug and vision for which we are self-insured. The expenses incurred associated with these benefits were \$139 million, \$134 million and \$114 million for the years ended December 31, 2024, 2023 and 2022, respectively. GE Benefit Plans and Reimbursement ObligationsPrior to the Separation, our employees participated in various GE retirement and retiree health and life insurance benefit plans. Certain of these retirement benefits vested as a result of the Separation. Under the terms of the Employee Matters Agreement between us and GE, GE will continue to pay for these benefits and we are obligated to reimburse them. The principal retirement benefits subject to this arrangement are fixed, life-time annuity payments. The estimated liability for our reimbursement obligations to GE for retiree benefits was \$165 million and \$171 million at December 31, 2024 and 2023, respectively, and is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.NOTE 13.Â Â Â EARNINGS PER SHAREBasic earnings per share is computed by dividing earnings available to common stockholders by the weighted average number of common shares outstanding for the period. Diluted earnings per common share reflects the assumed conversion of all dilutive securities, which are calculated using the treasury stock method.The following table presents the calculation of basic and diluted earnings per common share:Years ended December 31,(\$ in millions, except per share data)202420232022Net earnings\$3,499Â \$2,238Â \$3,016Â Preferred stock dividends(72)(42) (42)Net earnings available to common stockholders\$3,427Â \$2,196Â \$2,974Â Weighted average common shares outstanding, basic396.54 421.2Â 480.4Â Effect of dilutive securities4.1Â 2.3Â 3.0Â Weighted average common shares outstanding, dilutive400.64 423.5Â 483.4Â Earnings per basic common share\$8.64 \$5.21Â \$6.19Â Earnings per diluted common share\$8.55 \$5.19Â \$6.15Â We have issued certain stock-based awards under the Synchrony Financial 2014 and 2024 Long-Term Incentive Plans. A total of less than 1 million, 4 million and 3 million shares for the years endedÂ December 31, 2024, 2023 and 2022, respectively, related to these awards, were considered anti-dilutive and therefore were excluded from the computation of diluted earnings per common share.145NOTE 14.Â Â Â EQUITY AND OTHER STOCK RELATED INFORMATIONPreferred StockThe following table summarizes the Company's preferred stock issued and outstanding at December 31, 2024 and 2023.SeriesIssuance DateRedeemable by Issuer BeginningPer Annum Dividend RateLiquidation Preference per ShareTotal Shares OutstandingDecember 31, 2024December 31, 2023(\$ in millions, except per share data)Series A(a)November 14, 2019November 15, 20245.625%\$1,000750,000\$734Â \$734Â Series B(a)February 23, 2024May 15, 20298.25%(b)\$1,000500,000\$488Â \$46Â \$1,222Â 1222000000\$734Â (a)Issued as depositary shares, each representing a 1/40th interest

of the corresponding series of non-voluntary perpetual preferred stock. Dividends are payable quarterly on February 15, May 15, August 15 and November 15 at a fixed rate, in each case when, and as if declared by the Board of Directors. (b) Through May 14, 2029; resets May 15, 2029 and each date falling on the fifth anniversary at 5-Year Treasury Rate plus 4.044%. Dividends and Share Repurchases During the years ended December 31, 2024, 2023 and 2022, we declared and paid common stock dividends of \$1.00, \$0.96 and \$0.90 per share of common stock, or \$398 million, \$406 million and \$434 million, respectively. We also declared and paid dividends on our Series A 5.625% fixed rate non-cumulative perpetual preferred stock and our Series B 8.250% fixed rate reset non-cumulative perpetual preferred stock totaling \$72 million, \$424 million and \$424 million, for each of the years ended December 31, 2024, 2023 and 2022, respectively. During the year ended December 31, 2024, the Company repurchased an aggregate of 22.5 million shares of our common stock for \$1.0 billion, which does not reflect costs and taxes associated with the purchase of shares. The cost of share repurchases, including direct and incremental costs associated with repurchasing, is recorded as a reduction of shareholder's equity. In April 2024, we announced that the Board of Directors approved an incremental share repurchase program of up to \$1.0A billion through June 30, 2025 (the "2024 plan") and at December 31, 2024 we had \$600A million remaining under the 2024 plan. In all instances, our share repurchase programs are subject to market conditions and other factors, including legal and regulatory restrictions and required approvals, if any. Synchrony Financial Incentive Programs We have established the Synchrony Financial 2024 Long-Term Incentive Plan (the "2024 Incentive Plan"), along with prior incentive plans which permit us to issue stock-based, stock-denominated and other awards to officers, employees, consultants and non-employee directors providing services to the Company and our participating affiliates. Available awards under the 2024 Incentive Plan include stock options and stock appreciation rights, restricted stock and restricted stock units (RSUs), performance share units (PSUs) and other awards valued in whole or in part by reference to, or otherwise based on, our common stock (other stock-based awards), and dividend equivalents. Each RSU is convertible into one share of Synchrony Financial common stock. A total of 26.9 million shares of our common stock (including authorized and unissued shares) are available for granting awards under the 2024 Incentive Plan. Our grants generally vest over a three-year term on either an annual pro rata proportional basis, starting with the first anniversary of the award date, or at the end of the term of the award on a cliff basis, provided that the employee has remained continuously employed by the Company through such vesting date. 146 For PSUs, the number of shares of common stock that will ultimately be awarded is contingent upon meeting certain pre-defined financial goals over a designated three-year performance period, and can range from 0% to 150% of the number of PSUs awarded. In addition, the final number of shares of common stock to be awarded is also subject to a Total Shareholder Return ("TSR") modifier of +/-20% based on our TSR performance relative to peers over the designated three-year performance period. Compensation expense related to equity awards is recorded as a component of Employee costs in our Consolidated Statements of Earnings, with a corresponding adjustment to equity, net of tax, included within our Consolidated Statements of Equity. At December 31, 2024, there were 1.9 million stock options issued and outstanding and 7.0 million unvested other stock-based awards, comprising 4.4A million RSUs and 2.6A million PSUs. The total unrecognized compensation cost related to these awards at December 31, 2024 was \$144 million, which is expected to be amortized over a weighted average period of 1.9 years. NOTE 15. A. A. A. INCOME TAXES Earnings before Provision for Income Taxes For the years ended December 31 (\$ in millions) 2024 2023 2022 U.S. \$4,519A \$2,873A \$3,947A Non-U.S. 34A 31A 15A Earnings before provision for income taxes \$4,553A \$2,904A \$3,962A Provision for Income Taxes For the years ended December 31 (\$ in millions) 2024 2023 2022 Current provision for income taxes U.S. Federal \$990A \$943A \$1,145A U.S. state and local 155A 171A 217A Non-U.S. 7A 10A 5A Total current provision for income taxes 1,152A 1,124A 1,367A Deferred provision (benefit) for income taxes U.S. Federal (80)(384)(352) U.S. state and local (17)(73)(71) Non-U.S. (1)(1) 2A Deferred provision (benefit) for income taxes (98)(458)(421) Total provision for income taxes 1,054A \$666A \$946A Reconciliation of Our Effective Tax Rate to the U.S. Federal Statutory Income Tax Rate For the years ended December 31 2024 2023 2022 U.S. federal statutory income tax rate 21.0A % 21.0A % 21.0A % U.S. state and local income taxes, net of federal benefit 2.4A 3.5A 3.6A All other, net (0.3) 1.6(0.7) Effective tax rate 23.1A % 22.9A % 23.9A % 147 Significant Components of Our Net Deferred Income Taxes At December 31 (\$ in millions) 2024 2023 2022 Assets Allowance for credit losses \$2,718A \$2,626A Compensation and employee benefits 133A 149A Other assets 216A 166A Total deferred income tax assets before valuation allowance 3,067A 2,941A Valuation allowance (20)(18)(20) Total deferred income tax assets \$3,047A \$2,923A Liabilities Original issue discount (262)(3)(365) Goodwill and identifiable intangibles (197)(198) Investment securities (a) (193)(57) Other liabilities (a) (105)(108) Total deferred income tax liabilities (757)(728) Net deferred income tax assets \$2,290A \$2,195A (a) Prior period amounts in the table above are presented to conform with current year presentation. Unrecognized Tax Benefits Reconciliation of Unrecognized Tax Benefits (\$ in millions) 2024 2023 2022 Balance at January 1 \$230A \$267A Additions: Tax positions of the current year 39A 40A Tax positions of prior years 2A 2A Reductions: Prior year tax positions (20)(47) Settlements with tax authorities (7) 1(1) Expiration of the statute of limitation (35)(31) Balance at December 31 207A \$230A Portion of balance that, if recognized, would impact the effective income tax rate 163A \$182A The amount of unrecognized tax benefits that is reasonably possible to be resolved in the next twelve months is expected to be \$36 million, of which, \$28 million, if recognized, would reduce the Company's tax expense and effective tax rate. The Company continued to participate voluntarily in the IRS Compliance Assurance Program (CAP) program for the 2024 tax year. We expect that the IRS review of our 2024 return will be substantially completed prior to its filing in 2025. During the current year, the IRS completed its examination of our 2023 tax year, which was our only other year subject to current IRS audit. Additionally, we are under examination in various states going back to 2014. We believe that there are no issues or claims that are likely to significantly impact our results of operations, financial position or cash flows. We further believe that we have made adequate provision for all income tax uncertainties that could result from such examinations. Interest expense and penalties related to income tax liabilities recognized in our Consolidated Statements of Earnings were not material for all periods presented. 148 NOTE 16. A. A. A. PARENT COMPANY FINANCIAL INFORMATION The following tables present parent company financial statements for Synchrony Financial. At December 31, 2024, restricted net assets of our subsidiaries were \$14.2 billion. Condensed Statements of Earnings For the years ended December 31 (\$ in millions) 2024 2023 2022 Interest income: Interest income from subsidiaries \$365A \$355A \$134A Interest on cash and debt securities 41A 34A 8A Total interest income 406A 389A 142A Interest expense: Interest on senior and subordinated unsecured notes 319A 335A 279A Total interest expense 319A 335A 279A Net interest income (expense) 87A 54A (137) Dividends from bank subsidiaries 600A 1,450A 3,150A Dividends from nonbank subsidiaries 147A 102A 290A Other income 1,214A 135A 122A Other expense 236A 202A 177A Earnings before expense/(benefit) from income taxes 1,812A 1,539A 3,248A Expense/(benefit) from income taxes 259A (16)(46) Equity in undistributed net earnings (loss) of subsidiaries 1,946A 683A (278) Net earnings \$3,499A \$2,238A \$3,016A Comprehensive income \$3,508A \$2,295A \$2,960A Condensed Statements of Financial Position At December 31 (\$ in millions) 2024 2023 2022 Assets Cash and equivalents \$2,680A \$3,214A Debt securities 37A 49A Investments in and amounts due from subsidiaries (a) 19,938A 18,285A Goodwill 30A 25A Other assets 945A 337A Total assets \$23,630A \$21,910A Liabilities and Equity Amounts due to subsidiaries \$351A \$316A Senior and subordinated unsecured notes 6,123A 7,221A Accrued expenses and other liabilities 576A 470A Total liabilities 7,050A 8,007A Equity: Total equity 16,580A 13,903A Total liabilities and equity \$23,630A \$21,910A (a) A. A. A. Includes investments in and amounts due from bank subsidiaries of \$15.7 billion and \$14.0 billion at December 31, 2024 and 2023, respectively. 149 Condensed Statements of Cash Flows For the years ended December 31 (\$ in millions) 2024 2023 2022 Cash flows - operating activities Net earnings \$3,499A \$2,238A \$3,016A Adjustments to reconcile net earnings to cash provided from operating activities: Deferred income taxes 122A 9A (1) Equity in undistributed net (earnings) loss of subsidiaries (1,946)(683) 278A Gain on sale of business (1,069)A A A All other operating activities 169A 101A 28A Changes in operating assets and liabilities, net of effects of acquisitions and dispositions (Increase) decrease in other assets (16)19A (28) Increase (decrease) in accrued expenses and other liabilities (15)21A (4) Cash provided from (used for) operating activities 744A 1,705A 3,289A Cash flows - investing activities Net (increase) decrease in investments in and amounts due from subsidiaries 95A (898) 265A Maturity and sales of debt securities 12A 14A 21A Proceeds from sale of business 594A A A All other investing activities (5)(45)(6) Cash provided from (used for) investing activities 696A (929) 280A Cash flows - financing activities Senior and subordinated unsecured notes Proceeds from issuance of senior and subordinated unsecured notes 745A 740A 745A Maturities and repayment of senior unsecured notes (1,850)A A (750) Proceeds from issuance of preferred stock 488A A A Dividends paid on preferred stock (72)(42)(42) Purchases of treasury stock (1,008)(1,112)(3,320) Dividends paid on common stock (398)(406)(434) Increase (decrease) in amounts due to subsidiaries 82A (7) 14A All other financing activities 39A (22)(41) Cash provided from (used for) financing activities (1,974) 849(3,828) Increase (decrease) in cash and equivalents (534)(73)(259) Cash and equivalents at beginning of year 3,214A 3,287A 3,546A Cash and equivalents at end of year 2,680A 3,214A 3,287A 150 NOTE 17. A. A. A. SEGMENT REPORTING We conduct our operations through a single business segment, which derives interest and fee income earned on our credit products we offer to our customers. Our credit products include private label, dual, co-brand and general purpose credit cards, as well as short- and long-term installment loans. Revenue generating activities are aligned through five sales platforms (Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle). Those platforms are organized by the types of partners we work with to reach our customers. Substantially all of our interest and fees on loans and long-lived assets relate to our operations within the United States. Pursuant to FASB Accounting Standards Codification (ASC) 280, Segment Reporting, operating segments represent components of an enterprise for which separate financial information is available that is regularly evaluated by the chief operating decision maker in determining how to allocate resources and in assessing performance. The chief operating decision maker, our President and Chief Executive Officer, uses consolidated net earnings to assess the performance and profitability of our single business segment. While revenue generating activities are aligned through our five sales platforms, expense activities, including funding costs, credit losses and operating expenses, are managed for the Company as a whole. As a result, detailed profitability information for each sales platform is not used by our chief operating decision maker. The chief operating decision maker uses consolidated net earnings to assess performance by comparing to and monitoring against budget and prior year results. This information is used to manage resources to drive business and net earnings growth, including investment in key strategic priorities, as well as determine the Company's ability to return capital to shareholders. 151 The following table presents segment information for the periods presented herein: For the years ended December 31 (\$ in millions) 2024 2023 2022 Interest and fees on loans \$21,596A \$19,902A \$16,881A Interest on cash and debt securities 1,049A 808A 265A Total interest income 22,645A 20,710A 17,146A Total interest expense 6,420A 6,202A 5,36A Provision for credit losses 6,733A 5,965A 3,375A Other income: Other income 452A 289A 260A Gain on sale of business (Note 3), 1,069A A A Gain on sale of loan portfolio A A A 120A Total other income 1,521A 289A 380A Other expense: Employee costs 1,872A 1,884A 1,681A Professional fees 936A 842A 832A Advertising and business development 524A 527A 487A Information processing 803A 712A

believe our space is adequate for our current needs and that suitable additional or substitute space will be available to accommodate the foreseeable expansion of our operations. The table below sets forth selected information on our principal facilities.

Location	Owned	Leased	Corporate Headquarters															
Stamford, CT	Leased	Bank Headquarter	Draper, UT	Leased	Customer Service Centers													
Altamonte Springs, FL	Leased	Hyderabad, India	Leased	Cebu, Philippines	Leased	Manila, Philippines	Leased	Other Support Centers										
Alpharetta, GA	Leased	Bentonville, AR	Leased	Champaign, IL	Leased	Chicago, IL	Leased	Costa Mesa, CA	Leased	New York, NY	Leased	Washington, DC	Leased	West Chester, OH	Leased	Bangalore, India	Leased	155Market for Registrant's Market

InformationOur common stock trades on the New York Stock Exchange under the symbol **SYF**.The following table reflects the cash dividends we declared for the periods indicated. Cash dividends declared (\$ in dollars)

2024	Fourth quarter	\$0.25	Third quarter	\$0.25	Second quarter	\$0.25	First quarter	\$0.25	2023	Fourth quarter	\$0.25	Third quarter	\$0.25	Second quarter	\$0.23	First quarter	\$0.23																			
Holders	At January 31, 2025,	the approximate number of holders of record of common stock was 1,865.	Dividends	Dividend Policy.	The declaration and payment of any future dividends to holders of our common or preferred stock or stock repurchases will be at the discretion of Synchrony's Board of Directors and will depend on many factors, including the financial condition, earnings, capital and liquidity requirements of us and the Bank, applicable regulatory restrictions, corporate law and contractual restrictions and other factors that the Board of Directors deems relevant.	As a savings and loan holding company, our ability to pay dividends to our stockholders or to repurchase our stock is subject to regulation by the Federal Reserve Board. In addition, as a holding company, we rely significantly on dividends, distributions and other payments from the Bank to fund dividends to our stockholders. The ability of the Bank to make dividends and other distributions and payments to us is subject to regulation by the OCC and the Federal Reserve Board. See "Regulation" Risk Factors Relating to Regulation	"Failure by Synchrony and the Bank to meet applicable capital adequacy and liquidity requirements could have a material adverse effect on us"	"We are subject to restrictions that limit our ability to pay dividends and repurchase our common stock; the Bank is subject to restrictions that limit its ability to pay dividends to us, which could limit our ability to pay dividends, repurchase our common stock or make payments on our indebtedness."	156Performance GraphThe following graph compares the cumulative total stockholders return (rounded to the nearest whole dollar) of the Company's common stock, the S&P 500 Stock Index and the S&P 500 Financials Index for the period from December 31, 2019 through December 31, 2024. The graph assumes an initial investment of \$100 on December 31, 2019. The cumulative returns for the Company's common stock and financial indices assume full reinvestment of dividends. This graph does not forecast future performance of the Company's common stock.	December 31, 2019	December 31, 2020	December 31, 2021	December 31, 2022	December 31, 2023	December 31, 2024	Synchrony Financial	\$100.00	\$100.03	\$136.43	\$99.01	\$118.59	\$206.36	S&P 500	\$100.00	\$118.40	\$152.39	\$124.79	\$157.59	\$197.02	S&P 500 Financials	\$100.00	\$98.31	\$132.75	\$118.77	\$133.20	\$173.90

Issuer Purchases of Equity SecuritiesThe table below sets forth information regarding purchases of our common stock primarily related to our share repurchase program that were made by us or on our behalf during the three months ended December 31, 2024. (\$ in millions, except per share data)

Total Number of Shares Purchased	(a) Average Price Paid Per Share	(b) Total Number of Shares Purchased as Part of Publicly Announced Program	(c) Maximum Dollar Value of Shares That May Yet Be Purchased Under the Program	(b) October 1 - 31, 2024	967.4	\$49.55	6	\$700.0	November 1 - 30, 2024	35,273	\$64.59	534,497	\$665.5	December 1 - 31, 2024	965,618	\$67.81	965,554	\$600.0	Total, 2024	965,554	\$600.0	31,204	\$66.66	1,500,051	\$600.0
(a) Includes 3,967 shares, 776 shares and 64 shares withheld in October, November and December, respectively, to offset tax withholding obligations that occur upon the delivery of outstanding shares underlying performance stock awards, restricted stock awards or upon the exercise of stock options.	(b) Amounts exclude commission costs.	(c) In April 2024, the Board of Directors approved an incremental share repurchase program of up to \$1.0 billion through June 2025.	157Other Information	December 31, 2024, certain of our directors and executive officers adopted trading plans intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). Information regarding these Rule 10b5-1 trading arrangements is presented in the table below. No other directors or officers of the Company adopted modified or terminated a "Rule 10b5-1 trading arrangement" or "non-Rule 10b5-1 trading arrangement," as each such term is defined in item 408(a) of Regulation S-K, during the three months ended December 31, 2024.	NameTitleAction Taken (Adoption or Termination Date)Duration(1)Aggregate Number of Securities to be Sold(2)Alberto CasellasExecutive Vice President & CEO, Health & WellnessAdoption (10/23/2024)10/23/2024 - 12/31/202565,739	Brian DoublesDirector; President & CEOAdoption (11/05/2024)11/5/2024 - 12/31/2025148,747	A Courtney GentlemanExecutive Vice President & CEO, Diversified & ValueAdoption (11/11/2024)11/11/2024 - 12/31/202512,849	A Curtis HowseExecutive Vice President & CEO, Home & AutoAdoption (11/15/2024)11/15/2024 - 12/31/202546,615	A Carol JuelExecutive Vice President & Chief Technology and Operating OfficerAdoption (10/22/2024)10/22/2024 - 12/31/2025106,727	A Darrell OwensExecutive Vice President & CEO, LifestyleAdoption (10/18/2024)10/18/2024 - 11/14/202518,621	A Bart SchallerExecutive Vice President & CEO, DigitalAdoption (10/21/2024)10/21/2024 - 12/31/202583,729	A Brian WenzelExecutive Vice President & Chief Financial OfficerAdoption (11/12/2024)11/12/2024 - 9/30/202591,728	A A A	(1) Pursuant to the terms of each plan and subject to compliance with Rule 10b5-1, each plan may terminate at an earlier date under certain circumstances, including if all trades are executed or all orders related to the trades under the relevant plan expire.	(2) Rounded up to the nearest whole share, as applicable.	Insider Trading Arrangements and PoliciesWe have adopted an Insider Trading Policy, applicable to our directors, officers, employees and certain other persons, as well as the Company itself, that governs transactions in securities issued by the Company and we believe is reasonably designed to promote compliance with insider trading laws, rules and regulations and applicable NYSE listing standards. The foregoing summary of our Insider Trading Policy is not complete and is qualified in its entirety by reference to the full text of the Insider Trading Policy attached hereto as Exhibit 19.158Exhibits and Financial Statement	Schedules	(a) Documents filed as part of this Form 10-K:1. Consolidated Financial StatementsThe consolidated financial statements required to be filed in this annual report on Form 10-K are listed below and appear herein on the pages indicated.	INDEX TO CONSOLIDATED FINANCIAL STATEMENTS	Reports of Independent Registered Public Accounting Firm (KPMG LLP, New York, New York, PCAOB ID 185)107Consolidated Statements of Earnings for the years ended December 31, 2024, 2023 and 2022112Consolidated Statements of Comprehensive Income for the years ended December 31, 2024, 2023 and 2022113Consolidated Statements of Financial Position at December 31, 2024 and 2023114Consolidated Statements of Changes in Equity for the years ended December 31, 2024, 2023 and 2022115Consolidated Statements of Cash Flows for the years ended December 31, 2024, 2023 and 2022116Notes to the Consolidated Financial Statements1172. Financial Statement SchedulesSeparate financial statement schedules have been omitted either because they are not applicable or because the required information is included in the consolidated financial statements.	3. ExhibitsA list of the exhibits being filed or furnished with or incorporated by reference into this annual report on Form 10-K is provided below.	EXHIBIT INDEX	Exhibit NumberDescription3.1Second Amended and Restated Certificate of Incorporation of Synchrony Financial (incorporated by reference to Exhibit 3.1 of Form 8-K filed by Synchrony Financial on June 13, 2024)3.2Amended and Restated Bylaws of Synchrony Financial (incorporated by reference to Exhibit 3.1 of Form 8-K filed by Synchrony Financial on November 1, 2016)4.1Indenture, dated as of August 11, 2014, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on August 13, 2014)4.2First Supplemental Indenture, dated as of August 11, 2014, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on August 13, 2014)4.3Third Supplemental Indenture, dated as of July 23, 2015, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on July 23, 2015)4.4Sixth Supplemental Indenture, dated as of August 4, 2016, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on August 4, 2016)4.5Seventh Supplemental Indenture, dated as of December 1, 2017, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on December 1, 2017)4.6Eighth Supplemental Indenture, dated as of March 19, 2019, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on March 19, 2019)4.7Ninth Supplemental Indenture, dated as of July 25, 2019, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on July 25, 2019)4.8Tenth Supplemental Indenture, dated as of October 28, 2021, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on October 28, 2021)1594.9Eleventh Supplemental Indenture, dated as of June 13, 2022, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on June 13, 2022)4.10Form of 4.500% Senior Notes due 2025 (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on July 23, 2015)4.11Form of 3.700% Senior Notes due 2026 (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on August 4, 2016)4.12Form of 3.950% Senior Notes due 2027 (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on December 1, 2017)4.13Specimen Common Stock Certificate (incorporated by reference to Exhibit 4.1 of Amendment No. 5 to Form S-1 Registration Statement filed by Synchrony Financial on July 18, 2014 (No. 333-194528))4.14Form of 5.150% Senior Notes due 2029 (incorporated by reference to Exhibit 4.3 of Form 8-K filed by Synchrony Financial on March 19, 2019)4.15Form of 2.875% Senior Notes due 2031 (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on October 28, 2021)4.16Form of 4.875% Senior Notes due 2025 (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on June 13, 2022)4.17Certificate of Designations of 5.625% Fixed Rate Non-Cumulative Perpetual Preferred Stock, Series A, dated November 13, 2019. (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on November 14, 2019)4.18Deposit Agreement, dated November 14, 2019, by and among the Company, Computershare Inc. and Computershare Trust Company, N.A., collectively as Depositary, and the holders from time to time of the depositary receipts described therein. (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on November 14, 2019)4.19Form of Depositary Receipt "Series A" (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on November 14, 2019)4.20Indenture, dated as of February 2, 2023, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on February 2, 2023)4.21First Supplemental Indenture, dated as of February 2, 2023, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on February 2, 2023)4.22Form of 7.250% Subordinated Notes due 2033 (incorporated by reference to Exhibit 4.3 of Form 8-K filed by Synchrony Financial on February 2, 2023)4.23Certificate of Designations of 8.250% Fixed Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B, dated February 22, 2024 (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on February 23, 2024)4.24Deposit Agreement, dated February 23, 2024, by and among the Company, Computershare Inc. and Computershare Trust Company, N.A., collectively as Depositary, and the holders from time to time of the depositary receipts described therein (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on February 23, 2024)4.25Form of Depositary Receipt "Series B" (incorporated by reference to Exhibit 4.2 of Form 8-K filed by Synchrony Financial on February 23, 2024)4.26Twelfth Supplemental Indenture, dated as of August 2, 2024, between Synchrony Financial and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on August 2, 2024)4.27Form of 4.935% Fixed-to-Floating Rate Senior Notes due 2030 (incorporated by reference to Exhibit 4.1 of Form 8-K filed by Synchrony Financial on August 2, 2024)4.28*Description of Registrant's Securities10.1Master Agreement, dated as of July 30, 2014, among General Electric Capital Corporation, Synchrony Financial, and, solely for purposes of certain sections and articles set forth therein, General Electric Company (incorporated by reference to Exhibit 10.1 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on August 1, 2014 (333-197244))10.2Transitional Services Agreement, dated August 5, 2014, by and among General Electric Capital Corporation, Synchrony Financial and Retail Finance International Holdings, Inc. (incorporated by reference to Exhibit 10.1 of Form 8-K filed by Synchrony Financial on August 11, 2014)10.3Employee Matters Agreement, dated as of August 5, 2014, by and among General Electric Company, General Electric Capital Corporation and Synchrony Financial (incorporated by reference to Exhibit 10.4 of Form 8-K filed by Synchrony Financial on August 11, 2014)10.4Transitional Trademark License Agreement, dated as of August 5, 2014, by and between GE Capital Registry, Inc. and Synchrony Financial (incorporated by reference to Exhibit 10.5 of Form 8-K filed by Synchrony Financial on August 11, 2014)16010.5Intellectual Property Cross License Agreement, dated as of August 5, 2014, by and between General Electric Company and General Electric Capital Corporation, on the one hand, and Synchrony Financial, on the other hand (incorporated by reference to Exhibit 10.6 of Form 8-K filed by Synchrony Financial on August 11, 2014)10.6+Form of agreement for awards of Performance Share Units under Synchrony 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.1 to Quarterly Report on Form 10-Q filed by Synchrony Financial on April 28, 2016)10.7Master Indenture, dated as of September 25, 2003, between Synchrony Credit Card Master Note Trust (formerly known as GE Capital Credit Card Master Note Trust), as Issuer and Deutsche Bank Trust Company Americas, as Indenture Trustee (incorporated by reference to Exhibit 4.1 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.8Omnibus Amendment No. 1 to Securitization Documents, dated as of February 9, 2004, among RFS Holding, L.L.C., RFS Funding Trust, GE Capital Retail Bank (formerly known as Monogram Credit Card Bank of Georgia), Synchrony Credit Card Master Note Trust, Deutsche Bank Trust Company Delaware, as Trustee of RFS Funding Trust, RFS Holding, Inc. and Deutsche Bank Trust Company Americas, as Indenture Trustee (incorporated by reference to Exhibit 4.16 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.9Second Amendment to Master Indenture, dated as of June 17, 2004, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.4 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on July 2, 2004)10.10Third Amendment to Master Indenture, dated as of August 31, 2006, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on September 5, 2006)10.11Fourth Amendment to Master Indenture, dated as of June 28, 2007, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on July 3, 2007)10.12Fifth Amendment to Master Indenture, dated as of May 22, 2008, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 28, 2008)10.13Sixth Amendment to Master Indenture, dated as of August 7, 2009, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on August 7, 2009)10.14Seventh Amendment to Master Indenture, dated as of January 21, 2014, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on January 21, 2014)10.15Eighth Amendment to Master Indenture and Omnibus Supplement to Specified Indenture Supplements, dated as of March 11, 2014, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 14, 2014)10.16Ninth Amendment to Master Indenture, dated as of November 24, 2015, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on November 25, 2015)10.17Tenth Amendment to Master Indenture, dated as of March 3, 2016, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 7, 2016)10.18Eleventh Amendment to Master Indenture, dated as of April 21, 2017, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on April 26, 2017)10.19Twelfth Amendment to Master Indenture, dated as of March 16, 2021, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.3 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 17, 2021)16110.20Second Omnibus Supplement to Specified Indenture Supplements, dated as of April 21, 2017, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.6 of the current report on Form 8-K filed by Synchrony Credit Card Master		

Trust and RFS Holding, L.L.C. on April 26, 2017)10.21Form of Indenture Supplement, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.8 of Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 16, 2012 (333-181466))10.22Form of Indenture Supplement, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 4.12 of Form SF-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on December 30, 2015 (333-206176))10.23Form of VFN Indenture Supplement, between Synchrony Credit Card Master Note Trust and Deutsche Bank Trust Company Americas (incorporated by reference to Exhibit 10.24 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on August 1, 2014 (333-197244))10.24Form of Loan Agreement (VFN Series, Class A), among Synchrony Credit Card Master Note Trust, the Lenders party thereto from time to time, and the Managing Agents party thereto from time to time (incorporated by reference to Exhibit 10.25 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on August 1, 2014 (333-197244))10.25Trust Agreement, dated as of September 25, 2003, between RFS Holding, L.L.C. and The Bank of New York (Delaware) (incorporated by reference to Exhibit 4.3 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.26First Amendment to Trust Agreement, dated as of January 21, 2014, between RFS Holding, L.L.C. and BNY Mellon Trust of Delaware (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on January 21, 2014)10.27Second Amendment to Trust Agreement, dated as of September 8, 2014, between RFS Holding, L.L.C. and BNY Mellon Trust of Delaware (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on September 11, 2014)10.28Third Amendment to Trust Agreement, dated as of April 21, 2017, between RFS Holding, L.L.C. and BNY Mellon Trust of Delaware (incorporated by reference to Exhibit 4.5 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on April 26, 2017)10.29Custody and Control Agreement, dated as of September 25, 2003 by and among Deutsche Bank Trust Company of Americas, in its capacity as Custodian and in its capacity as Indenture Trustee, and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.8 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.30Receivables Sale Agreement, dated as of June 27, 2003, between GE Capital Retail Bank (formerly known as Monogram Credit Card Bank of Georgia) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.9 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.31RSA Assumption Agreement and Second Amendment to Receivables Sale Agreement, dated as of February 7, 2005, between GE Capital Retail Bank (formerly known as GE Money Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on February 11, 2005)10.32Third Amendment to Receivables Sale Agreement, dated as of December 21, 2006, between GE Capital Retail Bank (formerly known as GE Money Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on December 21, 2006)10.33Fourth Amendment to Receivables Sale Agreement, dated as of May 21, 2008, between GE Capital Retail Bank (formerly known as GE Money Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 28, 2008)10.34Designation of Removed Accounts and Fifth Amendment to Receivables Sale Agreement, dated as of December 29, 2008, between GE Capital Retail Bank (formerly known as GE Money Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on December 30, 2008)16210.35Designation of Removed Accounts and Sixth Amendment to Receivables Sale Agreement, dated as of February 26, 2009, between GE Capital Retail Bank (formerly known as GE Money Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on February 26, 2009)10.36Seventh Amendment to Receivables Sale Agreement, dated as of November 23, 2010, between GE Capital Retail Bank (formerly known as GE Money Bank), and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on November 24, 2010)10.37Eighth Amendment to Receivables Sale Agreement, dated as of March 20, 2012, among GE Capital Retail Bank, RFS Holding, Inc., PLT Holding, L.L.C. and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 21, 2012)10.38Ninth Amendment to Receivables Sale Agreement, dated as of March 11, 2014, among GE Capital Retail Bank, RFS Holding, Inc., PLT Holding, L.L.C. and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 14, 2014)10.39Designation of Removed Accounts and Tenth Amendment to Receivables Sale Agreement, dated as of November 7, 2014, among Synchrony Bank (formerly known as GE Capital Retail Bank), RFS Holding Inc., PLT Holding, L.L.C. and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on November 14, 2014)10.40Eleventh Amendment to Receivables Sale Agreement, dated as of March 3, 2016 among Synchrony Bank (formerly known as GE Capital Retail Bank), RFS Holding Inc., PLT Holding, L.L.C. and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.3 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 7, 2016)10.41Twelfth Amendment to Receivables Sale Agreement, dated as of April 21, 2017 between Synchrony Bank (formerly known as GE Capital Retail Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.4 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on April 26, 2017)10.42Thirteenth Amendment to Receivables Sale Agreement, dated as of May 31, 2017 between Synchrony Bank (formerly known as GE Capital Retail Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on June 2, 2017)10.43Designation of Removed Accounts and Fourteenth Amendment to Receivables Sale Agreement, dated as of October 11, 2019, between Synchrony Bank (formerly known as GE Capital Retail Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on October 15, 2019)10.44Fifteenth Amendment to Receivables Sale Agreement, dated as of March 16, 2021, between Synchrony Bank (formerly known as GE Capital Retail Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 17, 2021)10.45Designation of Removed Accounts and Sixteenth Amendment to Receivables Sale Agreement, dated as of June 17, 2022, between Synchrony Bank (formerly known as GE Capital Retail Bank) and RFS Holding, L.L.C. (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on June 21, 2022)10.46Transfer Agreement, dated as of September 25, 2003, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.12 of Amendment No. 1 to Form S-3 Registration Statement filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 20, 2004 (No. 333-107495, 333-107495-01 and 333-107495-02))10.47Second Amendment to Transfer Agreement, dated as of June 17, 2004, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.3 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on July 2, 2004)10.48Third Amendment to Transfer Agreement, dated as of November 21, 2004, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on November 24, 2004)10.49Fourth Amendment to Transfer Agreement, dated as of August 31, 2006, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on September 5, 2006)16310.50Fifth Amendment to Transfer Agreement, dated as of December 21, 2006, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on December 21, 2006)10.51Sixth Amendment to Transfer Agreement, dated as of May 21, 2008, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.4 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on May 28, 2008)10.52Reassignment of Receivables in Removed Accounts and Seventh Amendment to Transfer Agreement, dated as of December 29, 2008, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on December 30, 2008)10.53Reassignment No. 4 of Receivables in Removed Accounts and Eighth Amendment to Transfer Agreement, dated as of February 26, 2009, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on February 26, 2009)10.54Ninth Amendment to Transfer Agreement, dated as of March 31, 2010, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 31, 2010)10.55Tenth Amendment to Transfer Agreement, dated as of March 20, 2012, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 21, 2012)10.56Eleventh Amendment to Transfer Agreement, dated as of March 3, 2016, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on March 7, 2016)10.57Twelfth Amendment to Transfer Agreement, dated as of February 23, 2017, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on February 28, 2017)10.58Thirteenth Amendment to Transfer Agreement, dated as of April 21, 2017, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust (incorporated by reference to Exhibit 4.2 of the current report on Form 8-K filed by Synchrony Credit Card Master Note Trust and RFS Holding, L.L.C. on April 26, 2017)10.59Fourteenth Amendment to Transfer Agreement, dated as of March 16, 2021, between RFS Holding, L.L.C. and Synchrony Credit Card Master Note Trust

reference to Exhibit 10.66 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.85Transfer Agreement, dated as of February 29, 2012, between GE Sales Finance Holding, L.L.C. and GE Sales Finance Master Trust (incorporated by reference to Exhibit 10.67 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.86First Amendment to Transfer Agreement, dated as of September 19, 2012, between GE Sales Finance Holding, L.L.C. and GE Sales Finance Master Trust (incorporated by reference to Exhibit 10.68 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.87Second Amendment to Transfer Agreement, dated as of March 21, 2014, between GE Sales Finance Holding, L.L.C. and GE Sales Finance Master Trust (incorporated by reference to Exhibit 10.69 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.88Servicing Agreement, dated as of February 29, 2012, between GE Capital Retail Bank and GE Sales Finance Master Trust (incorporated by reference to Exhibit 10.70 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.89Administration Agreement, dated as of February 29, 2012, between GE Sales Finance Master Trust and GE Capital Retail Bank (incorporated by reference to Exhibit 10.71 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on April 25, 2014 (No. 333-194528))10.90+General Electric Supplementary Pension Plan, as amended effective January 1, 2011 (incorporated by reference to Exhibit 10(g) of the annual report on Form 10-K filed by General Electric Company on February 25, 2011)10.91+Form of Indemnification Agreement for directors, executive officers and key employees (incorporated by reference to Exhibit 10.89 of Amendment No. 1 to Form S-1 Registration Statement filed by Synchrony Financial on August 1, 2014 (333-197244))10.92+Synchrony Financial Non-Employee Director Deferred Compensation Plan (incorporated by reference to Exhibit 10.91 of Amendment No. 5 to Form S-1 Registration Statement filed by Synchrony Financial on July 18, 2014 (No. 33-194528))10.93+Form of Synchrony Financial Deferred Compensation Plan (incorporated by reference to Exhibit 10.1 to Form 8-K filed by Synchrony Financial on September 22, 2014)10.94+First Amendment to the Synchrony Financial Deferred Compensation Plan (incorporated by reference to Exhibit 10.109 to 2014 Annual Report on Form 10-K filed by Synchrony Financial on February 23, 2015)10.95+Form of Restricted Stock Unit and Non-Qualified Stock Option Award (incorporated by reference to Exhibit 10.2 to Form 8-K filed by Synchrony Financial on September 22, 2014)10.96+Form of Synchrony Financial Amended and Restated Annual Incentive Plan (incorporated by reference to Exhibit 10.1 to Form 10-Q filed by Synchrony Financial on October 21, 2021)10.97+Form of Synchrony Financial Amended and Restated Restoration Plan (incorporated by reference to Exhibit 10.3 to Form 10-Q filed by Synchrony Financial on July 28, 2017)10.98+Form of Synchrony Financial Change in Control Severance Plan (incorporated by reference to Exhibit 10.3 to Form 8-K filed by Synchrony Financial on May 27, 2015)10.99+Synchrony Financial Amended and Restated 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.2 to Form 10-Q filed by Synchrony Financial on October 21, 2021)10.100a€ Services Agreement, dated March 29, 2022, between Retail Finance Servicing, LLC and Fiserv Solutions, LLC (incorporated by reference to Exhibit 10.1 of the current report on Form 8-K filed by Synchrony Financial on April 4, 2022)10.101Letter, dated as of October 19, 2015, delivered by General Electric Capital Corporation and acknowledged and agreed to by General Electric Company and Synchrony Financial(incorporated by reference to Exhibit 10.116 of Form S-4 Registration Statement filed by Synchrony Financial on October 19, 2015 (No. 333-207479))10.102+Amended and Restated form of agreement for awards of Restricted Stock Units and Non-Qualified Stock Options under Synchrony 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.1 to Form 10-Q filed by Synchrony Financial on April 26, 2018)16610.103+Amended and Restated form of agreement for awards of Performance Share Units under Synchrony 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.2 to Form 10-Q filed by Synchrony Financial on April 26, 2018)10.104+Form of agreement for awards of Restricted Stock Units under Synchrony 2014 Long-Term Incentive Plan to directors of Synchrony Financial (incorporated by reference to Exhibit 10.3 to Form 10-Q filed by Synchrony Financial on April 26, 2018)10.105+Amended and Restated Executive Severance Plan (incorporated by reference to Exhibit 10.4 to Form 10-Q filed by Synchrony Financial on April 26, 2018)10.106+First Amendment to the Amended and Restated Executive Severance Plan (incorporated by reference to Exhibit 10.2 to Form 10-Q filed by Synchrony Financial on October 22, 2020)10.107Amended and Restated Master Indenture, dated as of May 1, 2018, between Synchrony Card Issuance Trust, as Issuer and The Bank of New York Mellon, as Indenture Trustee (incorporated by reference to Exhibit 4.1 of Form SF-3 Registration Statement filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.108Form of Class A Terms Document, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.3 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.109Form of Class B Terms Document, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.4 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.110Form of Class C Terms Document, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.5 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.111Form of Class D Terms Document, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.6 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.112Amended and Restated Trust Agreement, among Synchrony Card Funding, LLC, Citibank, N.A. and Citicorp Trust Delaware, National Association (incorporated by reference to Exhibit 4.7 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.113Custody and Control Agreement, dated as of November 17, 2017, by and among The Bank of New York Mellon, in its capacity as Custodian and in its capacity as Indenture Trustee, and Synchrony Card Issuance Trust (incorporated by reference to Exhibit 4.8 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.114Amended and Restated Receivables Sale Agreement, dated as of May 1, 2018, between Synchrony Bank and Synchrony Card Funding, LLC (incorporated by reference to Exhibit 4.9 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.115Amended and Restated Transfer Agreement, dated as of May 1, 2018, between Synchrony Card Funding, LLC and Synchrony Card Issuance Trust (incorporated by reference to Exhibit 4.10 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.116Amended and Restated Servicing Agreement, dated as of May 1, 2018, between Synchrony Card Issuance Trust and Synchrony Bank (incorporated by reference to Exhibit 4.11 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.117Form of Risk Retention Agreement, among Synchrony Bank, Synchrony Card Funding, LLC and Synchrony Card Issuance Trust (incorporated by reference to Exhibit 4.12 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.118Administration Agreement, dated as of November 30, 2017, between Synchrony Card Issuance Trust and Synchrony Bank (incorporated by reference to Exhibit 4.13 of Form SF-3 Registration Statement) filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on May 4, 2018 (No. 333-224689 and 333-224689-01))10.119Asset Representations Review Agreement, dated as of August 15, 2018, among Synchrony Bank, Synchrony Card Funding, LLC, Synchrony Card Issuance Trust and Clayton Fixed Income Services LLC (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on August 20, 2018)16710.120SynchronySeries Indenture Supplement, dated as of September 26, 2018, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on October 2, 2018)10.121Supplement No. 1 to SynchronySeries Indenture Supplement, dated as of May 28, 2021, between Synchrony Card Issuance Trust and The Bank of New York Mellon (incorporated by reference to Exhibit 4.1 of the current report on Form 8-K filed by Synchrony Card Issuance Trust and Synchrony Card Funding, LLC on June 2, 2021)10.122Amended and Restated form of agreement for awards under Synchrony 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.1 of the quarterly report on Form 10-Q filed by Synchrony Financial on April 25, 2019)10.123Amended and Restated form of agreement for awards of Performance Share Units under Synchrony 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.2 of the quarterly report on Form 10-Q filed by Synchrony Financial on April 25, 2019)10.124Synchrony Financial Amended and Restated 2014 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.1 of the quarterly report on Form 10-Q filed by Synchrony Financial on October 24, 2019)10.125Synchrony Financial Amended and Restated Change in Control Severance Plan (incorporated by reference to Exhibit 10.2 of the quarterly report on Form 10-Q filed by Synchrony Financial on October 24, 2019)10.126First Amendment to Synchrony Financial Amended and Restated Change in Control Severance Plan (incorporated by reference to Exhibit 10.1 of the quarterly report on Form 10-Q filed by Synchrony Financial on October 22, 2020)10.127First Amendment to the Synchrony Financial Restoration Plan (incorporated by reference to Exhibit 10.3 of the quarterly report on Form 10-Q filed by Synchrony Financial on October 24, 2019)10.128+Separation Agreement and Release, dated as of December 9, 2020, between Synchrony Bank and Neeraj Mehta (incorporated by reference to Exhibit 10.127 of the annual report on Form 10-K filed by Synchrony Financial on February 11, 2021)10.129+Amended and Restated form of agreement for awards of Restricted Stock Units under Synchrony 2014 Long-Term Incentive Plan (for awards made on or after March 1, 2022) (incorporated by reference to Exhibit. 10.129 of the annual report on Form 10-K filed by Synchrony Financial on February 8, 2024)10.130+Amended and Restated form of agreement for awards of Performance Share Units under Synchrony 2014 Long-Term Incentive Plan (for awards made on or after March 1, 2023) (incorporated by reference to Exhibit. 10.130 of the annual report on Form 10-K filed by Synchrony Financial on February 8, 2024)10.131+Synchrony Financial 2024 Long-Term Incentive Plan (incorporated by reference to Exhibit 10.1 of Form 8-K filed by Synchrony Financial on June 13, 2024)10.132+Form of agreement for awards of Restricted Stock units under the Synchrony Financial 2024 Long-Term Incentive Plan to directors (incorporated by reference to Exhibit. 10.2 of the quarterly report on Form 10-Q filed by Synchrony Financial on July 19, 2024)10.133+Form of agreement for awards of Restricted Stock Units under the Synchrony Financial 2024 Long-Term Incentive Plan (incorporated by reference to Exhibit. 10.3 of the quarterly report on Form 10-Q filed by Synchrony Financial on July 19, 2024)10.134+Form of agreement for awards of Performance Share Units under the Synchrony Financial 2024 Long-Term Incentive Plan (incorporated by reference to Exhibit. 10.4 of the quarterly report on Form 10-Q filed by Synchrony Financial on July 19, 2024)19*Synchrony Financial Insider Trading Policy21*Subsidiaries of the Registrant23*Consent of KPMG LLP24*Powers of Attorney (included on the signature page)31(a)*Certification Pursuant to Rules 13a-14(a) or 15d-14(a) under the Securities Exchange Act of 1934, as amended32*Certification Pursuant to Rules 13a-14(a) or 15d-14(a) under the Securities Exchange Act of 1934, as amended33*Policy Relating to Recovery of Erroneously Awarded Compensation101.INSXBRLL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document101.SCHXBRL Taxonomy Extension Schema Document101.CALXBRL Taxonomy Extension Calculation Linkbase Document168101.DEFXBRL Taxonomy Extension Definition Linkbase Document101.LABXBRL Taxonomy Extension Label Linkbase Document101.PREXBRL Taxonomy Extension Presentation Linkbase Document104The cover page from the Company's Annual Report on Form 10-K for the year ended December 31, 2024, formatted in Inline XBRL (included as Exhibit 101) A *Filed electronically herewith.â€ Confidential treatment granted to certain portions, which portions have been provided separately to the Securities and Exchange Commission.+ Management contract or compensatory plan or arrangement required to be filed as an exhibit to Form 10-K pursuant to Item 15(b) of this report.169SignaturesPursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this annual report on Form 10-K for the fiscal year ended December 31, 2024, to be signed on its behalf by the undersigned, and in the capacity indicated, thereunto duly authorized in the City of Stamford and State of Connecticut on the 7th day of February 2025. Synchrony Financial(Registrant)/s/ Brian J. Wenzel Sr.Brian J. Wenzel Sr.Executive Vice President and Chief Financial Officer(Duly Authorized Officer and Principal Financial Officer)170Power of AttorneyEach person whose signature appears below hereby constitutes and appoints Brian D. Doubles, Brian J. Wenzel and Jonathan S. Mothner, and each of them acting individually, as his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, to execute for him or her and in his or her name, place and stead, in any and all capacities, any and all amendments to this annual report on Form 10-K, and to file the same, with all exhibits thereto and any other documents required in connection therewith with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents and their substitutes, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in connection therewith, as fully as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or any of them, or their or his or her substitutes, may lawfully do or cause to be done by virtue hereof.Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.171SignatureTitleDate/s/ Brian D. DoublesPrincipal Executive OfficerDirectorFebruary 7, 2025Brian D. DoublesDirector and Chief Executive Officer/s/ Brian J. Wenzel Sr.Principal Financial OfficerFebruary 7, 2025Brian J. Wenzel Sr.Executive Vice President and Chief Financial Officer(Duly Authorized Officer and Principal Financial Officer)/s/ Amy L. TiliakosPrincipal Accounting OfficerFebruary 7, 2025Amy L. TiliakosSenior Vice President and Controller/s/ Fernando AguirreDirectorFebruary 7, 2025Fernando Aguirre/s/ Paget L. AlvesDirectorFebruary 7, 2025Paget L. Alves/s/ Daniel ColaoDirectorFebruary 7, 2025Daniel Colao/s/ Kamila ChytilDirectorFebruary 7, 2025Kamila Chytil/s/ Arthur W. Coviello, Jr.DirectorFebruary 7, 2025Arthur W. Coviello, Jr./s/ Roy A. GuthrieDirectorFebruary 7, 2025Roy A. Guthrie/s/ Jeffrey G. NaylorDirectorFebruary 7, 2025Jeffrey G. Naylor/s/ P.W. ParkerDirectorFebruary 7, 2025P.W. Parker/s/ Laurel J. RichieDirectorFebruary 7, 2025Laurel J. Richie/s/ Ellen M. ZaneDirectorFebruary 7, 2025Ellen M. Zane172 EX-4.28 2 ex-42812312024xdescription.htm EX-4.28 DocumentExhibit 4.28DESCRIPTION OF REGISTRANTâ€™S SECURITIES As of the date of the Annual Report on Form 10-K of which this Exhibit is a part, Synchrony Financial, a Delaware corporation, had three classes of securities registered pursuant to Section 12 of the Securities Exchange Act of 1934, as amended: (i) Common Stock, par value \$0.001 per share (the “common stock”); (ii) depositary shares, each representing a 1/40th interest in a share of 5.625% Fixed Rate Non-Cumulative Perpetual Preferred Stock, Series A (the “Series A depositary shares”); and (iii) depositary shares, each representing a 1/40th interest in a share of 8.250% Fixed Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B (collectively with the Series A depositary shares, the “depositary shares”). The following summary provides a brief description of our common stock and depositary shares, as well as certain additional information. This description does not purport to be complete and is qualified in its entirety by reference to the full text of our amended and restated certificate of incorporation (our “certificate of incorporation”), amended and restated bylaws (our “bylaws”) and deposit agreement (as defined below). You should read the full text of our certificate of incorporation, bylaws and deposit agreement, as well as the applicable provisions of the General Corporation Law of the State of Delaware (the “DGCL”). References in this exhibit to “we,” “us,” “our” and “a€ou” refer to SYNCHRONY FINANCIAL and not to any of its subsidiaries. General Under our certificate of incorporation, we have authority to issue (i) 4,000,000,000 shares of common stock, par value \$0.001 per share, and (ii) 300,000,000 shares of preferred stock, par value \$0.001 per share. Description of Common StockVoting Rights Holders of common stock are entitled to one vote per share with respect to each matter presented to our stockholders on which the holders of common stock are entitled to vote. Holders of common stock do not have cumulative voting rights in the election of directors. Dividend Rights Subject to the prior rights of holders of preferred stock, if any, holders of common stock are entitled to receive, on a pro rata basis, such dividends and distributions, if any, as may be lawfully declared from time to time by our board of directors. Declaration and payment of dividends are subject to the discretion of our board of directors. Other Rights Upon any liquidation, dissolution or winding up of us, whether voluntary or involuntary, holders of common stock will be entitled to receive such assets as are available for distribution to stockholders after there shall have been paid or set apart for payment of the full amounts necessary to satisfy any preferential or participating rights to which the holders of any outstanding series of preferred stock are entitled by the express terms of such series. Preferred Stock Our board of directors has the authority, without stockholder approval, to issue preferred stock in one or more series and to fix the preferences, limitations and rights of the shares of each series, including: A “the designation of the series;â€ the number of shares constituting the series;â€ dividend rights;â€ conversion or exchange rights; andâ€ the terms of redemption and liquidation preferences.1Anti-Takeover Effects of Provisions of the DGCL, Federal Reserve Board Regulations and Our Certificate of Incorporation and Bylaws The DGCL, Federal Reserve Board regulations and our certificate of incorporation and bylaws contain provisions that may delay, deter, prevent or render more difficult a takeover attempt that our stockholders might consider to be in their best interests. Even in the absence of a takeover attempt, these provisions may also adversely affect the prevailing market price for our common stock if they are viewed as limiting the liquidity of our common stock or discouraging takeover attempts in the future. Federal Reserve Board Requirements Under Federal Reserve Board regulations, takeover attempts, business combinations and certain acquisitions of our common stock may require the prior approval of or notice to the Federal Reserve Board. If an entity seeks to acquire, either acting alone or in concert with others, 25% or

more of any class of our voting stock, acquire control of the election or appointment of a majority of the directors on our board of directors, or exercise a controlling influence over our management or policies, it would be required to obtain the prior approval of the Federal Reserve Board. An existing bank holding company generally would need to obtain the Federal Reserve Board’s approval before acquiring 5% or more of any class of our voting stock. In addition, under other Federal Reserve Board regulations, if any individual or entity seeks to acquire, either acting alone or in concert with others, 25% or more of any class of our voting stock, the individual or entity generally is required to provide 60 days’ prior notice to the Federal Reserve Board. An individual or entity is presumed to control us, and therefore generally required to provide 60 days’ prior notice to the Federal Reserve Board, if the individual or entity acquires 10% or more of any class of our voting stock, although the individual or entity may seek to rebut the presumption of control based on the facts. Authorized but Unissued Common and Preferred Stock The existence of authorized and unissued common and preferred stock may enable our board of directors to issue shares to persons friendly to current management, which could render more difficult or discourage an attempt to obtain control of us by means of a merger, tender offer, proxy contest or otherwise, and could thereby protect the continuity of our management and possibly deprive stockholders of opportunities to sell common stock they own at prices higher than prevailing market prices. Stockholder Action Our certificate of incorporation provides that any action required or permitted to be taken by our stockholders must be effected at a duly called annual or special meeting of such holders and may not be effected by any consent in writing by such holders; provided, however, that any action required or permitted to be taken by the holders of any series of preferred stock, voting separately as a series or separately as a class with one or more other such series, may be taken without a meeting, without prior notice and without a vote, to the extent expressly so provided by the applicable preferred stock designation. Our certificate of incorporation also provides that, except as required by law and subject to the rights of any holders of preferred stock, special meetings of our stockholders for any purpose or purposes may be called only (i) by or at the direction of our board of directors, any committee of our board of directors, our Chairman of the board of directors or our Chief Executive Officer or (ii) by our corporate secretary upon the written request of holders of a majority of our issued and outstanding common stock. No business other than that stated in the notice will be transacted at any special meeting. These provisions may have the effect of delaying consideration of a stockholder proposal until the next annual meeting. Advance Notice Requirements for Nominations of Directors or Other Stockholder Proposals; Proxy Access A A A Our bylaws require stockholders seeking to nominate persons for election as directors at an annual or special meeting of stockholders, or to bring other business before an annual or special meeting (other than a matter brought under Rule 14a-8 under the Exchange Act), to provide timely notice in writing. To be timely, a stockholder’s notice generally must be delivered to our corporate secretary, in the case of an annual meeting, not later than the close of business on the 90th day, nor earlier than the close of business on the 120th day, prior to the anniversary date of the immediately preceding annual meeting of stockholders. However, if the annual meeting is called for a date that is more than 30 days before or more than 70 days after that anniversary date, or in the case of a special meeting, to be timely, a stockholder’s notice must be received by our corporate secretary not earlier than the close of business on the 120th day prior to such meeting and not later than the close of business on the later of the 90th day prior to such meeting or the tenth day following the day on which public announcement is first made by us of the date of such meeting. 2A stockholder’s notice to our corporate secretary must be in proper written form and must set forth information related to the stockholder giving the notice and the beneficial owner (if any) on whose behalf the nomination is made, including: A A A the name and record address of the stockholder and the beneficial owner; A A A information as to the ownership by the stockholder and the beneficial owner of our capital stock, derivative instruments, short positions and related information; A A A a representation that the stockholder is a holder of record of our stock entitled to vote at that meeting and that the stockholder intends to appear in person or by proxy at the meeting to propose such nomination or business; and A A A a representation whether the stockholder or the beneficial owner intends or is part of a group which intends to deliver a proxy statement or form of proxy to holders of at least the percentage of our outstanding capital stock required to elect the nominee, or otherwise to solicit proxies from stockholders in support of such nomination or proposal. As to each person whom the stockholder proposes to nominate for election as a director, the notice shall include, among other information, the following: A A A all information relating to the person that would be required to be disclosed in a proxy statement or other filings required to be made in connection with solicitations of proxies for election of directors in a contested election contest, or otherwise required, pursuant to the Exchange Act; A A A the person’s written consent to being named in the proxy statement as a nominee and to serving as a director if elected; A A A a written questionnaire with respect to the background and qualification of such person and the background of any other person or entity on whose behalf the nomination is being made; A A A the person’s written representation and agreement that: (i) A A A except as has been disclosed to us, such person is not and will not become a party to any voting commitment or compensation, reimbursement or indemnification arrangement in connection with service as a director and (ii) A A A such person would, if elected as a director, comply with all of our corporate governance, ethics, conflict of interest, confidentiality and stock ownership and trading policies and guidelines applicable generally to our directors; and A A A such other information as required under our bylaws. As to any other business that the stockholder proposes to bring before the meeting, the notice shall include, among other information, the following: A A A a brief description of the business desired to be brought before the meeting, the text of the proposal or business (including the complete text of any resolutions or bylaw amendment proposed for consideration), the reasons for conducting the business at the meeting and any material interest in such business of such stockholder and beneficial owner on whose behalf the proposal is made; and A A A a description of all agreements, arrangements and understandings between the stockholder and beneficial owner and any other person or persons acting in concert with them in connection with the proposal. Our bylaws also have proxy access procedures for stockholders to make nominations of candidates for election for directors at our annual meeting of stockholders. 3 Delaware Business Combination Statute Our certificate of incorporation does not exempt us from the application of Section 203 of the DGCL. Section 203 of the DGCL provides that, subject to exceptions set forth therein, an interested stockholder of a Delaware corporation shall not engage in any business combination, including mergers or consolidations or acquisitions of additional shares of the corporation from the corporation, with the corporation for a three-year period following the time that such stockholder became an interested stockholder unless: A A A prior to such time, the board of directors of the corporation approved either the business combination or the transaction which resulted in the stockholder becoming an interested stockholder; A A A upon consummation of the transaction which resulted in the stockholder becoming an interested stockholder, A A A the interested stockholder owned at least 85% of the voting stock of the corporation outstanding at the time the transaction commenced, other than statutorily excluded shares; or A A A at or subsequent to such time, the business combination is approved by the board of directors of the corporation and authorized at an annual or special meeting of stockholders by the affirmative vote of at least 66 2/3% of the outstanding voting stock which is not owned by the interested stockholder. Except as otherwise set forth in Section 203 of the DGCL, an interested stockholder is defined to include: A A A any person that is the owner of 15% or more of the outstanding voting stock of the corporation, or is an affiliate or associate of the corporation and was the owner of 15% or more of the outstanding voting stock of the corporation at any time within three years immediately prior to the date of determination; and A A A the affiliates and associates of any such person. Description of Depositary Shares The following description summarizes specific terms and provisions of the depositary shares relating to our Series A and Series B Preferred Stock (collectively, the “Preferred Stock”). General Our depositary shares represent proportional fractional interests in shares of our Preferred Stock. Each depositary share represents a 1/40th interest in a share of the Preferred Stock, and are evidenced by depositary receipts (the “depositary shares”). We will deposit the underlying shares of the Preferred Stock with a depositary pursuant to a deposit agreement among us, Computershare Trust Company, N.A., and Computershare Inc. collectively acting as depositary (the “depositary”) and the holders from time to time of the depositary receipts evidencing the depositary shares (the “deposit agreement”). Subject to the terms of the deposit agreement, each holder of a depositary share is entitled, through the depositary, in proportion to the applicable fraction of a share of Preferred Stock represented by such depositary share, to all the rights and preferences of the Preferred Stock represented thereby (including dividend, voting, redemption and liquidation rights). The depositary’s principal executive office is located at 150 Royall Street, Canton, Massachusetts 02021. Series A Preferred Stock Shares of the Series A Preferred Stock: (i) ranks senior to our common stock; (ii) ranks junior to any of our existing and future indebtedness and (iii) at least equally with each other series of preferred stock we may issue if provided for in the certificate of designations relating to such preferred stock or otherwise (except for any senior stock that may be issued with the requisite consent of the holders of the Series A Preferred Stock and all other parity stock, including the Series B Preferred Stock), with respect to the payment of dividends and distributions of assets upon liquidation, dissolution or winding up. The Series A Preferred Stock will not be convertible into, or exchangeable for, shares of any other class or series of stock or other securities of Synchrony. The Series A Preferred Stock has no stated maturity and will not be subject to any sinking fund or other obligation of Synchrony Financial to redeem or repurchase the Series A Preferred Stock. 4 Shares of the Series A Preferred Stock, upon issuance against full payment of the purchase price for the depositary shares, will be fully paid and nonassessable. The depositary will be the sole holder of shares of the Series A Preferred Stock. The holders of depositary shares will be required to exercise their proportional rights in the Series A Preferred Stock through the depositary, as described below. Series B Preferred Stock Shares of the Series B Preferred Stock: (i) ranks senior to our common stock; (ii) ranks junior to any of our existing and future indebtedness and (iii) at least equally with each other series of preferred stock we may issue if provided for in the certificate of designations relating to such preferred stock or otherwise (except for any senior stock that may be issued with the requisite consent of the holders of the Series B Preferred Stock and all other parity stock, including the Series A Preferred Stock), with respect to the payment of dividends and distributions of assets upon liquidation, dissolution or winding up. The Series B Preferred Stock will not be convertible into, or exchangeable for, shares of any other class or series of stock or other securities of Synchrony. The Series B Preferred Stock has no stated maturity and will not be subject to any sinking fund or other obligation of Synchrony Financial to redeem or repurchase the Series B Preferred Stock. Shares of the Series B Preferred Stock, upon issuance against full payment of the purchase price for the depositary shares, will be fully paid and nonassessable. The depositary will be the sole holder of shares of the Series B Preferred Stock. The holders of depositary shares will be required to exercise their proportional rights in the Series B Preferred Stock through the depositary, as described below. Dividends and Other Distributions A A A Each dividend payable on a depositary share will be in an amount equal to 1/40th of the dividend declared and payable on the related share of the Preferred Stock. A A A The depositary will distribute any cash dividends or other cash distributions received in respect of the deposited Preferred Stock to the record holders of depositary shares relating to the underlying Preferred Stock in proportion to the number of depositary shares held by the holders. If we make a distribution other than in cash, the depositary will distribute any property received by it to the record holders of depositary shares entitled to those distributions, unless it determines that the distribution cannot be made proportionally among those holders or that it is not feasible to make a distribution. In that event, the depositary may, with our approval, sell the property and distribute the net proceeds from the sale to the holders of the depositary shares. A A A Record dates for the payment of dividends and other matters relating to the depositary shares will be the same as the corresponding record dates for the Preferred Stock. A A A The amounts distributed to holders of depositary shares will be reduced by any amounts required to be withheld by the depositary or by us on account of taxes or other governmental charges. The depositary may refuse to make any payment or distribution, or any transfer, exchange, or withdrawal of any depositary shares or the shares of the Preferred Stock until such taxes or other governmental charges are paid. Redemption of Depositary Shares A A A If we redeem the Preferred Stock represented by the depositary shares, the depositary shares will be redeemed from the proceeds received by the depositary resulting from the redemption of the Preferred Stock held by the depositary. The redemption price per depositary share is expected to be equal to 1/40th of the redemption price per share payable with respect to the Preferred Stock (or \$25 per depositary share), plus any declared and unpaid dividends. A A A Whenever we redeem shares of Preferred Stock held by the depositary, the depositary will redeem, as of the same redemption date, the number of depositary shares representing shares of the Preferred Stock so redeemed. If fewer than all of the outstanding depositary shares are redeemed, the depositary will select the depositary shares to be redeemed pro rata or by lot or in such other manner determined by us to be fair and equitable. The depositary will send notice of redemption to record holders of the depositary receipts not less than 30 and not more than 60 days prior to the date fixed for redemption of the Preferred Stock and the related depositary shares. 5 Restrictions upon the Right to Deposit or Withdrawal of the Preferred Stock A A A The deposit of the Preferred Stock may be refused, the delivery of receipts against Preferred Stock may be suspended, the registration of transfer of receipts may be refused and the registration of transfer, surrender or exchange of outstanding receipts may be suspended (i) during any period when the register of stockholders of Synchrony Financial is closed or (ii) if any such action is deemed necessary or advisable by the depositary, any of the depositary’s agents or Synchrony Financial at any time or from time to time because of any requirement of law or of any government or governmental body or commission or under any provision of the deposit agreement. A A A Upon surrender of a receipt or receipts at the depositary’s office or at such other offices as it may designate for the purpose of effecting a split-up or combination of such receipt or receipts, and subject to the terms and conditions of the deposit agreement, the depositary shall execute a new receipt or receipts in the authorized denomination or denominations requested, evidencing the aggregate number of depositary shares evidenced by the receipt or receipts surrendered, and shall deliver such new receipt or receipts to or upon the order of the holder of the receipt or receipts so surrendered. If the depositary receipts delivered by the holder evidence a number of depositary shares in excess of the number of depositary shares representing the number of whole shares of the Preferred Stock to be withdrawn, the depositary will deliver to the holder at the same time a new depositary receipt evidencing such excess number of depositary shares. A A A In no event will fractional shares of the Preferred Stock (or any cash payment in lieu thereof) be delivered by the depositary. Delivery of the Preferred Stock and money and other property, if any, being withdrawn may be made by the delivery of such certificates, documents of title and other instruments as the depositary may deem appropriate. Voting the Preferred Stock A A A Because each depositary share represents a 1/40th interest in a share of the Preferred Stock, holders of depositary receipts will be entitled to 1/40th of a vote per depositary share under those limited circumstances in which holders of the Preferred Stock are entitled to a vote. A A A When the depositary receives notice of any meeting at which the holders of the Preferred Stock are entitled to vote, the depositary will send the information contained in the notice to the record holders of the depositary shares relating to the Preferred Stock. Each record holder of the depositary shares on the record date, which will be the same date as the record date for the Preferred Stock, may instruct the depositary to vote the amount of the Preferred Stock represented by the holder’s depositary shares. To the extent possible, the depositary will vote the amount of the Preferred Stock represented by depositary shares in accordance with the instructions it receives. We will agree to take all reasonable actions that the depositary determines are necessary to enable the depositary to vote as instructed. If the depositary does not receive specific instructions from the holders of any depositary shares representing the Preferred Stock, it will not vote the amount of the Preferred Stock represented by such depositary shares. Amendment and Termination of Depositary Agreement A A A We and the depositary at any time may amend the form of depositary receipt evidencing the depositary shares and any provision of the deposit agreement. However, any amendment which materially and adversely alters the rights of the holders of depositary shares will not be effective unless such amendment has been approved by the holders of at least a two-thirds majority of the depositary shares then outstanding. We or the depositary may terminate the deposit agreement only if all outstanding depositary shares have been redeemed, there has been a final distribution in respect of the Preferred Stock in connection with any liquidation, dissolution or winding up of Synchrony Financial and such distribution has been distributed to the holders of depositary receipts, or upon the consent of the holders of receipts representing not less than two-thirds of the depositary shares outstanding. 6 Charges of Depositary A A A We will pay all transfer and other taxes and governmental charges arising solely from the existence of the depositary arrangements. We will pay charges of the depositary in connection with the initial deposit of the preferred stock and any redemption of the preferred stock. Holders of depositary receipts will pay other transfer and other taxes and governmental charges and such other charges as are expressly provided in the deposit agreement to be for their accounts. Rights of Holders of Receipts to Inspect the Transfer Books of the Depositary The depositary will keep a receipt register at the depositary’s office for the registration of depositary receipts and transfers of depositary receipts during business hours at the office of the depositary’s agents for inspection by the holders. Miscellaneous The depositary shall furnish to holders of receipts any reports and communications received from us which is received by the depositary and which Synchrony Financial is required to furnish to the holders of the Preferred Stock. Under the terms of the deposit agreement, the depositary will treat the persons in whose names the depositary shares, including the depositary receipts, are registered as the owners of such securities for the purpose of receiving payments and for all other purposes. Consequently, neither we, nor any depositary, nor any agent of us or any such depositary will have any responsibility or liability for any aspect of the records relating to, or payments made on account of, beneficial ownership interests in the depositary receipts, for maintaining, supervising or reviewing any records relating to such beneficial ownership interests. Neither the depositary nor any depositary’s agent, nor any registrar, transfer agent, redemption agent or dividend disbursing agent nor Synchrony Financial shall be liable for any action or any failure to act by it in reliance upon the written advice of legal counsel or accountants, or information from any person presenting the Preferred Stock for deposit, any holder of a receipt or any other person believed by it in good faith to be

competent to give such information. The depositary, any depositary’s agent, registrar, transfer agent, redemption agent or dividend disbursing agent and Synchrony Financial may each rely and shall each be protected in acting upon or omitting to act upon any written notice, request, direction or other document believed by it to be genuine and to have been signed or presented by the proper party or parties.

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What to Know & ApplicabilityEmployee ResponsibilitiesDerivative Transactions; Margin Accounts and Pledging Additional Restrictions and Requirements applicable to Directors, Section 16 Officers and certain other Company EmployeesDefinitions, Guidelines and ExamplesAdditional responsibilities of Leaders Violations Policy GovernanceWhat to Know & ApplicabilitySynchrony Financial (the “Synchrony”) and its subsidiaries and affiliates (collectively, the “Company”) are committed to the principles of fair and open markets for publicly traded securities throughout the world. This Insider Trading Policy (this “Policy”) establishes standards of conduct for the Company; and applies to all directors, officers and employees; and others acting on behalf of the Company or who obtain material or price-sensitive non-public information through their work for the Company, as well as Family Members and Controlled Entities. For purposes of this Policy, “Family Members” are defined to include anyone who lives in the household, whether or not family members (other than domestic employees), and any child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, and in-law, in each case, whose transactions are subject to your influence or control. You are responsible for the transactions of Family Members and therefore should inform your Family Members of the need to confer with you before they transact in Company Securities. This Policy does not, however, apply to personal securities transactions of Family Members where the transaction decision is made by a third party not controlled by, influenced by or related to you or your Family Members. “Controlled Entities” are defined as any entities or accounts, including corporations, partnerships or trusts, which are under your influence or control, or are a beneficiary of you or your Family Members. Transactions by such Controlled Entities should be treated as if they were for the account of you or your Family Member for the purposes of this Policy and applicable securities laws. Additional defined terms are set out under “Definitions, Guidelines and Examples” below. Insider trading and stock tipping are criminal offenses in most countries where Synchrony does business. The requirements of this Policy include full compliance with applicable laws prohibiting insider trading and stock tipping. Insider trading means transacting in stock or other securities of any company while in possession of material non-public information about the company or its securities. Stock tipping means disclosing material non-public information about a company to another person “for example, a relative, colleague or friend” to enable the person to buy or sell stock or other securities of the company on the basis of such information. This Policy sets forth guidelines designed to avoid even the appearance of insider trading or stock tipping. It is not meant to restrict the freedom of employees to make personal investments, or the company’s right to legitimately use and disclose material non-public information in the ordinary conduct of its business. This Policy applies to transactions in securities issued by the Company, including common stock, options or other types or securities, such as preferred stock, debt, convertible debt and warrants, as well as derivative securities whether or not they are issued by the Company (collectively, “Company Securities”). It also prohibits transactions in the securities of another company based on material non-public information obtained through your work for the Company (collectively with Company Securities, “Securities”). The types of transactions subject to this Policy include purchases, sales, bona fide gifts, and other acquisitions and dispositions of Securities, including acquisitions of phantom stock units or investments in funds that track the performance of Company Securities through Synchrony’s Deferred Compensation or Restoration plans. This Policy continues to apply to transactions in Securities even after your service with the Company has ended. Following termination of service to the Company, you may not transact in Securities until any material nonpublic information you possessed at the time of your termination is made available to the public or is no longer material. The Company will not trade in Company Securities in violation of applicable securities laws or stock exchange listing standards. Responsibilities: Never buy or sell the stock or other securities of any company, including Synchrony, while you have material non-public information about the company. Never recommend or suggest that anyone else buy or sell the stock or other securities of any company, including Synchrony, while you have material non-public information about the company. You must not disclose material non-public information to anyone outside Synchrony (including Family Members), except when you reasonably believe such disclosure is needed to enable Synchrony to carry on its business properly and effectively, and appropriate steps have been taken by Synchrony to prevent the misuse of the information. Please refer to the Company’s Disclosure Policy for more information. This does not apply to protected disclosures to government agencies. Employees are urged to consult with company legal counsel in these instances to determine if such disclosure is needed and is being undertaken in an appropriate manner. Only disclose or discuss material non-public information within Synchrony as necessary in the ordinary course of business and when you have no reason to believe that the information will be misused. Do not serve as an independent consultant or expert outside the Company on business matters within the scope of your Synchrony employment that may lead to disclosure, even if accidental, of material non-public information. Review this Policy in its entirety and understand your obligations and restrictions prior to engaging in transactions in Securities. You also have the right to, without notice to or authorization from Synchrony, provide truthful information or documents to, file a charge with, report possible violations of law or regulations to, or participate in investigations or proceedings conducted by, a government agency. However, you are not authorized to make any disclosures as to which Synchrony may assert protection from disclosure under the attorney-client privilege or the attorney work product doctrine without prior written consent of Synchrony’s General Counsel or such individual holding a functionally equivalent position, or another authorized officer designated by Synchrony. Derivative Transactions; Margin Accounts and Pledging All individuals subject to this Policy are prohibited from: Entering into any derivative transaction in Company Securities, including any short-sale, forward, exchange-traded option, collar, prepaid variable forward contract, equity swap, certain exchange funds if the terms of such fund indicate that the fund could be used to hedge Company Securities, or other hedging or monetization transaction; and Holding Company Securities in a margin account or pledging Company Securities as collateral for a loan. Pre-Arranged Trading Plans You must consult with and obtain written authorization from the Corporate and Securities Legal Group prior to adopting, amending or terminating a Rule 10b5-1 Plan or similar pre-arranged trading plan, including any non-Rule 10b5-1 trading arrangement, as defined in the rules of the U.S. Securities and Exchange Commission (the “SEC”). Rule 10b5-1 plans and other pre-arranged trading plans may only be adopted, modified, or terminated in good faith and at a time when you have no material non-public information regarding the Company or its securities. Additional restrictions and requirements applicable to Directors, Section 16 Officers and certain other Company Employees: Directors & Section 16 Officers: o Pre-clearance Requirements: All directors and Section 16 officers must obtain prior written approval from the Corporate and Securities Legal Group before making any changes in their direct or indirect holdings of Company Securities, even during open trading window periods. All directors and Section 16 officers seeking to pre-clear a transaction involving Company Securities must notify the Corporate and Securities Legal Group in writing of the desire to conduct a transaction at least two (2) business days before the date of the proposed transaction. All directors and Section 16 officers should be prepared to provide the dates on which the proposed transactions are expected to occur and the number of shares subject to the transaction, to identify the broker-dealer or any other investment professional responsible for executing the transaction, and to confirm that they have no material non-public information regarding the Company or its securities. The Corporate and Securities Legal Group will inform the requesting individual of a decision with respect to the request as soon as possible after considering all the circumstances relevant to his/her determination. The Corporate and Securities Legal Group is under no obligation to approve a transaction submitted for pre-clearance, and may determine not to permit the transaction. If the Corporate and Securities Legal Group has not responded to a request for pre-clearance, do not transact in the Company’s Securities. If approved, the transaction must occur within two (2) business days after receipt of approval (so long as the transaction is not during a Blackout Period and the director or Section 16 officer does not come into possession of material non-public information prior to executing the transaction), and the individual shall provide same-day confirmation to the Corporate and Securities Legal Group when such transaction occurs. If permission is denied, refrain from initiating any transaction in Company Securities, and do not inform any other person of the restriction. Pre-clearance requests will not be granted during a Blackout Period. For the avoidance of doubt, all directors and Section 16 officers must pre-clear gifts to charities or other persons and other transfers of Company Securities, including transactions in the Company’s Deferred Compensation and Restoration plans, with the Corporate and Securities Legal Group before the gift or other transfer is made. Exception: Pre-clearance is not required for individual transactions effected pursuant to a Rule 10b5-1 Plan or other pre-arranged trading plan that was pre-approved in writing by the Corporate and Securities Legal Group. o 30-Day Trading Windows: Members of the board of directors of Synchrony Financial and Synchrony Bank, employees that report directly to the Chief Executive Officer and any other employees designated by the board of directors as Section 16 officers, as well as Family Members and Controlled Entities of the aforementioned persons, may only transact in Company Securities during quarterly 30-day “trading windows” beginning at the commencement of the third trading day after the quarterly earnings press release provided that they have obtained pre-clearance from Legal and are not in possession of material non-public information about the Company. o Short-Swing Trading/Control Stock/Section 16 Reports: Members of the board of directors and Section 16 officers subject to the reporting obligations under Section 16 of the Exchange Act should take care not to violate the prohibition on short-swing trading (Section 16(b) of the Exchange Act) and the restrictions on sales by control persons (Rule 144 under the Securities Act of 1933, as amended), and should file or cause to be filed all appropriate Section 16(a) reports (Forms 3, 4 and 5), and any notices of sale required by Rule 144. Non-Director/Section 16 Officer Designated Persons: o Quarterly Blackout Period: 1. Designated Synchrony employees who have access to material non-public information in the regular course of their employment (the “Designated Persons”) are prohibited from trading Company Securities during quarterly “blackout” periods commencing on the 16th day of March, June, September and December and ending at the commencement of the third trading day after the quarterly earnings press release (the “Blackout Period”). A list of Designated Persons subject to the Blackout Period is maintained by Legal in consultation with the Chief Financial Officer, Chief Accounting Officer and Controller and updated at least quarterly. Definitions, Guidelines and Examples The following definitions, guidelines and examples apply solely for the purpose of implementing and explaining this policy. Material non-public information means information that you may have learned about Synchrony or another company that is non-public and material. Information is non-public when it is not available to the marketplace generally. Guidelines: Information is generally considered to be non-public when it is not available to the general public. Even after the information is released to the public, there must be adequate time (generally after two trading days) for the market to become fully aware of the information before it is considered to be public. Do not assume that information, rumors or recommendations you receive about the stock or other security of any company are public if they come from a friend or colleague, particularly if there is any indication that the ultimate source of the information may have had material non-public information about the company. Unless there is reason to believe otherwise, you may assume that recommendations or information from a legitimate securities broker or investment advisor is publicly available. You should be free to buy or sell securities on the basis of such recommendation or information, in compliance with the terms of this policy, as long as you do not possess material non-public information about the particular company. In order to establish that the information has been disclosed to the public, it may be necessary to demonstrate that the information has been widely disseminated. Information disclosed by the following methods are generally considered to be widely disseminated: A Form 8-K or other document filed with, or submitted to, the SEC when available on the SEC’s website; A press release disseminated through newswire services; or A conference call (or webcast of such call) that is open to the public at large, and has been the subject of adequate advance notice within the meaning of Regulation FD, under the Securities Exchange Act of 1934 (the “Exchange Act”). Examples: Say you learn in the course of your work that Synchrony is entering into a new program agreement with a large retailer. You should assume the information is non-public until after the Company has disclosed the transaction and the market has had time to assimilate the information. Non-public information is material if there is a substantial likelihood that a reasonable investor would consider it important, as part of the total mix of available information, in deciding whether to buy, hold, or sell a security, such as a stock, bond, or put or call option, or if publication would be likely to have a significant effect on the price of such security. Information may be important for this purpose even if it would not alone determine the investor’s decision. Guidelines: To minimize the risk of misjudging whether non-public information is material or price-sensitive or whether reasonable investors would consider particular information to be important, you should assume the information would be material if it affects in any way your own consideration of whether or when to buy or sell the security in question. In other words, you should assume that any non-public information about a company that would influence your own decision about whether to buy or sell that company’s stock or other securities is material non-public information, and you should not, until after the information has become public, (1) buy or sell the security, (2) recommend that anyone else buy or sell the security, or (3) disclose the information except in accordance with the requirements of this Policy. A significant departure from your customary trading practices following your receipt of non-public information could also be viewed as evidence of the materiality of the information. Any information may be material non-public information regardless of whether it is developed internally or obtained from others (e.g., current or prospective retail partners or suppliers). Also, material non-public information may relate to the securities of Synchrony or any other company. Examples: Material non-public information relating to Synchrony or to one of its retail partners, suppliers or other business partners may include non-public information concerning financial performance, especially quarterly and year-end earnings and key financial metrics, and significant changes in financial performance or liquidity; projections and strategic plans; a merger, acquisition, disposition, joint venture or other transaction; significant changes to a significant retail partner relationship or a substantial contract award or termination; changes in credit ratings; financing transactions, equity offerings, or changes in dividend policy or any buyback program; significant process or product developments; significant changes in senior leadership or the board of directors; significant regulatory matters; government investigations of a company or its senior officers; actual or threatened significant litigation, or the resolution of such litigation; reorganizations, impairments, charges, or restatements to historic financial results; changes or disputes with our independent auditor; or a significant data security breach or other cybersecurity incidents. Securities are defined broadly to include any stock, bond, note, debenture, put or call option or other instrument commonly known as a security. Guidelines: You should treat decisions relating to investments in any plan or arrangement involving Company Securities or rights based upon the price of those Company Securities the same way you would treat decisions involving the direct purchase or sale or other transactions in Company Securities. For example, you should not change investment elections, or switch into or out of Company Securities, if you have material non-public information about Synchrony or its securities. Generally, you will have no reason to believe that material non-public information will be misused or improperly disclosed by the recipient if you disclose information within Synchrony in good faith, in the ordinary course of business, and under circumstances that do not suggest that improper conduct by the recipient is likely. Guidelines: Securities regulators and the courts consider a number of factors in determining whether someone who disclosed material non-public information should have known that the disclosure was likely to lead to improper trading. These factors include the price sensitivity of the information, the degree of business justification for the disclosure and the relationship between the individual disclosing and the individual receiving the information. If questions arise, you should consult with a member of the Corporate and Securities Legal Group before making the disclosure. You should be particularly alert to situations where you are asked to serve as an independent consultant or expert to investment professionals on business matters within the scope of your Synchrony employment. All Synchrony employees are prohibited from serving in these capacities. Direct and Indirect Ownership. You are considered to directly hold Synchrony securities that are owned: (i) in your name individually; (ii) jointly in your name and the name of another person; or (iii) in a brokerage or IRA account for you. You are considered to indirectly hold any Synchrony securities that are owned by: (i) a family member sharing your household or whose investments you influence or control; (ii) A trust over which you have any investment control (e.g., as a trustee) or in which you or any immediate family member has a current or contingent interest; (iii) partnerships in which you are a partner; or (iv) corporations or other entities that you are deemed to control. This policy applies to securities that you hold directly and indirectly. Rule 10b5-1 Plan. Rule 10b5-1 under the Exchange Act provides an affirmative defense, under certain conditions, against allegations that an insider transacted in the Company’s securities while aware of material non-public information. In order to be eligible to rely on this defense, a person subject to this Policy must enter into a trading plan for transactions in Company Securities in good faith and at a time when they do not have any material non-public information regarding the Company or its securities, and the plan must meet all applicable conditions specified in Rule 10b5-1. If the plan meets the requirements of Rule 10b5-1, Company Securities may be purchased or sold without regard to certain insider trading restrictions, including pre-clearance requirements. A member of the Corporate and Securities Legal Group must be consulted, and their written authorization must be obtained, prior to adopting, amending or terminating a Rule 10b5-1 plan or similar trading plan. Violations Employees who violate the spirit or letter of Synchrony’s policies are subject to disciplinary action up to and including termination of employment. Violation of this Policy can also mean breaking the law, thereby subjecting you to criminal penalties (fines and/or jail sentences) or civil sanctions (damage awards and/or fines). The company could also be subjected to significant civil liability and penalties. Certain parts of this Policy may be more restrictive than applicable securities laws. In some cases courts have found the violation of an employer’s rule or policy to be evidence of a violation of the law

prohibiting insider trading and tipping. However, an important purpose of this Policy is to establish standards of conduct that will avoid even the appearance of impropriety. Such provisions are not intended to serve as a basis for establishing civil or criminal liability that would not otherwise exist in the absence of this Policy. Policy Governance The Board shall periodically review this Policy. Any amendments to this Policy must be approved by the Board, other than ministerial or administrative amendments which may be made by the Corporate and Securities Legal Group and later presented to the Board of Directors.8 EX-21 4 ex-2112312024.htm EX-21 DocumentExhibit 21List of SubsidiariesA Name of Subsidiaryjurisdiction of OrganizationCareCredit LLCCaliforniaLoop Commerce, LLCDelawareRetail Finance Credit Services, LLCDelawareRetail Finance International Holdings, Inc.DelawareRetail Finance Servicing, LLCDelawareRFS Holding, Inc.DelawareRFS Holding, L.L.C.DelawareSherman Clay & Co., LLCDelawareSynchrony BankUnited StatesSynchrony Financial CanadaOntarioSynchrony Financial Canada CompanyNova ScotiaSynchrony Global Services Philippines, Inc.PhilippinesSynchrony Holding CompanyNova ScotiaSynchrony International Resource Management, LLCDelawareSynchrony International Services Private LimitedIndiaSynchrony Lending, Inc.DelawareSynchrony Sales Finance Holding, LLCDelawareSynchrony Card Funding, LLCDelawareA Securitization TrustsA Without taking a position as to whether they are â€œsubsidiariesâ€ within the meaning of Rule 405, the following securitization entities are consolidated within the Companyâ€™s financial statements:A Name of Trustjurisdiction of OrganizationSynchrony Credit Card Master Note TrustDelawareSynchrony Sales Finance Master TrustDelawareSynchrony Card Issuance TrustDelaware EX-23 5 ex-2312312024consentsecm.htm EX-23 DocumentExhibit 23Consent of Independent Registered Public Accounting FirmWe consent to the incorporation by reference in the registration statement (No.A 333â€266264) on Form S-3 and in the registration statement (No.A 333â€232818) on Form S-8 of Synchrony Financial of our reports dated FebruaryÂ 7, 2025, with respect to the Consolidated Statements of Financial Position of Synchrony Financial and subsidiaries as of DecemberÂ 31, 2024 and 2023, and the related Consolidated Statements of Earnings, Comprehensive Income, Changes in Equity, and Cash Flows for each of the years in the three-year period ended DecemberÂ 31, 2024, and the related notes (collectively, the consolidated financial statements), and the effectiveness of internal control over financial reporting as of DecemberÂ 31, 2024, which reports appear in the DecemberÂ 31, 2024 annual report on Form 10â€K of Synchrony Financial./s/ KPMG LLPNew York, New York FebruaryÂ 7, 2025 EX-31. A 6 ex-31a12312024.htm EX-31. A DocumentExhibit 31(a) Certification Pursuant to Rules 13a-14(a) or 15d-14(a) Under the Securities Exchange Act of 1934, as Amended I, Brian D. Doubles, certify that:1.I have reviewed this annual report on Form 10-K of Synchrony Financial;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: FebruaryÂ 7, 2025 /s/ Brian D. DoublesBrian D. DoublesChief Executive Officer EX-31. B 7 ex-31b12312024.htm EX-31. B DocumentExhibit 31(b) Certification Pursuant to Rules 13a-14(a) or 15d-14(a) Under the Securities Exchange Act of 1934, as Amended I, Brian J. Wenzel Sr., certify that:1.I have reviewed this annual report on Form 10-K of Synchrony Financial;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: FebruaryÂ 7, 2025 /s/ Brian J. Wenzel Sr.Brian J. Wenzel Sr.Chief Financial Officer EX-32 8 ex-3212312024.htm EX-32 DocumentExhibit 32 Certification Pursuant to 18 U.S.C. Section 1350 In connection with the Annual Report of Synchrony Financial (the â€œregistrantâ€) on Form 10-K for the period ended DecemberÂ 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œreportâ€), we, Brian D. Doubles, Chief Executive Officer, and Brian J. Wenzel Sr., Chief Financial Officer, of the registrant, certify, pursuant to 18 U.S.C. Â§ 1350, that to our knowledge:1.The report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and2.The information contained in the report fairly presents, in all material respects, the financial condition and results of operations of the registrant.Date: FebruaryÂ 7, 2025 /s/ Brian D. DoublesBrian D. DoublesChief Executive Officer/s/ Brian J. Wenzel Sr.Brian J. Wenzel Sr.Chief Financial Officer EX-97 9 ex-9712312024xsyfinancial.htm EX-97 DocumentExhibit 97SYNCHRONY FINANCIAL(the â€œCompanyâ€) has adopted this policy (the â€œPolicyâ€) to provide for the recovery by the Company, in the event of a Recovery Trigger (as defined below), of certain incentive-based compensation received by certain current and former executive officers, as further specified in this Policy.This Policy is intended to comply with the requirements of Section 303A.14 of the Listed Company Manual of the New York Stock Exchange (the â€œNYSEâ€) relating to erroneously awarded compensation.Section 2. Administration. The Board, or if delegated by the Board, the Management Development and Compensation Committee of the Board (the â€œMDCCâ€), as a committee of independent directors of the Board, will administer and interpret this Policy and make all determinations for the administration of this Policy. Any determinations made by the Board and/or MDCC, as applicable, will be final, binding, and conclusive on all affected individuals. For the avoidance of doubt, any director who is a Covered Individual (as defined below) under this Policy may not participate in discussions related to, or vote on, any potential recovery of their Incentive- Based Compensation (as defined below) under this Policy.Section 3. Statement of Policy. Following the occurrence of a Recovery Trigger, the Company will recover reasonably promptly the Erroneously Awarded Compensation (as defined below) from the applicable Covered Individual(s), except as in accordance with this Policy.Section 4. Covered Individuals Subject to this Policy. The Policy is applicable to any current or former â€œexecutive officerâ€ of the Company as defined in Section 303A.14 of the NYSE Listed Company Manual who â€œreceivedâ€ (see Section 7 below) the subject Incentive-Based Compensation after beginning service as an â€œexecutive officerâ€ and who served as an â€œexecutive officerâ€ at any time during the performance period (for that Incentive-Based Compensation) covered by the Recovery Period (as defined below) (together, â€œCovered Individualsâ€).Section 5. Recovery Trigger for Accounting Restatements. A â€œRecovery Triggerâ€ will have occurred upon the earlier to occur of: (i) the date the Board or the Audit Committee of the Board, concludes, or reasonably should have concluded, that the Company is required to prepare an Accounting Restatement (as defined below), or (ii) the date a court, regulator or other legally authorized body directs the Company to prepare an Accounting Restatement.For the purposes of this Policy, an â€œAccounting Restatementâ€ means a restatement of the Companyâ€™s financial statements due to the material noncompliance of the Company with any financial reporting requirement under the securities laws, including any required accounting restatement (i) to correct an error in previously issued financial statements that is material to the previously issued financial statements or (ii) that would result in a material misstatement if the error were corrected in the current period or left uncorrected in the current period.For the avoidance of doubt, the Companyâ€™s obligation to recover Erroneously Awarded Compensation is not dependent on if or when the restated financial statements are filed with the Securities and Exchange Commission (â€œSECâ€).Section 6. Recovery Period. The Policy will apply to Incentive-Based Compensation â€œreceivedâ€ (see Section 7 below) during the three completed fiscal years immediately preceding the date on which a Recovery Trigger occurs (the â€œRecovery Periodâ€). In addition to these last three completed fiscal years, this Policy applies to any transition period (that results from a change in the Companyâ€™s fiscal year) within or immediately following such three completed fiscal years. However, a transition period between the last day of the Companyâ€™s previous fiscal year end and the first day of its new fiscal year that comprises a period of nine to 12 months would be deemed a completed fiscal year.Section 7. Compensation â€œReceivedâ€. Incentive-Based Compensation is deemed â€œreceivedâ€ by a Covered Individual in the Companyâ€™s fiscal period during which the Financial Reporting Measure (as defined below) specified in the Incentive-Based Compensation award is attained, even if the payment or grant of the applicable award occurs after the end of that period. Notwithstanding anything to the contrary contained herein, the only compensation subject to this Policy is Incentive-Based Compensation â€œreceivedâ€ by Covered Individuals on or after October 2, 2023 and while the Company had a class of securities listed on a national securities exchange or a national securities association.Section 8. Incentive-Based Compensation Subject to Recovery. Any compensation that is granted, earned, or vested based wholly or in part upon the attainment of a Financial Reporting Measure (â€œIncentive-Based Compensationâ€) will be subject to this Policy. A â€œFinancial Reporting Measureâ€ is a measure that is determined and presented in accordance with the accounting principles used in preparing the Companyâ€™s financial statements and any measures that are derived wholly or in part from such measures. Stock price and total shareholder return are also Financial Reporting Measures. A Financial Reporting Measure need not be presented within the financial statements or included in a filing with the SEC. Incentive-Based Compensation is subject to recovery under this Policy even if the Accounting Restatement was not due to any misconduct or failure of oversight on the part a Covered Individual.Section 9. Recovery of Erroneously Awarded Compensation. In the event of a Recovery Trigger, the Company will seek to recover from any applicable Covered Individual an amount of Incentive-Based Compensation â€œreceivedâ€ (see Section 7 above) that exceeds the amount that otherwise would have been â€œreceivedâ€ (see Section 7 above) by such Covered Individual had it been determined based on the restated amounts, computed without regard to any taxes paid (such excess amount, the â€œErroneously Awarded Compensationâ€). For Incentive-Based Compensation based on stock price or total shareholder return, where the amount of Erroneously Awarded Compensation is not subject to mathematical recalculation directly from the information in an Accounting Restatement (A) the amount must be based on a reasonable estimate of the effect of the Accounting Restatement on the stock price or total shareholder return upon which the Incentive-Based Compensation was â€œreceivedâ€ (see Section 7 above) and (B) the Company will maintain documentation of that reasonable estimate and, if required by the NYSE, provide such documentation to the NYSE.Section 10. Limited Exceptions to Recovery. The Company must recover Erroneously Awarded Compensation in compliance with this Policy, except to the extent that the conditions of paragraphs (c)(1)(iv)(A), (B) or (C) of Section 303A.14 of the NYSE Listed Company Manual are met and the MDCC, or in the absence of such a committee, a majority of the independent directors serving on the Board, has made a determination that recovery would be impracticable.Section 11. Method of Recovery. The Board and/or MDCC, as applicable, will determine in its sole discretion how the Company will effect any reimbursement or recovery pursuant to this Policy, including, but not limited to the following: (1) seeking repayment from the Covered Individual; (2) reducing the amount that would otherwise be payable to the Covered Individual under a 2compensatory plan, program, agreement, policy or arrangement maintained by the Company or any of its affiliates; (3) canceling any outstanding vested or unvested award (whether cash- or equity-based) previously granted to the Covered Individual; or (4) any combination of the foregoing.Section 12. Policy Relationship to other Recoupment or Clawback Provisions. This Policy supplements any requirements imposed pursuant to applicable law or regulations, any clawback or recovery provision in the Companyâ€™s other policies, plans, awards and individual employment or other agreements (including any recovery provisions in the Companyâ€™s equity incentive plans or award agreements), and any other rights or remedies available to the Company, including termination of employment.In the event that a recovery is initiated under this Policy, amounts of Incentive-Based Compensation previously recovered by the Company from a Covered Individual pursuant to the Companyâ€™s other policies, plans, awards and individual employment or other agreements shall be considered so that recovery is not duplicative, provided that in the event of a conflict between any applicable clawback or recoupment provision, including this Policy, the right to clawback or recoupment shall be interpreted to result in the greatest clawback or recoupment from the Covered Individual.Section 13. Amendment or Termination of Policy. The Board may amend this Policy at any time, and from time to time, in its discretion. The Board may terminate this Policy at any time.Section 14. Disclosure. The Company is required to file this Policy as an exhibit to its Form 10-K filed with the SEC and is also subject to the disclosure requirements of Item 402(w) of Regulation S-K, SEC Rule 10D-1 and Section 303A.14 of the NYSE Listed Company Manual, as applicable.Section 15. Indemnification. The Company is prohibited from indemnifying any Covered Individual against the loss of Erroneously Awarded Compensation.Section 16. Successors. This Policy shall be binding and enforceable against all Covered Individuals and their successors, heirs, beneficiaries, executors, administrators or other legal or personal representatives.Section 17. Validity and Enforceability. To the extent that any provision of this Policy is found to be unenforceable or invalid under any applicable law, such provision will be applied to the maximum extent permitted and shall automatically be deemed amended in a manner consistent with its objectives to the extent necessary to conform to applicable law. The invalidity or unenforceability of any provision of this Policy shall not affect the validity or enforceability of any other provision of this Policy. This Policy is intended to comply with, shall be interpreted to comply with, and shall be deemed automatically amended to comply with Section 303A.14 of the NYSE Listed Company Manual, and any related rules or regulations promulgated by the SEC or the NYSE including any additional or new requirements that become effective after October 2, 2023.Section 18. Acknowledgement. Covered Individuals must sign the acknowledgment in the form of Annex A as soon as practicable after the later of (i) the effective date of this Policy or(ii) the date on which the individual is appointed to a position as a Covered Individual.Adopted by the Board of Directors on September 15, 2023 EX-101.SCH 10 syf-20241231.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Consolidated Statements of Earnings link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Consolidated Statements of Comprehensive Income link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Consolidated Statements of Financial Position link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Consolidated Statements of Financial Position Statement (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Consolidated Statements of Changes in Equity link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Consolidated Statements of Cash Flows link:presentationLink

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Disclosure - Equity and Other Stock Related Information Equity and Other Stock Related Information (Details) link:presentationLink link:calculationLink link:definitionLink 9955568 - Disclosure - Income Taxes Income Taxes- Earnings Before Income Tax Provision (Details) link:presentationLink link:calculationLink link:definitionLink 9955569 - Disclosure - Income Taxes- Significant Components of Income Tax Provision (Details) link:presentationLink link:calculationLink link:definitionLink 9955570 - Disclosure - Income Taxes- Effective Income Tax Rate Reconciliation (Details) link:presentationLink link:calculationLink link:definitionLink 9955571 - Disclosure - Income Taxes- Deferred Tax Assets and Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9955572 - Disclosure - Income Taxes- Unrecognized Tax Benefits (Details) link:presentationLink link:calculationLink link:definitionLink 9955573 - Disclosure - Income Taxes- Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9955574 - Disclosure - Parent Company Financial Information- Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9955575 - Disclosure - Parent Company Financial Information- Condensed Statements of Earnings (Details) link:presentationLink link:calculationLink link:definitionLink 9955576 - Disclosure - Parent Company Financial Information- Condensed Statements of Financial Position (Details) link:presentationLink link:calculationLink link:definitionLink 9955577 - Disclosure - Parent Company Financial Information- Condensed Statements of Financial Position- Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9955578 - Disclosure - Parent Company Financial Information- Condensed Statements of Cash Flows (Details) link:presentationLink link:calculationLink link:definitionLink 9955579 - Disclosure - Segment Reporting - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9955580 - Disclosure - Segment Reporting - Schedule of Segment Reporting Information (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 11 syf-20241231 cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 12 syf-20241231 def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 13 syf-20241231 lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT U.S. government and federal agency U.S. government and federal agency US Government Corporations and Agencies Securities [Member] Adjustments to reconcile net earnings to cash provided from operating activities Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Share Repurchase Program, Remaining Authorized, Amount Share Repurchase Program, Remaining Authorized, Amount Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Financing receivable, allowance for credit loss, reasonable and supportable forecast period Financing Receivable, Allowance for Credit Loss, Reasonable and Supportable Forecast Period Financing Receivable, Allowance for Credit Loss, Reasonable and Supportable Forecast Period Cover [Abstract] Cover [Abstract] Income Tax Jurisdiction [Domain] Income Tax Jurisdiction [Domain] Interest on senior and subordinated unsecured notes Interest Expense, Debt, Operating Interest Expense, Debt, Operating Condensed Income Statements, Captions [Line Items] Condensed Income Statements, Captions [Line Items] Trading Symbol Trading Symbol Non-NEOs Non-NEOs [Member] Common Stock, Dividends, Per Share, Declared Common Stock, Dividends, Per Share, Declared Loan receivables provisional loan discount upon acquisition Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Financing Receivables Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Financing Receivables Fixed Senior Unsecured Notes Fixed Senior Unsecured Notes [Member] Fixed Senior Unsecured Notes [Member] Charge-Offs Loans and Leases Receivable, Charge Offs [Policy Text Block] Loans and Leases Receivable, Charge Offs [Policy Text Block] Independence Pet Holdings, Inc. Independence Pet Holdings, Inc. [Member] Independence Pet Holdings, Inc. Disposal Group Name [Domain] Disposal Group Name [Domain] Financing receivable, modified, weighted average interest rate decrease from modification Financing Receivable, Modified, Weighted Average Interest Rate Decrease from Modification Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Time deposits uninsured Time Deposit Liability, Uninsured Fair Value Measurements Fair Value Disclosures [Text Block] Award Timing Disclosures [Line Items] Financial Asset, Period Past Due [Axis] Financial Asset, Aging [Axis] Investment, Name [Domain] Investment, Name [Domain] Allowance for Credit Losses on Financing Receivables Financing Receivable, Allowance for Credit Loss [Table Text Block] Restricted cash and cash equivalents Cash Collateral for Borrowed Securities Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] Net interest income Interest Income (Expense), Operating Minimum for capital adequacy purposes (percent) Banking Regulation, Total Risk-Based Capital Ratio, Capital Adequacy, Minimum Maturity and sales of debt securities Proceeds from Sale and Maturity of Marketable Securities Originated, four years before current year, writeoff Financing Receivable, Year Five, Originated, Four Years before Current Fiscal Year, Writeoff Plan Name [Domain] Plan Name [Domain] Basel III Basel III [Member] Basel III [Member] Originated, three years before current year, writeoff Financing Receivable, Year Four, Originated, Three Years before Current Fiscal Year, Writeoff Effect of dilutive securities (in shares) Weighted Average Number of Shares Outstanding, Diluted, Adjustment Courtney Gentlemen [Member] Courtney Gentlemen Gross carrying amount Finite-Lived Intangible Assets, Gross Variable Interest Entities Variable Interest Entity Disclosure [Text Block] Effective Income Tax Rate Reconciliation Effective Income Tax Rate Reconciliation, Percent [Abstract] Class of Financing Receivable [Domain] Class of Financing Receivable [Domain] All other, net Effective Income Tax Rate Reconciliation, Other Reconciling Items, Percent Receivable Type [Axis] Receivable Type [Axis] Cash provided from (used for) operating activities Net Cash Provided by (Used in) Operating Activities Cash flows - operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] Accounting Standards Update 2022-02 Accounting Standards Update 2022-02 [Member] Award Timing Method Award Timing Method [Text Block] Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Amortized Cost Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Amortized Cost Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Proceeds from sale of business Proceeds from Divestiture of Businesses State and municipal US States and Political Subdivisions Debt Securities [Member] Interchange revenue Noninterest Income, Interchange Revenue Noninterest Income, Interchange Revenue Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Tabular List, Table Tabular List [Table Text Block] Level 3 Fair Value, Inputs, Level 3 [Member] 2029 Time Deposit Maturities, Year Five Finite-lived intangible assets acquired Finite-Lived Intangible Assets Acquired Antidilutive securities excluded from computation of earnings per share, amount Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Other expense: Noninterest Expense [Abstract] Debt Securities, Available-for-Sale, Weighted Average Yield Debt Securities, Available-for-Sale, Weighted Average Yield % of Total Class of Loan Receivables Financing Receivable, Modified in Period, to Total Financing Receivables, Percentage Restricted Assets Other Restricted Assets Goodwill and identifiable intangibles Deferred Tax Liabilities, Goodwill and Intangible Assets Credit Facility [Domain] Credit Facility [Domain] Accounts and Financing Receivables [Table] Accounts and Financing Receivables [Table] Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Goodwill (Note 7) Goodwill Beginning balance Ending balance Goodwill Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax [Abstract] Share Repurchase Program, Authorized, Amount Share Repurchase Program, Authorized, Amount Interest-bearing deposit accounts Interest-bearing deposit accounts Interest-Bearing Deposit Liabilities Entity Information [Line Items] Entity Information [Line Items] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Debt Securities, Available-for-Sale [Table] Debt Securities, Available-for-Sale [Table] Total net identifiable assets acquired, measurement period adjustments Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Assets Acquired and Liabilities Assumed, Net Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Assets Acquired and Liabilities Assumed, Net All other financing activities All other financing activities Proceeds from (Payments for) Other Financing Activities Other expense Other Expenses Comprehensive income Comprehensive income (Loss), Net of Tax, Attributable to Parent Investments Classified by Contractual Maturity Date Investments Classified by Contractual Maturity Date [Table Text Block] Award Type [Axis] Award Type [Axis] Net interest income, after retailer share arrangements and provision for credit losses Interest Income (Expense), after Retailer Share Arrangements and Provision for Loan Loss Interest Income (Expense), after Retailer Share Arrangements and Provision for Loan Loss Cumulative Effect, Period of Adoption, Adjustment Cumulative Effect, Period of Adoption, Adjustment [Member] Restricted Cash and Equivalents Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] ICFR Auditor Attestation Flag ICFR Auditor Attestation Flag Total liabilities Liabilities Common stock par value (in usd per share) Common Stock, Par or Stated Value Per Share Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Cash flows - investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Other other income Noninterest Income, Other Operating Income Equity interests consideration received (less than) Disposal Group, Including Discontinued Operation, Equity Interests Consideration Disposal Group, Including Discontinued Operation, Equity Interests Consideration Equity method investments, fair value Equity Method Investments, Fair Value Disclosure Total Shareholder Return Amount Total Shareholder Return Amount Other liabilities,

measurement period adjustments Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Current Liabilities, Other Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Current Liabilities, Other Cash and due from banks Cash and Due from Banks Preferred stock liquidation preference value Preferred Stock, Liquidation Preference, Value Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Financial Asset, Period Past Due [Domain] Financial Asset, Aging [Domain] Variable Interest Entities [Abstract] Variable Interest Entities [Abstract] Variable Interest Entities [Abstract] Other assets Other Assets, Fair Value Disclosure Employee benefit plans Accumulated Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax Modification Date Amount Modification Date Amount [Member] Modification Date Amount Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Goodwill and Intangible Assets Goodwill and Intangible Assets, Policy [Policy Text Block] Other assets Other Assets Expiration of the statute of limitation Unrecognized Tax Benefits, Reduction Resulting from Lapse of Applicable Statute of Limitations 90 or more days delinquent and accruing Financial Asset, Equal to or Greater than 90 Days Past Due And Accruing [Member] Financial Asset, Equal to or Greater than 90 Days Past Due And Accruing Fixed to Floating Senior Unsecured Notes Fixed to Floating Senior Unsecured Notes [Member] Fixed to Floating Senior Unsecured Notes Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted average common shares outstanding, dilutive (in shares) Weighted Average Number of Shares Outstanding, Diluted Loan receivables, net Loan receivables, net Financing Receivable, after Allowance for Credit Loss Debt securities OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax Condensed Financial Statements, Captions [Line Items] Condensed Financial Statements, Captions [Line Items] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Reserve build (release) Financing Receivable, Allowance For Credit Loss, Additions (Reductions) Financing Receivable, Allowance For Credit Loss, Additions (Reductions) Consumer installment loans Consumer Loan [Member] Total equity Balance Balance Stockholders' Equity Attributable to Parent Total equity Equity, Attributable to Parent Total deferred income tax assets before valuation allowance Deferred Tax Assets, Gross Cash and Equivalents Cash and Cash Equivalents, Unrestricted Cash and Cash Equivalents, Policy [Policy Text Block] Treasury stock, at cost; 445,723,607 and 427,108,909 shares at DecemberA 31, 2024 and 2023, respectively Treasury Stock, Value Total risk-based capital Banking Regulation, Total Capital [Abstract] Schedule of Goodwill Schedule of Goodwill [Table Text Block] Type of Adoption [Domain] Accounting Standards Update [Domain] Software and Software Development Costs Software and Software Development Costs [Member] Deferred costs, net of purchase discounts and deferred income Financing Receivable, Deferred Commitment Fee, Net Of Deferred (Income) Financing Receivable, Deferred Commitment Fee, Net Of Deferred (Income) Defined Contribution Plan, Cost Defined Contribution Plan, Cost Downward adjustments Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Annual Amount Brian Doubles [Member] Brian Doubles Purchased credit deteriorated loans allowance Financing Receivable, Purchased with Credit Deterioration, Allowance for Credit Loss at Acquisition Date Sale of Stock [Domain] Sale of Stock [Domain] Document Fiscal Period Focus Document Fiscal Period Focus Uncommitted Capacity Uncommitted Capacity [Member] Uncommitted Capacity 2028 Long-Term Debt, Maturity, Year Four All Executive Categories All Executive Categories [Member] Statement of Financial Position Location, Balance [Domain] Statement of Financial Position Location, Balance [Domain] Revenue Recognition, Fraud Losses Other Expense, Fraud Losses [Policy Text Block] Revenue Recognition, Fraud Losses [Policy Text Block] Amortization expense, 2025 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets Assets [Abstract] Minimum to be well-capitalized under prompt corrective action provisions (percent) Banking Regulation, Common Equity Tier 1 Risk-Based Capital Ratio, Well Capitalized, Minimum Document Type Document Type Savings Deposits, Savings Deposits Ally Lending Ally Lending [Member] Ally Lending Schedule of Segment Reporting Information Schedule of Segment Reporting Information, by Segment [Table Text Block] Capitalized software Computer Software, Intangible Asset [Member] Investment Program, Proportional Amortization Method, Applied, Amortization Expense, Statement of Income or Comprehensive Income [Extensible Enumeration] Investment Program, Proportional Amortization Method, Applied, Amortization Expense, Statement of Income or Comprehensive Income [Extensible Enumeration] Total cash and equivalents, including restricted and held for sale amounts, at end of year Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Amortized cost Debt Securities, Available-for-Sale, Amortized Cost Schedule of Finite-Lived Intangible Assets, Future Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Parent Company Parent Company [Member] Maximum Maximum [Member] Condensed Statements of Cash Flows Condensed Cash Flow Statement [Table Text Block] Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Intangible assets, net (Note 7) Net Finite-Lived Intangible Assets, Net after one year through five years Debt Securities, Available-for-Sale, Maturity, Rolling after One Through Five Years, Weighted Average Yield Investment Type [Axis] Investment Type [Axis] Other investments in non-consolidated VIEs Other investments in non-consolidated VIEs Other investments in non-consolidated VIEs Equity Securities without Readily Determinable Fair Value Equity Securities without Readily Determinable Fair Value [Table Text Block] Statistical Measurement [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Earnings before provision for income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Name Outstanding Recovery, Individual Name Increase (decrease) in cash and equivalents, including restricted and held for sale amounts Increase (decrease) in cash and equivalents, including restricted amounts Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect Accrued expenses and other liabilities Accrued Liabilities and Other Liabilities Award Timing Predetermined Award Timing Predetermined [Flag] Dividends paid on common stock Payments of Ordinary Dividends, Common Stock Investment, Name [Axis] Investment, Name [Axis] Diluted (in usd per share) Earnings per diluted common share (in usd per share) Earnings Per Share, Diluted Counterparty Name [Domain] Counterparty Name [Domain] Pets Best Pets Best [Member] Pets Best U.S. Income (Loss) from Continuing Operations before Income Taxes, Domestic Minimum for capital adequacy purposes Banking Regulation, Common Equity Tier 1 Risk-Based Capital, Capital Adequacy, Minimum Total current provision for income taxes Current Income Tax Expense (Benefit) Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Originated, three years before current year Financing Receivable, Year Four, Originated, Three Years before Current Fiscal Year Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization, Statement of Income or Comprehensive Income [Extensible Enumeration] Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization, Statement of Income or Comprehensive Income [Extensible Enumeration] Ownership [Axis] Ownership [Axis] Award vesting rights, percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Retirement Benefits [Abstract] Retirement Benefits [Abstract] Employer contribution, percent of eligible compensation Defined Contribution Plan, Employer Matching Contribution, Percent of Employees' Gross Pay Preferred stock shares issued (in shares) Preferred Stock, Shares Issued Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Asset-backed Asset-Backed Securities [Member] Deposits [Abstract] Other liabilities Deferred Tax Liabilities, Other Provision for income taxes (Note 15) Total provision for income taxes Provision for income taxes Income Tax Expense (Benefit) Earnings Before Provision For Income Taxes Income (Loss) from Continuing Operations before Equity Method Investments, Income Taxes, Noncontrolling Interest [Abstract] Unused commitments to extend credit Unused Commitments to Extend Credit Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value Business Acquisition, Assets And Liabilities Recognized [Axis] Business Acquisition, Assets And Liabilities Recognized [Axis] Business Acquisition, Assets And Liabilities Recognized Weighted average amortization period Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Investments Funding Commitment Investments Funding Commitment [Member] Investments Funding Commitment Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Interest expense: Interest Expense, Operating and Nonoperating [Abstract] Maturities of Time Deposits [Abstract] Cash provided from (used for) investing activities Net Cash Provided by (Used in) Investing Activities Fixed Subordinated Unsecured Notes Fixed Subordinated Unsecured Notes [Member] Fixed Subordinated Unsecured Notes Income Tax Jurisdiction [Axis] Income Tax Jurisdiction [Axis] Deposits(e) Deposits, Fair Value Disclosure Equity Method Investments Equity Method Investments [Policy Text Block] All Adjustments to Compensation All Adjustments to Compensation [Member] Unsecured Consumer in Bankruptcy Unsecured Consumer in Bankruptcy [Member] Unsecured Consumer in Bankruptcy [Member] Non-Credit Card Loan Non-Credit Card Loan [Member] Non-Credit Card Loan [Member] Additional paid-in capital Additional Paid in Capital Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Condensed Statements of Earnings Condensed Income Statement [Table Text Block] Unsecured Open-Ended Revolving Uncollateralized [Member] Period past due for charge-off Financing Receivable, Threshold Period Past Due, Writeoff Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Accounts, Notes, Loans and Financing Receivable [Line Items] Accounts, Notes, Loans and Financing Receivable [Line Items] Liabilities and Equity Liabilities and Equity Liabilities and Equity [Abstract] Reimbursement obligations Liability, Defined Benefit Plan Other Other Liabilities, Fair Value Disclosure Restatement Determination Date Restatement Determination Date Total Estimate of Fair Value Measurement [Member] Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Parent Company Financial Information Condensed Financial Information of Parent Company Only Disclosure [Text Block] Schedule of Available-for-sale Securities Reconciliation Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Marketing and business development Marketing and Business Development Expense Marketing and Business Development Expense Interest and fees assumed Business Acquisition, Interest And Fees Business Acquisition, Interest And Fees Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Condensed Financial Information Disclosure [Abstract] Condensed Financial Information Disclosure [Abstract] Dividends from nonbank subsidiaries Dividends, from Non Bank Subsidiaries Dividends, from Non Bank Subsidiaries Threshold for defining delinquent receivables Financing Receivable, Threshold for Delinquency Financing Receivable, Threshold for Delinquency Retailer share arrangements Retailer Share Arrangements Retailer Share Arrangements Money market and other demand deposits Deposits, Money Market Deposits And Other Demand Deposits Deposits, Money Market Deposits And Other Demand Deposits Earnings Per Share Earnings Per Share [Text Block] Income Taxes Income Tax, Policy [Policy Text Block] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Segments [Domain] Segments [Domain] Other Debt Obligations Other Debt Obligations [Member] Interest income: Interest and Dividend Income, Operating [Abstract] Unrecognized Tax Benefits [Roll Forward] Unrecognized Tax Benefits [Roll Forward] Maturities of Long-Term Debt [Abstract] Cash and equivalents, including restricted amounts, held for sale Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Disposal Group, Including Discontinued Operations Maturities and repayment of senior and subordinated unsecured notes Repayments of Unsecured Debt PEO PEO [Member] Name Trading Arrangement, Individual Name Interest on deposits Interest Expense, Deposits Debt Available for Sale Securities, Debt Securities [Abstract] Available for Sale Securities, Debt Securities [Abstract] Other Other Noninterest Expense Entity Public Float Entity Public Float Minimum to be well-capitalized under prompt corrective action provisions Banking Regulation, Total Risk-Based Capital, Well Capitalized, Minimum Disposal Group Name [Axis] Disposal Group Name [Axis] Committed Capacity Committed Capacity [Member] Committed Capacity Health and Welfare Benefits, Cost Other Labor-related Expenses Residential Mortgage Backed Securities pledged as collateral to the Federal Reserve Residential Mortgage Backed Securities pledged as collateral to the Federal Reserve Residential Mortgage Backed Securities pledged as collateral to the Federal Reserve Increase (decrease) in amounts due to subsidiaries Proceeds from Related Party Debt Interest and fees on loans (Note 5) Interest and fees on loans Interest and Fee Income, Loans and Leases Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Darrell Owens [Member] Darrell Owens Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Cash and equivalents Cash and Cash Equivalents, Fair Value Disclosure Decrease in unrecognized tax benefits is reasonably possible Decrease in Unrecognized Tax Benefits is Reasonably Possible Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Local Phone Number Local Phone Number Liabilities assumed Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities [Abstract] Valuation allowance Deferred Tax Assets, Valuation Allowance Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Cumulative Effect, Period of Adoption, Adjusted Balance Cumulative Effect, Period of Adoption, Adjusted Balance [Member] Investment securities Deferred Tax Liabilities, Investments PEO Total Compensation Amount PEO Total Compensation Amount Senior and subordinated unsecured notes Senior Notes Percentage of class of loan receivable Financing Receivable, Credit Quality Indicators, Percentage of Class of Loan Receivable Financing Receivable, Credit Quality Indicators, Percentage of Class of Loan Receivable Statement of Income Location, Balance [Axis] Statement of Income Location, Balance [Axis] Actual (percent) Banking Regulation, Total Risk-Based Capital Ratio, Actual Debt Disclosure [Abstract] Common Stock Common Stock [Member] Condensed Financial Statements [Table] Condensed Financial Statements [Table] Restricted cash Disposal Group, Including Discontinued Operations, Restricted Cash Disposal Group, Including Discontinued Operations, Restricted Cash Actual Banking Regulation, Total Capital, Actual Reductions: Reductions To Unrecognized Tax Benefits [Abstract] Reductions To Unrecognized Tax Benefits [Abstract] Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Gain on sale of loan portfolio Gain (Loss) on Sale of Financing Receivable Weighted average interest rate Long-Term Debt, Weighted Average Interest Rate, at Point in Time Segment Reporting [Abstract] Brokered sweep accounts Interest-Bearing Domestic Deposit, Brokered Sweep Accounts Interest-Bearing Domestic Deposit, Brokered Sweep Accounts Entity Central Index Key Entity Central Index Key Originated, current year, writeoff Financing Receivable, Year One, Originated, Current Fiscal Year, Writeoff Other segment items Segment Reporting, Other Segment Item, Amount Dividends from bank subsidiaries Dividends, from Bank Subsidiaries Dividends, from Bank Subsidiaries Senior Subordinated Notes Senior Subordinated Notes [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount 651 or higher Six Hundred and Fifty-One or Higher [Member] Six Hundred and Fifty-One or Higher Equity and Other Stock Related Information Equity [Text Block] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Revenue Recognition, Interchange and Protection Product Revenue Other Income, Interchange And Protection Product Revenue [Policy Text Block] Other Income, Interchange And Protection Product Revenue Financial Instrument [Axis] Financial Instrument [Axis] Segment Reporting Segment Reporting Disclosure [Text Block] Minimum for capital adequacy purposes (percent) Banking Regulation, Common Equity Tier 1 Risk-Based Capital Ratio, Capital Adequacy, Minimum Business Acquisition, Initial Values Business Acquisition, Initial Values [Member] Business Acquisition, Initial Values Restricted Stock Restricted Stock [Member] Professional fees Professional Fees Liabilities Deferred Tax Liabilities, Net [Abstract] Measurement Basis [Axis] Measurement Basis [Axis] Loan receivables, net Loans Receivable, Fair Value Disclosure Title Trading Arrangement, Individual Title Unsecured Debt Unsecured Debt [Member] Consolidated Entities [Axis] Consolidated Entities [Axis] Schedule of Income before Income Tax, Domestic and Foreign Schedule of Income before Income Tax, Domestic and Foreign [Table Text Block] Beginning balance Ending balance Unrecognized Tax Benefits City Area Code City Area Code Equity in undistributed net earnings (loss) of subsidiaries Equity in undistributed net (earnings) loss of subsidiaries Income (Loss) from Subsidiaries, Net of Tax Auditor Location Auditor Location 2026 Time Deposit Maturities, Year Two Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Business Combination, Separately Recognized Transactions [Table] Business Combination, Separately Recognized Transactions [Table] Other Expense Other Expense [Member] Interest Income and Interest Expense Disclosure Interest Income and Interest Expense Disclosure [Table Text Block] Unrecognized tax benefits that would impact effective tax rate Decrease in Unrecognized Tax Benefits That Would Impact Effective Tax Rate Decrease in Unrecognized Tax Benefits That Would Impact Effective Tax Rate Preferred Stock Preferred Stock [Member] Originated, two years before current year, writeoff Financing Receivable, Year Three, Originated, Two Years before Current Fiscal Year, Writeoff Remaining undrawn capacity Line of Credit Facility, Remaining Borrowing Capacity Purchases of treasury stock Payments for Repurchase of Common Stock Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Proceeds from issuance of senior and subordinated unsecured notes Proceeds from Issuance of Unsecured Debt Earnings per share (Note 13) Earnings Per Share [Abstract] Financing receivable modifications, success rate, short-term Financing Receivable, Modification, Success Rate, Short-term Financing Receivable, Modification, Success Rate, Short-term Equity: Equity [Abstract] Estimated Fair Value Debt Securities, Available-for-Sale, Fair Value, Fiscal Year Maturity [Abstract] Retained earnings Cumulative effect of change in accounting principle Retained Earnings (Accumulated Deficit) Schedule of Compliance with Regulatory Capital Requirements under Banking

Regulations Schedule of Compliance with Regulatory Capital Requirements under Banking Regulations [Table Text Block] Class of Stock [Domain] Class of Stock [Domain] Schedule of Debt Schedule of Debt [Table Text Block] 2026 Long-Term Debt, Maturity, Year Two Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Underlying Securities Award Underlying Securities Amount Performance Shares Performance Shares [Member] Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Table] Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Table] Investment Securities Investments in Debt and Marketable Equity Securities (and Certain Trading Assets) Disclosure [Text Block] Dividends, Common Stock, Cash Dividends, Common Stock, Cash Dividends, Common Stock, Cash Dividends Flag Amendment Flag Carrying Value Reported Value Measurement [Member] Currency translation adjustments Accumulated Other Comprehensive Income (Loss), Foreign Currency Translation Adjustment, Net of Tax Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Borrowings Debt Disclosure [Text Block] Condensed Income Statement [Table] Condensed Income Statement [Table] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Revenue Recognition, Loyalty Programs Revenue Recognition, Loyalty Programs [Policy Text Block] Stock options issued and outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Nonvested, Number of Shares Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Principal Amount Debt Instrument, Face Amount Loan Receivables Financing Receivable [Policy Text Block] Condensed Cash Flow Statements, Captions [Line Items] Condensed Cash Flow Statements, Captions [Line Items] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Originated, two years before current year Financing Receivable, Year Three, Originated, Two Years before Current Fiscal Year Minimum to be well-capitalized under prompt corrective action provisions Banking Regulation, Tier 1 Risk-Based Capital, Well Capitalized, Minimum Cash and equivalents Cash and Cash Equivalents, at Carrying Value Net (increase) decrease in investments in and amounts due from subsidiaries Payments (Proceeds) In Loans Receivable and Investments From Subsidiaries Payments (Proceeds) In Loans Receivable and Investments From Subsidiaries All other investing activities Payments for (Proceeds from) Other Investing Activities Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years that are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years that are Outstanding and Unvested [Member] Investment Program, Proportional Amortization Method, Applied, Amortization Expense Investment Program, Proportional Amortization Method, Applied, Amortization Expense Provision for credit losses (Note 5) Provision for credit losses Provision charged to operations Provision for credit losses Financing Receivable, Credit Loss, Expense (Reversal) Auditor Name Auditor Name Current provision for income taxes Current Income Tax Expense (Benefit), Continuing Operations [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Revenue Recognition, Retailer Share Arrangements Revenue Recognition, Retailer Share Arrangements [Policy Text Block] Revenue Recognition, Retailer Share Arrangements [Policy Text Block] Fair Value Measurement [Domain] Fair Value Measurement [Domain] Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Class of Financing Receivable [Axis] Class of Financing Receivable [Axis] Total delinquent modified loans Financing Receivable, Modified, after 12 Months Net earnings available to common stockholders Net earnings available to common stockholders Net Income (Loss) Available to Common Stockholders, Basic Range of long-term modifications Financing Receivable, Modifications, Range of Long-Term Modifications Financing Receivable, Modifications, Range of Long-Term Modifications Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Debt Securities, Available-for-sale, Unrealized Loss Position, Fair Value Debt Securities, Available-for-Sale, Unrealized Loss Position, Fair Value [Table Text Block] Stock, Class of Stock [Table] Stock, Class of Stock [Table] Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Total assets Assets Total loans entered into a modification program Financing Receivable, Modified in Period, Amount Floating Securitized Borrowings Floating Securitized Borrowings [Member] Floating Securitized Borrowings [Member] Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Cumulative Effect, Period of Adoption [Axis] Cumulative Effect, Period of Adoption [Axis] Schedule of Effective Income Tax Rate Reconciliation Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Debt securities AOCI, Debt Securities, Available-for-Sale, Adjustment, after Tax Termination Date Trading Arrangement Termination Date Credit Score, Vantage [Axis] Credit Score, Vantage [Axis] Credit Score, Vantage Business Description Business Description and Basis of Presentation [Text Block] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2025 Long-Term Debt, Maturity, Year One Threshold for interest and fee accrual Financing Receivable, Threshold for Interest and Fee Accrual Financing Receivable, Threshold for Interest and Fee Accrual Assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets [Abstract] Other liabilities Other Liabilities 90 or more days delinquent and accruing Financing Receivable, 90 Days or More Past Due, Still Accruing Schedule of Recognized Identified Assets Acquired and Liabilities Assumed Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] Debt Instrument [Axis] Debt Instrument [Axis] Net earnings Net earnings Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Fair Value, by Balance Sheet Grouping Fair Value, by Balance Sheet Grouping [Table Text Block] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Total non-accruing Financing Receivable, Nonaccrual Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Entity File Number Entity File Number Loan Receivables Held for Sale Financing Receivable, Held-for-Sale [Policy Text Block] Consolidated Entities [Domain] Consolidated Entities [Domain] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One U.S. Federal Current Federal Tax Expense (Benefit) Increase (decrease) in accrued expenses and other liabilities Increase (decrease) in accrued expenses and other liabilities Increase (Decrease) in Accrued Liabilities and Other Operating Liabilities Name Forgone Recovery, Individual Name Contingent Consideration by Type [Axis] Contingent Consideration by Type [Axis] Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Preferred Stock, Dividend Payment Rate, Variable Preferred Stock, Dividend Payment Rate, Variable Loan receivables Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Financing Receivables, Net Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Financing Receivables, Net Prior year tax positions Unrecognized Tax Benefits, Decrease Resulting from Prior Period Tax Positions After ten years Debt Securities, Available-for-Sale, Maturity, Rolling after 10 Years, Weighted Average Yield Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Schedule of Stock by Class [Table Text Block] Schedule of Stock by Class [Table Text Block] Loan Modifications to Borrowers Experiencing Financial Difficulty Loan Modifications To Borrowers Experiencing Financial Difficulty, Policy [Policy Text Block] Loan Modifications To Borrowers Experiencing Financial Difficulty, Policy Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Other Financing Receivable, Allowance for Credit Loss, Purchased with Credit Deterioration, Increase Minimum to be well-capitalized under prompt corrective action provisions (percent) Banking Regulation, Tier 1 Leverage Capital Ratio, Well Capitalized, Minimum Actual Banking Regulation, Tier 1 Leverage Capital, Actual PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Gain on sale of business, net of tax Gain (Loss) On Disposition Of Business, Net Of Tax Gain (Loss) On Disposition Of Business, Net Of Tax Adjustment to Compensation: Adjustment to Compensation [Axis] Other Assets Other Assets, Policy [Policy Text Block] Other Assets, Policy Unpaid principal balance of loan receivables acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Financing Receivables Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Financing Receivables Subsidiary or Equity Method Investee, Sale of Stock, Type [Table] Subsidiary or Equity Method Investee, Sale of Stock, Type [Table] Allowance for credit losses Deferred Tax Asset, Tax Deferred Expense, Reserve and Accrual, Financing Receivable, Allowance for Credit Loss Total interest expense Total interest expense Interest Expense, Operating Purchased credit deteriorated loans acquired Financing Receivable, Purchased with Credit Deterioration, Amount at Par Value Employee benefit plans Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent Financing Receivable Modifications Financing Receivable, Modified [Table Text Block] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Investments in amounts due from subsidiaries Investment In and Receivables Due From Subsidiaries Investment In and Receivables Due From Subsidiaries Weighted average common shares outstanding, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Related Party [Axis] Related and Nonrelated Parties [Axis] Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Unsecuritized Loans Held for Investment Unsecuritized Loans Held for Investment [Member] Unsecuritized Loans Held for Investment [Member] 12 months or more Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer, Accumulated Loss Subsidiary, Sale of Stock [Line Items] Subsidiary, Sale of Stock [Line Items] Tier 1 leverage Banking Regulation, Tier 1 Leverage Capital [Abstract] Name Awards Close in Time to MNPI Disclosures, Individual Name Less than 12 months Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months, Accumulated Loss Entity Filer Category Entity Filer Category Finite-Lived Intangible Assets, Excluding Retail Partner Contracts Finite-Lived Intangible Assets, Excluding Customer Contracts [Member] Finite-Lived Intangible Assets, Excluding Customer Contracts [Member] Condensed Balance Sheet Statement [Table] Condensed Balance Sheet Statement [Table] Restricted cash and equivalents included in other assets Restricted Cash And Equivalents Included In Other Assets Restricted cash and equivalents included in other assets Maximum period past due for interest and fee accrual Financing Receivable, Maximum Period Past Due for Interest and Fee Accrual Financing Receivable, Maximum Period Past Due for Interest and Fee Accrual Condensed Balance Sheet Statements, Captions [Line Items] Condensed Balance Sheet Statements, Captions [Line Items] Goodwill recognized upon acquisition Goodwill, Acquired During Period Statistical Measurement [Domain] Statistical Measurement [Domain] Gross unrealized losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Past Due Financing Receivables Financing Receivable, Past Due [Table Text Block] Unsecured Consumer and Secured by Collateral Unsecured Consumer and Secured by Collateral [Member] Unsecured Consumer and Secured by Collateral [Member] Minimum to be well-capitalized under prompt corrective action provisions Banking Regulation, Common Equity Tier 1 Risk-Based Capital, Well Capitalized, Minimum Loan Restructuring Modification [Axis] Loan Restructuring Modification [Axis] Portion of balance that, if recognized, would impact the effective income tax rate Unrecognized Tax Benefits that Would Impact Effective Tax Rate Federal Reserve Discount Window Federal Reserve Discount Window [Member] Federal Reserve Discount Window Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Accounts defaulted Financing Receivable, Modifications, Number of Contracts, Subsequent Default Financing Receivable, Modifications, Number of Contracts, Subsequent Default Fair value determination, weighted average methodology, number of approaches Fair Value Determination, Weighted Average Methodology, Number Of Approaches Fair Value Determination, Weighted Average Methodology, Number Of Approaches All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Schedule of Earnings Per Share, Basic and Diluted Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Award vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Variable Interest Entity, Primary Beneficiary Variable Interest Entity, Primary Beneficiary [Member] Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Investment, Proportional Amortization Method, Elected, Statement of Financial Position [Extensible Enumeration] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Cash paid during the year for income taxes Income Taxes Paid, Net Goodwill, Measurement Period Adjustment Goodwill, Measurement Period Adjustment Change in amounts allocated to disposition of business Goodwill, Allocated To Sale Of Business Unit, Valuation Adjustments Increase (Decrease) Goodwill, Allocated To Sale Of Business Unit, Valuation Adjustments Increase (Decrease) Equity method investments Equity Method Investments Pay vs Performance Disclosure [Line Items] Originated, current year Financing Receivable, Year One, Originated, Current Fiscal Year Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Residential mortgage-backed Residential Mortgage-Backed Securities [Member] Income Tax Contingency [Table] Income Tax Contingency [Table] Amount Long-Term Debt, Unclassified [Abstract] 30-89 days delinquent Financing Receivables, 30 to 89 Days Past Due [Member] Financing Receivables, 30 to 89 Days Past Due [Member] Deferred provision (benefit) for income taxes Deferred Income Tax Expense (Benefit), Continuing Operations [Abstract] Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Amortized Cost Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Amortized Cost All other operating activities Increase (Decrease) in Other Operating Assets and Liabilities, Net Proceeds from issuance of preferred stock Proceeds from Issuance of Preferred Stock and Preference Stock Deposits Deposit Liabilities Disclosures [Text Block] Other Performance Measure, Amount Other Performance Measure, Amount Amortization expense, 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Three Legal Proceedings and Regulatory Matters Legal Matters and Contingencies [Text Block] Common stock shares outstanding (in shares) Common Stock, Shares, Outstanding Documents Incorporated by Reference Documents Incorporated by Reference [Text Block] Shares of common stock available for grant Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Preferred Stock, Redemption Price Per Share Preferred Stock, Liquidation Preference Per Share Entity Tax Identification Number Entity Tax Identification Number Banking Regulation, Regulatory Capital Requirement, Compliance [Table] Banking Regulation, Regulatory Capital Requirement, Compliance [Table] Intangible Asset, Finite-Lived [Table] Intangible Asset, Finite-Lived [Table] (Increase) decrease in interest and fees receivable Increase (Decrease) in Interest and Fee Receivable Increase (Decrease) in Interest and Fee Receivable Tax positions of prior years Unrecognized Tax Benefits, Increase Resulting from Prior Period Tax Positions Treasury Stock, Shares, Acquired Treasury Stock, Shares, Acquired Borrowings of consolidated securitization entities Borrowings Secured Debt Non-U.S. Deferred Foreign Income Tax Expense (Benefit) Financing Receivable, Accrued Interest, Writeoff Financing Receivable, Accrued Interest, Writeoff Treasury Stock Treasury Stock, Common [Member] Assets Deferred Tax Assets, Net [Abstract] Plan Name [Axis] Plan Name [Axis] Equity Components [Axis] Equity Components [Axis] Treasury Stock Reissued During Period, Value Treasury Stock Reissued During Period, Value Equity impact of the value of treasury stock (units) reissued during the period, related to the reissuance of shares (units) held in treasury used to satisfy equity-based compensation obligations vested or exercised by the holder of such rights. Upon reissuance of shares (units) from treasury, the common stock (unit) reissued is outstanding. Debt securities Estimated fair value Debt Securities, Available-for-Sale January 2021 Share Repurchase Program January 2021 Share Repurchase Program [Member] January 2021 Share Repurchase Program Proceeds from sale of business, net of cash and restricted cash sold Proceeds from Divestiture of Businesses, Net of Cash Divested Stock-based compensation, adjustments to additional paid in capital APIC, Share-Based Payment Arrangement, Recognition and Exercise Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Compensation and employee benefits Deferred Tax Assets, State Taxes Receivable [Domain] Receivable [Domain] Investments [Domain] Investments [Domain] Credit cards Credit Card Receivable [Member] Proceeds from sale of loan receivables Proceeds from Sale of Loans Receivable Net deferred income tax assets Deferred Tax Assets, Net Gain on sale of business Gain on sale of business Gain (Loss) on Disposition of Business Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Other Liabilities Other Liabilities [Member] Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Other assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Noncurrent Assets Gross charge-offs Writeoff Financing Receivable, Allowance for Credit Loss, Writeoff Cash and equivalents, including restricted amounts, at beginning of year Total cash and equivalents, including restricted and held for sale amounts, at end of year Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Unrecognized compensation cost related to non-vested RSUs and Options Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount Non-U.S. Current Foreign Tax Expense (Benefit) Nonaccrual, percent past due Financing Receivable, Nonaccrual, Percent Past Due Treasury stock (in shares) Treasury Stock, Common, Shares Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Goodwill [Roll Forward] Goodwill [Roll Forward] Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Preferred stock shares outstanding (in shares) Preferred Stock, Shares Outstanding Common equity Tier 1 capital Common Equity Tier 1 Capital [Abstract] Common Equity Tier 1 Capital [Abstract] Security Exchange Name Security Exchange Name Number of executives appointed to Board of Directors Number Of Executives Appointed To Board Of Directors Number Of Executives Appointed To Board Of Directors Regulatory and Capital Adequacy Regulatory Capital Requirements under Banking Regulations [Text Block] Interest-Bearing Deposit Liabilities, by Component [Abstract] Interest-Bearing Deposit Liabilities, by Component [Abstract] U.S. state and local Current State and Local Tax Expense (Benefit) Employee costs Labor and Related Expense Gross unrealized losses Debt Securities, Available-for-Sale, Unrealized Loss Position, Accumulated Loss [Abstract] Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Other Commitment Other Commitment Net charge-offs Financing Receivable, Allowance for Credit Loss, Writeoff, after Recovery Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Intangible Assets Disclosure [Abstract] 591-650 Five Hundred and Ninety-One to Six Hundred and Fifty [Member] Five Hundred and Ninety-One to Six Hundred and Fifty Common stock shares issued (in shares) Common Stock, Shares, Issued Minimum for capital adequacy purposes Banking Regulation, Total Risk-Based Capital, Capital Adequacy, Minimum Other Assets Other Assets [Member] Entity [Domain] Entity [Domain] Undrawn capacity Line of Credit Facility, Maximum Borrowing Capacity Provision charged to operations Financing Receivable, Credit Loss, Expense (Reversal), Including Accrued Forward Loan Portfolio Purchase Financing Receivable, Credit Loss, Expense (Reversal), Including Accrued Forward Loan Portfolio Purchase Total loan receivables Financing Receivable, before Allowance for Credit Loss Assets held for sale (Note 3) Disposal Group, Including Discontinued Operation, Assets Capital conservation buffer Banking Regulation, Capital Conservation Buffer, Capital Conserved, Minimum Interest on borrowings of consolidated securitization entities Interest Expense, Borrowings Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Common stock shares authorized (in shares) Common Stock, Shares Authorized Acquisitions, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Entity Voluntary Filers Entity Voluntary Filers Related Party Related Party [Member] Statement of Financial Position Location, Balance [Axis] Statement of Financial Position Location, Balance [Axis] Deferred income taxes Deferred provision (benefit) for income taxes Deferred Income Tax Expense (Benefit) Thereafter Time Deposit Maturities, after Year Five Other comprehensive income (loss) Other comprehensive income Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Income Tax Contingency [Line Items] Income Tax Contingency [Line Items] Fair Value, Measurements, Recurring Fair Value, Recurring [Member] Schedule of Deposit Liabilities Deposit Liabilities, Type [Table Text Block] Investment Program Proportional Amortization Method Applied Income Tax Credit And Other Tax Benefit Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Investment Program Proportional Amortization Method Applied Income Tax Credit And Other Tax Benefit Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Investment Program Proportional Amortization Method Applied Income Tax Credit And Other Tax Benefit Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag 12 months or more Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer Total borrowings Total borrowings Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Other Assets measured at fair value, Other Assets measured at fair value, Other Thereafter Long-Term Debt, Maturity, after Year Five Employer matching contribution of eligible compensation Defined Contribution Plan, Employer Matching Contribution, Percent of Match Acquisitions and Dispositions Mergers, Acquisitions and Dispositions Disclosures [Text Block] Fair Value, by Balance Sheet Grouping [Table] Fair Value, by Balance Sheet Grouping [Table] Certificates Of Deposit [Abstract] Certificates Of Deposit [Abstract] Certificates Of Deposit Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Interest Payable Fair Value Disclosure Interest Payable Fair Value Disclosure Interest Payable Fair Value Disclosure Document Annual Report Document Annual Report Total assets, measurement period adjustments Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Assets Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Assets Credit card loans for deceased account holders Credit Card Receivable - Deceased Account Holders [Member] Credit Card Receivable - Deceased Account Holders [Member] Investment Program Proportional Amortization Method Elected Income Tax Credit And Other Income Tax Benefit Before Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Investment Program Proportional Amortization Method Elected Income Tax Credit And Other Income Tax Benefit Before Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Investment Program Proportional Amortization Method Elected Income Tax Credit And Other Income Tax Benefit Before Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Investment Program Proportional Amortization Method Elected Income Tax Credit And Other Income Tax Benefit Before Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag Discontinued Operations and Held for Sale Discontinued Operations and Held for Sale [Policy Text Block] Discontinued Operations and Held for Sale 2014 Long-Term Incentive Plan [Member] 2014 Long-Term Incentive Plan [Member] [Domain] 2014 Long-Term Incentive Plan [Member] [Domain] Condensed Statements of Financial Position Condensed Balance Sheet [Table Text Block] Loyalty programs Noninterest Expense, Loyalty Programs Noninterest Expense, Loyalty Programs Amortization expense Amortization of Intangible Assets Contract with Customer, Liability Contract with Customer, Liability Accounting Policies [Abstract] Accounting Policies [Abstract] Preferred stock dividends Preferred Stock Dividends, Income Statement Impact Schedule of Maturities of Deposit Liabilities Time Deposit Maturities [Table Text Block] Weighted Average Yield Debt Securities, Available-for-Sale, Rolling Maturity, Weighted Average Yield [Abstract] Fair Value Measurements Fair Value Measurement, Policy [Policy Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value PEO Name PEO Name Award Type [Domain] Award Type [Domain] Loan Restructuring Modification [Domain] Loan Restructuring Modification [Domain] Cash Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Proceeds from issuance of securitized debt Proceeds from Issuance of Secured Debt Stock-based compensation (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Intangible assets, net, measurement period adjustments Business Combination, Provisional Information, Initial Accounting Incomplete, Adjustment, Intangibles Additions: Additions To Unrecognized Tax Benefits [Abstract] Additions To Unrecognized Tax Benefits [Abstract] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Finite-Lived Intangible Asset, Useful Life Finite-Lived Intangible Asset, Useful Life Original issue discount Deferred Tax Liabilities, Original Issue Discount Deferred Tax Liabilities, Original Issue Discount Total Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Recoveries Financing Receivable, Allowance for Credit Loss, Recovery Additional Paid-in Capital Additional Paid-in Capital [Member] Investment in amounts due from bank subsidiaries Investment In and Receivables Due From Bank Subsidiaries Investment In and Receivables Due From Bank Subsidiaries Schedule of Accounts, Notes, Loans and Financing Receivable Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block] Minimum for capital adequacy purposes Banking Regulation, Tier 1 Leverage Capital, Capital Adequacy, Minimum Employee Benefit Plans Retirement Benefits [Text Block] Class of Stock [Line Items] Class of Stock [Line Items] New Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Series A Preferred Stock Series A Preferred Stock [Member] Class of Stock [Axis] Class of Stock [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Compliance with Regulatory Capital Requirements under Banking Regulations [Line Items] Compliance with Regulatory Capital Requirements under Banking Regulations [Line Items] Number of operating segments Number of Operating Segments Regulatory Capital Requirements Under Banking Regulations By Measurement [Domain] Regulatory Capital Requirements Under Banking Regulations By Measurement [Domain] Regulatory Capital Requirements Under Banking Regulations By Measurement [Domain] Total deferred income tax assets Deferred Tax Assets, Net of Valuation Allowance Contingent Consideration Type [Domain] Contingent Consideration Type [Domain] Maturities and repayment of securitized debt Repayments of Secured Debt Originated, one year before current year, writoff Financing Receivable, Year Two, Originated, Fiscal Year before Current Fiscal Year, Writoff Stated interest rate Debt Instrument, Interest Rate, Stated Percentage Debt Instrument, Interest Rate, Stated Percentage [Abstract] Debt Instrument, Interest Rate, Stated Percentage [Abstract] Cash and equivalents Supplemental Cash Flow Information [Abstract] Total other income Noninterest Income Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization Expense Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization Expense Number of sales platforms Number of Sales Platforms Number of Sales Platforms Settlements with tax authorities Unrecognized Tax Benefits, Decrease Resulting from Settlements with Taxing Authorities Preferred Stock, Dividend Rate, Percentage Preferred Stock, Dividend Rate, Percentage Auditor Firm ID Auditor Firm ID Effective tax rate Effective Income Tax Rate Reconciliation, Percent Financing Receivable Credit Quality Indicators Financing Receivable Credit Quality Indicators [Table Text Block] Revenue Recognition, Interest and Fees on Loans Revenue Recognition, Interest [Policy Text Block] Financing receivables modified, amount of unpaid balance forgiven, short-term Financing Receivable Modified Amount of Unpaid Balance Forgiven Short-term Financing Receivable Modified Amount of Unpaid Balance Forgiven Short-term Total deposits Deposits Total liabilities and equity Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value Investment Securities Marketable Securities, Policy [Policy Text Block] Financing receivable, allowance for credit loss, reversion period Financing Receivable, Allowance for Credit Loss, Reversion Period Financing Receivable, Allowance for Credit Loss, Reversion Period Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Schedule of Maturities of Long-term Debt Schedule of Maturities of Long-Term Debt [Table Text Block] Originated, more than five years before current year, writoff Financing Receivable, Originated, More than Five Years before Current Fiscal Year, Writoff Underlying Security Market Price Change Underlying Security Market Price Change, Percent Minimum to be well-capitalized under prompt corrective action provisions (percent) Banking Regulation, Total Risk-Based Capital Ratio, Well Capitalized, Minimum Individual: Individual [Axis] Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Regulatory Capital Requirements Under Banking Regulations By Measurement [Axis] Regulatory Capital Requirements Under Banking Regulations By Measurement [Axis] Regulatory Capital Requirements Under Banking Regulations By Measurement [Axis] Liabilities held for sale Disposal Group, Including Discontinued Operation, Liabilities Statement [Line Items] Statement [Line Items] Provision for credit losses, forward loan portfolio purchase included in accrued expenses and other liabilities Financing Receivable, Credit Loss, Expense (Reversal), Accrued Forward Loan Portfolio Purchase Financing Receivable, Credit Loss, Expense (Reversal), Accrued Forward Loan Portfolio Purchase Total net identifiable assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Cash consideration Less: Total cash consideration paid Business Combination, Consideration Transferred Brokered Interest-Bearing Domestic Deposit, Certificates of Deposits, Brokered Interest-Bearing Domestic Deposit, Certificates of Deposits, Brokered Allowance for Credit Losses Credit Loss, Financial Instrument [Policy Text Block] Condensed Cash Flow Statement [Table] Condensed Cash Flow Statement [Table] Minimum Minimum [Member] Actual Banking Regulation, Common Equity Tier 1 Risk-Based Capital, Actual Less: Allowance for credit losses Allowance for credit losses ACL - Beginning Balance ACL - Ending Balance Financing Receivable, Allowance for Credit Loss Interest on cash and debt securities Interest on cash and debt securities Interest and Dividend Income, Cash and Securities, Operating Amount of operating dividend and interest income, including amortization and accretion of premiums and discounts, on cash and securities Adoption Date Trading Arrangement Adoption Date Financing Receivable, Modified [Line Items] Financing Receivable, Modified [Line Items] Minimum to be well-capitalized under prompt corrective action provisions (percent) Banking Regulation, Tier 1 Risk-Based Capital Ratio, Well Capitalized, Minimum Total shareholder return modifier Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Total Shareholder Return Modifier Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Total Shareholder Return Modifier Variable Interest Entity [Line Items] Variable Interest Entity [Line Items] Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Tax Period [Axis] Tax Period [Axis] U.S. federal statutory income tax rate Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent Exercise Price Award Exercise Price Schedule of Deferred Tax Assets and Liabilities Schedule of Deferred Tax Assets and Liabilities [Table Text Block] Arrangement Duration Trading Arrangement Duration Actual (percent) Banking Regulation, Tier 1 Risk-Based Capital Ratio, Actual Goodwill and Other Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Variable Interest Entity [Table] Variable Interest Entity [Table] Loans defaulted Financing Receivable, Modified, Subsequent Default Subsidiaries Synchrony Bank Subsidiaries [Member] Less than 12 months Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months Minimum for capital adequacy purposes (percent) Banking Regulation, Tier 1 Risk-Based Capital Ratio, Capital Adequacy, Minimum Revenue Recognition, Promotional Financing Loans and Leases Receivable, Promotional Financing [Policy Text Block] Loans and Leases Receivable, Promotional Financing [Policy Text Block] Other income: Noninterest Income [Abstract] Originated, more than five years before current year Financing Receivable, Originated, More than Five Years before Current Fiscal Year Long-Lived Asset, Held-for-Sale, Fair Value Disclosure Long-Lived Asset, Held-for-Sale, Fair Value Disclosure Minimum to be well-capitalized under prompt corrective action provisions Banking Regulation, Tier 1 Leverage Capital, Well Capitalized, Minimum Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Amortization expense, 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] Basis of Presentation and Summary of Significant Accounting Policies Basis of Presentation and Significant Accounting Policies [Text Block] Short-term Modification Short-term Modification [Member] Short-term Modification Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Entities [Table] Entities [Table] Senior unsecured notes Debt Instrument, Fair Value Disclosure Other Unallocated Financing Receivables [Member] Percent past due Financing Receivable, Percent Past Due Bart Schaller [Member] Bart Schaller Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Receivables [Abstract] Preferred Stock, Dividends Per Share, Declared Preferred Stock, Dividends Per Share, Declared Dividends, Preferred Stock, Cash Dividends, Preferred Stock, Cash Dividends, Preferred Stock, Cash After five years through ten years Debt Securities, Available-for-Sale, Maturity, Rolling after 5 through 10 Years, Weighted Average Yield Gross unrealized gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Information processing Information Technology and Data Processing Originated, one year before current year Financing Receivable, Year Two, Originated, Fiscal Year before Current Fiscal Year Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Other Commitments [Domain] Other Commitments [Domain] Assets Assets, Fair Value Disclosure [Abstract] Percentage of loan receivables with no VantageScore Financing Receivable, Credit Quality Indicators, Percentage of Loan Receivables with No Vantage Score Financing Receivable, Credit Quality Indicators, Percentage of Loan Receivables with No Vantage Score Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] Related Party [Domain] Related and Nonrelated Parties [Domain] Financing Receivable, Modified [Table] Financing Receivable, Modified [Table] Senior and subordinated unsecured notes Unsecured Debt [Abstract] Synchrony Segment Synchrony Segment [Member] Synchrony Segment Debt Securities, Available-for-Sale, Unrealized Loss Position, Number of Positions Debt Securities, Available-for-Sale, Unrealized Loss Position, Number of Positions (Increase) decrease in other assets (Increase) decrease in other assets Increase (Decrease) in Other Operating Assets Cumulative Effect, Period of Adoption [Domain] Cumulative Effect, Period of Adoption [Domain] Credit Score, Vantage [Domain] Credit Score, Vantage [Domain] Credit Score, Vantage Other income Noninterest Income, Excluding Gain (Loss) On Sale Of Business And Financing Receivables Noninterest Income, Excluding Gain (Loss) On Sale Of Business And Financing Receivables Direct Interest-Bearing Domestic Deposit, Certificates of Deposits U.S. Federal Deferred Federal Income Tax Expense (Benefit) Actual (percent) Banking Regulation, Common Equity Tier 1 Risk-Based Capital Ratio, Actual Share Repurchase Program [Domain] Share Repurchase Program [Domain] Banking Regulation, Risk-Based Information [Abstract] Maturity and sales of debt securities Proceeds from Sale and Maturity of Debt Securities, Available-for-Sale Measure: Measure [Axis] Tax positions of the current year Unrecognized Tax Benefits, Increase Resulting from Current Period Tax Positions Preferred stock shares authorized (in shares) Preferred Stock, Shares Authorized Stock Issued During Period, Shares, New Issues Stock Issued During Period, Shares, New Issues Unsecured debt Senior and subordinated unsecured notes Unsecured Debt Entity Emerging Growth Company Entity Emerging Growth Company Total Liabilities, Fair Value Disclosure 2029 Long-Term Debt, Maturity, Year Five Time Deposits, at or Above FDIC Insurance Limit Time Deposits, at or Above FDIC Insurance Limit Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock par value (in USD per share) Preferred Stock, Par or Stated Value Per Share Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Statement [Table] Statement [Table] Interest Receivable Fair Value Disclosure Interest Receivable Fair Value Disclosure Interest Receivable Fair Value Disclosure Measurement Frequency [Domain] Measurement Frequency [Domain] Counterparty Name [Axis] Counterparty Name [Axis] Schedule of Variable Interest Entities Schedule of Variable Interest Entities [Table Text Block] Disposal Group, Including Discontinued Operation, Cash Disposal Group, Including Discontinued Operation, Cash Cash paid during the year for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Cumulative upward adjustments Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Cumulative Amount Level 1 Fair Value, Inputs, Level 1 [Member] Currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Statement of Cash Flows

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| | | |
|-----------|-----------|-----------|
| \$ 21,596 | \$ 19,902 | \$ 16,881 |
| 1,049 | 808 | 265 |

| | | | |
|--|----------|----------|----------|
| Total interest income | 22,645 | 20,710 | 17,146 |
| Interest expense: | | | |
| Interest on deposits | 3,806 | 2,952 | 1,008 |
| Interest on senior and subordinated unsecured notes | 401 | 419 | 317 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Retailer share arrangements | (3,407) | (3,661) | (4,331) |
| Provision for credit losses (Note 5) | 6,733 | 5,965 | 3,375 |
| Net interest income, after retailer share arrangements and provision for credit losses | 7,871 | 7,373 | 7,919 |
| Other income: | | | |
| Interchange revenue | 1,026 | 1,031 | 982 |
| Protection product revenue | 562 | 510 | 387 |
| Loyalty programs | (1,382) | (1,370) | (1,257) |
| Other | 1,315 | 118 | 268 |
| Total other income | 1,521 | 289 | 380 |
| Other expense: | | | |
| Employee costs | 1,872 | 1,884 | 1,681 |
| Professional fees | 936 | 842 | 832 |
| Marketing and business development | 524 | 527 | 487 |
| Information processing | 803 | 712 | 623 |
| Other | 704 | 793 | 714 |
| Total other expense | 4,839 | 4,758 | 4,337 |
| Earnings before provision for income taxes | 4,553 | 2,904 | 3,962 |
| Provision for income taxes (Note 15) | 1,054 | 666 | 946 |
| Net earnings | 3,499 | 2,238 | 3,016 |
| Net earnings available to common stockholders | \$ 3,427 | \$ 2,196 | \$ 2,974 |
| Earnings per share (Note 13) | | | |
| Basic (in usd per share) | \$ 8.64 | \$ 5.21 | \$ 6.19 |
| Diluted (in usd per share) | \$ 8.55 | \$ 5.19 | \$ 6.15 |
| Variable Interest Entity, Primary Beneficiary | | | |
| Interest income: | | | |
| Interest and fees on loans (Note 5) | \$ 4,400 | \$ 3,900 | \$ 3,700 |
| Interest expense: | | | |
| Interest on borrowings of consolidated securitization entities | 427 | 340 | 196 |
| Provision for credit losses (Note 5) | \$ 963 | \$ 857 | \$ 365 |

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| Consolidated
Statements of
Comprehensive
Income - USD (\$)
\$ in Millions | 12 Months Ended | | |
|---|-----------------|---------------|---------------|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| | | | |

Statement of Comprehensive Income [Abstract]

| | | | |
|--|----------|----------|----------|
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Other comprehensive income (loss) | | | |
| Debt securities | 10 | 60 | (97) |
| Currency translation adjustments | (6) | 0 | (12) |
| Employee benefit plans | 5 | (3) | 53 |
| Other comprehensive income (loss) | 9 | 57 | (56) |
| Comprehensive income | \$ 3,508 | \$ 2,295 | \$ 2,960 |

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| Consolidated
Statements of
Financial Position -
USD (\$)
\$ in Millions | | | Dec.
31,
2024 | Dec.
31,
2023 |
|--|--|--|---------------------|---------------------|
| | | | | |
| | | | | |
| Assets | | | | |
| Cash and equivalents | | | \$ 14,711 | \$ 14,259 |
| Debt securities | | | 3,079 | 3,799 |
| Total loan receivables | | | 104,721 | 102,988 |
| Less: Allowance for credit losses | | | (10,929) | (10,571) |
| Loan receivables, net | | | 93,792 | 92,417 |
| Goodwill (Note 7) | | | 1,274 | 1,018 |
| Intangible assets, net (Note 7) | | | 854 | 815 |
| Other assets | | | 5,753 | 4,915 |
| Assets held for sale (Note 3) | | | 0 | 256 |
| Total assets | | | 119,463 | 117,479 |
| Deposits: (Note 8) | | | | |
| Interest-bearing deposit accounts | | | 81,664 | 80,789 |
| Non-interest-bearing deposit accounts | | | 398 | 364 |
| Total deposits | | | 82,062 | 81,153 |
| Borrowings: (Notes 6 and 9) | | | | |
| Senior and subordinated unsecured notes | | | 7,620 | 8,715 |
| Total borrowings | | | 15,462 | 15,982 |
| Accrued expenses and other liabilities | | | 5,359 | 6,334 |
| Liabilities held for sale | | | 0 | 107 |
| Total liabilities | | | 102,883 | 103,576 |
| Equity: | | | | |
| Preferred stock, par share value \$0.001 per share; 1,250,000 and 750,000 shares authorized at December 31, 2024 and 2023, respectively; 1,250,000 and 750,000 shares issued and outstanding at December 31, 2024 and 2023, respectively and aggregate liquidation preference of \$1,250 at December 31, 2024 and \$750 at December 31, 2023 | | | 1,222 | 734 |
| Common stock, par share value \$0.001 per share; 4,000,000,000 shares authorized; 833,984,684 shares issued at both December 31, 2024 and 2023; 388,261,077 and 406,875,775 shares outstanding at December 31, 2024 and 2023, respectively | | | 1 | 1 |
| Additional paid-in capital | | | 9,853 | 9,775 |
| Retained earnings | | | 21,635 | 18,662 |
| Accumulated other comprehensive income (loss): | | | | |
| Debt securities | | | (23) | (33) |
| Currency translation adjustments | | | (44) | (38) |
| Employee benefit plans | | | 8 | 3 |
| Treasury stock, at cost; 445,723,607 and 427,108,909 shares at December 31, 2024 and 2023, respectively | | | (16,072) | (15,201) |
| Total equity | | | 16,580 | 13,903 |
| Total liabilities and equity | | | 119,463 | 117,479 |
| Variable Interest Entity, Primary Beneficiary | | | | |
| Assets | | | | |
| Total loan receivables | | | 21,339 | 21,434 |
| Less: Allowance for credit losses | | | (1,900) | (1,900) |
| Loan receivables, net | | | 19,439 | 19,537 |
| Other assets | | | 44 | 47 |
| Total assets | | | 19,483 | 19,584 |
| Borrowings: (Notes 6 and 9) | | | | |

| | | |
|--|-----------|-----------|
| Borrowings of consolidated securitization entities | 7,842 | 7,267 |
| Total liabilities | 7,869 | 7,298 |
| Unsecuritized Loans Held for Investment | | |
| Assets | | |
| Total loan receivables | \$ 83,382 | \$ 81,554 |

| | | | | | | | | |
|--|--|----------|-----------|------|-------------|-------|-----------|---------|
| compensation, adjustments to additional paid in capital | 73 | | | | 57 | | | |
| Treasury Stock Reissued at Lower than Repurchase Price | | | | | | (66) | | |
| Treasury Stock Reissued During Period, Value | | | | | | | | |
| Dividends, Preferred Stock, Cash | (42) | | | | | (42) | | |
| Dividends, Common Stock, Cash | (406) | | | | | (406) | | |
| Balance at Dec. 31, 2023 | \$ 13,903 | | \$ 734 | \$ 1 | 9,775 | | 18,662 | |
| Preferred stock shares issued (in shares) | 1,250,000 | | 750,000 | | | | | |
| Common stock shares issued (in shares) | 833,984,684 | | | | 833,985,000 | | | |
| Preferred Stock, Dividends Per Share, Declared | \$ 60.05 | \$ 56.24 | | | | | | |
| Common Stock, Dividends, Per Share, Declared | \$ 1.00 | | | | | | | |
| Increase (Decrease) in Stockholders' Equity [Roll Forward] | | | | | | | | |
| Net earnings | \$ 3,499 | | | | | | 3,499 | |
| Other comprehensive income | 9 | | | | | | | |
| Purchases of treasury stock | (1,008) | | | | | | | |
| Stock-based compensation (in shares) | | | | 0 | | | | |
| Stock-based compensation, adjustments to additional paid in capital | 159 | | | | 78 | | | |
| Treasury Stock Reissued at Lower than Repurchase Price | | | | | | (56) | | |
| Treasury Stock Reissued During Period, Value | | | | | | | | |
| Dividends, Preferred Stock, Cash | (72) | \$ (30) | \$ (42) | | | | \$ (30) | \$ (42) |
| Dividends, Common Stock, Cash | (398) | | | | | | (398) | |
| Balance at Dec. 31, 2024 | 16,580 | | \$ 1,222 | \$ 1 | \$ 9,853 | | \$ 21,635 | |
| Increase (Decrease) in Stockholders' Equity [Roll Forward] | | | | | | | | |
| Stock Issued During Period, Shares, New Issues | | | 500,000 | | | | | |
| Stock Issued During Period, Value, New Issues | \$ 488 | | \$ 488 | | | | | |
| Preferred stock shares issued (in shares) | 1,250,000 | | 1,250,000 | | | | | |
| Common stock shares issued (in shares) | 833,984,684 | | | | 833,985,000 | | | |
| ~~<i>XML 39 R7.htm IDEA: XBRL DOCUMENT</i>~~ | | | | | | | | |
| Consolidated Statements of Cash Flows - USD (\$) | 12 Months Ended | | | | | | | |
| \$ in Millions | Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022 | | | | | | | |
| Cash flows - operating activities | | | | | | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 | | | | | |
| Adjustments to reconcile net earnings to cash provided from operating activities | | | | | | | | |
| Provision for credit losses | 6,733 | 5,965 | 3,375 | | | | | |
| Deferred income taxes | (98) | (458) | (421) | | | | | |
| Depreciation and amortization | 481 | 458 | 419 | | | | | |
| (Increase) decrease in interest and fees receivable | 33 | (645) | (197) | | | | | |
| (Increase) decrease in other assets | (117) | 7 | 21 | | | | | |
| Increase (decrease) in accrued expenses and other liabilities | (121) | 293 | (93) | | | | | |
| Gain on sale of business | (1,069) | 0 | 0 | | | | | |
| All other operating activities | 507 | 735 | 574 | | | | | |
| Cash provided from (used for) operating activities | 9,848 | 8,593 | 6,694 | | | | | |
| Cash flows - investing activities | | | | | | | | |
| Maturity and sales of debt securities | 3,616 | 5,011 | 3,984 | | | | | |
| Purchases of debt securities | (2,811) | (3,623) | (3,866) | | | | | |
| Acquisitions, net of cash acquired | (1,935) | 0 | 0 | | | | | |
| Proceeds from sale of business, net of cash and restricted cash sold | 491 | 0 | 0 | | | | | |
| Proceeds from sale of loan receivables | 0 | 0 | 3,930 | | | | | |
| Net (increase) decrease in loan receivables, including held for sale | (7,576) | (14,900) | (13,733) | | | | | |
| All other investing activities | (688) | (722) | (549) | | | | | |
| Cash provided from (used for) investing activities | (8,903) | (14,234) | (10,234) | | | | | |
| Borrowings of consolidated securitization entities | | | | | | | | |
| Proceeds from issuance of securitized debt | 1,694 | 2,294 | 2,720 | | | | | |
| Maturities and repayment of securitized debt | (1,125) | (1,257) | (3,784) | | | | | |
| Senior and subordinated unsecured notes | | | | | | | | |
| Proceeds from issuance of senior and subordinated unsecured notes | 745 | 740 | 2,235 | | | | | |
| Maturities and repayment of senior and subordinated unsecured notes | (1,850) | 0 | (1,500) | | | | | |
| Proceeds from issuance of preferred stock | 488 | 0 | 0 | | | | | |
| Dividends paid on preferred stock | (72) | (42) | (42) | | | | | |
| Net increase (decrease) in deposits | 879 | 9,437 | 9,453 | | | | | |
| Purchases of treasury stock | (1,008) | (1,112) | (3,320) | | | | | |
| Dividends paid on common stock | (398) | (406) | (434) | | | | | |
| All other financing activities | 36 | (22) | (44) | | | | | |
| Cash provided from (used for) financing activities | (611) | 9,632 | 5,284 | | | | | |

| | | | |
|---|------------|------------|------------|
| Increase (decrease) in cash and equivalents, including restricted and held for sale amounts | 334 | 3,991 | 1,744 |
| Cash and equivalents, including restricted amounts, at beginning of year | 14,421 | 10,430 | 8,686 |
| Total cash and equivalents, including restricted and held for sale amounts, at end of year | | 14,421 | 10,430 |
| Cash and equivalents | 14,711 | 14,259 | 10,294 |
| Restricted cash and equivalents included in other assets | 44 | 50 | 136 |
| Cash and equivalents, including restricted amounts, held for sale | 0 | 112 | 0 |
| Total cash and equivalents, including restricted and held for sale amounts, at end of year | 14,755 | 14,421 | 10,430 |
| Cash and equivalents | | | |
| Cash paid during the year for interest | (4,662) | (3,551) | (1,356) |
| Cash paid during the year for income taxes | \$ (1,087) | \$ (1,125) | \$ (1,290) |

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Business Description

12 Months Ended
Dec. 31, 2024

Organization,
Consolidation and
Presentation of
Financial Statements
[Abstract]

Business Description

BUSINESS DESCRIPTION

Synchrony Financial (the “Company”) provides a range of credit products through financing programs it has established with a diverse group of national and regional retailers, local merchants, manufacturers, buying groups, industry associations and healthcare service providers. We primarily offer private label, Dual Card, co-brand and general purpose credit cards, as well as short- and long-term installment loans, and savings products insured by the Federal Deposit Insurance Corporation (“FDIC”) through Synchrony Bank (the “Bank”). We conduct our operations through a single business segment. See Note 17. *Segment Reporting* for additional information.

References to the “Company,” “we,” “us” and “our” are to Synchrony Financial and its consolidated subsidiaries unless the context otherwise requires.

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Basis of Presentation
and Summary of
Significant
Accounting Policies

12 Months Ended
Dec. 31, 2024

Accounting Policies
[Abstract]

Basis of Presentation
and Summary of
Significant Accounting
Policies

BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements were prepared in conformity with U.S. generally accepted accounting principles (“GAAP”).

Preparing financial statements in conformity with U.S. GAAP requires us to make estimates based on assumptions about current, and for some estimates, future, economic and market conditions (for example, unemployment, housing, interest rates and market liquidity) which affect reported amounts and related disclosures in our consolidated financial statements. Although our current estimates contemplate current conditions and how we expect them to change in the future, as appropriate, it is reasonably possible that actual conditions could be different than anticipated in those estimates, which could materially affect our results of operations and financial position. Among other effects, such changes could result in incremental losses on loan receivables, future impairments of debt securities, goodwill and intangible assets, increases in reserves for contingencies, establishment of valuation allowances on deferred tax assets and increases in our tax liabilities.

We primarily conduct our business within the United States and substantially all of our revenues are from U.S. customers. The operating activities conducted by our non-U.S. affiliates use the local currency as their functional currency. The effects of translating the financial statements of these non-U.S. affiliates to U.S. dollars are included in equity. Asset and liability accounts are translated at period-end exchange rates, while revenues and expenses are translated at average rates for the respective periods.

Consolidated Basis of Presentation

The Company’s financial statements have been prepared on a consolidated basis. Under this basis of presentation, our financial statements consolidate all of our subsidiaries – i.e., entities in which we have a controlling financial interest, most often because we hold a majority voting interest. To determine if we hold a controlling financial interest in an entity, we first evaluate if we are required to apply the variable interest entity (“VIE”) model to the entity, otherwise the entity is evaluated under the voting interest model.

Variable Interest Entities

Where we hold current or potential rights that give us the power to direct the activities of a VIE that most significantly impact the VIE’s economic performance (“power”) combined with a variable interest that gives us the right to receive potentially significant benefits or the obligation to absorb potentially significant losses (“significant economics”), we have a controlling financial interest in, and consolidate, the VIE.

In evaluating whether we have power, we consider the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and our decision-making role, if any, in those activities that significantly determine the entity’s economic performance as compared to other economic interest holders.

In determining whether we have the right to receive significant economics, we evaluate all of our economic interests in the entity, regardless of form (debt, equity, management and servicing fees, and other contractual arrangements). This evaluation considers all relevant factors of the entity’s design, including: the entity’s capital structure, contractual rights to earnings or losses, subordination of our interests relative to those of other investors, as well as any other contractual arrangements that might exist that could have the potential to be economically significant.

The evaluation of all facts and circumstances to determine whether we have power and significant economics requires the exercise of professional judgment. Rights held by others to remove the party with power over the VIE are not considered unless one party can exercise those rights unilaterally. We consolidate certain securitization entities under the VIE model because we have both power to direct and significant economics, primarily because of Synchrony or the Bank’s role as servicer. See Note 6. *Variable Interest Entities*.

New Accounting Standards

Newly Adopted Accounting Standards

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This ASU improves reportable segment disclosure requirements and requires enhanced disclosures about significant segment expenses. The Company adopted this guidance as of December 31, 2024, on a retrospective basis. See Note 17. *Segment Reporting* for additional information.

Recently Issued But Not Yet Adopted Accounting Standards

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This ASU requires disclosure of specific categories in the rate reconciliation, as well as additional qualitative information about the reconciliation, and additional disaggregated information about income taxes paid. The Company will adopt this guidance on a retrospective basis on its effective date, which for us is beginning within our December 31, 2025 Form 10-K. Management does not expect this guidance to have a material impact on the Consolidated Financial Statements.

In November 2024, the FASB issued ASU 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40). This ASU requires disaggregated information about certain income statement line items in a tabular format in the notes to the financial statements. The Company will adopt this guidance on its effective date, which for us is beginning within our December 31, 2027 Form 10-K, and is currently determining the method of adoption, however, it is not expected to have a material impact to our Consolidated Financial Statements.

Cash and Equivalents

Debt securities, money market instruments and bank deposits with original maturities of three months or less are included in cash and equivalents unless designated as available-for-sale and classified as debt securities. Cash and equivalents at December 31, 2024 primarily included cash and due from banks of \$646 million and interest-bearing deposits in other banks of \$14.0 billion. Cash and equivalents at December 31, 2023 primarily included cash and due from banks of \$1.4 billion and interest-bearing deposits in other banks of \$12.8 billion.

Restricted Cash and Equivalents

Restricted cash and equivalents represent cash and equivalents that are not available to us due to restrictions related to its use. In addition, our securitization entities are required to fund segregated accounts that may only be used for certain purposes, including payment of interest and servicing fees and repayment of maturing debt. We include our restricted cash and equivalents in Other assets in our Consolidated Statements of Financial Position.

Investment Securities

We report investments in debt securities and equity securities with a readily determinable fair value at fair value. See Note 10. *Fair Value Measurements* for further information on fair value. Changes in fair value on debt securities, which are classified as available-for-sale, are included in other comprehensive income (loss), net of applicable taxes. Changes in fair value on equity securities are included in earnings. We regularly review investment securities for impairment using both quantitative and qualitative criteria.

For debt securities, if we do not intend to sell the security, or it is not more likely than not, that we will be required to sell the security before recovery of our amortized cost, we evaluate other qualitative criteria to determine whether we do not expect to recover the amortized cost basis of the security, such as the financial health of, and specific prospects for the issuer, including whether the issuer is in compliance with the terms and covenants of the security. We also evaluate quantitative criteria including determining whether there has been an adverse change in expected future cash flows. If we do not expect to recover the entire amortized cost basis of the security, we consider the debt security to be impaired. If the security is impaired, we determine whether the impairment is the result of a credit loss or other factors. If a credit loss exists, an allowance for credit losses is recorded, with a related charge to earnings, limited by the amount that the fair value of the security is less than its amortized cost. Given the nature of our current portfolio, we perform a qualitative assessment to determine whether any credit loss is warranted. The assessment considers factors such as adverse conditions and payment structure of the securities, history of payment, and market conditions. If we intend to sell the security or it is more likely than not we will be required to sell the debt security before recovery of its amortized cost basis, the security is also considered impaired and we recognize the entire difference between the security’s amortized cost basis and its fair value in earnings.

Realized gains and losses are accounted for on the specific identification method.

Equity Method Investments

We use the equity method of accounting for investments where we have significant influence, but not control, over the operating and financial policies of the investee. Our assessment of significant influence includes factors such as our ownership interest, legal form, and representation on the board of directors. The Company generally records the initial investment at cost or fair value, as appropriate. Subsequently, we adjust each investment for our proportionate share of net income or loss in the investee. We amortize, where appropriate, differences between the Company’s cost basis and underlying equity in net assets, which are reported in Other income. The Company evaluates equity method investments for other-than-temporary impairment when events or changes in circumstance indicate that the carrying amount of the investment might not be recoverable. At December 31, 2024, our equity method investments included within Other assets in our Consolidated Statement of Financial Position totaled \$816 million, primarily related to our equity interest in Independence Pet Holdings, Inc. See Note 3. *Acquisitions and Dispositions* for additional information.

Loan Receivables

Loan receivables primarily consist of open-end consumer revolving credit card accounts, closed-end consumer installment loans and open-end commercial revolving credit card accounts. Loan

receivables are reported at the amounts due from customers, including unpaid interest and fees, net of unamortized purchase discounts, deferred income and costs.

Loan Receivables Held for Sale

Loans purchased or originated with the intent to sell are classified as loan receivables held for sale and carried at the lower of amortized cost or fair value. Loans initially classified as held for investment are transferred to loan receivables held for sale and carried at the lower of amortized cost or fair value once a decision has been made to sell the loans. We continue to recognize interest and fees on these loans on the accrual basis. The fair value of loan receivables held for sale is determined on an aggregate homogeneous portfolio basis.

If a loan is transferred from held for investment to held for sale, any associated allowance for credit loss is reversed through earnings, and the loan is transferred to held for sale at amortized cost. The amount by which amortized cost basis exceeds fair value is accounted for as a valuation allowance. The loan is carried at the lower of amortized cost or fair value.

Acquired Loans

To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition.

Loans acquired that have experienced more-than-insignificant deterioration in credit quality since origination (referred to as “purchased credit deteriorated” or “PCD” assets) are subject to specific guidance upon acquisition. An allowance for PCD assets is added to the purchase price or fair value of the acquired loans to arrive at the amortized cost basis. Subsequent to initial recognition, the accounting for the PCD asset will generally follow the Allowance for Credit Losses model described below.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model described below.

Allowance for Credit Losses

Losses on loan receivables are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates involve modeling loss projections attributable to existing loan balances, considering historical experience, current conditions and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with unemployment as the primary macroeconomic variable considered. We also perform a qualitative assessment in addition to model estimates and apply qualitative adjustments as necessary. The reasonable and supportable forecast period is determined primarily based upon an assessment of the current economic outlook, including our ability to use available data to accurately forecast losses over time. The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since adoption of CECL. The Company reassesses the reasonable and supportable forecast period on a quarterly basis. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The historical loss information is derived from a combination of recessionary and non-recessionary performance periods, weighted by the time span of each period. Similar to the reasonable and supportable forecast period, we also reassess the reversion period and historical mean on a quarterly basis, considering any required adjustments for differences in underwriting standards, portfolio mix, and other relevant data shifts over time.

We generally segment our loan receivable population into pools of loans with similar risk characteristics at the major retailer and product level. Consistent with our other assumptions, we regularly review segmentation to determine whether the segmentation pools remain relevant as risk characteristics change.

Our loan receivables generally do not have a stated life. The life of a credit card loan receivable is dependent upon the allocation of payments received, as well as a variety of other factors, including the principal balance, promotional terms, interest charges and fees and overall consumer credit profile and usage pattern. We determine the expected credit losses for credit card loan receivables as of the measurement date by using a combination of migration analysis, and other historical analyses, which implicitly consider the payments attributable to the measurement date balance. To do so, we utilize an approach which implicitly considers total expected future payments and applies appropriate allocations to reduce those payments in order to estimate losses pertaining to measurement date loan receivables. Based on our payments analyses, we also ensure that expected future payments from an account do not exceed the measurement date balance.

We evaluate each portfolio quarterly. For credit card receivables, our estimation process includes analysis of historical data, and there is a significant amount of judgment applied in selecting inputs and analyzing the results produced by the models to determine the allowance for credit losses. We use an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. The enhanced migration analysis considers uncollectible principal, interest and fees reflected in the loan receivables, segmented by credit and business parameters. We use other analyses to estimate expected losses on non-delinquent accounts, which include past performance, bankruptcy activity such as filings, policy changes and loan volumes and amounts. Holistically, for assessing the portfolio credit loss content, we also evaluate portfolio risk management techniques applied to various accounts, historical behavior of different account vintages, account seasoning, economic conditions, recent trends in delinquencies, account collection management including the impact of modifications made to borrowers experiencing financial difficulties, forecasting uncertainties, expectations about the future and a qualitative assessment of the adequacy of the allowance for credit losses. Key factors that impact the accuracy of our historical loss forecast estimates include the models and methodology utilized, credit strategy and trends, and consideration of material changes in our loan portfolio such as changes in growth and portfolio mix. We regularly review our collection experience (including delinquencies and net charge-offs) in determining our allowance for credit losses. We also consider our historical loss experience to date based on actual defaulted loans and overall portfolio indicators including delinquent and non-accrual loans, trends in loan volume and lending terms, credit policies and other observable environmental factors such as unemployment and home price indices. Additionally, the estimate of expected credit losses includes expected recoveries of amounts previously charged-off and expected to be charged-off.

The underlying assumptions, estimates and assessments we use to provide for losses are updated periodically to reflect our view of current and forecasted conditions, and are subject to the regulatory examination process, which can result in changes to our assumptions. Changes in such estimates can significantly affect the allowance and provision for credit losses. It is possible that we will experience credit losses that are different from our current estimates. Charge-offs are deducted from the allowance for credit losses and are recorded in the period when we judge the principal to be uncollectible, and subsequent recoveries are added to the allowance, generally at the time cash is received on a charged-off account.

Delinquent receivables are those that are 30 days or more past due based on their contractual payments. Non-accrual loan receivables are those on which we have stopped accruing interest. We typically continue to accrue interest until the earlier of the time at which collection of an account becomes doubtful, or in the period the account becomes 180 days past due, with the exception of non-credit card accounts, for which we stop accruing interest in the period that the account becomes 90 days past due.

The same loan receivable may meet more than one of the definitions above. Accordingly, these categories are not mutually exclusive, and it is possible for a particular loan to meet the definitions of a non-accrual loan and a delinquent loan, or be modified to a borrower experiencing financial difficulty, and be included in each of these categories. The categorization of a particular loan also may not necessarily be indicative of the potential for loss.

Loan Modifications to Borrowers Experiencing Financial Difficulty

Our loss mitigation strategy is intended to minimize economic loss and, at times, can result in rate reductions, principal forgiveness, extensions or other actions, for borrowers experiencing financial difficulty. We primarily use long-term modification programs for borrowers experiencing financial difficulty as a loss mitigation strategy to improve long-term collectability of the loans. The long-term modification programs include changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months, reducing the interest rate on the loan, and stopping the assessment of penalty fees. We also make long-term loan modifications for customers who request financial assistance through external sources, such as through consumer credit counseling service agencies. Long-term loan modification programs do not normally include the forgiveness of unpaid principal, interest or fees. We may also provide certain borrowers with a short-term loan modification program (generally up to 3 months) that can include the forgiveness of a percentage of their unpaid principal balance, interest and/or fees. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. We generally do not convert revolving loans to term loans, outside of loan modification programs for borrowers experiencing financial difficulties. The evaluation of whether a borrower is experiencing financial difficulty includes our consideration of all relevant facts and circumstances. See Note 5. *Loan Receivables and Allowance for Credit Losses* for additional information on our loan modifications to borrowers experiencing financial difficulty.

Data related to redefault experience is also considered in our overall reserve adequacy review. Once the loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date, subject to re-aging limitations of once a year, or twice in a five-year period.

Charge-Offs

Net charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid finance charges, fees and third-party fraud losses from charge-offs. Charged-off and recovered accrued and unpaid finance charges and fees are included in interest and fees on loans while fraud losses are included in other expense. Charge-offs are recorded as a reduction to the allowance for credit losses, and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and are included in Other expense in our Consolidated Statements of Earnings.

We charge-off our loans based upon days contractually past due, which is typically 120 days for our unsecured closed-end consumer installment loans and loans secured by collateral and in the period the account becomes 180 days for our unsecured open-ended revolving loans. Unsecured consumer loans in bankruptcy are charged-off within 60 days of notification of filing by the bankruptcy court or within contractual charge-off periods, whichever occurs earlier. Credit card loans of deceased account holders are charged-off within 60 days of receipt of notification.

Goodwill and Intangible Assets

We do not amortize goodwill but test it at least annually for impairment at the reporting unit level pursuant to ASC 350, *Intangibles—Goodwill and Other*. A reporting unit is defined under GAAP as the operating segment, or one level below that operating segment (the component level) if discrete financial information is prepared and regularly reviewed by segment management. Our single operating segment comprises a single reporting unit, based on the level at which segment management regularly reviews and measures the business operating results.

When a portion of a reporting unit constitutes a business that is being disposed of, the amount of goodwill to be included in the carrying amount of the business classified as held for sale is based upon the relative fair values of the business to be disposed of and the portion of the reporting unit that will be retained.

Goodwill impairment risk is first assessed by performing a qualitative review of entity-specific, industry, market and general economic factors for our reporting unit. If potential goodwill impairment risk exists that indicates that it is more likely than not that the carrying value of our reporting unit exceeds its fair value, a quantitative test is performed. The quantitative test compares the reporting unit's estimated fair value with its carrying value, including goodwill. If the carrying value of our reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the amount of goodwill allocated to the reporting unit. The qualitative assessment for each period presented in the consolidated financial statements was performed without hindsight, assuming only factors and market conditions existing as of those dates, and resulted in no potential goodwill impairment risk for our reporting unit. Consequently, goodwill was not deemed to be impaired for any of the periods presented.

Definite-lived intangible assets principally consist of certain costs incurred to develop or acquire capitalized software and customer-related assets including purchased credit card relationships. Capitalized software is amortized on a straight-line basis over its estimated useful life, generally 5 years. Customer-related assets are amortized over their estimated useful lives. Defined-lived intangible assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The evaluation compares the cash inflows expected to be generated from each intangible asset to its carrying value. If cash flows attributable to the intangible asset are less than the carrying value, the asset is considered impaired and written down to its estimated fair value.

Other Assets

Other assets primarily consist of deferred income taxes, contract costs related to our retail partner agreements and equity investments. Retail partner contract costs are recognized over the life of the contract with the retail partner and are included as a component of Marketing and business development expense in our Consolidated Statements of Earnings.

Discontinued Operations and Held for Sale

An entity is classified as held for sale in the period in which management approves and commits to a plan to sell the entity, the entity is available to be sold in its immediate condition subject to usual and customary terms, the entity is being actively marketed at a reasonable price with other actions required to complete the plan to sale initiated, the sale is generally probable to be completed within one year, and it is unlikely that there will be significant changes to the plan to sell.

The disposal of an entity should be reported in discontinued operations if the disposal represents a strategic shift that has, or will have, a major effect on the Company's operations and financial results, otherwise the results of the entity to be disposed continue to be presented within continuing operations on the Consolidated Statements of Earnings.

Assets and liabilities to be disposed of are reclassified to held for sale in our Consolidated Statements of Financial Position.

Revenue Recognition

Interest and Fees on Loans

We use the effective interest method to recognize income on loans. Interest and fees on loans is comprised largely of interest and late fees on credit card and other loans. Interest income is recognized

based upon the amount of loans outstanding and their contractual interest rate. Late fees are recognized when billable to the customer. We typically continue to accrue interest and fees on credit cards until the accounts are charged-off in the period the account becomes 180 days past due. For non-credit card loans, we stop accruing interest and fees in the period when the account becomes 90 days past due. Previously recognized interest income that was accrued but not collected from the customer is reversed. Although we stop accruing interest in advance of payments, we recognize interest income as cash is collected when appropriate, provided the amount does not exceed that which would have been earned at the historical effective interest rate; otherwise, payments received are applied to reduce the principal balance of the loan. We resume accruing interest on non-credit card loans when the customer's account is less than 90 days past due and collection of such amounts is probable.

Interest income from loans disclosed as long-term modifications to borrowers experiencing financial difficulty is accounted for in the same manner as other accruing loans. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.

Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period, or the estimated life of the loan for other loan receivables, and are included in interest and fees on loans in our Consolidated Statements of Earnings. See Note 5. *Loan Receivables and Allowance for Credit Losses* for further detail.

Other loan and customer-related fees including miscellaneous fees charged to borrowers are recognized net of waivers and charge-offs when the related transaction or service is provided, and are included in Other income in our Consolidated Statements of Earnings.

Promotional Financing

Loans originated with promotional financing may include deferred interest financing (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest financing (no interest accrues during a promotional period but begins to accrue thereafter on any outstanding amounts at the end of the promotional period) and reduced interest financing (interest accrues monthly at a promotional interest rate during the promotional period). For deferred interest financing, we bill interest to the borrower, retroactive to the inception of the loan, if the loan is not repaid prior to the specified date. Income is recognized on such loans when it is billable. In almost all cases, our retail partner will pay an upfront fee or reimburse us to compensate us for all or part of the costs associated with providing the promotional financing. Upfront fees are deferred and accreted to income over the promotional period. Reimbursements are estimated and accrued as income over the promotional period.

Purchased Loans

Loans acquired by purchase are recorded at fair value, which may result in the recognition of a loan premium or loan discount. For acquired loans with evidence of more-than-insignificant deterioration in credit quality since origination, the initial allowance for credit losses at acquisition is added to the purchase price to determine the initial cost basis of the loans and loan premium or loan discount. Loan premiums and loan discounts are recognized into interest income using the effective interest method over the estimated remaining life of the loans. The Company develops an allowance for credit losses for all purchased loans, which is recognized upon acquisition, similar to that of an originated financial asset. Subsequent changes to the expected credit losses for these loans follow the allowance for credit losses methodology described above under "—Allowance for Credit Losses."

Retailer Share Arrangements

Most of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These thresholds and the economic performance of a program are based on, among other things, agreed upon measures of program expenses. On a quarterly basis, we make a judgment as to whether it is probable that the performance threshold will be met under a particular retail partner's retailer share arrangement. The current period's estimated contribution to that ultimate expected payment is recorded as a liability. To the extent facts and circumstances change and the cumulative probable payment for prior months has changed, a cumulative adjustment is made to align the retailer share arrangement liability balance with the amount considered probable of being paid relating to past periods.

Other Income

Interchange and Protection Product Revenue

Other Income primarily includes interchange and protection product revenue. We earn interchange revenue at the time the cardholder transaction occurs. Protection product revenue represents fees earned from our Payment Security offering, which is a debt cancellation product. Fees are assessed and recognized during the monthly coverage period, based upon a customer's account balance.

Loyalty Programs

Our loyalty programs are designed to generate increased purchase volume per customer while reinforcing the value of our credit cards and strengthening cardholder loyalty. These programs typically provide cardholders with statement credit or cash back rewards. Other programs include rewards points, which are redeemable for a variety of products or awards, or merchandise discounts that are earned by achieving a pre-set spending level on their private label credit card, Dual Card or general purpose co-branded credit card. We establish a rewards liability based on points and merchandise discounts earned that are ultimately expected to be redeemed and the average cost per point at redemption. The rewards liability is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position. Cash rebates are earned based on a tiered percentage of purchase volume. As points and discounts are redeemed or cash rebates and rewards are issued, the rewards liability is relieved. The estimated cost of loyalty programs is classified as a reduction to Other income in our Consolidated Statements of Earnings.

Other Expense

Fraud Losses

We experience third-party fraud losses from the unauthorized use of credit cards and when loans are obtained through fraudulent means. Fraud losses are included as a charge within Other expense in our Consolidated Statements of Earnings, net of recoveries, when such losses are probable. Loans are charged-off, as applicable, after the investigation period has completed.

Income Taxes

We recognize the current and deferred tax consequences of all transactions that have been recognized in the financial statements using the provisions of the enacted tax laws. The effects of tax adjustments and settlements from taxing authorities are presented in our consolidated financial statements in the period they occur.

Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax laws and rates that will be in effect when the differences are expected to reverse. We record valuation allowances to reduce deferred tax assets to the amount that is more likely than not to be realized. In making decisions regarding our ability to realize tax assets, we evaluate all positive and negative evidence, including projected future taxable income, taxable income in carryback periods, expected reversal of deferred tax liabilities and the implementation of available tax planning strategies.

We recognize the financial statement impact of uncertain income tax positions when we conclude that it is more likely than not, based on the technical merits of a position, that the position will be sustained upon examination. In certain situations, we establish a liability that represents the difference between a tax position taken (or expected to be taken) on an income tax return and the amount of taxes recognized in our financial statements. The liability associated with the unrecognized tax benefits is adjusted periodically when new information becomes available. We recognize accrued interest and penalties related to unrecognized tax benefits as interest expense and provision for income taxes, respectively, in our Consolidated Statements of Earnings.

Fair Value Measurements

Fair value is the price we would receive to sell an asset or pay to transfer a liability in an orderly transaction with a market participant at the measurement date. In the absence of active markets for the identical assets or liabilities, such measurements involve developing assumptions based on market observable data and, in the absence of such data, internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.

Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our market assumptions. Preference is given to observable inputs. These two types of inputs create the following fair value hierarchy:

Level 1— Quoted prices for identical instruments in active markets.

Level 2— Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable.

Level 3— Significant inputs to the valuation are unobservable.

We maintain policies and procedures to value instruments using the best and most relevant data available. In addition, we have risk management teams that review valuations, including independent price validation for certain instruments. We use non-binding broker quotes and third-party pricing services, when available, as our primary basis for valuation when there is limited or no relevant market activity for a specific instrument or for other instruments that share similar characteristics. We have not adjusted prices that we have obtained. In the absence of such data, such measurements involve developing assumptions based on internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.

The third-party brokers and third-party pricing services do not provide us access to their proprietary valuation models, inputs and assumptions. Accordingly, our risk management, treasury and/or finance personnel conduct reviews of these brokers and services, as applicable. In addition, we conduct internal reviews of pricing provided by our third-party pricing service for all investment securities on a quarterly basis to ensure reasonableness of valuations used in the consolidated financial statements. These reviews are designed to identify prices that appear stale, those that have changed significantly from prior valuations and other anomalies that may indicate that a price may not be accurate. Based on the information available, we believe that the fair values provided by the third-party brokers and pricing services are representative of prices that would be received to sell the assets at the measurement date (exit prices) and are classified appropriately in the hierarchy.

Recurring Fair Value Measurements

Our investments in debt and certain equity securities, as well as certain financial assets and liabilities for which we have elected the fair value option, are measured at fair value every reporting period on a recurring basis.

Non-Recurring Fair Value Measurements

Certain assets are measured at fair value on a non-recurring basis. These assets are not measured at fair value on an ongoing basis but are subject to fair value adjustments only in certain circumstances. Assets that are written down to fair value when impaired are not subsequently adjusted to fair value unless further impairment occurs.

Equity Securities Without Readily Determinable Fair Values

The company measures certain equity securities without readily determinable fair values using observable price changes in orderly transactions for the identical or a similar investment of the same issuer when they occur. Changes in observable price changes are recognized in Other income in our Consolidated Statements of Earnings.

Financial Assets and Financial Liabilities Carried at Other than Fair Value

The following is a description of the valuation techniques used to estimate the fair values of the financial assets and liabilities carried at other than fair value.

Loan receivables, net

In estimating the fair value for our loan receivables, we use a discounted future cash flow model. We use various unobservable inputs including estimated interest and fee income, payment rates, loss rates and discount rates (which consider current market interest rate data adjusted for credit risk and other factors) to estimate the fair values of loans. When collateral dependent, loan receivables may be valued using collateral values.

Deposits

For demand deposits with no defined maturity, carrying value approximates fair value due to the liquid nature of these deposits. For fixed-maturity certificates of deposit, fair values are estimated by discounting expected future cash flows using market rates currently offered for deposits with similar remaining maturities.

Borrowings

The fair values of borrowings of consolidated securitization entities are based on valuation methodologies that utilize current market interest rate data, which are comparable to market quotes adjusted for our non-performance risk. Borrowings that are publicly traded securities are classified as level 2. Borrowings that are not publicly traded are classified as level 3.

The fair values of the senior and subordinated unsecured notes are based on secondary market trades and other observable inputs and are classified as level 2.

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Acquisitions and Dispositions
Business Combination, Asset Acquisition, and Joint Venture Formation
[Abstract]
Acquisitions and Dispositions

**12 Months Ended
Dec. 31, 2024**

ACQUISITIONS AND DISPOSITIONS

Ally Lending

On March 1, 2024, we acquired Ally Financial Inc.'s point-of-sale financing business ("Ally Lending") for cash consideration of \$2.0 billion. This acquisition deepens our presence and reach in the home improvement and health and wellness sectors, including high-growth specialty areas such as roofing, HVAC, and windows, as well as in cosmetic, audiology, and dentistry.

The Ally Lending acquisition has been accounted for as a business combination using the acquisition method of accounting and, accordingly, assets acquired and liabilities assumed were recorded at their estimated fair value as of the acquisition date.

There were no adjustments to the fair value of assets acquired and liabilities assumed (measurement period adjustments) related to the acquisition during the three months ended December 31, 2024. During the year ended December 31, 2024, measurement period adjustments were recognized related to the acquisition as detailed in the table below.

| (\$ in millions) | Amounts Recognized as of Acquisition Date (as previously reported as of March 31, 2024) | Measurement Period Adjustments | Amounts Recognized as of Acquisition Date (as adjusted) |
|---|---|--------------------------------|---|
| Assets acquired | | | |
| Cash | \$ 34 | \$ — | \$ 34 |
| Loan receivables ^(a) | 1,875 | (198) | 1,677 |
| Intangible assets, net | 23 | (5) | 18 |
| Other assets | 2 | — | 2 |
| Total | \$ 1,934 | \$ (203) | \$ 1,731 |
| Liabilities assumed | | | |
| Other liabilities | (16) | 2 | (14) |
| Total net identifiable assets acquired | \$ 1,918 | \$ (201) | \$ 1,717 |
| Less: Total cash consideration paid | \$ 1,969 | \$ — | \$ 1,969 |
| Goodwill | \$ 51 | \$ 201 | \$ 252 |

(a) Loan discounts are recognized into interest income over the estimated remaining life of the acquired loans.

The amounts above represent the estimated fair values of the respective assets acquired and liabilities assumed as of the date of acquisition. The valuation of the assets acquired and liabilities assumed is complete. The estimated fair values reflect market participant assumptions about facts and circumstances existing at the acquisition date. The measurement period adjustments reflected above did not result from events occurring subsequent to the acquisition date. The goodwill recognized related to the acquisition is tax-deductible and reflects the expected synergies and operational efficiencies arising from the transaction.

The acquisition primarily included loan receivables with an unpaid principal balance of \$2.2 billion. These loan receivables are reported within Consumer installment loans in Note 5. *Loan Receivables and Allowance for Credit Losses*. To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition. Including the impact of measurement period adjustments, the loan discount at the acquisition date was \$469 million, which is to be amortized into interest income over the estimated remaining life of the loans, as described within Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*. The interest and fees related to the acquired business are included in our Consolidated Statements of Earnings subsequent to the acquisition date and totaled \$320 million for the year ended December 31, 2024. This amount includes amortization of the loan discount recognized at acquisition of \$162 million. Expense activities, including those associated with the acquired business, are managed for the Company as a whole.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model, as described within Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*. The Company's best estimate of contractual cash flows not expected to be collected at the date of acquisition was \$180 million, which is included within our Allowance for credit losses, and recognized through Provision for credit losses in our Consolidated Statements of Earnings for the year ended December 31, 2024.

Included in the acquisition was \$64 million of PCD assets that were not immediately written off at the acquisition date and are subject to specific guidance upon acquisition. An allowance for PCD assets of \$39 million was recorded at the date of acquisition. Subsequent to initial recognition, the accounting for the PCD assets will generally follow the Allowance for Credit Losses model described within Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*.

Pets Best

In March 2024, we sold our wholly-owned subsidiary, Pets Best Insurance Services, LLC ("Pets Best") to Poodle Holdings, Inc. ("Buyer") for consideration comprising a combination of cash and an equity interest of less than 10% in Independence Pet Holdings, Inc., ("IPH") an affiliate of Buyer. In connection with the sale, IPH also appointed two Synchrony executives to its board of directors. The sale of Pets Best resulted in the recognition of a gain on sale of \$1.1 billion or \$802 million, net of tax in the three months ended March 31, 2024. The pre-tax gain amount has been recognized within the Other component of Other income in our Consolidated Statements of Earnings.

The Company's initial equity investment in IPH was recorded in Other assets on our Consolidated Statements of Financial Position and is accounted for under the equity method of accounting. The investment was recorded at its estimated fair value at the date acquired of \$605 million. The estimated fair value at the acquisition date was determined using a weighted average methodology of three approaches: a market approach which includes using a multiple of projected revenues, precedent transactions and an intrinsic value analysis. The market-multiple approach was established based on a selected group of publicly traded companies. The use of selected precedent transaction multiples was calibrated to the valuation outcome using the market approach. Intrinsic value analysis determines implied multiples primarily based upon recent market studies and forecasted performance. The change in the carrying value of our equity investment in IPH subsequent to the date acquired was not material.

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Debt Securities
Investments, Debt and Equity Securities
[Abstract]
Investment Securities

**12 Months Ended
Dec. 31, 2024**

DEBT SECURITIES

All of our debt securities are classified as available-for-sale and are held to meet our liquidity objectives or to comply with the Community Reinvestment Act ("CRA"). Our debt securities consist of the following:

| | December 31, 2024 | | | | December 31, 2023 | | | |
|--|-------------------|------------------------|-------------------------|----------------------|-------------------|------------------------|-------------------------|----------------------|
| (\$ in millions) | Amortized cost | Gross unrealized gains | Gross unrealized losses | Estimated fair value | Amortized cost | Gross unrealized gains | Gross unrealized losses | Estimated fair value |
| U.S. government and federal agency | \$ 1,841 | \$ 3 | \$ — | \$ 1,844 | \$ 2,264 | \$ 1 | \$ (1) | \$ 2,264 |
| State and municipal | 17 | — | (1) | 16 | 10 | — | — | 10 |
| Residential mortgage-backed ^(a) | 324 | — | (35) | 289 | 392 | — | (38) | 354 |
| Asset-backed ^(b) | 919 | 4 | (1) | 922 | 1,167 | 4 | (8) | 1,163 |
| Other | 8 | — | 8 | 8 | 8 | — | — | 8 |
| Total^(c) | \$ 3,109 | \$ 7 | \$ (37) | \$ 3,079 | \$ 3,841 | \$ 5 | \$ (47) | \$ 3,799 |

(a) All of our residential mortgage-backed securities have been issued by government-sponsored entities and are collateralized by U.S. mortgages.

(b) Our asset-backed securities are collateralized by credit card and auto loans.

(c) At December 31, 2024 and 2023, the estimated fair value of debt securities pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances was \$551 million and \$360 million, respectively.

The following table presents the estimated fair values and gross unrealized losses of our available-for-sale debt securities:

| | In loss position for | | | |
|------------------------------------|----------------------|-------------------------|----------------------|-------------------------|
| | Less than 12 months | | 12 months or more | |
| (\$ in millions) | Estimated fair value | Gross unrealized losses | Estimated fair value | Gross unrealized losses |
| <i>At December 31, 2024</i> | | | | |
| U.S. government and federal agency | \$ 199 | \$ — | \$ — | \$ — |
| State and municipal | 12 | (1) | 3 | — |
| Residential mortgage-backed | 5 | — | 279 | (35) |
| Asset-backed | 79 | (1) | 4 | — |
| Other | — | — | — | — |
| Total^(a) | \$ 295 | \$ (2) | \$ 286 | \$ (35) |
| <i>At December 31, 2023</i> | | | | |
| U.S. government and federal agency | \$ 495 | \$ — | \$ 399 | \$ (1) |
| State and municipal | — | — | 9 | — |
| Residential mortgage-backed | 1 | — | 346 | (38) |
| Asset-backed | 171 | — | 244 | (8) |
| Other | — | — | 8 | — |
| Total^(a) | \$ 667 | \$ — | \$ 1,006 | \$ (47) |

(a) Consists of 224 and 250 securities in gross unrealized loss positions as of December 31, 2024 and 2023, respectively.

We regularly review debt securities for impairment resulting from credit loss using both qualitative and quantitative criteria, as necessary based on the composition of the portfolio at period end. Based on our assessment, no material impairments from credit losses were recognized during the period.

We presently do not intend to sell our debt securities that are in an unrealized loss position and believe that it is not more likely than not that we will be required to sell these securities before

recovery of our amortized cost.

Contractual Maturities of Investments in Available-for-Sale Debt Securities

| At December 31, 2024 (\$ in millions) | Due within 1 year | Due after 1 year through 5 years | Due after 5 years through 10 years | Due after 10 years | Total |
|---------------------------------------|-------------------|----------------------------------|------------------------------------|--------------------|----------|
| U.S. government and federal agency | \$ 1,192 | \$ 652 | \$ — | \$ — | \$ 1,844 |
| State and municipal | — | 3 | 3 | 10 | 16 |
| Residential mortgage-backed | — | 17 | 123 | 149 | 289 |
| Asset-backed | 535 | 387 | — | — | 922 |
| Other | — | 8 | — | — | 8 |
| Total estimated fair value | \$ 1,727 | \$ 1,067 | \$ 126 | \$ 159 | \$ 3,079 |
| Amortized cost | \$ 1,724 | \$ 1,064 | \$ 136 | \$ 185 | \$ 3,109 |
| Weighted average yield ^(a) | 4.7 % | 4.6 % | 1.8 % | 2.3 % | 4.4 % |

(a) Weighted average yield is calculated based on the amortized cost of each security. In calculating yield, no adjustment has been made with respect to any tax-exempt obligations.

All securities are presented above based upon contractual maturity date, except our asset-backed securities which are allocated based upon expected final payment date. We expect actual maturities to differ from contractual maturities because borrowers have the right to prepay certain obligations.

There were no material realized gains or losses recognized for the years ended December 31, 2024, 2023 and 2022.

Although we generally do not have the intent to sell any specific securities held at December 31, 2024, in the ordinary course of managing our debt securities portfolio, we may sell securities prior to their maturities for a variety of reasons, including diversification, credit quality, yield, liquidity requirements and funding obligations.

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Loan Receivables and Allowance for Credit Losses

12 Months Ended
Dec. 31, 2024

Receivables
[Abstract]

Loan Receivables and Allowance for Credit Losses

LOAN RECEIVABLES AND ALLOWANCE FOR CREDIT LOSSES

At December 31 (\$ in millions)

| | |
|---|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Other | |
| Total loan receivables, before allowance for credit losses ^{(a)(b)(c)} | |

| 2024 | 2023 |
|------------|------------|
| \$ 96,818 | \$ 97,043 |
| 5,971 | 3,977 |
| 1,826 | 1,839 |
| 106 | 129 |
| \$ 104,721 | \$ 102,988 |

- (a) Total loan receivables include \$21.3 billion and \$21.4 billion of restricted loans of consolidated securitization entities at December 31, 2024 and 2023, respectively. See Note 6. *Variable Interest Entities* for further information.
- (b) At December 31, 2024 and 2023, loan receivables included deferred costs, net of purchase discounts and deferred income, of \$(212) million and \$213 million, respectively.
- (c) At December 31, 2024 and 2023, \$20.7 billion and \$22.4 billion, respectively, of loan receivables were pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances.

Allowance for Credit Losses^{(a)(b)}

(\$ in millions)

| | Balance at January 1, 2024 | Provision charged to operations ⁽¹⁾ | Gross charge-offs | Recoveries | Other | Balance at December 31, 2024 |
|----------------------------|----------------------------|--|-------------------|------------|-------|------------------------------|
| Credit cards | \$ 10,156 | \$ 6,005 | \$ (7,133) | \$ 1,224 | \$ 7 | \$ 10,259 |
| Consumer installment loans | 279 | 595 | (416) | 45 | 39 | 542 |
| Commercial credit products | 131 | 135 | (147) | 8 | — | 127 |
| Other | 5 | (3) | (1) | — | — | 1 |
| Total | \$ 10,571 | \$ 6,732 | \$ (7,697) | \$ 1,277 | \$ 46 | \$ 10,929 |

(\$ in millions)

| | Balance at January 1, 2023 | Impact of ASU 2022-02 Adoption | Post-Adoption Balance at January 1, 2023 | Provision charged to operations ⁽²⁾ | Gross charge-offs | Recoveries | Balance at December 31, 2023 |
|----------------------------|----------------------------|--------------------------------|--|--|-------------------|------------|------------------------------|
| Credit cards | \$ 9,225 | \$ (294) | \$ 8,931 | \$ 5,536 | \$ (5,263) | \$ 952 | \$ 10,156 |
| Consumer installment loans | 208 | 1 | 209 | 259 | (218) | 29 | 279 |
| Commercial credit products | 87 | (1) | 86 | 164 | (128) | 9 | 131 |
| Other | 7 | — | 7 | (1) | (1) | — | 5 |
| Total | \$ 9,527 | \$ (294) | \$ 9,233 | \$ 5,958 | \$ (5,610) | \$ 990 | \$ 10,571 |

(\$ in millions)

| | Balance at January 1, 2022 | Provision charged to operations | Gross charge-offs | Recoveries | Other | Balance at December 31, 2022 |
|----------------------------|----------------------------|---------------------------------|-------------------|------------|-------|------------------------------|
| Credit cards | \$ 8,512 | \$ 3,105 | \$ (3,202) | \$ 810 | \$ — | \$ 9,225 |
| Consumer installment loans | 115 | 173 | (97) | 17 | — | 208 |
| Commercial credit products | 59 | 91 | (70) | 7 | — | 87 |
| Other | 2 | 6 | (1) | — | — | 7 |
| Total | \$ 8,688 | \$ 3,375 | \$ (3,370) | \$ 834 | \$ — | \$ 9,527 |

- (a) The allowance for credit losses at December 31, 2024, 2023 and 2022 reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position at December 31, 2024, 2023 and 2022, which includes the consideration of current and expected macroeconomic conditions that existed at those dates.
- (b) Excluded from the table above are allowance for credit losses for loan receivables acquired and immediately written off within the period presented.
- (c) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2024 also includes amounts associated with off-balance sheet credit exposures recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.
- (d) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2023 includes \$7 million associated with a forward loan portfolio purchase recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since the adoption of CECL. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The reversion period and methodology remain unchanged since the adoption of CECL.

Losses on loan receivables, including those which are modified for borrowers experiencing financial difficulty, are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance at December 31, 2024. Expected credit loss estimates are developed using both quantitative models and qualitative adjustments, and incorporates a macroeconomic forecast, as described within Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*. Our current estimate of expected credit losses is based on the current and forecasted economic conditions at the balance sheet date, which reflects our expectations of the macroeconomic environment. There have been no significant changes in our overall expectation of future credit losses during the year ended December 31, 2024. We continued to experience a decrease in payment rates and have also experienced an increase in net charge-offs during the year ended December 31, 2024 as compared to the prior year. These conditions are reflected in our current estimate of expected credit losses. Our allowance for credit losses increased to \$10.9 billion during the year ended December 31, 2024, primarily reflecting these conditions and the impact of the Ally Lending acquisition. See Note 2. *Basis of Presentation and Summary of Significant Accounting Policies* for additional information on our significant accounting policies related to our allowance for credit losses.

Delinquent and Non-accrual Loans

The following table provides information on our delinquent and non-accrual loans:

| At December 31, 2024 (\$ in millions) | 30-89 days delinquent | 90 or more days delinquent | Total past due | 90 or more days delinquent and accruing | Total non-accruing |
|---------------------------------------|-----------------------|----------------------------|----------------|---|--------------------|
| Credit cards | \$ 2,229 | \$ 2,431 | \$ 4,660 | \$ 2,431 | \$ — |
| Consumer installment loans | 139 | 39 | 178 | — | 39 |
| Commercial credit products | 45 | 42 | 87 | 42 | — |
| Total delinquent loans | \$ 2,413 | \$ 2,512 | \$ 4,925 | \$ 2,473 | \$ 39 |
| Percentage of total loan receivables | 2.3 % | 2.4 % | 4.7 % | 2.4 % | — % |
| At December 31, 2023 (\$ in millions) | 30-89 days delinquent | 90 or more days delinquent | Total past due | 90 or more days delinquent and accruing | Total non-accruing |
| Credit cards | \$ 2,375 | \$ 2,290 | \$ 4,665 | \$ 2,290 | \$ — |
| Consumer installment loans | 96 | 23 | 119 | — | 23 |
| Commercial credit products | 61 | 40 | 101 | 40 | — |
| Total delinquent loans | \$ 2,532 | \$ 2,353 | \$ 4,885 | \$ 2,330 | \$ 23 |
| Percentage of total loan receivables | 2.5 % | 2.3 % | 4.7 % | 2.3 % | — % |

Credit Quality Indicators

Our loan receivables portfolio includes both secured and unsecured loans. Secured loan receivables are largely comprised of consumer installment loans secured by equipment. Unsecured loan receivables are largely comprised of our open-ended consumer and commercial revolving credit card loans. As part of our credit risk management activities, on an ongoing basis, we assess overall credit quality by reviewing information related to the performance of a customer's account with us, including delinquency information, as well as information from credit bureaus relating to the customer's broader credit performance. We utilize VantageScore credit scores to assist in our assessment of consumer credit quality. VantageScore credit scores are obtained at origination of the account and are refreshed, at a minimum quarterly, but could be as often as weekly, to assist in predicting customer behavior. We categorize these credit scores into the following three credit score categories: (i) 651 or higher, which are considered the strongest credits; (ii) 591 to 650, considered moderate credit risk; and (iii) 590 or less, which are considered weaker credits. There are certain customer accounts, including for our commercial credit products, for which a VantageScore credit score may not be available where we use alternative sources to assess their credit quality and predict behavior. The following table provides the most recent VantageScore credit scores, or equivalent, available for our revolving credit card and commercial credit product customers at December 31, 2024 and 2023, respectively, as a percentage of each class of loan receivable. The table below excludes 0.3% of our total loan receivables balance for our credit cards and commercial credit products at both December 31, 2024 and 2023, which represents those customer accounts for which a VantageScore credit score, or equivalent, is not available.

| At December 31 | 2024 | | | 2023 | | |
|----------------------------|---------------|------------|-------------|---------------|------------|-------------|
| | 651 or higher | 591 to 650 | 590 or less | 651 or higher | 591 to 650 | 590 or less |
| Credit cards | 73 % | 19 % | 8 % | 72 % | 19 % | 9 % |
| Commercial credit products | 83 % | 7 % | 10 % | 83 % | 10 % | 7 % |

Consumer Installment Loans

Delinquency trends are the primary credit quality indicator for our consumer installment loans, which we use to monitor credit quality and risk within the portfolio. The tables below include information on our consumer installment loans by origination year. The amounts for the current year period include information related to loan receivables associated with the Ally Lending acquisition. See Note 3. *Acquisitions and Dispositions* for additional information.

Consumer Installment Loans by Origination Year

At December 31, 2024 (\$ in millions)

Amortized cost basis
30-89 days delinquent
90 or more days delinquent

| By origination year | | | | | | | |
|---------------------|----------|----------|--------|--------|-------|----|-------|
| 2024 | 2023 | 2022 | 2021 | 2020 | Prior | | Total |
| \$ 2,581 | \$ 1,761 | \$ 1,005 | \$ 424 | \$ 166 | \$ 34 | \$ | 5,971 |
| \$ 47 | \$ 44 | \$ 30 | \$ 12 | \$ 5 | \$ 1 | \$ | 139 |
| \$ 13 | \$ 13 | \$ 9 | \$ 3 | \$ 1 | \$ — | \$ | 39 |

At December 31, 2023 (\$ in millions)

Amortized cost basis
30-89 days delinquent
90 or more days delinquent

| By origination year | | | | | | | |
|---------------------|--------|--------|--------|-------|-------|----|-------|
| 2023 | 2022 | 2021 | 2020 | 2019 | Prior | | Total |
| \$ 2,097 | \$ 931 | \$ 541 | \$ 312 | \$ 69 | \$ 27 | \$ | 3,977 |
| \$ 44 | \$ 25 | \$ 15 | \$ 9 | \$ 2 | \$ 1 | \$ | 96 |
| \$ 11 | \$ 6 | \$ 4 | \$ 2 | \$ — | \$ — | \$ | 23 |

Gross Charge-offs for Consumer Installment Loans by Origination Year

For the years ended (\$ in millions)

December 31, 2024

December 31, 2023

| By origination year | | | | | | | |
|---------------------|--------|--------|-------|-------|-------|----|-------|
| 2024 | 2023 | 2022 | 2021 | 2020 | Prior | | Total |
| \$ 55 | \$ 178 | \$ 117 | \$ 46 | \$ 16 | \$ 4 | \$ | 416 |
| \$ — | \$ 65 | \$ 84 | \$ 42 | \$ 19 | \$ 8 | \$ | 218 |

Loan Modifications to Borrowers Experiencing Financial Difficulty

The Company adopted ASU 2022-02 as of January 1, 2023 on a modified retrospective basis through a cumulative adjustment to retained earnings. The guidance is applicable for all loans modified to borrowers experiencing financial difficulties since January 1, 2023. See Note 2. *Basis of Presentation and Summary of Significant Accounting Policies - Allowance for Credit Losses - Loan Modifications to Borrowers Experiencing Financial Difficulty* for additional information on our significant accounting policies related to loan modifications to borrowers experiencing financial difficulty.

The following table provides information on our loan modifications made to borrowers experiencing financial difficulty during the periods presented, which do not include loans that are classified as loan receivables held for sale:

Years ended December 31

(\$ in millions)

Long-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Short-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Total

| 2024 | | | | 2023 | | | |
|-----------------------|--------------------------------------|----------|-------|-----------------------|--------------------------------------|--|--|
| Amount ^(a) | % of Total Class of Loan Receivables | | | Amount ^(a) | % of Total Class of Loan Receivables | | |
| \$ 1,743 | 1.8 % | \$ 1,573 | 1.6 % | | | | |
| 10 | 0.5 % | 6 | 0.3 % | | | | |
| 948 | 1.0 % | 628 | 0.6 % | | | | |
| — | — % | — | — % | | | | |
| 1 | — % | 1 | — % | | | | |
| \$ 2,702 | 2.6 % | \$ 2,208 | 2.1 % | | | | |

(a) Represents balance at enrollment date.

Financial Effects of Loan Modifications to Borrowers Experiencing Financial Difficulty

As part of our loan modifications to borrowers experiencing financial difficulty, we may provide multiple concessions to minimize our economic loss and improve long-term loan performance and collectability. For long-term modifications made in the years ended December 31, 2024 and 2023, the financial effect of these modifications reduced the weighted-average interest rates by 97% for both periods. For short-term modifications made in the years ended December 31, 2024 and 2023, unpaid balances of \$316 million and \$186 million, respectively, were forgiven. Additionally, effective in 2024, for borrowers that newly enroll in our short-term loan modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.

Performance of Loans Modified to Borrowers Experiencing Financial Difficulty

The following tables provide information on the performance of loans modified to borrowers experiencing financial difficulty which have been modified within the previous 12 months from the applicable balance sheet date and remained in a modification program at the periods presented:

At December 31, 2024 (\$ in millions)

Long-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Short-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Total delinquent modified loans
Percentage of total loan receivables

| Amortized cost basis | | | | |
|----------------------|-----------------------|----------------------------|-------------------------------|-------|
| Current | 30-89 days delinquent | 90 or more days delinquent | Total past due ^(a) | |
| \$ 987 | \$ 169 | \$ 136 | \$ | 305 |
| 4 | 1 | 1 | | 2 |
| 65 | 37 | 45 | | 82 |
| — | — | — | | — |
| — | — | — | | — |
| \$ 1,056 | \$ 207 | \$ 182 | \$ | 389 |
| 1.0 % | 0.2 % | 0.2 % | | 0.4 % |

At December 31, 2023 (\$ in millions)

Long-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Short-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Total delinquent modified loans
Percentage of total loan receivables

| Amortized cost basis | | | | |
|----------------------|-----------------------|----------------------------|-------------------------------|-------|
| Current | 30-89 days delinquent | 90 or more days delinquent | Total past due ^(a) | |
| \$ 861 | \$ 180 | \$ 141 | \$ | 321 |
| 2 | 1 | 1 | | 2 |
| 53 | 32 | 41 | | 73 |
| — | — | — | | — |
| — | — | — | | — |
| \$ 916 | \$ 213 | \$ 183 | \$ | 396 |
| 0.9 % | 0.2 % | 0.2 % | | 0.4 % |

(a) Once a loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date.

Payment Defaults

The following table presents the type, number and amount of loans to borrowers experiencing financial difficulty that enrolled in a long-term modification program within the previous 12 months from the applicable balance sheet date, and experienced a payment default and charged-off during the periods presented:

(\$ in millions, accounts in thousands)

Credit cards
Consumer installment loans
Commercial credit products
Total

| Year ended December 31, 2024 | | | | Year ended December 31, 2023 | | | |
|------------------------------|-----------------|--|--|------------------------------|-----------------|--|--|
| Accounts defaulted | Loans defaulted | | | Accounts defaulted | Loans defaulted | | |
| 97 | \$ 268 | | | 96 | \$ 233 | | |
| — | — | | | — | — | | |
| 1 | 2 | | | — | 2 | | |
| 98 | \$ 270 | | | 96 | \$ 235 | | |

Of the loans modified to borrowers experiencing financial difficulty that enrolled in a short-term modification program within the previous 12 months from the applicable balance sheet date, 61% and 54% had fully completed all required payments and successfully exited the program during the years ended December 31, 2024 and 2023, respectively.

Troubled Debt Restructurings

The following information on loan modifications for the year ended December 31, 2022 is presented in accordance with the applicable accounting standards in effect at that time.

For the year ended December 31, 2022, loan receivables of \$996 million enrolled in a modification plan that was accounted for as a troubled debt restructuring ("TDR"), for which substantially all related to our credit card loans. For TDRs made in 2022, a total of \$286 million of interest income was forgone as compared to the interest that would have been earned under the original terms of the loan, and \$135 million of TDRs experienced a payment default and charged-off during the period.

Unfunded Lending Commitments

We manage the potential risk in credit commitments by limiting the total amount of credit, both by individual customer and in total, by monitoring the size and maturity of our portfolios and by applying the same credit standards for all of our credit products. Unused credit card lines available to our customers totaled approximately \$433 billion and \$427 billion at December 31, 2024 and 2023, respectively. While these amounts represented the total available unused credit card lines, we have not experienced and do not anticipate that all of our customers will access their entire available line at any given point in time.

Interest Income by Product

The following table provides additional information about our interest and fees on loans, including merchant discounts, from our loan receivables, including held for sale:

For the years ended December 31 (\$ in millions)

Credit cards^(a)
Consumer installment loans
Commercial credit products
Other
Total^(b)

| 2024 | 2023 | 2022 |
|-----------|-----------|-----------|
| \$ 20,554 | \$ 19,341 | \$ 16,471 |
| 854 | 401 | 287 |
| 179 | 150 | 117 |
| 9 | 10 | 6 |
| \$ 21,596 | \$ 19,902 | \$ 16,881 |

(a) Interest income on credit cards that was reversed related to accrued interest and fees receivables written off was \$2.4 billion, \$1.8 billion and \$1.1 billion for the years ended December 31, 2024, 2023 and 2022, respectively.
(b) Deferred merchant discounts to be recognized in interest income at December 31, 2024 and December 31, 2023, were \$1.8 billion and \$1.9 billion, respectively, which are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

VARIABLE INTEREST ENTITIES

We use VIEs to securitize loan receivables and arrange public and private asset-backed financing in the ordinary course of business through Synchrony Card Issuance Trust, as well as private asset-backed financing through Synchrony Credit Card Master Note Trust and Synchrony Sales Finance Master Trust. Investors in these entities only have recourse to the assets owned by the entity and not to our general credit. We do not have implicit support arrangements with any VIE and we did not provide non-contractual support for previously transferred loan receivables to any of these VIEs in the years ended December 31, 2024 and 2023. Our VIEs are able to accept new loan receivables and arrange new asset-backed financings, consistent with the requirements and limitations on such activities placed on the VIE by existing investors. Once an account has been designated to a VIE, the contractual arrangements we have require all existing and future loan receivables originated under such account to be transferred to the VIE. The amount of loan receivables held by our VIEs in excess of the minimum amount required under the asset-backed financing arrangements with investors may be removed by us under removal of accounts provisions. All loan receivables held by a VIE are subject to claims of third-party investors.

The loan receivables in these entities have risks and characteristics similar to our other loan receivables and were underwritten to the same standard. Accordingly, the performance of these assets has been similar to our other comparable loan receivables, and the blended performance of the pools of receivables in these entities reflects the eligibility criteria that we apply to determine which receivables are selected for transfer. Contractually, the cash flows from these loan receivables must first be used to pay third-party debt holders, as well as other expenses of the entity. Excess cash flows, if any, are available to us. The creditors of these entities have no claim on our other assets.

The table below summarizes the assets and liabilities of our consolidated securitization VIEs described above.

At December 31 (\$ in millions)

| | 2024 | 2023 |
|--------------------------------------|------------------|------------------|
| Assets | | |
| Loan receivables, net ^(a) | \$ 19,439 | \$ 19,537 |
| Other assets ^(b) | 44 | 47 |
| Total | \$ 19,483 | \$ 19,584 |
| Liabilities | | |
| Borrowings | \$ 7,842 | \$ 7,267 |
| Other liabilities | 27 | 31 |
| Total | \$ 7,869 | \$ 7,298 |

- (a) Includes \$1.9 billion and \$1.9 billion of related allowance for credit losses resulting in gross restricted loan receivables of \$21.3 billion and \$21.4 billion at December 31, 2024 and 2023, respectively.
(b) Includes \$40 million and \$45 million of segregated funds held by the VIEs at December 31, 2024 and 2023, respectively, which are classified as restricted cash and equivalents and included as a component of Other assets in our Consolidated Statements of Financial Position.

The balances presented above are net of intercompany balances and transactions that are eliminated in our consolidated financial statements.

We provide servicing for all of our consolidated VIEs. Collections are required to be placed into segregated accounts owned by each VIE in amounts that meet contractually specified minimum levels. These segregated funds are invested in cash and cash equivalents and are restricted as to their use, principally to pay maturing principal and interest on debt and the related servicing fees. Collections above these minimum levels are remitted to us on a daily basis.

Income (principally, interest and fees on loans) earned by our consolidated VIEs was \$4.4 billion, \$3.9 billion and \$3.7 billion for the years ended December 31, 2024, 2023 and 2022, respectively. Related expenses consisted primarily of provision for credit losses of \$963 million, \$857 million and \$365 million for the years ended December 31, 2024, 2023 and 2022, respectively, and interest expense of \$427 million, \$340 million and \$196 million for the years ended December 31, 2024, 2023 and 2022, respectively. These amounts do not include intercompany transactions, principally fees and interest, which are eliminated in our consolidated financial statements.

Non-consolidated VIEs

As part of our community reinvestment initiatives, we invest in funds that invest in affordable housing properties and receive affordable housing tax credits for these investments. We account for these investments using the proportional amortization method, where the costs of the investment are amortized in proportion to the income tax credits and other income tax benefits received. These investments are included in Other assets within our Consolidated Statements of Financial Position totaled \$776 million and \$736 million at December 31, 2024 and December 31, 2023, respectively, and represents our total exposure for these entities.

For the years ended December 31, 2024, 2023 and 2022, provision for income taxes included amortization of \$90 million, \$71 million and \$44 million, respectively, and tax credits and other tax benefits of \$108 million, \$90 million and \$56 million, respectively, associated with investments in affordable housing properties.

Our other investments in non-consolidated VIEs totaled \$274 million and \$252 million at December 31, 2024 and 2023, respectively, are included in Other assets within our Consolidated Statements of Financial Position. At December 31, 2024, the Company also had investment commitments of \$191 million related to these investments.

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12 Months Ended
Dec. 31, 2024

GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill

(\$ in millions)

| | 2024 | 2023 |
|---|-----------------|-----------------|
| Balance at January 1 | \$ 1,018 | \$ 1,105 |
| Change in amounts allocated to disposition of business ^(a) | 4 | (87) |
| Goodwill recognized upon acquisition | 252 | — |
| Balance at December 31 | \$ 1,274 | \$ 1,018 |

- (a) The change in the year ended December 31, 2024 was based upon the carrying amount of net assets of Pets Best and the final valuation of consideration received at closing.

Intangible Assets

At December 31 (\$ in millions)

| | 2024 | | | 2023 | | |
|----------------------|-----------------------|--------------------------|---------------|-----------------------|--------------------------|---------------|
| | Gross carrying amount | Accumulated amortization | Net | Gross carrying amount | Accumulated amortization | Net |
| Capitalized software | \$ 2,361 | \$ (1,569) | \$ 792 | \$ 2,065 | \$ (1,302) | \$ 763 |
| Other | \$ 195 | \$ (133) | \$ 62 | \$ 204 | \$ (152) | \$ 52 |
| Total | \$ 2,556 | \$ (1,702) | \$ 854 | \$ 2,269 | \$ (1,454) | \$ 815 |

During the year ended December 31, 2024, we recorded additions to intangible assets of \$363 million, primarily related to capitalized software expenditures, as well as intangible assets of \$18 million related to the Ally Lending acquisition. See Note 3. *Acquisitions and Dispositions* for additional information.

Amortization expense was \$324 million, \$294 million and \$252 million for the years ended December 31, 2024, 2023 and 2022, respectively, and is included as a component of Other expense in our Consolidated Statements of Earnings.

We estimate annual amortization expense for existing intangible assets over the next five calendar years to be as follows:

| (\$ in millions) | 2025 | 2026 | 2027 | 2028 | 2029 |
|----------------------|--------|--------|--------|--------|-------|
| Amortization expense | \$ 295 | \$ 222 | \$ 165 | \$ 110 | \$ 47 |

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12 Months Ended
Dec. 31, 2024

DEPOSITS

Deposits

At December 31 (\$ in millions)

| | 2024 | 2023 |
|--|------------------|------------------|
| Interest-bearing deposits: | | |
| Money market and other demand deposits | \$ 2,264 | \$ 1,853 |
| Savings | 28,605 | 26,220 |
| Certificates of deposit | | |
| Direct | 41,055 | 38,546 |
| Brokered | 5,891 | 10,123 |
| Brokered sweep accounts | 3,849 | 4,047 |
| Total interest-bearing deposits | 81,664 | 80,789 |
| Total non-interest-bearing deposits | 398 | 364 |
| Total deposits | \$ 82,062 | \$ 81,153 |

Certificates of Deposit

At December 31, 2024, our certificates of deposit maturing over the next five years and thereafter were as follows:

(\$ in millions)

| | 2025 | 2026 | 2027 | 2028 | 2029 | Thereafter |
|-------------------------|-----------|----------|----------|----------|----------|------------|
| Certificates of deposit | \$ 36,740 | \$ 4,283 | \$ 3,053 | \$ 1,555 | \$ 1,168 | \$ 147 |

At December 31, 2024 and 2023, direct certificates of deposit of \$11.2 billion and \$10.0 billion, respectively, were of denominations at or exceeding applicable FDIC insurance limits, which are generally \$250,000 per depositor for each account ownership category. These amounts include partially insured certificates of deposit. At December 31, 2024 and 2023, the portion of these direct certificates of deposit estimated to be uninsured was \$3.7 billion and \$3.3 billion, respectively. Brokered certificates of deposit are assumed to be individual deposit balances within applicable FDIC insurance limits.

Brokered Sweep Deposits

Our broker network deposit sweeps are procured through a program arranger who channels brokerage account deposits to us. Unless extended, the contracts associated with these broker network deposit sweeps will terminate between 2025 and 2026.

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12 Months Ended
Dec. 31, 2024

BORROWINGS

At December 31 (\$ in millions)

Borrowings of consolidated securitization entities:

| | | | | | |
|--|-------------|---------------|--------|----------|----------|
| Fixed securitized borrowings | 2025 - 2027 | 3.37% - 5.74% | 4.73 % | \$ 4,917 | \$ 3,417 |
| Floating securitized borrowings | 2025 - 2027 | 5.14% - 5.53% | 5.29 % | 2,925 | 3,850 |
| Total borrowings of consolidated securitization entities | | | 4.94 % | 7,842 | 7,267 |

Senior unsecured notes:

Synchrony Financial senior unsecured notes:

| | | | | | |
|---|-------------|---------------|--------|-------|-------|
| Fixed senior unsecured notes | 2025 - 2031 | 2.88% - 5.15% | 4.19 % | 4,637 | 6,480 |
| Fixed-to-floating senior unsecured notes ^(c) | 2030 | 5.94% | 5.94 % | 745 | — |

Synchrony Bank senior unsecured notes:

| | | | | | |
|------------------------------|-------------|---------------|--------|-------|-------|
| Fixed senior unsecured notes | 2025 - 2027 | 5.40% - 5.63% | 5.49 % | 1,497 | 1,494 |
| Total senior unsecured notes | | | 4.66 % | 6,879 | 7,974 |

Subordinated unsecured notes:

Synchrony Financial subordinated unsecured notes:

| | | | | | |
|---|------|-------|--------|-------|-------|
| Fixed subordinated unsecured notes | 2033 | 7.25% | 7.25 % | 741 | 741 |
| Total senior and subordinated unsecured notes | | | 4.91 % | 7,620 | 8,715 |

Total borrowings

| | |
|-----------|-----------|
| \$ 15,462 | \$ 15,982 |
|-----------|-----------|

(a) Includes unamortized debt premiums, discounts and issuance costs.

(b) The Company may redeem certain borrowings prior to their original contractual maturity dates in accordance with the optional redemption provision specified in the respective instruments.

(c) \$750 million principal amount issued in August 2024. Interest rate fixed through August 1, 2029; resets August 2, 2029 to floating rate based on compounded Secured Overnight Financing Rate ("SOFR") plus 213 basis points.

Debt Maturities

The following table summarizes the maturities of the principal amount of our borrowings of consolidated securitization entities and senior and subordinated unsecured notes over the next five years and thereafter:

(\$ in millions)

| | 2025 | 2026 | 2027 | 2028 | 2029 | Thereafter |
|------------|----------|----------|----------|------|--------|------------|
| Borrowings | \$ 5,650 | \$ 3,250 | \$ 3,700 | \$ — | \$ 650 | \$ 2,250 |

Additional Sources of Liquidity

We have undrawn committed and uncommitted capacity under certain credit facilities, primarily from private lenders under our securitization programs, subject to customary borrowing conditions, and also have access to the Federal Reserve discount window.

At December 31, 2024, we had an aggregate of \$2.6 billion of undrawn capacity under our securitization financings, of which \$2.1 billion was committed and \$450 million was uncommitted. At December 31, 2023, we had an aggregate of \$2.5 billion of undrawn capacity under our securitization financings, of which all was committed.

At December 31, 2024 and 2023, we had an aggregate of \$500 million of undrawn committed capacity under our unsecured revolving credit facility with private lenders.

At December 31, 2024 and 2023, we had an aggregate of \$11.5 billion and \$10.4 billion, respectively, of available borrowing capacity through the Federal Reserve discount window based on the amount and type of assets pledged.

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Fair Value Measurements

Fair Value Disclosures
[Abstract]
Fair Value Measurements

12 Months Ended
Dec. 31, 2024

FAIR VALUE MEASUREMENTS

For a description of how we estimate fair value, see Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*.

The following tables present our assets and liabilities measured at fair value on a recurring basis.

Recurring Fair Value Measurements

At December 31, 2024 (\$ in millions)

Assets

| | Level 1 | Level 2 | Level 3 | Total ^(a) |
|------------------------------------|---------|----------|---------|----------------------|
| Debt securities | | | | |
| U.S. government and federal agency | \$ — | \$ 1,844 | \$ — | \$ 1,844 |
| State and municipal | — | — | 16 | 16 |
| Residential mortgage-backed | — | 289 | — | 289 |
| Asset-backed | — | 922 | — | 922 |
| Other | — | — | 8 | 8 |
| Other ^(b) | 14 | — | 6 | 20 |
| Total | \$ 14 | \$ 3,055 | \$ 30 | \$ 3,099 |

Liabilities

Other^(c)

| | | | | |
|-------|------|------|-------|-------|
| Total | \$ — | \$ — | \$ 11 | \$ 11 |
|-------|------|------|-------|-------|

At December 31, 2023 (\$ in millions)

Assets

| | Level 1 | Level 2 | Level 3 | Total ^(a) |
|------------------------------------|---------|----------|---------|----------------------|
| Debt securities | | | | |
| U.S. government and federal agency | \$ — | \$ 2,264 | \$ — | \$ 2,264 |
| State and municipal | — | — | 10 | 10 |
| Residential mortgage-backed | — | 354 | — | 354 |
| Asset-backed | — | 1,162 | — | 1,162 |
| Other | — | — | 8 | 8 |
| Other ^(b) | 14 | — | 10 | 24 |
| Total | \$ 14 | \$ 3,780 | \$ 28 | \$ 3,822 |

Liabilities

Other^(c)

| | | | | |
|-------|------|------|------|------|
| Total | \$ — | \$ — | \$ 4 | \$ 4 |
|-------|------|------|------|------|

(a) For the years ended December 31, 2024 and 2023, there were no fair value measurements transferred between levels.

(b) Other is primarily comprised of equity investments measured at fair value, which are included in Other assets in our Consolidated Statements of Financial Position, as well as certain financial assets for which we have elected the fair value option which are included in Loan receivables in our Consolidated Statements of Financial Position.

(c) Other includes certain financial liabilities for which we have elected the fair value option. These liabilities are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

Level 3 Fair Value Measurements

Our Level 3 recurring fair value measurements primarily relate to state and municipal and corporate debt instruments, which are valued using non-binding broker quotes or other third-party sources, and financial assets and liabilities for which we have elected the fair value option. For a description of our process to evaluate third-party pricing servicers, see Note 2. *Basis of Presentation and Summary of Significant Accounting Policies*. Our state and municipal debt securities are classified as available-for-sale with changes in fair value included in Accumulated other comprehensive income.

The changes in our Level 3 assets and liabilities that are measured on a recurring basis for the years ended December 31, 2024 and 2023 were not material.

Financial Assets and Financial Liabilities Carried at Other Than Fair Value

| At December 31, 2024 (\$ in millions) | Carrying value | Total | Corresponding fair value amount | | |
|---|----------------|------------|---------------------------------|-----------|------------|
| Financial Assets | | | Level 1 | Level 2 | Level 3 |
| Financial assets for which carrying values equal or approximate fair value: | | | | | |
| Cash and equivalents ^(a) | \$ 14,711 | \$ 14,711 | \$ 14,711 | \$ — | \$ — |
| Other assets ^{(a)(b)} | \$ 44 | \$ 44 | \$ 44 | \$ — | \$ — |
| Financial assets carried at other than fair value: | | | | | |
| Loan receivables, net ^(c) | \$ 93,785 | \$ 106,632 | \$ — | \$ — | \$ 106,632 |
| Financial Liabilities ^(d) | | | | | |
| Financial liabilities carried at other than fair value: | | | | | |
| Deposits ^(e) | \$ 82,062 | \$ 82,256 | \$ — | \$ 82,256 | \$ — |
| Borrowings of consolidated securitization entities | \$ 7,842 | \$ 7,871 | \$ — | \$ 4,950 | \$ 2,921 |
| Senior and subordinated unsecured notes | \$ 7,620 | \$ 7,502 | \$ — | \$ 7,502 | \$ — |
| At December 31, 2023 (\$ in millions) | Carrying value | Total | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | |
| Financial assets for which carrying values equal or approximate fair value: | | | | | |
| Cash and equivalents ^(a) | \$ 14,259 | \$ 14,259 | \$ 14,259 | \$ — | \$ — |
| Other assets ^{(a)(b)} | \$ 50 | \$ 50 | \$ 50 | \$ — | \$ — |
| Assets held for sale ^(f) | \$ 112 | \$ 112 | \$ 112 | \$ — | \$ — |
| Financial assets carried at other than fair value: | | | | | |
| Loan receivables, net ^(c) | \$ 92,407 | \$ 104,761 | \$ — | \$ — | \$ 104,761 |
| Financial Liabilities ^(d) | | | | | |
| Financial liabilities carried at other than fair value: | | | | | |
| Deposits ^(e) | \$ 81,153 | \$ 80,935 | \$ — | \$ 80,935 | \$ — |
| Borrowings of consolidated securitization entities | \$ 7,267 | \$ 7,250 | \$ — | \$ 3,411 | \$ 3,839 |
| Senior and subordinated unsecured notes | \$ 8,715 | \$ 8,423 | \$ — | \$ 8,423 | \$ — |

- (a) For cash and equivalents and restricted cash and equivalents, carrying value approximates fair value due to the liquid nature and short maturity of these instruments.
- (b) This balance relates to restricted cash and equivalents, which is included in Other assets. Excludes accrued interest receivables of \$25 million and \$14 million at December 31, 2024 and 2023, respectively, for which carrying value approximates fair value.
- (c) Excludes financial assets for which we have elected the fair value option. Under certain retail partner program agreements, the expected sales proceeds in the event of a sale of their credit card portfolio may be limited to the amounts owed by our customers, which may be less than the fair value indicated above.
- (d) Excludes accrued interest payable of \$339 million and \$397 million, included in Accrued expenses and other liabilities, in our Consolidated Statements of Financial Position at December 31, 2024 and 2023, respectively, for which carrying values approximate fair value.
- (e) Includes demand deposits with no defined maturity.
- (f) Includes \$19 million of cash and equivalents and \$93 million of restricted cash and equivalents.

Equity Securities Without Readily Determinable Fair Values

| At or for the year ended December 31 (\$ in millions) | 2024 | 2023 |
|---|--------|--------|
| Carrying Value | \$ 270 | \$ 270 |
| Upward adjustments ^(a) | — | 17 |
| Downward adjustments ^(a) | (7) | (6) |

- (a) Between January 1, 2018 and December 31, 2024, cumulative upward and downward carrying value adjustments were \$205 million and \$(21) million, respectively.

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Regulatory and Capital Adequacy

[Banking Regulation](#),
[Risk-Based Information](#)
[\[Abstract\]](#)

[Regulatory and Capital Adequacy](#)

**12 Months Ended
Dec. 31, 2024**

REGULATORY AND CAPITAL ADEQUACY

As a savings and loan holding company and a financial holding company, we are subject to regulation, supervision and examination by the Federal Reserve Board and subject to the capital requirements as prescribed by Basel III capital rules and the requirements of the Dodd-Frank Wall Street Reform and Consumer Protection Act. The Bank is a federally chartered savings association. As such, the Bank is subject to regulation, supervision and examination by the Office of the Comptroller of the Currency of the U.S. Treasury (the “OCC”), which is its primary regulator, and by the Consumer Financial Protection Bureau (“CFPB”). In addition, the Bank, as an insured depository institution, is supervised by the FDIC.

Failure to meet minimum capital requirements can initiate certain mandatory and, possibly, additional discretionary actions by regulators that, if undertaken, could limit our business activities and have a material adverse effect on our consolidated financial statements. Under capital adequacy guidelines, we must meet specific capital guidelines that involve quantitative measures of our assets, liabilities and certain off-balance-sheet items as calculated under regulatory accounting practices. The capital amounts and classifications are also subject to qualitative judgments by the regulators about components, risk weightings and other factors.

Quantitative measures established by regulation to ensure capital adequacy require us and the Bank to maintain minimum amounts and ratios (set forth in the tables below) of Total, Tier 1 and common equity Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined), and of Tier 1 capital to average assets (as defined).

For Synchrony Financial to be a well-capitalized savings and loan holding company, the Bank must be well-capitalized and Synchrony Financial must not be subject to any written agreement, order, capital directive, or prompt corrective action directive issued by the Federal Reserve Board to meet and maintain a specific capital level for any capital measure.

The Company elected to adopt the option provided by the interim final rule issued by joint federal bank regulatory agencies, which largely delayed the effects of CECL on its regulatory capital. The effects were phased-in over a three-year period through 2024 and will be fully phased-in beginning in the first quarter of 2025. Under the interim final rule, the amount of adjustments to regulatory capital deferred until the phase-in period included both the initial impact of our adoption of CECL at January 1, 2020 and 25% of subsequent changes in our allowance for credit losses during the two-year period ended December 31, 2021, collectively the “CECL regulatory capital transition adjustment”. At December 31, 2024 only 25% of the CECL regulatory capital transition adjustment is deferred in our regulatory capital amounts and ratios, as compared to 50% at December 31, 2023.

At December 31, 2024 and 2023, Synchrony Financial met all applicable requirements to be deemed well-capitalized pursuant to Federal Reserve Board regulations. At December 31, 2024 and 2023, the Bank also met all applicable requirements to be deemed well-capitalized pursuant to OCC regulations and for purposes of the Federal Deposit Insurance Act. There are no conditions or events subsequent to December 31, 2024 that management believes have changed the Company’s or the Bank’s capital category.

The actual capital amounts, ratios and the applicable required minimums of the Company and the Bank are as follows:

Synchrony Financial

| At December 31, 2024 (\$ in millions) | Actual | | Minimum for capital adequacy purposes | |
|---------------------------------------|-----------|----------------------|---------------------------------------|----------------------|
| | Amount | Ratio ^(a) | Amount | Ratio ^(b) |
| Total risk-based capital | \$ 17,407 | 16.5 % | \$ 8,433 | 8.0 % |
| Tier 1 risk-based capital | \$ 15,239 | 14.5 % | \$ 6,325 | 6.0 % |
| Tier 1 leverage | \$ 15,239 | 12.9 % | \$ 4,717 | 4.0 % |
| Common equity Tier 1 capital | \$ 14,017 | 13.3 % | \$ 4,744 | 4.5 % |

| At December 31, 2023 (\$ in millions) | Actual | | Minimum for capital adequacy purposes | |
|---------------------------------------|-----------|----------------------|---------------------------------------|----------------------|
| | Amount | Ratio ^(a) | Amount | Ratio ^(b) |
| Total risk-based capital | \$ 15,464 | 14.9 % | \$ 8,277 | 8.0 % |
| Tier 1 risk-based capital | \$ 13,334 | 12.9 % | \$ 6,208 | 6.0 % |
| Tier 1 leverage | \$ 13,334 | 11.7 % | \$ 4,563 | 4.0 % |
| Common equity Tier 1 capital | \$ 12,600 | 12.2 % | \$ 4,656 | 4.5 % |

Synchrony Bank

| At December 31, 2024 (\$ in millions) | Actual | | Minimum for capital adequacy purposes | | Minimum to be well-capitalized under prompt corrective action provisions | |
|---------------------------------------|-----------|----------------------|---------------------------------------|----------------------|--|--------|
| | Amount | Ratio ^(a) | Amount | Ratio ^(b) | Amount | Ratio |
| Total risk-based capital | \$ 15,916 | 15.8 % | \$ 8,037 | 8.0 % | \$ 10,046 | 10.0 % |
| Tier 1 risk-based capital | \$ 13,805 | 13.7 % | \$ 6,027 | 6.0 % | \$ 8,037 | 8.0 % |
| Tier 1 leverage | \$ 13,805 | 12.4 % | \$ 4,466 | 4.0 % | \$ 5,582 | 5.0 % |
| Common equity Tier 1 capital | \$ 13,805 | 13.7 % | \$ 4,521 | 4.5 % | \$ 6,530 | 6.5 % |

| At December 31, 2023 (\$ in millions) | Actual | | Minimum for capital adequacy purposes | | Minimum to be well-capitalized under prompt corrective action provisions | |
|---------------------------------------|-----------|----------------------|---------------------------------------|----------------------|--|--------|
| | Amount | Ratio ^(a) | Amount | Ratio ^(b) | Amount | Ratio |
| Total risk-based capital | \$ 14,943 | 15.3 % | \$ 7,822 | 8.0 % | \$ 9,778 | 10.0 % |
| Tier 1 risk-based capital | \$ 12,880 | 13.2 % | \$ 5,867 | 6.0 % | \$ 7,822 | 8.0 % |
| Tier 1 leverage | \$ 12,880 | 12.0 % | \$ 4,302 | 4.0 % | \$ 5,377 | 5.0 % |
| Common equity Tier 1 capital | \$ 12,880 | 13.2 % | \$ 4,400 | 4.5 % | \$ 6,356 | 6.5 % |

- (a) Capital ratios are calculated based on the Basel III Standardized Approach rules. Capital amounts and ratios at December 31, 2024 in the above tables reflect the applicable CECL regulatory capital transition adjustment.
- (b) At December 31, 2024 and 2023, Synchrony Financial and the Bank also must maintain a capital conservation buffer of common equity Tier 1 capital in excess of minimum risk-based capital ratios by at least 2.5 percentage points to avoid limits on capital distributions and certain discretionary bonus payments to executive officers and similar employees.

The Bank may pay dividends on its stock, with consent or non-objection from the OCC and the Federal Reserve Board, among other things, if its regulatory capital would not thereby be reduced below the applicable regulatory capital requirements.

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Employee Benefit Plans

[Retirement Benefits](#)
[\[Abstract\]](#)

[Employee Benefit Plans](#)

**12 Months Ended
Dec. 31, 2024**

EMPLOYEE BENEFIT PLANS

The following summarizes information related to the Synchrony benefit plans and our remaining obligations to General Electric Company and its subsidiaries (“GE”) related to certain of their plans.

Savings Plan

Our U.S. employees are eligible to participate in a qualified defined contribution savings plan that allows them to contribute a portion of their pay to the plan on a pre-tax basis. We make employer contributions to the plan equal to 3% of eligible compensation and make matching contributions of up to 4% of eligible compensation. We also provide certain additional contributions to the plan for employees who were participants in GE's pension plan at the time of Synchrony's separation from GE in November 2015 (the "Separation"). The expenses incurred associated with this plan were \$93 million, \$88 million and \$80 million for the years ended December 31, 2024, 2023 and 2022, respectively.

Health and Welfare Benefits

We provide health and welfare benefits to our employees, including health, dental, prescription drug and vision for which we are self-insured. The expenses incurred associated with these benefits were \$139 million, \$134 million and \$114 million for the years ended December 31, 2024, 2023 and 2022, respectively.

GE Benefit Plans and Reimbursement Obligations

Prior to the Separation, our employees participated in various GE retirement and retiree health and life insurance benefit plans. Certain of these retirement benefits vested as a result of the Separation. Under the terms of the Employee Matters Agreement between us and GE, GE will continue to pay for these benefits and we are obligated to reimburse them. The principal retirement benefits subject to this arrangement are fixed, life-time annuity payments. The estimated liability for our reimbursement obligations to GE for retiree benefits was \$165 million and \$171 million at December 31, 2024 and 2023, respectively, and is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

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Earnings Per Share

12 Months Ended
Dec. 31, 2024

Earnings Per Share
[Abstract]
Earnings Per Share

EARNINGS PER SHARE

Basic earnings per share is computed by dividing earnings available to common stockholders by the weighted average number of common shares outstanding for the period. Diluted earnings per common share reflects the assumed conversion of all dilutive securities, which are calculated using the treasury stock method.

The following table presents the calculation of basic and diluted earnings per common share:

| | Years ended December 31, | | |
|--|--------------------------|----------|----------|
| | 2024 | 2023 | 2022 |
| (\$ in millions, except per share data) | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Preferred stock dividends | (72) | (42) | (42) |
| Net earnings available to common stockholders | \$ 3,427 | \$ 2,196 | \$ 2,974 |
| Weighted average common shares outstanding, basic | 396.5 | 421.2 | 480.4 |
| Effect of dilutive securities | 4.1 | 2.3 | 3.0 |
| Weighted average common shares outstanding, dilutive | 400.6 | 423.5 | 483.4 |
| Earnings per basic common share | \$ 8.64 | \$ 5.21 | \$ 6.19 |
| Earnings per diluted common share | \$ 8.55 | \$ 5.19 | \$ 6.15 |

We have issued certain stock-based awards under the Synchrony Financial 2014 and 2024 Long-Term Incentive Plans. A total of less than 1 million, 4 million and 3 million shares for the years ended December 31, 2024, 2023 and 2022, respectively, related to these awards, were considered anti-dilutive and therefore were excluded from the computation of diluted earnings per common share.

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Equity and Other
Stock Related
Information

12 Months Ended
Dec. 31, 2024

Equity [Abstract]
Equity and Other Stock
Related Information

EQUITY AND OTHER STOCK RELATED INFORMATION

Preferred Stock

The following table summarizes the Company's preferred stock issued and outstanding at December 31, 2024 and 2023.

| Series | Issuance Date | Redeemable by Issuer Beginning | Per Annum Dividend Rate | Liquidation Preference per Share | Total Shares Outstanding | December 31, 2024 | December 31, 2023 |
|---|-------------------|--------------------------------|-------------------------|----------------------------------|--------------------------|-------------------|-------------------|
| (\$ in millions, except per share data) | | | | | | | |
| Series A ^(a) | November 14, 2019 | November 15, 2024 | 5.625% | \$1,000 | 750,000 | \$ 734 | \$ 734 |
| Series B ^(a) | February 23, 2024 | May 15, 2029 | 8.25% ^(b) | \$1,000 | 500,000 | \$ 488 | \$ — |
| | | | | | | \$ 1,222 | \$ 734 |

- (a) Issued as depositary shares, each representing a 1/40th interest in a share of the corresponding series of non-cumulative perpetual preferred stock. Dividends are payable quarterly on February 15, May 15, August 15 and November 15 at a fixed rate, in each case when, as and if declared by the Board of Directors.
- (b) Through May 14, 2029; resets May 15, 2029 and each date falling on the fifth anniversary at 5-Year Treasury Rate plus 4.044%.

Dividends and Share Repurchases

During the years ended December 31, 2024, 2023 and 2022, we declared and paid common stock dividends of \$1.00, \$0.96 and \$0.90 per share of common stock, or \$398 million, \$406 million and \$434 million, respectively. We also declared and paid dividends on our Series A 5.625% fixed rate non-cumulative perpetual preferred stock and our Series B 8.250% fixed rate reset non-cumulative perpetual preferred stock totaling \$72 million, \$42 million and \$42 million, for each of the years ended December 31, 2024, 2023 and 2022, respectively.

During the year ended December 31, 2024, the Company repurchased an aggregate of 22.5 million shares of our common stock for \$1.0 billion, which does not reflect costs and taxes associated with the purchase of shares. The cost of share repurchases, including direct and incremental costs associated with repurchasing, is recorded as a reduction of shareholder's equity. In April 2024, we announced that the Board of Directors approved an incremental share repurchase program of up to \$1.0 billion through June 30, 2025 (the "2024 plan") and at December 31, 2024 we had \$600 million remaining under the 2024 plan. In all instances, our share repurchase programs are subject to market conditions and other factors, including legal and regulatory restrictions and required approvals, if any.

Synchrony Financial Incentive Programs

We have established the Synchrony Financial 2024 Long-Term Incentive Plan (the "2024 Incentive Plan"), along with prior incentive plans which permit us to issue stock-based, stock-denominated and other awards to officers, employees, consultants and non-employee directors providing services to the Company and our participating affiliates. Available awards under the 2024 Incentive Plan include stock options and stock appreciation rights, restricted stock and restricted stock units ("RSUs"), performance share units ("PSUs") and other awards valued in whole or in part by reference to, or otherwise based on, our common stock (other stock-based awards), and dividend equivalents. Each RSU is convertible into one share of Synchrony Financial common stock. A total of 26.9 million shares of our common stock (including authorized and unissued shares) are available for granting awards under the 2024 Incentive Plan.

Our grants generally vest over a three-year term on either an annual pro rata proportional basis, starting with the first anniversary of the award date, or at the end of the term of the award on a cliff basis, provided that the employee has remained continuously employed by the Company through such vesting date.

For PSUs, the number of shares of common stock that will ultimately be awarded is contingent upon meeting certain pre-defined financial goals over a designated three-year performance period, and can range from 0% to 150% of the number of PSUs awarded. In addition, the final number of shares of common stock to be awarded is also subject to a Total Shareholder Return ("TSR") modifier of +/-20% based on our TSR performance relative to peers over the designated three-year performance period.

Compensation expense related to equity awards is recorded as a component of Employee costs in our Consolidated Statements of Earnings, with a corresponding adjustment to equity, net of tax, included within our Consolidated Statements of Equity. At December 31, 2024, there were 1.9 million stock options issued and outstanding and 7.0 million unvested other stock-based awards, comprising 4.4 million RSUs and 2.6 million PSUs. The total unrecognized compensation cost related to these awards at December 31, 2024 was \$144 million, which is expected to be amortized over a weighted average period of 1.9 years.

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Income Taxes

12 Months Ended
Dec. 31, 2024

Income Tax
Disclosure [Abstract]
Income Taxes

INCOME TAXES

Earnings before Provision for Income Taxes

For the years ended December 31 (\$ in millions)
U.S.
Non-U.S.
Earnings before provision for income taxes

| 2024 | 2023 | 2022 |
|----------|----------|----------|
| \$ 4,519 | \$ 2,873 | \$ 3,947 |
| 34 | 31 | 15 |
| \$ 4,553 | \$ 2,904 | \$ 3,962 |

Provision for Income Taxes

For the years ended December 31 (\$ in millions)
Current provision for income taxes
U.S. Federal
U.S. state and local
Non-U.S.
Total current provision for income taxes

| 2024 | 2023 | 2022 |
|--------|--------|----------|
| \$ 990 | \$ 943 | \$ 1,145 |
| 155 | 171 | 217 |
| 7 | 10 | 5 |
| 1,152 | 1,124 | 1,367 |

Deferred provision (benefit) for income taxes

U.S. Federal
U.S. state and local
Non-U.S.
Deferred provision (benefit) for income taxes
Total provision for income taxes

| 2024 | 2023 | 2022 |
|-------|-------|-------|
| (80) | (384) | (352) |
| (17) | (73) | (71) |
| (1) | (1) | 2 |
| (98) | (458) | (421) |
| 1,054 | 666 | 946 |

Reconciliation of Our Effective Tax Rate to the U.S. Federal Statutory Income Tax Rate

For the years ended December 31
U.S. federal statutory income tax rate
U.S. state and local income taxes, net of federal benefit
All other, net
Effective tax rate

| 2024 | 2023 | 2022 |
|--------|--------|--------|
| 21.0 % | 21.0 % | 21.0 % |
| 2.4 | 3.5 | 3.6 |
| (0.3) | (1.6) | (0.7) |
| 23.1 % | 22.9 % | 23.9 % |

Significant Components of Our Net Deferred Income Taxes

At December 31 (\$ in millions)

| |
|---|
| Assets |
| Allowance for credit losses |
| Compensation and employee benefits |
| Other assets |
| Total deferred income tax assets before valuation allowance |
| Valuation allowance |
| Total deferred income tax assets |
| Liabilities |
| Original issue discount |
| Goodwill and identifiable intangibles |
| Investment securities ^(a) |
| Other liabilities ^(a) |
| Total deferred income tax liabilities |
| Net deferred income tax assets |

| 2024 | 2023 |
|----------|----------|
| \$ 2,718 | \$ 2,626 |
| 133 | 149 |
| 216 | 166 |
| 3,067 | 2,941 |
| (20) | (18) |
| \$ 3,047 | \$ 2,923 |
| \$ (262) | \$ (365) |
| (197) | (198) |
| (193) | (57) |
| (105) | (108) |
| (757) | (728) |
| \$ 2,290 | \$ 2,195 |

(a) Prior period amounts in the table above are presented to conform with current year presentation.

Unrecognized Tax Benefits

Reconciliation of Unrecognized Tax Benefits

(\$ in millions)

| |
|--|
| Balance at January 1 |
| Additions: |
| Tax positions of the current year |
| Tax positions of prior years |
| Reductions: |
| Prior year tax positions |
| Settlements with tax authorities |
| Expiration of the statute of limitation |
| Balance at December 31 |
| Portion of balance that, if recognized, would impact the effective income tax rate |

| 2024 | 2023 |
|--------|--------|
| \$ 230 | \$ 267 |
| 39 | 40 |
| — | 2 |
| (20) | (47) |
| (7) | (1) |
| (35) | (31) |
| \$ 207 | \$ 230 |
| \$ 163 | \$ 182 |

The amount of unrecognized tax benefits that is reasonably possible to be resolved in the next twelve months is expected to be \$36 million, of which, \$28 million, if recognized, would reduce the Company's tax expense and effective tax rate.

The Company continued to participate voluntarily in the IRS Compliance Assurance Process ("CAP") program for the 2024 tax year. We expect that the IRS review of our 2024 return will be substantially completed prior to its filing in 2025. During the current year, the IRS completed its examination of our 2023 tax year, which was our only other year subject to current IRS audit. Additionally, we are under examination in various states going back to 2014.

We believe that there are no issues or claims that are likely to significantly impact our results of operations, financial position or cash flows. We further believe that we have made adequate provision for all income tax uncertainties that could result from such examinations.

Interest expense and penalties related to income tax liabilities recognized in our Consolidated Statements of Earnings were not material for all periods presented.

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Parent Company
Financial Information
[Condensed Financial Information Disclosure](#)
[\[Abstract\]](#)
[Parent Company Financial Information](#)

**12 Months Ended
Dec. 31, 2024**

PARENT COMPANY FINANCIAL INFORMATION

The following tables present parent company financial statements for Synchrony Financial. At December 31, 2024, restricted net assets of our subsidiaries were \$14.2 billion.

Condensed Statements of Earnings

For the years ended December 31 (\$ in millions)

| |
|---|
| Interest income: |
| Interest income from subsidiaries |
| Interest on cash and debt securities |
| Total interest income |
| Interest expense: |
| Interest on senior and subordinated unsecured notes |
| Total interest expense |
| Net interest income (expense) |
| Dividends from bank subsidiaries |
| Dividends from nonbank subsidiaries |
| Other income |
| Other expense |
| Earnings before expense/(benefit) from income taxes |
| Expense/(benefit) from income taxes |
| Equity in undistributed net earnings (loss) of subsidiaries |
| Net earnings |
| Comprehensive income |

| 2024 | 2023 | 2022 |
|----------|----------|----------|
| \$ 365 | \$ 355 | \$ 134 |
| 41 | 34 | 8 |
| 406 | 389 | 142 |
| 319 | 335 | 279 |
| 319 | 335 | 279 |
| 87 | 54 | (137) |
| 600 | 1,450 | 3,150 |
| 147 | 102 | 290 |
| 1,214 | 135 | 122 |
| 236 | 202 | 177 |
| 1,812 | 1,539 | 3,248 |
| 259 | (16) | (46) |
| 1,946 | 683 | (278) |
| \$ 3,499 | \$ 2,238 | \$ 3,016 |
| \$ 3,508 | \$ 2,295 | \$ 2,960 |

Condensed Statements of Financial Position

At December 31 (\$ in millions)

| |
|---|
| Assets |
| Cash and equivalents |
| Debt securities |
| Investments in and amounts due from subsidiaries ^(a) |
| Goodwill |
| Other assets |
| Total assets |
| Liabilities and Equity |
| Amounts due to subsidiaries |
| Senior and subordinated unsecured notes |
| Accrued expenses and other liabilities |
| Total liabilities |
| Equity: |
| Total equity |
| Total liabilities and equity |

| 2024 | 2023 |
|-----------|-----------|
| \$ 2,680 | \$ 3,214 |
| 37 | 49 |
| 19,938 | 18,285 |
| 30 | 25 |
| 945 | 337 |
| \$ 23,630 | \$ 21,910 |
| \$ 351 | \$ 316 |
| 6,123 | 7,221 |
| 576 | 470 |
| 7,050 | 8,007 |
| 16,580 | 13,903 |
| \$ 23,630 | \$ 21,910 |

(a) Includes investments in and amounts due from bank subsidiaries of \$15.7 billion and \$14.0 billion at December 31, 2024 and 2023, respectively.

Condensed Statements of Cash Flows

| | 2024 | 2023 | 2022 |
|--|-----------------|-----------------|-----------------|
| <i>For the years ended December 31 (\$ in millions)</i> | | | |
| Cash flows - operating activities | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Adjustments to reconcile net earnings to cash provided from operating activities | | | |
| Deferred income taxes | 122 | 9 | (1) |
| Equity in undistributed net (earnings) loss of subsidiaries | (1,946) | (683) | 278 |
| Gain on sale of business | (1,069) | — | — |
| All other operating activities | 169 | 101 | 28 |
| Changes in operating assets and liabilities, net of effects of acquisitions and dispositions | | | |
| (Increase) decrease in other assets | (16) | 19 | (28) |
| Increase (decrease) in accrued expenses and other liabilities | (15) | 21 | (4) |
| Cash provided from (used for) operating activities | 744 | 1,705 | 3,289 |
| Cash flows - investing activities | | | |
| Net (increase) decrease in investments in and amounts due from subsidiaries | 95 | (898) | 265 |
| Maturity and sales of debt securities | 12 | 14 | 21 |
| Proceeds from sale of business | 594 | — | — |
| All other investing activities | (5) | (45) | (6) |
| Cash provided from (used for) investing activities | 696 | (929) | 280 |
| Cash flows - financing activities | | | |
| Senior and subordinated unsecured notes | | | |
| Proceeds from issuance of senior and subordinated unsecured notes | 745 | 740 | 745 |
| Maturities and repayment of senior unsecured notes | (1,850) | — | (750) |
| Proceeds from issuance of preferred stock | 488 | — | — |
| Dividends paid on preferred stock | (72) | (42) | (42) |
| Purchases of treasury stock | (1,008) | (1,112) | (3,320) |
| Dividends paid on common stock | (398) | (406) | (434) |
| Increase (decrease) in amounts due to subsidiaries | 82 | (7) | 14 |
| All other financing activities | 39 | (22) | (41) |
| Cash provided from (used for) financing activities | (1,974) | (849) | (3,828) |
| Increase (decrease) in cash and equivalents | (534) | (73) | (259) |
| Cash and equivalents at beginning of year | 3,214 | 3,287 | 3,546 |
| Cash and equivalents at end of year | \$ 2,680 | \$ 3,214 | \$ 3,287 |

~~XML 56 R24.htm IDEA- XBRL DOCUMENT~~

Segment Reporting

12 Months Ended
Dec. 31, 2024

Segment Reporting
[Abstract]
Segment Reporting

SEGMENT REPORTING

We conduct our operations through a single business segment, which derives interest and fee income earned on our credit products we offer to our customers. Our credit products include private label, dual, co-brand and general purpose credit cards, as well as short- and long-term installment loans. Revenue generating activities are aligned through five sales platforms (Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle). Those platforms are organized by the types of partners we work with to reach our customers. Substantially all of our interest and fees on loans and long-lived assets relate to our operations within the United States.

Pursuant to FASB Accounting Standards Codification ("ASC") 280, *Segment Reporting*, operating segments represent components of an enterprise for which separate financial information is available that is regularly evaluated by the chief operating decision maker in determining how to allocate resources and in assessing performance.

The chief operating decision maker, our President and Chief Executive Officer, uses consolidated net earnings to assess the performance and profitability of our single business segment. While revenue generating activities are aligned through our five sales platforms, expense activities, including funding costs, credit losses and operating expenses, are managed for the Company as a whole. As a result, detailed profitability information for each sales platform is not used by our chief operating decision maker.

The chief operating decision maker uses consolidated net earnings to assess performance by comparing to and monitoring against budget and prior year results. This information is used to manage resources to drive business and net earnings growth, including investment in key strategic priorities, as well as determine the Company's ability to return capital to shareholders.

The following table presents segment information for the periods presented herein:

| | 2024 | 2023 | 2022 |
|---|-----------------|-----------------|-----------------|
| <i>For the years ended December 31 (\$ in millions)</i> | | | |
| Interest and fees on loans | \$ 21,596 | \$ 19,902 | \$ 16,881 |
| Interest on cash and debt securities | 1,049 | 808 | 265 |
| Total interest income | 22,645 | 20,710 | 17,146 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Retailer share arrangements | (3,407) | (3,661) | (4,331) |
| Reserve build (release) | 313 | 1,345 | 839 |
| Net charge-offs | 6,420 | 4,620 | 2,536 |
| Provision for credit losses | 6,733 | 5,965 | 3,375 |
| Other income: | | | |
| Other income | 452 | 289 | 260 |
| Gain on sale of business (Note 3) | 1,069 | — | — |
| Gain on sale of loan portfolio | — | — | 120 |
| Total other income | 1,521 | 289 | 380 |
| Other expense: | | | |
| Employee costs | 1,872 | 1,884 | 1,681 |
| Professional fees | 936 | 842 | 832 |
| Marketing and business development | 524 | 527 | 487 |
| Information processing | 803 | 712 | 623 |
| Fraud-related operational losses | 192 | 288 | 173 |
| Other segment items ^(a) | 512 | 505 | 541 |
| Total other expense | 4,839 | 4,758 | 4,337 |
| Provision for income taxes | 1,054 | 666 | 946 |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |

(a) Represents the total amount of other expenses included in net earnings, including postage and various other corporate overhead items such as facilities costs and telephone charges.

Our segment assets represent our total assets as presented on the Consolidated Statements of Financial Position.

~~XML 57 R25.htm IDEA- XBRL DOCUMENT~~

Legal Proceedings
and Regulatory
Matters

12 Months Ended
Dec. 31, 2024

Commitments and
Contingencies
Disclosure [Abstract]
Legal Proceedings and
Regulatory Matters

LEGAL PROCEEDINGS AND REGULATORY MATTERS

In the normal course of business, from time to time, we have been named as a defendant in various legal proceedings, including arbitrations, class actions and other litigation, arising in connection with our business activities. Certain of the legal actions include claims for substantial compensatory and/or punitive damages, or claims for indeterminate amounts of damages. We are also involved, from time to time, in reviews, investigations and proceedings (both formal and informal) by governmental agencies regarding our business (collectively, "regulatory matters"), which could subject us to significant fines, penalties, obligations to change our business practices or other requirements resulting in increased expenses, diminished income and damage to our reputation. We contest liability and/or the amount of damages as appropriate in each pending matter. In accordance with applicable accounting guidance, we establish an accrued liability for legal and regulatory matters when those matters present loss contingencies which are both probable and reasonably estimable.

Legal proceedings and regulatory matters are subject to many uncertain factors that generally cannot be predicted with assurance, and we may be exposed to losses in excess of any amounts accrued.

For some matters, we are able to determine that an estimated loss, while not probable, is reasonably possible. For other matters, including those that have not yet progressed through discovery and/or where important factual information and legal issues are unresolved, we are unable to make such an estimate. We currently estimate that the reasonably possible losses for legal proceedings and regulatory matters, whether in excess of a related accrued liability or where there is no accrued liability, and for which we are able to estimate a possible loss, are immaterial. This represents management's estimate of possible loss with respect to these matters and is based on currently available information. This estimate of possible loss does not represent our potential maximum loss exposure. The legal proceedings and regulatory matters underlying the estimate will change from time to time and actual results may vary significantly from current estimates.

Our estimate of reasonably possible losses involves significant judgment, given the varying stages of the proceedings, the existence of numerous yet to be resolved issues, the breadth of the claims (often spanning multiple years), unspecified damages and/or the novelty of the legal issues presented. Based on our current knowledge, we do not believe that we are a party to any pending legal proceeding or regulatory matters that would have a material adverse effect on our consolidated financial condition or liquidity. However, in light of the uncertainties involved in such matters, the ultimate outcome of a particular matter could be material to our operating results for a particular period depending on, among other factors, the size of the loss or liability imposed and the level of our earnings for that period, and could adversely affect our business and reputation.

~~XML 58 R26.htm IDEA- XBRL DOCUMENT~~

Pay vs Performance
Disclosure - USD (\$)
\$ in Millions

12 Months Ended
Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022

Pay vs Performance Disclosure

Net earnings \$ 3,499 \$ 2,238 \$ 3,016

~~XML 59 R27.htm IDEA- XBRL DOCUMENT~~

3 Months Ended

12 Months Ended

[Trading Arrangements,
by Individual](#)
[Material Terms of Trading
Arrangement](#)

| Name | Title | Action Taken (Adoption or Termination Date) | Duration ⁽¹⁾ | Aggregate Number of Securities to be Sold ⁽²⁾ |
|--------------------|---|---|-------------------------|--|
| Alberto Casellas | Executive Vice President & CEO, Health & Wellness | Adoption (10/23/2024) | 10/23/2024 - 12/31/2025 | 65,739 |
| Brian Doubles | Director; President & CEO | Adoption (11/05/2024) | 11/5/2024 - 12/31/2025 | 148,747 |
| Courtney Gentleman | Executive Vice President & CEO, Diversified & Value | Adoption (11/11/2024) | 11/11/2024 - 12/31/2025 | 12,849 |
| Curtis Howse | Executive Vice President & CEO, Home & Auto | Adoption (11/15/2024) | 11/15/2024 - 12/31/2025 | 46,651 |
| Carol Juel | Executive Vice President & Chief Technology and Operating Officer | Adoption (10/22/2024) | 10/22/2024 - 12/31/2025 | 106,727 |
| Darrell Owens | Executive Vice President & CEO, Lifestyle | Adoption (10/18/2024) | 10/18/2024 - 11/14/2025 | 18,621 |
| Bart Schaller | Executive Vice President & CEO, Digital | Adoption (10/21/2024) | 10/21/2024 - 12/31/2025 | 83,729 |
| Brian Wenzel | Executive Vice President & Chief Financial Officer | Adoption (11/12/2024) | 11/12/2024 - 9/30/2025 | 91,172 |

(1) Pursuant to the terms of each plan and subject to compliance with Rule 10b5-1, each plan may terminate at an earlier date under certain circumstances, including if all trades are executed or all orders related to the trades under the relevant plan expire.
(2)Rounded up to the nearest whole share, as applicable.

[Non-Rule 10b5-1
Arrangement Adopted](#) false

[Rule 10b5-1 Arrangement
Terminated](#) false

[Non-Rule 10b5-1
Arrangement Terminated](#) false

[Alberto Casellas
\[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Alberto Casellas
[Title](#) Executive Vice President & CEO, Health & Wellness

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 10/23/2024

[Expiration Date](#) 12/31/2025

[Arrangement Duration](#) 434 days

[Aggregate Available](#) 65,739 65,739

[Brian Doubles \[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Brian Doubles
[Title](#) Director; President & CEO

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 11/05/2024

[Expiration Date](#) 12/31/2025

[Arrangement Duration](#) 421 days

[Aggregate Available](#) 148,747 148,747

[Courtney Gentlemen
\[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Courtney Gentleman
[Title](#) Executive Vice President & CEO, Diversified & Value

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 11/11/2024

[Expiration Date](#) 12/31/2025

[Arrangement Duration](#) 415 days

[Aggregate Available](#) 12,849 12,849

[Curtis Howse \[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Curtis Howse
[Title](#) Executive Vice President & CEO, Home & Auto

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 11/15/2024

[Expiration Date](#) 12/31/2025

[Arrangement Duration](#) 411 days

[Aggregate Available](#) 46,651 46,651

[Carol Juel \[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Carol Juel
[Title](#) Executive Vice President & Chief Technology and Operating Officer

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 10/22/2024

[Expiration Date](#) 12/31/2025

[Arrangement Duration](#) 435 days

[Aggregate Available](#) 106,727 106,727

[Darrell Owens \[Member\]](#)

[Trading Arrangements,
by Individual](#)

[Name](#) Darrell Owens
[Title](#) Executive Vice President & CEO, Lifestyle

[Rule 10b5-1 Arrangement
Adopted](#) true

[Adoption Date](#) 10/18/2024

[Expiration Date](#) 11/14/2025

[Arrangement Duration](#) 392 days

[Aggregate Available](#) 18,621 18,621

[Bart Schaller \[Member\]](#)

[Trading Arrangements,
by Individual](#)

| | | | |
|---|---|--------|--|
| Bart Schaller | Bart Schaller | | |
| Title | Executive Vice President & CEO, Digital | | |
| Rule 10b5-1 Arrangement Adopted | true | | |
| Adoption Date | 10/21/2024 | | |
| Expiration Date | 12/31/2025 | | |
| Arrangement Duration | 436 days | | |
| Aggregate Available | 83,729 | 83,729 | |
| Brian Wenzel [Member] | | | |
| Trading Arrangements, by Individual | | | |
| Name | Brian Wenzel | | |
| Title | Executive Vice President & Chief Financial Officer | | |
| Rule 10b5-1 Arrangement Adopted | true | | |
| Adoption Date | 11/12/2024 | | |
| Expiration Date | 9/30/2025 | | |
| Arrangement Duration | 322 days | | |
| Aggregate Available | 91,172 | 91,172 | |
| ~~XML 60 R28.htm IDEA- XBRL DOCUMENT~~ | | | |
| Insider Trading Policies and Procedures | 12 Months Ended
Dec. 31, 2024 | | |
| Insider Trading Policies and Procedures [Line Items] | | | |
| Insider Trading Policies and Procedures Adopted | true | | |
| ~~XML 61 R29.htm IDEA- XBRL DOCUMENT~~ | | | |
| Cybersecurity Risk Management and Strategy Disclosure | 12 Months Ended
Dec. 31, 2024 | | |
| Cybersecurity Risk Management, Strategy, and Governance [Line Items] | | | |
| Cybersecurity Risk Management Processes for Assessing, Identifying, and Managing Threats [Text Block] | <p>Our information security program includes administrative, technical and physical safeguards and is designed to provide an appropriate level of protection to maintain the confidentiality, integrity and availability of our Company's, our clients' and our customers' information. This includes protecting against known and evolving threats to the security of customer records and information, and against unauthorized access, compromise, or loss of customer records or information.</p> <p>Our information security program is designed to continuously adapt to an evolving landscape of emerging threats and available technology. Through data gathering and evaluation of emerging threats from internal and external incidents and technology investments, security controls are adjusted on an as needed basis. We have developed a security strategy and implemented layers of controls embedded throughout our technology environment that establish multiple control points between threats and our assets. We test the effectiveness of our controls and data protection processes through internal and independent external audits and assessments, including regular penetration tests, application code reviews, vulnerability scans, disaster recovery tests and cyber exercises to simulate hacker attacks. Our information security program is supported by regular training of information security employees and awareness training and activities for executives, directors, and employees companywide through which we communicate our information security policies, standards, processes and practices.</p> <p>Further, our information security program is designed to provide oversight of third parties who store, process or have access to sensitive data, and we require similar levels of protection from third-party service providers as are required for the Company. We maintain supplier risk assessment processes to identify risks associated with third-party service providers and have implemented enhanced cybersecurity incident and data breach response requirements for critical supplier relationships.</p> <p>We employ business continuity, backup and disaster recovery procedures for all the systems that are used for storing, processing and transferring customer information, and we periodically test and validate our disaster recovery plans to assess our resilience capabilities. Additionally, we maintain insurance coverage that, subject to applicable terms and conditions, may cover certain aspects of cybersecurity and information risks. However, there can be no assurance that liabilities or losses we may incur will be covered under such policies or that the amount of insurance will be adequate.</p> <p>Our information security program is designed and managed to be consistent with the Cyber Risk Institute (CRI) Profile, a cybersecurity assessment framework which is a financial services industry-specific extension of the National Institute of Standards and Technology (NIST) Cybersecurity Framework. We measure and monitor the maturity of the information security program against this framework, industry guidance, and a risk-driven metrics program aligned to our business requirements. Along with periodically being examined by our regulators, Synchrony regularly engages external experts to audit, evaluate and validate our controls against these standard frameworks, and we adjust our cybersecurity policies, standards, processes and practices as necessary based on the information provided by these examinations, audits and evaluations.</p> <p>Cybersecurity threats, including as a result of previous cybersecurity incidents, have not materially affected the Company during the past three fiscal years. While we are not currently aware of any cybersecurity threats that are reasonably likely to materially affect the Company there is no assurance that we will not be materially affected by such threats in the future. For additional information on our risks related to cybersecurity, see <i>"Risk Factors Relating to Our Business—Cyber-attacks or other security breaches could have a material adverse effect on our business."</i></p> | | |
| Cybersecurity Risk Management Processes Integrated [Flag] | true | | |
| Cybersecurity Risk Management Processes Integrated [Text Block] | <p>Our information security program is designed to continuously adapt to an evolving landscape of emerging threats and available technology. Through data gathering and evaluation of emerging threats from internal and external incidents and technology investments, security controls are adjusted on an as needed basis. We have developed a security strategy and implemented layers of controls embedded throughout our technology environment that establish multiple control points between threats and our assets. We test the effectiveness of our controls and data protection processes through internal and independent external audits and assessments, including regular penetration tests, application code reviews, vulnerability scans, disaster recovery tests and cyber exercises to simulate hacker attacks. Our information security program is supported by regular training of information security employees and awareness training and activities for executives, directors, and employees companywide through which we communicate our information security policies, standards, processes and practices.</p> | | |
| Cybersecurity Risk Management Third Party Engaged [Flag] | true | | |
| Cybersecurity Risk Third Party Oversight and Identification Processes [Flag] | true | | |
| Cybersecurity Risk Materially Affected or Reasonably Likely to Materially Affect Registrant [Flag] | false | | |
| Cybersecurity Risk Board of Directors Oversight [Text Block] | <p>Our Board's fully independent Risk Committee has primary oversight of the Company's cybersecurity risk. Cybersecurity risk is a component of operational risk within our enterprise risk management framework. For a detailed description of our enterprise risk management framework, including its governance and processes, see <i>"Risks—Risk Management."</i></p> | | |
| Cybersecurity Risk Board Committee or Subcommittee Responsible for Oversight [Text Block] | <p>Our information security team, led by our Chief Information Security Officer ("CISO"), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations.</p> | | |
| Cybersecurity Risk Process for Informing Board Committee or Subcommittee Responsible for Oversight [Text Block] | <p>Our information security team, led by our Chief Information Security Officer ("CISO"), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations. The Risk Committee receives reports and briefings on our information security and enterprise risk management programs at least quarterly, including the results of any external audits, examinations and evaluations, as well as maturity assessments of our information security program, at least one of these sessions is held jointly with the Audit Committee.</p> <p>The CISO team leading our information security program is responsible for identifying, assessing, managing and controlling cybersecurity risk, and for mitigating our cybersecurity risk exposure. Our information security program is monitored and challenged by our risk management team, led by our CRO.</p> <p>We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution.</p> | | |
| Cybersecurity Risk Role of Management [Text Block] | <p>Our Board's fully independent Risk Committee has primary oversight of the Company's cybersecurity risk. Cybersecurity risk is a component of operational risk within our enterprise risk management framework. For a detailed description of our enterprise risk management framework, including its governance and processes, see <i>"Risks—Risk Management."</i></p> <p>Our information security team, led by our Chief Information Security Officer ("CISO"), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations. The Risk Committee receives reports and briefings on our information security and enterprise risk management programs at least quarterly, including the results of any external audits, examinations and evaluations, as well as maturity assessments of our information security program, at least one of these sessions is held jointly with the Audit Committee.</p> <p>The CISO team leading our information security program is responsible for identifying, assessing, managing and controlling cybersecurity risk, and for mitigating our cybersecurity risk exposure. Our information security program is monitored and challenged by our risk management team, led by our CRO.</p> | | |

We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution.

The CISO reports directly to our Chief Technology and Operating Officer and on a dotted line basis to our CRO. Our CISO has expertise in cybersecurity, information security risk management, identity and access management, security architecture, application security, vulnerability management, threat intelligence, security operations and incident management and response through prior roles leading information security functions at other large organizations and has over 30 years of experience across technology and security. The CISO holds various professional certifications, including the Certified Information Security Manager certification from the Information Systems Audit and Control Association.

[Cybersecurity Risk Management Positions or Committees Responsible \[Flag\]](#)
[Cybersecurity Risk Management Positions or Committees Responsible \[Text Block\]](#)
[Cybersecurity Risk Management Expertise of Management Responsible \[Text Block\]](#)
[Cybersecurity Risk Process for Informing Management or Committees Responsible \[Text Block\]](#)

true

Our information security team, led by our Chief Information Security Officer ("CISO"), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations.

Our CISO has expertise in cybersecurity, information security risk management, identity and access management, security architecture, application security, vulnerability management, threat intelligence, security operations and incident management and response through prior roles leading information security functions at other large organizations and has over 30 years of experience across technology and security. The CISO holds various professional certifications, including the Certified Information Security Manager certification from the Information Systems Audit and Control Association.

The Risk Committee receives reports and briefings on our information security and enterprise risk management programs at least quarterly, including the results of any external audits, examinations and evaluations, as well as maturity assessments of our information security program, at least one of these sessions is held jointly with the Audit Committee.

The CISO team leading our information security program is responsible for identifying, assessing, managing and controlling cybersecurity risk, and for mitigating our cybersecurity risk exposure. Our information security program is monitored and challenged by our risk management team, led by our CRO.

We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution.

The CISO reports directly to our Chief Technology and Operating Officer and on a dotted line basis to our CRO.

[Cybersecurity Risk Management Positions or Committees Responsible Report to Board \[Flag\]](#)
~~[XML-62-R30.htm-IDEA-XBRL-DOCUMENT](#)~~
Basis of Presentation and Summary of Significant Accounting Policies (Policies)
Accounting Policies [Abstract]
Basis of Presentation

true

12 Months Ended

Dec. 31, 2024

Basis of Presentation

The accompanying consolidated financial statements were prepared in conformity with U.S. generally accepted accounting principles ("GAAP").

Preparing financial statements in conformity with U.S. GAAP requires us to make estimates based on assumptions about current, and for some estimates, future, economic and market conditions (for example, unemployment, housing, interest rates and market liquidity) which affect reported amounts and related disclosures in our consolidated financial statements. Although our current estimates contemplate current conditions and how we expect them to change in the future, as appropriate, it is reasonably possible that actual conditions could be different than anticipated in those estimates, which could materially affect our results of operations and financial position. Among other effects, such changes could result in incremental losses on loan receivables, future impairments of debt securities, goodwill and intangible assets, increases in reserves for contingencies, establishment of valuation allowances on deferred tax assets and increases in our tax liabilities.

We primarily conduct our business within the United States and substantially all of our revenues are from U.S. customers. The operating activities conducted by our non-U.S. affiliates use the local currency as their functional currency. The effects of translating the financial statements of these non-U.S. affiliates to U.S. dollars are included in equity. Asset and liability accounts are translated at period-end exchange rates, while revenues and expenses are translated at average rates for the respective periods.

[Consolidated Basis of Presentation](#)

Consolidated Basis of Presentation

The Company's financial statements have been prepared on a consolidated basis. Under this basis of presentation, our financial statements consolidate all of our subsidiaries - i.e., entities in which we have a controlling financial interest, most often because we hold a majority voting interest. To determine if we hold a controlling financial interest in an entity, we first evaluate if we are required to apply the variable interest entity ("VIE") model to the entity, otherwise the entity is evaluated under the voting interest model.

Variable Interest Entities

Where we hold current or potential rights that give us the power to direct the activities of a VIE that most significantly impact the VIE's economic performance ("power") combined with a variable interest that gives us the right to receive potentially significant benefits or the obligation to absorb potentially significant losses ("significant economics"), we have a controlling financial interest in, and consolidate, the VIE.

In evaluating whether we have power, we consider the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and our decision-making role, if any, in those activities that significantly determine the entity's economic performance as compared to other economic interest holders.

In determining whether we have the right to receive significant economics, we evaluate all of our economic interests in the entity, regardless of form (debt, equity, management and servicing fees, and other contractual arrangements). This evaluation considers all relevant factors of the entity's design, including: the entity's capital structure, contractual rights to earnings or losses, subordination of our interests relative to those of other investors, as well as any other contractual arrangements that might exist that could have the potential to be economically significant.

The evaluation of all facts and circumstances to determine whether we have power and significant economics requires the exercise of professional judgment. Rights held by others to remove the party with power over the VIE are not considered unless one party can exercise those rights unilaterally. We consolidate certain securitization entities under the VIE model because we have both power to direct and significant economics, primarily because of Synchrony or the Bank's role as servicer. See Note 6. *Variable Interest Entities*.

[New Accounting Pronouncements](#)

New Accounting Standards

Newly Adopted Accounting Standards

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This ASU improves reportable segment disclosure requirements and requires enhanced disclosures about significant segment expenses. The Company adopted this guidance as of December 31, 2024, on a retrospective basis. See Note 17. *Segment Reporting* for additional information.

Recently Issued But Not Yet Adopted Accounting Standards

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This ASU requires disclosure of specific categories in the rate reconciliation, as well as additional qualitative information about the reconciliation, and additional disaggregated information about income taxes paid. The Company will adopt this guidance on a retrospective basis on its effective date, which for us is beginning within our December 31, 2025 Form 10-K. Management does not expect this guidance to have a material impact on the Consolidated Financial Statements.

In November 2024, the FASB issued ASU 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40). This ASU requires disaggregated information about certain income statement line items in a tabular format in the notes to the financial statements. The Company will adopt this guidance on its effective date, which for us is beginning within our December 31, 2027 Form 10-K, and is currently determining the method of adoption, however, it is not expected to have a material impact to our Consolidated Financial Statements.

[Cash and Equivalents](#)

Cash and Equivalents

Debt securities, money market instruments and bank deposits with original maturities of three months or less are included in cash and equivalents unless designated as available-for-sale and classified as debt securities. Cash and equivalents at December 31, 2024 primarily included cash and due from banks of \$646 million and interest-bearing deposits in other banks of \$14.0 billion. Cash and equivalents at December 31, 2023 primarily included cash and due from banks of \$1.4 billion and interest-bearing deposits in other banks of \$12.8 billion.

[Restricted Cash and Equivalents](#)

Restricted Cash and Equivalents

Restricted cash and equivalents represent cash and equivalents that are not available to us due to restrictions related to its use. In addition, our securitization entities are required to fund segregated accounts that may only be used for certain purposes, including payment of interest and servicing fees and repayment of maturing debt. We include our restricted cash and equivalents in Other assets in our Consolidated Statements of Financial Position.

[Investment Securities](#)

Investment Securities

We report investments in debt securities and equity securities with a readily determinable fair value at fair value. See Note 10. *Fair Value Measurements* for further information on fair value. Changes in fair value on debt securities, which are classified as available-for-sale, are included in other comprehensive income (loss), net of applicable taxes. Changes in fair value on equity securities are included in earnings. We regularly review investment securities for impairment using both quantitative and qualitative criteria.

For debt securities, if we do not intend to sell the security, or it is not more likely than not, that we will be required to sell the security before recovery of our amortized cost, we evaluate other qualitative criteria to determine whether we do not expect to recover the amortized cost basis of the security, such as the financial health of, and specific prospects for the issuer, including whether the issuer is in compliance with the terms and covenants of the security. We also evaluate quantitative criteria including determining whether there has been an adverse change in expected future cash flows. If we do not expect to recover the entire amortized cost basis of the security, we consider the debt security to be impaired. If the security is impaired, we determine whether the impairment is the result of a credit loss or other factors. If a credit loss exists, an allowance for credit losses is recorded, with a related charge to earnings, limited by the amount that the fair value of the security is less than its amortized cost. Given the nature of our current portfolio, we perform a qualitative assessment to determine whether any credit loss is warranted. The assessment considers factors such as adverse

conditions and payment structure of the securities, history of payment, and market conditions. If we intend to sell the security or it is more likely than not we will be required to sell the debt security before recovery of its amortized cost basis, the security is also considered impaired and we recognize the entire difference between the security's amortized cost basis and its fair value in earnings.

Realized gains and losses are accounted for on the specific identification method.

[Loan Receivables](#)

Loan Receivables

Loan receivables primarily consist of open-end consumer revolving credit card accounts, closed-end consumer installment loans and open-end commercial revolving credit card accounts. Loan receivables are reported at the amounts due from customers, including unpaid interest and fees, net of unamortized purchase discounts, deferred income and costs.

[Loan Receivables Held for Sale](#)

Loan Receivables Held for Sale

Loans purchased or originated with the intent to sell are classified as loan receivables held for sale and carried at the lower of amortized cost or fair value. Loans initially classified as held for investment are transferred to loan receivables held for sale and carried at the lower of amortized cost or fair value once a decision has been made to sell the loans. We continue to recognize interest and fees on these loans on the accrual basis. The fair value of loan receivables held for sale is determined on an aggregate homogeneous portfolio basis.

If a loan is transferred from held for investment to held for sale, any associated allowance for credit loss is reversed through earnings, and the loan is transferred to held for sale at amortized cost. The amount by which amortized cost basis exceeds fair value is accounted for as a valuation allowance. The loan is carried at the lower of amortized cost or fair value.

[Acquired Loans](#)

Acquired Loans

To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition.

Loans acquired that have experienced more-than-insignificant deterioration in credit quality since origination (referred to as "purchased credit deteriorated" or "PCD" assets) are subject to specific guidance upon acquisition. An allowance for PCD assets is added to the purchase price or fair value of the acquired loans to arrive at the amortized cost basis. Subsequent to initial recognition, the accounting for the PCD asset will generally follow the Allowance for Credit Losses model described below.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model described below.

Allowance for Credit Losses

Losses on loan receivables are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates involve modeling loss projections attributable to existing loan balances, considering historical experience, current conditions and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with unemployment as the primary macroeconomic variable considered. We also perform a qualitative assessment in addition to model estimates and apply qualitative adjustments as necessary. The reasonable and supportable forecast period is determined primarily based upon an assessment of the current economic outlook, including our ability to use available data to accurately forecast losses over time. The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since adoption of CECL. The Company reassesses the reasonable and supportable forecast period on a quarterly basis. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The historical loss information is derived from a combination of recessionary and non-recessionary performance periods, weighted by the time span of each period. Similar to the reasonable and supportable forecast period, we also reassess the reversion period and historical mean on a quarterly basis, considering any required adjustments for differences in underwriting standards, portfolio mix, and other relevant data shifts over time.

We generally segment our loan receivable population into pools of loans with similar risk characteristics at the major retailer and product level. Consistent with our other assumptions, we regularly review segmentation to determine whether the segmentation pools remain relevant as risk characteristics change.

Our loan receivables generally do not have a stated life. The life of a credit card loan receivable is dependent upon the allocation of payments received, as well as a variety of other factors, including the principal balance, promotional terms, interest charges and fees and overall consumer credit profile and usage pattern. We determine the expected credit losses for credit card loan receivables as of the measurement date by using a combination of migration analysis, and other historical analyses, which implicitly consider the payments attributable to the measurement date balance. To do so, we utilize an approach which implicitly considers total expected future payments and applies appropriate allocations to reduce those payments in order to estimate losses pertaining to measurement date loan receivables. Based on our payments analyses, we also ensure that expected future payments from an account do not exceed the measurement date balance.

We evaluate each portfolio quarterly. For credit card receivables, our estimation process includes analysis of historical data, and there is a significant amount of judgment applied in selecting inputs and analyzing the results produced by the models to determine the allowance for credit losses. We use an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. The enhanced migration analysis considers uncollectible principal, interest and fees reflected in the loan receivables, segmented by credit and business parameters. We use other analyses to estimate expected losses on non-delinquent accounts, which include past performance, bankruptcy activity such as filings, policy changes and loan volumes and amounts. Holistically, for assessing the portfolio credit loss content, we also evaluate portfolio risk management techniques applied to various accounts, historical behavior of different account vintages, account seasoning, economic conditions, recent trends in delinquencies, account collection management including the impact of modifications made to borrowers experiencing financial difficulties, forecasting uncertainties, expectations about the future and a qualitative assessment of the adequacy of the allowance for credit losses. Key factors that impact the accuracy of our historical loss forecast estimates include the models and methodology utilized, credit strategy and trends, and consideration of material changes in our loan portfolio such as changes in growth and portfolio mix. We regularly review our collection experience (including delinquencies and net charge-offs) in determining our allowance for credit losses. We also consider our historical loss experience to date based on actual defaulted loans and overall portfolio indicators including delinquent and non-accrual loans, trends in loan volume and lending terms, credit policies and other observable environmental factors such as unemployment and home price indices. Additionally, the estimate of expected credit losses includes expected recoveries of amounts previously charged-off and expected to be charged-off.

The underlying assumptions, estimates and assessments we use to provide for losses are updated periodically to reflect our view of current and forecasted conditions, and are subject to the regulatory examination process, which can result in changes to our assumptions. Changes in such estimates can significantly affect the allowance and provision for credit losses. It is possible that we will experience credit losses that are different from our current estimates. Charge-offs are deducted from the allowance for credit losses and are recorded in the period when we judge the principal to be uncollectible, and subsequent recoveries are added to the allowance, generally at the time cash is received on a charged-off account.

Delinquent receivables are those that are 30 days or more past due based on their contractual payments. Non-accrual loan receivables are those on which we have stopped accruing interest. We typically continue to accrue interest until the earlier of the time at which collection of an account becomes doubtful, or in the period the account becomes 180 days past due, with the exception of non-credit card accounts, for which we stop accruing interest in the period that the account becomes 90 days past due.

The same loan receivable may meet more than one of the definitions above. Accordingly, these categories are not mutually exclusive, and it is possible for a particular loan to meet the definitions of a non-accrual loan and a delinquent loan, or be modified to a borrower experiencing financial difficulty, and be included in each of these categories. The categorization of a particular loan also may not necessarily be indicative of the potential for loss.

[Loan Modifications to Borrowers Experiencing Financial Difficulty](#)

Loan Modifications to Borrowers Experiencing Financial Difficulty

Our loss mitigation strategy is intended to minimize economic loss and, at times, can result in rate reductions, principal forgiveness, extensions or other actions, for borrowers experiencing financial difficulty. We primarily use long-term modification programs for borrowers experiencing financial difficulty as a loss mitigation strategy to improve long-term collectability of the loans. The long-term modification programs include changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months, reducing the interest rate on the loan, and stopping the assessment of penalty fees. We also make long-term loan modifications for customers who request financial assistance through external sources, such as through consumer credit counseling service agencies. Long-term loan modification programs do not normally include the forgiveness of unpaid principal, interest or fees. We may also provide certain borrowers with a short-term loan modification program (generally up to 3 months) that can include the forgiveness of a percentage of their unpaid principal balance, interest and/or fees. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. We generally do not convert revolving loans to term loans, outside of loan modification programs for borrowers experiencing financial difficulties. The evaluation of whether a borrower is experiencing financial difficulty includes our consideration of all relevant facts and circumstances. See Note 5. *Loan Receivables and Allowance for Credit Losses* for additional information on our loan modifications to borrowers experiencing financial difficulty.

Data related to redefault experience is also considered in our overall reserve adequacy review. Once the loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date, subject to re-aging limitations of once a year, or twice in a five-year period.

[Charge-Offs](#)

Charge-Offs

Net charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid finance charges, fees and third-party fraud losses from charge-offs. Charged-off and recovered accrued and unpaid finance charges and fees are included in interest and fees on loans while fraud losses are included in other expense. Charge-offs are recorded as a reduction to the allowance for credit losses, and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and are included in Other expense in our Consolidated Statements of Earnings.

We charge-off our loans based upon days contractually past due, which is typically 120 days for our unsecured closed-end consumer installment loans and loans secured by collateral and in the period the account becomes 180 days for our unsecured open-ended revolving loans. Unsecured consumer loans in bankruptcy are charged-off within 60 days of notification of filing by the bankruptcy court or within contractual charge-off periods, whichever occurs earlier. Credit card loans of deceased account holders are charged-off within 60 days of receipt of notification.

[Goodwill and Intangible Assets](#)

Goodwill and Intangible Assets

We do not amortize goodwill but test it at least annually for impairment at the reporting unit level pursuant to ASC 350, *Intangibles—Goodwill and Other*. A reporting unit is defined under GAAP as the operating segment, or one level below that operating segment (the component level) if discrete financial information is prepared and regularly reviewed by segment management. Our single operating segment comprises a single reporting unit, based on the level at which segment management regularly reviews and measures the business operating results.

When a portion of a reporting unit constitutes a business that is being disposed of, the amount of goodwill to be included in the carrying amount of the business classified as held for sale is based upon the relative fair values of the business to be disposed of and the portion of the reporting unit that will be retained.

Goodwill impairment risk is first assessed by performing a qualitative review of entity-specific, industry, market and general economic factors for our reporting unit. If potential goodwill impairment risk exists that indicates that it is more likely than not that the carrying value of our reporting unit exceeds its fair value, a quantitative test is performed. The quantitative test compares the reporting unit's estimated fair value with its carrying value, including goodwill. If the carrying value of our reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the amount of goodwill allocated to the reporting unit. The qualitative assessment for each period presented in the consolidated financial statements was performed without hindsight, assuming only factors and market conditions existing as of those dates, and resulted in no potential goodwill impairment risk for our reporting unit. Consequently, goodwill was not deemed to be impaired for any of the periods presented.

Definite-lived intangible assets principally consist of certain costs incurred to develop or acquire capitalized software and customer-related assets including purchased credit card relationships. Capitalized software is amortized on a straight-line basis over its estimated useful life, generally 5 years. Customer-related assets are amortized over their estimated useful lives. Defined-lived intangible assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The evaluation compares the cash inflows expected to be generated from each intangible asset to its carrying value. If cash flows attributable to the intangible asset are less than the carrying value, the asset is considered impaired and written down to its estimated fair value.

[Other Assets](#)

Other Assets

Other assets primarily consist of deferred income taxes, contract costs related to our retail partner agreements and equity investments. Retail partner contract costs are recognized over the life of the contract with the retail partner and are included as a component of Marketing and business development expense in our Consolidated Statements of Earnings.

[Discontinued](#)

| | |
|---|---|
| Operations and Held for Sale | <p>Discontinued Operations and Held for Sale</p> <p>An entity is classified as held for sale in the period in which management approves and commits to a plan to sell the entity, the entity is available to be sold in its immediate condition subject to usual and customary terms, the entity is being actively marketed at a reasonable price with other actions required to complete the plan to sale initiated, the sale is generally probable to be completed within one year, and it is unlikely that there will be significant changes to the plan to sell.</p> <p>The disposal of an entity should be reported in discontinued operations if the disposal represents a strategic shift that has, or will have, a major effect on the Company’s operations and financial results, otherwise the results of the entity to be disposed continue to be presented within continuing operations on the Consolidated Statements of Earnings.</p> <p>Assets and liabilities to be disposed of are reclassified to held for sale in our Consolidated Statements of Financial Position.</p> |
| | <p>Revenue Recognition</p> <p><i>Interest and Fees on Loans</i></p> <p>We use the effective interest method to recognize income on loans. Interest and fees on loans is comprised largely of interest and late fees on credit card and other loans. Interest income is recognized based upon the amount of loans outstanding and their contractual interest rate. Late fees are recognized when billable to the customer. We typically continue to accrue interest and fees on credit cards until the accounts are charged-off in the period the account becomes 180 days past due. For non-credit card loans, we stop accruing interest and fees in the period when the account becomes 90 days past due. Previously recognized interest income that was accrued but not collected from the customer is reversed. Although we stop accruing interest in advance of payments, we recognize interest income as cash is collected when appropriate, provided the amount does not exceed that which would have been earned at the historical effective interest rate; otherwise, payments received are applied to reduce the principal balance of the loan. We resume accruing interest on non-credit card loans when the customer’s account is less than 90 days past due and collection of such amounts is probable.</p> <p>Interest income from loans disclosed as long-term modifications to borrowers experiencing financial difficulty is accounted for in the same manner as other accruing loans. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.</p> <p>Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period, or the estimated life of the loan for other loan receivables, and are included in interest and fees on loans in our Consolidated Statements of Earnings. See Note 5. <i>Loan Receivables and Allowance for Credit Losses</i> for further detail.</p> <p>Other loan and customer-related fees including miscellaneous fees charged to borrowers are recognized net of waivers and charge-offs when the related transaction or service is provided, and are included in Other income in our Consolidated Statements of Earnings.</p> |
| | <p>Revenue Recognition, Promotional Financing</p> <p><i>Promotional Financing</i></p> <p>Loans originated with promotional financing may include deferred interest financing (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest financing (no interest accrues during a promotional period but begins to accrue thereafter on any outstanding amounts at the end of the promotional period) and reduced interest financing (interest accrues monthly at a promotional interest rate during the promotional period). For deferred interest financing, we bill interest to the borrower, retroactive to the inception of the loan, if the loan is not repaid prior to the specified date. Income is recognized on such loans when it is billable. In almost all cases, our retail partner will pay an upfront fee or reimburse us to compensate us for all or part of the costs associated with providing the promotional financing. Upfront fees are deferred and accreted to income over the promotional period. Reimbursements are estimated and accrued as income over the promotional period.</p> |
| Revenue Recognition, Purchased Loans | <p><i>Purchased Loans</i></p> <p>Loans acquired by purchase are recorded at fair value, which may result in the recognition of a loan premium or loan discount. For acquired loans with evidence of more-than-insignificant deterioration in credit quality since origination, the initial allowance for credit losses at acquisition is added to the purchase price to determine the initial cost basis of the loans and loan premium or loan discount. Loan premiums and loan discounts are recognized into interest income using the effective interest method over the estimated remaining life of the loans. The Company develops an allowance for credit losses for all purchased loans, which is recognized upon acquisition, similar to that of an originated financial asset. Subsequent changes to the expected credit losses for these loans follow the allowance for credit losses methodology described above under “—Allowance for Credit Losses.”</p> |
| Revenue Recognition, Retailer Share Arrangements | <p><i>Retailer Share Arrangements</i></p> <p>Most of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These thresholds and the economic performance of a program are based on, among other things, agreed upon measures of program expenses. On a quarterly basis, we make a judgment as to whether it is probable that the performance threshold will be met under a particular retail partner’s retailer share arrangement. The current period’s estimated contribution to that ultimate expected payment is recorded as a liability. To the extent facts and circumstances change and the cumulative probable payment for prior months has changed, a cumulative adjustment is made to align the retailer share arrangement liability balance with the amount considered probable of being paid relating to past periods.</p> |
| Revenue Recognition, Interchange and Protection Product Revenue | <p><i>Interchange and Protection Product Revenue</i></p> <p>Other Income primarily includes interchange and protection product revenue. We earn interchange revenue at the time the cardholder transaction occurs. Protection product revenue represents fees earned from our Payment Security offering, which is a debt cancellation product. Fees are assessed and recognized during the monthly coverage period, based upon a customer’s account balance.</p> |
| Revenue Recognition, Loyalty Programs | <p><i>Loyalty Programs</i></p> <p>Our loyalty programs are designed to generate increased purchase volume per customer while reinforcing the value of our credit cards and strengthening cardholder loyalty. These programs typically provide cardholders with statement credit or cash back rewards. Other programs include rewards points, which are redeemable for a variety of products or awards, or merchandise discounts that are earned by achieving a pre-set spending level on their private label credit card, Dual Card or general purpose co-branded credit card. We establish a rewards liability based on points and merchandise discounts earned that are ultimately expected to be redeemed and the average cost per point at redemption. The rewards liability is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position. Cash rebates are earned based on a tiered percentage of purchase volume. As points and discounts are redeemed or cash rebates and rewards are issued, the rewards liability is relieved. The estimated cost of loyalty programs is classified as a reduction to Other income in our Consolidated Statements of Earnings.</p> |
| Revenue Recognition, Fraud Losses | <p><i>Fraud Losses</i></p> <p>We experience third-party fraud losses from the unauthorized use of credit cards and when loans are obtained through fraudulent means. Fraud losses are included as a charge within Other expense in our Consolidated Statements of Earnings, net of recoveries, when such losses are probable. Loans are charged-off, as applicable, after the investigation period has completed.</p> |
| Income Taxes | <p>Income Taxes</p> <p>We recognize the current and deferred tax consequences of all transactions that have been recognized in the financial statements using the provisions of the enacted tax laws. The effects of tax adjustments and settlements from taxing authorities are presented in our consolidated financial statements in the period they occur.</p> <p>Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax laws and rates that will be in effect when the differences are expected to reverse. We record valuation allowances to reduce deferred tax assets to the amount that is more likely than not to be realized. In making decisions regarding our ability to realize tax assets, we evaluate all positive and negative evidence, including projected future taxable income, taxable income in carryback periods, expected reversal of deferred tax liabilities and the implementation of available tax planning strategies.</p> <p>We recognize the financial statement impact of uncertain income tax positions when we conclude that it is more likely than not, based on the technical merits of a position, that the position will be sustained upon examination. In certain situations, we establish a liability that represents the difference between a tax position taken (or expected to be taken) on an income tax return and the amount of taxes recognized in our financial statements. The liability associated with the unrecognized tax benefits is adjusted periodically when new information becomes available. We recognize accrued interest and penalties related to unrecognized tax benefits as interest expense and provision for income taxes, respectively, in our Consolidated Statements of Earnings.</p> |
| Fair Value Measurements | <p>Fair Value Measurements</p> <p>Fair value is the price we would receive to sell an asset or pay to transfer a liability in an orderly transaction with a market participant at the measurement date. In the absence of active markets for the identical assets or liabilities, such measurements involve developing assumptions based on market observable data and, in the absence of such data, internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.</p> <p>Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our market assumptions. Preference is given to observable inputs. These two types of inputs create the following fair value hierarchy:</p> <p>Level 1— Quoted prices for identical instruments in active markets.</p> <p>Level 2— Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable.</p> <p>Level 3— Significant inputs to the valuation are unobservable.</p> <p>We maintain policies and procedures to value instruments using the best and most relevant data available. In addition, we have risk management teams that review valuations, including independent price validation for certain instruments. We use non-binding broker quotes and third-party pricing services, when available, as our primary basis for valuation when there is limited or no relevant market activity for a specific instrument or for other instruments that share similar characteristics. We have not adjusted prices that we have obtained. In the absence of such data, such measurements involve developing assumptions based on internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.</p> <p>The third-party brokers and third-party pricing services do not provide us access to their proprietary valuation models, inputs and assumptions. Accordingly, our risk management, treasury and/or finance personnel conduct reviews of these brokers and services, as applicable. In addition, we conduct internal reviews of pricing provided by our third-party pricing service for all investment securities on a quarterly basis to ensure reasonableness of valuations used in the consolidated financial statements. These reviews are designed to identify prices that appear stale, those that have changed significantly from prior valuations and other anomalies that may indicate that a price may not be accurate. Based on the information available, we believe that the fair values provided by the third-party brokers and pricing services are representative of prices that would be received to sell the assets at the measurement date (exit prices) and are classified appropriately in the hierarchy.</p> <p><i>Recurring Fair Value Measurements</i></p> <p>Our investments in debt and certain equity securities, as well as certain financial assets and liabilities for which we have elected the fair value option, are measured at fair value every reporting period on a recurring basis.</p> <p><i>Non-Recurring Fair Value Measurements</i></p> |

Certain assets are measured at fair value on a non-recurring basis. These assets are not measured at fair value on an ongoing basis but are subject to fair value adjustments only in certain circumstances. Assets that are written down to fair value when impaired are not subsequently adjusted to fair value unless further impairment occurs.

Equity Securities Without Readily Determinable Fair Values

The company measures certain equity securities without readily determinable fair values using observable price changes in orderly transactions for the identical or a similar investment of the same issuer when they occur. Changes in observable price changes are recognized in Other income in our Consolidated Statements of Earnings.

Financial Assets and Financial Liabilities Carried at Other than Fair Value

The following is a description of the valuation techniques used to estimate the fair values of the financial assets and liabilities carried at other than fair value.

Loan receivables, net

In estimating the fair value for our loan receivables, we use a discounted future cash flow model. We use various unobservable inputs including estimated interest and fee income, payment rates, loss rates and discount rates (which consider current market interest rate data adjusted for credit risk and other factors) to estimate the fair values of loans. When collateral dependent, loan receivables may be valued using collateral values.

Deposits

For demand deposits with no defined maturity, carrying value approximates fair value due to the liquid nature of these deposits. For fixed-maturity certificates of deposit, fair values are estimated by discounting expected future cash flows using market rates currently offered for deposits with similar remaining maturities.

Borrowings

The fair values of borrowings of consolidated securitization entities are based on valuation methodologies that utilize current market interest rate data, which are comparable to market quotes adjusted for our non-performance risk. Borrowings that are publicly traded securities are classified as level 2. Borrowings that are not publicly traded are classified as level 3.

The fair values of the senior and subordinated unsecured notes are based on secondary market trades and other observable inputs and are classified as level 2.

Equity Method Investments

Equity Method Investments

We use the equity method of accounting for investments where we have significant influence, but not control, over the operating and financial policies of the investee. Our assessment of significant influence includes factors such as our ownership interest, legal form, and representation on the board of directors. The Company generally records the initial investment at cost or fair value, as appropriate. Subsequently, we adjust each investment for our proportionate share of net income or loss in the investee. We amortize, where appropriate, differences between the Company's cost basis and underlying equity in net assets, which are reported in Other income. The Company evaluates equity method investments for other-than-temporary impairment when events or changes in circumstance indicate that the carrying amount of the investment might not be recoverable. At December 31, 2024, our equity method investments included within Other assets in our Consolidated Statement of Financial Position totaled \$816 million, primarily related to our equity interest in Independence Pet Holdings, Inc. See Note 3. *Acquisitions and Dispositions* for additional information.

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Acquisitions and Dispositions (Tables)

Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]

Schedule of Recognized Identified Assets Acquired and Liabilities Assumed

12 Months Ended Dec. 31, 2024

During the year ended December 31, 2024, measurement period adjustments were recognized related to the acquisition as detailed in the table below.

| (\$ in millions) | Amounts Recognized as of Acquisition Date (as previously reported as of March 31, 2024) | Measurement Period Adjustments | Amounts Recognized as of Acquisition Date (as adjusted) |
|---|---|--------------------------------|---|
| Assets acquired | | | |
| Cash | \$ 34 | \$ — | \$ 34 |
| Loan receivables ^(a) | 1,875 | (198) | 1,677 |
| Intangible assets, net | 23 | (5) | 18 |
| Other assets | 2 | — | 2 |
| Total | \$ 1,934 | \$ (203) | \$ 1,731 |
| Liabilities assumed | | | |
| Other liabilities | (16) | 2 | (14) |
| Total net identifiable assets acquired | \$ 1,918 | \$ (201) | \$ 1,717 |
| Less: Total cash consideration paid | \$ 1,969 | \$ — | \$ 1,969 |
| Goodwill | \$ 51 | \$ 201 | \$ 252 |

- (a) Loan discounts are recognized into interest income over the estimated remaining life of the acquired loans.

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Debt Securities (Tables)

Investments, Debt and Equity Securities [Abstract]

Schedule of Available-for-sale Securities Reconciliation

12 Months Ended Dec. 31, 2024

Our debt securities consist of the following:

| | December 31, 2024 | | | | December 31, 2023 | | | |
|--|-------------------|------------------------|-------------------------|----------------------|-------------------|------------------------|-------------------------|----------------------|
| (\$ in millions) | Amortized cost | Gross unrealized gains | Gross unrealized losses | Estimated fair value | Amortized cost | Gross unrealized gains | Gross unrealized losses | Estimated fair value |
| U.S. government and federal agency | \$ 1,841 | \$ 3 | \$ — | \$ 1,844 | \$ 2,264 | \$ 1 | \$ (1) | \$ 2,264 |
| State and municipal | 17 | — | (1) | 16 | 10 | — | — | 10 |
| Residential mortgage-backed ^(a) | 324 | — | (35) | 289 | 392 | — | (38) | 354 |
| Asset-backed ^(b) | 919 | 4 | (1) | 922 | 1,167 | 4 | (8) | 1,163 |
| Other | 8 | — | — | 8 | — | — | — | 8 |
| Total^(c) | \$ 3,109 | \$ 7 | \$ (37) | \$ 3,079 | \$ 3,841 | \$ 5 | \$ (47) | \$ 3,799 |

- (a) All of our residential mortgage-backed securities have been issued by government-sponsored entities and are collateralized by U.S. mortgages.
(b) Our asset-backed securities are collateralized by credit card and auto loans.
(c) At December 31, 2024 and 2023, the estimated fair value of debt securities pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances was \$551 million and \$360 million, respectively.

The following table presents the estimated fair values and gross unrealized losses of our available-for-sale debt securities:

| | In loss position for | | | |
|------------------------------------|----------------------|-------------------------|----------------------|-------------------------|
| | Less than 12 months | | 12 months or more | |
| (\$ in millions) | Estimated fair value | Gross unrealized losses | Estimated fair value | Gross unrealized losses |
| At December 31, 2024 | | | | |
| U.S. government and federal agency | \$ 199 | \$ — | \$ — | \$ — |
| State and municipal | 12 | (1) | 3 | — |
| Residential mortgage-backed | 5 | — | 279 | (35) |
| Asset-backed | 79 | (1) | 4 | — |
| Other | — | — | — | — |
| Total^(a) | \$ 295 | \$ (2) | \$ 286 | \$ (35) |
| At December 31, 2023 | | | | |
| U.S. government and federal agency | \$ 495 | \$ — | \$ 399 | \$ (1) |
| State and municipal | — | — | 9 | — |
| Residential mortgage-backed | 1 | — | 346 | (38) |
| Asset-backed | 171 | — | 244 | (8) |
| Other | — | — | 8 | — |
| Total^(a) | \$ 667 | \$ — | \$ 1,006 | \$ (47) |

- (a) Consists of 224 and 250 securities in gross unrealized loss positions as of December 31, 2024 and 2023, respectively.

Investments Classified by Contractual Maturity Date

Contractual Maturities of Investments in Available-for-Sale Debt Securities

| At December 31, 2024 (\$ in millions) | Due within 1 year | Due after 1 year through 5 years | Due after 5 years through 10 years | Due after 10 years | Total |
|---------------------------------------|-------------------|----------------------------------|------------------------------------|--------------------|-----------------|
| U.S. government and federal agency | \$ 1,192 | \$ 652 | \$ — | \$ — | \$ 1,844 |
| State and municipal | — | 3 | 3 | 10 | 16 |
| Residential mortgage-backed | — | 17 | 123 | 149 | 289 |
| Asset-backed | 535 | 387 | — | — | 922 |
| Other | — | 8 | — | — | 8 |
| Total estimated fair value | \$ 1,727 | \$ 1,067 | \$ 126 | \$ 159 | \$ 3,079 |
| Amortized cost | \$ 1,724 | \$ 1,064 | \$ 136 | \$ 185 | \$ 3,109 |
| Weighted average yield ^(a) | 4.7 % | 4.6 % | 1.8 % | 2.3 % | 4.4 % |

- (a) Weighted average yield is calculated based on the amortized cost of each security. In calculating yield, no adjustment has been made with respect to any tax-exempt obligations.

Loan Receivables and Allowance for Credit Losses (Tables)

Receivables [Abstract]

Schedule of Accounts, Notes, Loans and Financing Receivable

At December 31 (\$ in millions)

| | |
|---|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Other | |
| Total loan receivables, before allowance for credit losses^{(a)(b)(c)} | |

| | 2024 | | 2023 |
|--|-----------|----------------|-------------------|
| | \$ | 96,818 | \$ 97,043 |
| | | 5,971 | 3,977 |
| | | 1,826 | 1,839 |
| | | 106 | 129 |
| | \$ | 104,721 | \$ 102,988 |

- (a) Total loan receivables include \$21.3 billion and \$21.4 billion of restricted loans of consolidated securitization entities at December 31, 2024 and 2023, respectively. See Note 6. *Variable Interest Entities* for further information.
- (b) At December 31, 2024 and 2023, loan receivables included deferred costs, net of purchase discounts and deferred income, of \$(212) million and \$213 million, respectively.
- (c) At December 31, 2024 and 2023, \$20.7 billion and \$22.4 billion, respectively, of loan receivables were pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances.

Allowance for Credit Losses on Financing Receivables

Allowance for Credit Losses^{(a)(b)}

(\$ in millions)

| | |
|----------------------------|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Other | |
| Total | |

| | Balance at January 1, 2024 | Provision charged to operations ^(c) | Gross charge-offs | Recoveries | Other | Balance at December 31, 2024 |
|--|----------------------------|--|-------------------|-------------------|-----------------|------------------------------|
| | \$ | 10,156 | \$ 6,005 | \$ (7,133) | \$ 1,224 | \$ 7 10,259 |
| | | 279 | 595 | (416) | 45 | 39 542 |
| | | 131 | 135 | (147) | 8 | — 127 |
| | | 5 | (3) | (1) | — | — 1 |
| | \$ | 10,571 | \$ 6,732 | \$ (7,697) | \$ 1,277 | \$ 46 10,929 |

(\$ in millions)

| | |
|----------------------------|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Other | |
| Total | |

| | Balance at January 1, 2023 | Impact of ASU 2022-02 Adoption | Post-Adoption Balance at January 1, 2023 | Provision charged to operations ^(a) | Gross charge-offs | Recoveries | Balance at December 31, 2023 |
|--|----------------------------|--------------------------------|--|--|-------------------|-------------------|------------------------------|
| | \$ | 9,225 | \$ (294) | \$ 8,931 | \$ 5,536 | \$ (5,263) | \$ 952 10,156 |
| | | 208 | 1 | 209 | 259 | (218) | 29 279 |
| | | 87 | (1) | 86 | 164 | (128) | 9 131 |
| | | 7 | — | 7 | (1) | (1) | — 5 |
| | \$ | 9,527 | \$ (294) | \$ 9,233 | \$ 5,958 | \$ (5,610) | \$ 990 10,571 |

(\$ in millions)

| | |
|----------------------------|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Other | |
| Total | |

| | Balance at January 1, 2022 | Provision charged to operations | Gross charge-offs | Recoveries | Other | Balance at December 31, 2022 |
|--|----------------------------|---------------------------------|-------------------|-------------------|---------------|------------------------------|
| | \$ | 8,512 | \$ 3,105 | \$ (3,202) | \$ 810 | \$ — 9,225 |
| | | 115 | 173 | (97) | 17 | — 208 |
| | | 59 | 91 | (70) | 7 | — 87 |
| | | 2 | 6 | (1) | — | — 7 |
| | \$ | 8,688 | \$ 3,375 | \$ (3,370) | \$ 834 | \$ — 9,527 |

- (a) The allowance for credit losses at December 31, 2024, 2023 and 2022 reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position at December 31, 2024, 2023 and 2022, which includes the consideration of current and expected macroeconomic conditions that existed at those dates.
- (b) Excluded from the table above are allowance for credit losses for loan receivables acquired and immediately written off within the period presented.
- (c) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2024 also includes amounts associated with off-balance sheet credit exposures recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.
- (d) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2023 includes \$7 million associated with a forward loan portfolio purchase recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

Past Due Financing Receivables

Delinquent and Non-accrual Loans

The following table provides information on our delinquent and non-accrual loans:

At December 31, 2024 (\$ in millions)

| | |
|--------------------------------------|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Total delinquent loans | |
| Percentage of total loan receivables | |

| | 30-89 days delinquent | 90 or more days delinquent | Total past due | 90 or more days delinquent and accruing | Total non-accruing |
|--|-----------------------|----------------------------|-----------------|---|--------------------|
| | \$ | 2,229 | \$ 2,431 | \$ 2,431 | \$ — |
| | | 139 | 39 | — | 39 |
| | | 45 | 42 | 42 | — |
| | \$ | 2,413 | \$ 2,512 | \$ 4,925 | \$ 2,473 39 |
| | | 2.3 % | 2.4 % | 4.7 % | — % |

At December 31, 2023 (\$ in millions)

| | |
|--------------------------------------|--|
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Total delinquent loans | |
| Percentage of total loan receivables | |

| | 30-89 days delinquent | 90 or more days delinquent | Total past due | 90 or more days delinquent and accruing | Total non-accruing |
|--|-----------------------|----------------------------|-----------------|---|--------------------|
| | \$ | 2,375 | \$ 2,290 | \$ 4,665 | \$ 2,290 |
| | | 96 | 23 | 119 | — |
| | | 61 | 40 | 101 | 40 |
| | \$ | 2,532 | \$ 2,353 | \$ 4,885 | \$ 2,330 23 |
| | | 2.5 % | 2.3 % | 4.7 % | 2.3 % — % |

Financing Receivable Credit Quality Indicators

The table below excludes 0.3% of our total loan receivables balance for our credit cards and commercial credit products at both December 31, 2024 and 2023, which represents those customer accounts for which a VantageScore credit score, or equivalent, is not available.

At December 31

| | 2024 | | | 2023 | | |
|----------------------------|---------------|------------|-------------|---------------|------------|-------------|
| | 651 or higher | 591 to 650 | 590 or less | 651 or higher | 591 to 650 | 590 or less |
| Credit cards | 73 % | 19 % | 8 % | 72 % | 19 % | 9 % |
| Commercial credit products | 83 % | 7 % | 10 % | 83 % | 10 % | 7 % |

Consumer Installment Loans by Origination Year

At December 31, 2024 (\$ in millions)

| | |
|----------------------------|--|
| Amortized cost basis | |
| 30-89 days delinquent | |
| 90 or more days delinquent | |

| By origination year | | | | | | | |
|---------------------|----------|----------|----------|--------|--------|-------|----------|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total |
| | \$ 2,581 | \$ 1,761 | \$ 1,005 | \$ 424 | \$ 166 | \$ 34 | \$ 5,971 |
| | \$ 47 | \$ 44 | \$ 30 | \$ 12 | \$ 5 | \$ 1 | \$ 139 |
| | \$ 13 | \$ 13 | \$ 9 | \$ 3 | \$ 1 | \$ — | \$ 39 |

At December 31, 2023 (\$ in millions)

| | |
|----------------------------|--|
| Amortized cost basis | |
| 30-89 days delinquent | |
| 90 or more days delinquent | |

| By origination year | | | | | | | |
|---------------------|----------|--------|--------|--------|-------|-------|----------|
| | 2023 | 2022 | 2021 | 2020 | 2019 | Prior | Total |
| | \$ 2,097 | \$ 931 | \$ 541 | \$ 312 | \$ 69 | \$ 27 | \$ 3,977 |
| | \$ 44 | \$ 25 | \$ 15 | \$ 9 | \$ 2 | \$ 1 | \$ 96 |
| | \$ 11 | \$ 6 | \$ 4 | \$ 2 | \$ — | \$ — | \$ 23 |

Gross Charge-offs for Consumer Installment Loans by Origination Year

For the years ended (\$ in millions)

| | By origination year | | | | | | Total |
|-------------------|---------------------|--------|--------|-------|-------|-------|--------|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | |
| December 31, 2024 | \$ 55 | \$ 178 | \$ 117 | \$ 46 | \$ 16 | \$ 4 | \$ 416 |
| December 31, 2023 | \$ — | \$ 65 | \$ 84 | \$ 42 | \$ 19 | \$ 8 | \$ 218 |

Financing Receivable Modifications

The following table provides information on our loan modifications made to borrowers experiencing financial difficulty during the periods presented, which do not include loans that are classified as loan receivables held for sale:

Years ended December 31

(\$ in millions)

| | |
|----------------------------|--|
| Long-term modifications | |
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Short-term modifications | |
| Credit cards | |
| Consumer installment loans | |
| Commercial credit products | |
| Total | |

| 2024 | | 2023 | |
|-----------------------|--------------------------------------|-----------------------|--------------------------------------|
| Amount ^(a) | % of Total Class of Loan Receivables | Amount ^(a) | % of Total Class of Loan Receivables |
| \$ 1,743 | 1.8 % | \$ 1,573 | 1.6 % |
| — | — % | — | — % |
| 10 | 0.5 % | 6 | 0.3 % |
| 948 | 1.0 % | 628 | 0.6 % |
| — | — % | — | — % |
| 1 | — % | 1 | — % |
| \$ 2,702 | 2.6 % | \$ 2,208 | 2.1 % |

- (a) Represents balance at enrollment date.

The following tables provide information on the performance of loans modified to borrowers experiencing financial difficulty which have been modified within the previous 12 months from the applicable balance sheet date and remained in a modification program at the periods presented:

At December 31, 2024 (\$ in millions)
Long-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Short-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Total delinquent modified loans
Percentage of total loan receivables

| Amortized cost basis | | | | |
|----------------------|---------|-----------------------|----------------------------|-------------------------------|
| | Current | 30-89 days delinquent | 90 or more days delinquent | Total past due ^(a) |
| \$ | 987 | \$ 169 | \$ 136 | \$ 305 |
| | — | — | — | — |
| | 4 | 1 | 1 | 2 |
| | 65 | 37 | 45 | 82 |
| | — | — | — | — |
| | — | — | — | — |
| | — | — | — | — |
| \$ | 1,056 | \$ 207 | \$ 182 | \$ 389 |
| | 1.0 % | 0.2 % | 0.2 % | 0.4 % |

At December 31, 2023 (\$ in millions)
Long-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Short-term modifications
Credit cards
Consumer installment loans
Commercial credit products
Total delinquent modified loans
Percentage of total loan receivables

| Amortized cost basis | | | | |
|----------------------|---------|-----------------------|----------------------------|-------------------------------|
| | Current | 30-89 days delinquent | 90 or more days delinquent | Total past due ^(a) |
| \$ | 861 | \$ 180 | \$ 141 | \$ 321 |
| | — | — | — | — |
| | 2 | 1 | 1 | 2 |
| | 53 | 32 | 41 | 73 |
| | — | — | — | — |
| | — | — | — | — |
| | — | — | — | — |
| \$ | 916 | \$ 213 | \$ 183 | \$ 396 |
| | 0.9 % | 0.2 % | 0.2 % | 0.4 % |

(a) Once a loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date.

The following table presents the type, number and amount of loans to borrowers experiencing financial difficulty that enrolled in a long-term modification program within the previous 12 months from the applicable balance sheet date, and experienced a payment default and charged-off during the periods presented:

| (\$ in millions, accounts in thousands) | Year ended December 31, 2024 | | Year ended December 31, 2023 | |
|---|------------------------------|-----------------|------------------------------|-----------------|
| | Accounts defaulted | Loans defaulted | Accounts defaulted | Loans defaulted |
| Credit cards | 97 | \$ 268 | 96 | \$ 233 |
| Consumer installment loans | — | — | — | — |
| Commercial credit products | 1 | 2 | — | 2 |
| Total | 98 | \$ 270 | 96 | \$ 235 |

Interest Income and Interest Expense Disclosure

The following table provides additional information about our interest and fees on loans, including merchant discounts, from our loan receivables, including held for sale:

| For the years ended December 31 (\$ in millions) | 2024 | 2023 | 2022 |
|--|-----------|-----------|-----------|
| Credit cards ^(a) | \$ 20,554 | \$ 19,341 | \$ 16,471 |
| Consumer installment loans | 854 | 401 | 287 |
| Commercial credit products | 179 | 150 | 117 |
| Other | 9 | 10 | 6 |
| Total ^(b) | \$ 21,596 | \$ 19,902 | \$ 16,881 |

(a) Interest income on credit cards that was reversed related to accrued interest and fees receivables written off was \$2.4 billion, \$1.8 billion and \$1.1 billion for the years ended December 31, 2024, 2023 and 2022, respectively.
(b) Includes \$40 million and \$45 million of segregated funds held by the VIEs at December 31, 2024 and 2023, respectively, which are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

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Variable Interest Entities (Tables)

12 Months Ended Dec. 31, 2024

Variable Interest Entities [Abstract]

Schedule of Variable Interest Entities

The table below summarizes the assets and liabilities of our consolidated securitization VIEs described above.

At December 31 (\$ in millions)

Assets

Loan receivables, net^(a)
Other assets^(b)

Total

Liabilities

Borrowings
Other liabilities

Total

| 2024 | | 2023 | |
|------|--------|------|--------|
| \$ | 19,439 | \$ | 19,537 |
| | 44 | | 47 |
| \$ | 19,483 | \$ | 19,584 |
| | | | |
| \$ | 7,842 | \$ | 7,267 |
| | 27 | | 31 |
| \$ | 7,869 | \$ | 7,298 |

(a) Includes \$1.9 billion and \$1.9 billion of related allowance for credit losses resulting in gross restricted loan receivables of \$21.3 billion and \$21.4 billion at December 31, 2024 and 2023, respectively.
(b) Includes \$40 million and \$45 million of segregated funds held by the VIEs at December 31, 2024 and 2023, respectively, which are classified as restricted cash and equivalents and included as a component of Other assets in our Consolidated Statements of Financial Position.

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Goodwill and Other Intangible Assets (Tables)

12 Months Ended Dec. 31, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Goodwill

Goodwill

(\$ in millions)

Balance at January 1
Change in amounts allocated to disposition of business^(a)
Goodwill recognized upon acquisition
Balance at December 31

| 2024 | | 2023 | |
|------|-------|------|-------|
| \$ | 1,018 | \$ | 1,105 |
| | 4 | | (87) |
| | 252 | | — |
| \$ | 1,274 | \$ | 1,018 |

(a) The change in the year ended December 31, 2024 was based upon the carrying amount of net assets of Pets Best and the final valuation of consideration received at closing.

Intangible Assets

At December 31 (\$ in millions)

Capitalized software
Other

Total

| 2024 | | | 2023 | | |
|-----------------------|--------------------------|--------|-----------------------|--------------------------|--------|
| Gross carrying amount | Accumulated amortization | Net | Gross carrying amount | Accumulated amortization | Net |
| \$ 2,361 | \$ (1,569) | \$ 792 | \$ 2,065 | \$ (1,302) | \$ 763 |
| \$ 195 | \$ (133) | \$ 62 | \$ 204 | \$ (152) | \$ 52 |
| \$ 2,556 | \$ (1,702) | \$ 854 | \$ 2,269 | \$ (1,454) | \$ 815 |

Schedule of Finite-Lived Intangible Assets, Future Amortization Expense

We estimate annual amortization expense for existing intangible assets over the next five calendar years to be as follows:

| (\$ in millions) | 2025 | 2026 | 2027 | 2028 | 2029 |
|----------------------|--------|--------|--------|--------|-------|
| Amortization expense | \$ 295 | \$ 222 | \$ 165 | \$ 110 | \$ 47 |

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Deposits (Tables)

Deposits [Abstract]

Schedule of Deposit Liabilities

12 Months Ended Dec. 31, 2024

Deposits

At December 31 (\$ in millions)

Interest-bearing deposits:

Money market and other demand deposits
Savings
Certificates of deposit
Direct
Brokered
Brokered sweep accounts

Total interest-bearing deposits

Total non-interest-bearing deposits

Total deposits

| 2024 | | 2023 | |
|------|--------|------|--------|
| \$ | 2,264 | \$ | 1,853 |
| | 28,605 | | 26,220 |
| | 41,055 | | 38,546 |
| | 5,891 | | 10,123 |
| | 3,849 | | 4,047 |
| | 81,664 | | 80,789 |
| | 398 | | 364 |
| \$ | 82,062 | \$ | 81,153 |

Schedule of Maturities of Deposit Liabilities

At December 31, 2024, our certificates of deposit maturing over the next five years and thereafter were as follows:

(\$ in millions)
Certificates of deposit

| 2025 | 2026 | 2027 | 2028 | 2029 | Thereafter |
|-----------|----------|----------|----------|----------|------------|
| \$ 36,740 | \$ 4,283 | \$ 3,053 | \$ 1,555 | \$ 1,168 | \$ 147 |

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Borrowings (Tables)

[Debt Disclosure \[Abstract\]](#)
[Schedule of Debt](#)

12 Months Ended
Dec. 31, 2024

| | 2024 | | | | 2023 | |
|--|---------------|---------------|--------------------------------|--------------------------------------|-----------------------------------|--|
| | Maturity date | Interest Rate | Weighted average interest rate | Outstanding Amount ^{(a)(b)} | Outstanding Amount ^(a) | |
| At December 31 (\$ in millions) | | | | | | |
| Borrowings of consolidated securitization entities: | | | | | | |
| Fixed securitized borrowings | 2025 - 2027 | 3.37% - 5.74% | 4.73 % | \$ 4,917 | \$ 3,417 | |
| Floating securitized borrowings | 2025 - 2027 | 5.14% - 5.53% | 5.29 % | 2,925 | 3,850 | |
| Total borrowings of consolidated securitization entities | | | 4.94 % | 7,842 | 7,267 | |
| Senior unsecured notes: | | | | | | |
| Synchrony Financial senior unsecured notes: | | | | | | |
| Fixed senior unsecured notes | 2025 - 2031 | 2.88% - 5.15% | 4.19 % | 4,637 | 6,480 | |
| Fixed-to-floating senior unsecured notes ^(c) | 2030 | 5.94% | 5.94 % | 745 | — | |
| Synchrony Bank senior unsecured notes: | | | | | | |
| Fixed senior unsecured notes | 2025 - 2027 | 5.40% - 5.63% | 5.49 % | 1,497 | 1,494 | |
| Total senior unsecured notes | | | 4.66 % | 6,879 | 7,974 | |
| Subordinated unsecured notes: | | | | | | |
| Synchrony Financial subordinated unsecured notes: | | | | | | |
| Fixed subordinated unsecured notes | 2033 | 7.25% | 7.25 % | 741 | 741 | |
| Total senior and subordinated unsecured notes | | | 4.91 % | 7,620 | 8,715 | |
| Total borrowings | | | | \$ 15,462 | \$ 15,982 | |

- (a) Includes unamortized debt premiums, discounts and issuance costs.
(b) The Company may redeem certain borrowings prior to their original contractual maturity dates in accordance with the optional redemption provision specified in the respective instruments.
(c) \$750 million principal amount issued in August 2024. Interest rate fixed through August 1, 2029; resets August 2, 2029 to floating rate based on compounded Secured Overnight Financing Rate ("SOFR") plus 213 basis points.

[Schedule of Maturities of Long-term Debt](#)

The following table summarizes the maturities of the principal amount of our borrowings of consolidated securitization entities and senior and subordinated unsecured notes over the next five years and thereafter:

| (\$ in millions) | 2025 | 2026 | 2027 | 2028 | 2029 | Thereafter |
|------------------|----------|----------|----------|------|--------|------------|
| Borrowings | \$ 5,650 | \$ 3,250 | \$ 3,700 | \$ — | \$ 650 | \$ 2,250 |

[XML-70-R38.htm IDEA- XBRL DOCUMENT](#)

Fair Value
Measurements
(Tables)

[Fair Value Disclosures \[Abstract\]](#)
[Fair Value, Assets Measured on Recurring Basis](#)

12 Months Ended
Dec. 31, 2024

The following tables present our assets and liabilities measured at fair value on a recurring basis.

[Recurring Fair Value Measurements](#)

At December 31, 2024 (\$ in millions)

| | Level 1 | Level 2 | Level 3 | Total ^(a) |
|------------------------------------|--------------|-----------------|--------------|----------------------|
| Assets | | | | |
| Debt securities | | | | |
| U.S. government and federal agency | \$ — | \$ 1,844 | \$ — | \$ 1,844 |
| State and municipal | — | — | 16 | 16 |
| Residential mortgage-backed | — | 289 | — | 289 |
| Asset-backed | — | 922 | — | 922 |
| Other | — | — | 8 | 8 |
| Other ^(b) | 14 | — | 6 | 20 |
| Total | \$ 14 | \$ 3,055 | \$ 30 | \$ 3,099 |

| | | | | |
|----------------------|-------------|-------------|--------------|--------------|
| Liabilities | | | | |
| Other ^(c) | — | — | 11 | 11 |
| Total | \$ — | \$ — | \$ 11 | \$ 11 |

At December 31, 2023 (\$ in millions)

| | Level 1 | Level 2 | Level 3 | Total ^(a) |
|------------------------------------|--------------|-----------------|--------------|----------------------|
| Assets | | | | |
| Debt securities | | | | |
| U.S. government and federal agency | \$ — | \$ 2,264 | \$ — | \$ 2,264 |
| State and municipal | — | — | 10 | 10 |
| Residential mortgage-backed | — | 354 | — | 354 |
| Asset-backed | — | 1,162 | — | 1,162 |
| Other | — | — | 8 | 8 |
| Other ^(b) | 14 | — | 10 | 24 |
| Total | \$ 14 | \$ 3,780 | \$ 28 | \$ 3,822 |

| | | | | |
|----------------------|-------------|-------------|-------------|-------------|
| Liabilities | | | | |
| Other ^(c) | — | — | 4 | 4 |
| Total | \$ — | \$ — | \$ 4 | \$ 4 |

- (a) For the years ended December 31, 2024 and 2023, there were no fair value measurements transferred between levels.
(b) Other is primarily comprised of equity investments measured at fair value, which are included in Other assets in our Consolidated Statements of Financial Position, as well as certain financial assets for which we have elected the fair value option which are included in Loan receivables in our Consolidated Statements of Financial Position.
(c) Other includes certain financial liabilities for which we have elected the fair value option. These liabilities are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

[Fair Value, by Balance Sheet Grouping](#)

[Financial Assets and Financial Liabilities Carried at Other Than Fair Value](#)

At December 31, 2024 (\$ in millions)

| | Carrying value | Total | Level 1 | Level 2 | Level 3 |
|---|----------------|------------|-----------|-----------|------------|
| Financial Assets | | | | | |
| Financial assets for which carrying values equal or approximate fair value: | | | | | |
| Cash and equivalents ^(a) | \$ 14,711 | \$ 14,711 | \$ 14,711 | \$ — | \$ — |
| Other assets ^{(a)(b)} | \$ 44 | \$ 44 | \$ 44 | \$ — | \$ — |
| Financial assets carried at other than fair value: | | | | | |
| Loan receivables, net ^(c) | \$ 93,785 | \$ 106,632 | \$ — | \$ — | \$ 106,632 |
| Financial Liabilities^(d) | | | | | |
| Financial liabilities carried at other than fair value: | | | | | |
| Deposits ^(e) | \$ 82,062 | \$ 82,256 | \$ — | \$ 82,256 | \$ — |
| Borrowings of consolidated securitization entities | \$ 7,842 | \$ 7,871 | \$ — | \$ 4,950 | \$ 2,921 |
| Senior and subordinated unsecured notes | \$ 7,620 | \$ 7,502 | \$ — | \$ 7,502 | \$ — |

At December 31, 2023 (\$ in millions)

| | Carrying value | Total | Level 1 | Level 2 | Level 3 |
|---|----------------|------------|-----------|-----------|------------|
| Financial Assets | | | | | |
| Financial assets for which carrying values equal or approximate fair value: | | | | | |
| Cash and equivalents ^(a) | \$ 14,259 | \$ 14,259 | \$ 14,259 | \$ — | \$ — |
| Other assets ^{(a)(b)} | \$ 50 | \$ 50 | \$ 50 | \$ — | \$ — |
| Assets held for sale ^(f) | \$ 112 | \$ 112 | \$ 112 | \$ — | \$ — |
| Financial assets carried at other than fair value: | | | | | |
| Loan receivables, net ^(c) | \$ 92,407 | \$ 104,761 | \$ — | \$ — | \$ 104,761 |
| Financial Liabilities^(d) | | | | | |
| Financial liabilities carried at other than fair value: | | | | | |
| Deposits ^(e) | \$ 81,153 | \$ 80,935 | \$ — | \$ 80,935 | \$ — |
| Borrowings of consolidated securitization entities | \$ 7,267 | \$ 7,250 | \$ — | \$ 3,411 | \$ 3,839 |
| Senior and subordinated unsecured notes | \$ 8,715 | \$ 8,423 | \$ — | \$ 8,423 | \$ — |

- (a) For cash and equivalents and restricted cash and equivalents, carrying value approximates fair value due to the liquid nature and short maturity of these instruments.
(b) This balance relates to restricted cash and equivalents, which is included in Other assets. Excludes accrued interest receivables of \$25 million and \$14 million at December 31, 2024 and 2023, respectively, for which carrying value approximates fair value.
(c) Excludes financial assets for which we have elected the fair value option. Under certain retail partner program agreements, the expected sales proceeds in the event of a sale of their credit card portfolio may be limited to the amounts owed by our customers, which may be less than the fair value indicated above.
(d) Excludes accrued interest payable of \$339 million and \$397 million, included in Accrued expenses and other liabilities, in our Consolidated Statements of Financial Position at December 31, 2024 and 2023, respectively, for which carrying values approximate fair value.
(e) Includes demand deposits with no defined maturity.
(f) Includes \$19 million of cash and equivalents and \$93 million of restricted cash and equivalents.

[Equity Securities without Readily Determinable Fair Value](#)

At or for the year ended December 31 (\$ in millions)

| | 2024 | 2023 |
|-------------------------------------|--------|--------|
| Carrying Value | \$ 270 | \$ 270 |
| Upward adjustments ^(a) | — | 17 |
| Downward adjustments ^(a) | (7) | (6) |

- (a) Between January 1, 2018 and December 31, 2024, cumulative upward and downward carrying value adjustments were \$205 million and \$(21) million, respectively.

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Regulatory and
Capital Adequacy
(Tables)

[Banking Regulation, Risk-Based
Information \[Abstract\]](#)
[Schedule of Compliance with
Regulatory Capital Requirements
under Banking Regulations](#)

12 Months Ended
Dec. 31, 2024

The actual capital amounts, ratios and the applicable required minimums of the Company and the Bank are as follows:

Synchrony Financial

At December 31, 2024 (\$ in millions)

Total risk-based capital
Tier 1 risk-based capital
Tier 1 leverage
Common equity Tier 1 capital

At December 31, 2023 (\$ in millions)

Total risk-based capital
Tier 1 risk-based capital
Tier 1 leverage
Common equity Tier 1 capital

Synchrony Bank

At December 31, 2024 (\$ in millions)

Total risk-based capital
Tier 1 risk-based capital
Tier 1 leverage
Common equity Tier 1 capital

At December 31, 2023 (\$ in millions)

Total risk-based capital
Tier 1 risk-based capital
Tier 1 leverage
Common equity Tier 1 capital

(a) Capital ratios are calculated based on the Basel III Standardized Approach rules. Capital amounts and ratios at December 31, 2024 in the above tables reflect the applicable CECL regulatory capital transition adjustment.
(b) At December 31, 2024 and 2023, Synchrony Financial and the Bank also must maintain a capital conservation buffer of common equity Tier 1 capital in excess of minimum risk-based capital ratios by at least 2.5 percentage points to avoid limits on capital distributions and certain discretionary bonus payments to executive officers and similar employees.

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12 Months Ended
Dec. 31, 2024

Earnings Per Share
(Tables)

[Earnings Per Share \[Abstract\]](#)
[Schedule of Earnings Per Share, Basic and Diluted](#)

The following table presents the calculation of basic and diluted earnings per common share:

| | Years ended December 31, | | |
|--|--------------------------|----------|----------|
| | 2024 | 2023 | 2022 |
| (\$ in millions, except per share data) | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Preferred stock dividends | (72) | (42) | (42) |
| Net earnings available to common stockholders | \$ 3,427 | \$ 2,196 | \$ 2,974 |
| Weighted average common shares outstanding, basic | 396.5 | 421.2 | 480.4 |
| Effect of dilutive securities | 4.1 | 2.3 | 3.0 |
| Weighted average common shares outstanding, dilutive | 400.6 | 423.5 | 483.4 |
| Earnings per basic common share | \$ 8.64 | \$ 5.21 | \$ 6.19 |
| Earnings per diluted common share | \$ 8.55 | \$ 5.19 | \$ 6.15 |

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Equity and Other
Stock Related
Information Equity
and Other Stock
Related Information
(Tables)

[Series A Preferred Stock
Class of Stock \[Line Items\]](#)
[Schedule of Stock by Class
\[Table Text Block\]](#)

12 Months Ended

Dec. 31, 2024

The following table summarizes the Company's preferred stock issued and outstanding at December 31, 2024 and 2023.

| Series | Issuance Date | Redeemable by Issuer
Beginning | Per Annum
Dividend Rate | Liquidation
Preference per
Share | Total Shares
Outstanding | December 31, 2024 | December 31, 2023 |
|---|-------------------|-----------------------------------|----------------------------|--|-----------------------------|-------------------|-------------------|
| (\$ in millions, except per share data) | | | | | | | |
| Series A ^(a) | November 14, 2019 | November 15, 2024 | 5.625% | \$1,000 | 750,000 | \$ 734 | \$ 734 |
| Series B ^(a) | February 23, 2024 | May 15, 2029 | 8.25% ^(b) | \$1,000 | 500,000 | \$ 488 | \$ — |
| | | | | | | \$ 1,222 | \$ 734 |

(a) Issued as depositary shares, each representing a 1/40th interest in a share of the corresponding series of non-cumulative perpetual preferred stock. Dividends are payable quarterly on February 15, May 15, August 15 and November 15 at a fixed rate, in each case when, as and if declared by the Board of Directors.
(b) Through May 14, 2029; resets May 15, 2029 and each date falling on the fifth anniversary at 5-Year Treasury Rate plus 4.044%.

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Income Taxes
(Tables)

[Income Tax Disclosure \[Abstract\]](#)
[Schedule of Income before Income Tax, Domestic and Foreign](#)

12 Months Ended
Dec. 31, 2024

Earnings before Provision for Income Taxes

For the years ended December 31 (\$ in millions)

| | 2024 | 2023 | 2022 |
|--|----------|----------|----------|
| U.S. | \$ 4,519 | \$ 2,873 | \$ 3,947 |
| Non-U.S. | 34 | 31 | 15 |
| Earnings before provision for income taxes | \$ 4,553 | \$ 2,904 | \$ 3,962 |

[Schedule of Components of Income Tax Expense \(Benefit\)](#)

Provision for Income Taxes

For the years ended December 31 (\$ in millions)

| | 2024 | 2023 | 2022 |
|--|--------|--------|----------|
| Current provision for income taxes | | | |
| U.S. Federal | \$ 990 | \$ 943 | \$ 1,145 |
| U.S. state and local | 155 | 171 | 217 |
| Non-U.S. | 7 | 10 | 5 |
| Total current provision for income taxes | 1,152 | 1,124 | 1,367 |

Deferred provision (benefit) for income taxes

| | | | |
|---|----------|--------|--------|
| U.S. Federal | (80) | (384) | (352) |
| U.S. state and local | (17) | (73) | (71) |
| Non-U.S. | (1) | (1) | 2 |
| Deferred provision (benefit) for income taxes | (98) | (458) | (421) |
| Total provision for income taxes | \$ 1,054 | \$ 666 | \$ 946 |

[Schedule of Effective Income Tax Rate Reconciliation](#)

Reconciliation of Our Effective Tax Rate to the U.S. Federal Statutory Income Tax Rate

For the years ended December 31

| | 2024 | 2023 | 2022 |
|---|--------|--------|--------|
| U.S. federal statutory income tax rate | 21.0 % | 21.0 % | 21.0 % |
| U.S. state and local income taxes, net of federal benefit | 2.4 | 3.5 | 3.6 |
| All other, net | (0.3) | (1.6) | (0.7) |
| Effective tax rate | 23.1 % | 22.9 % | 23.9 % |

[Schedule of Deferred Tax Assets and Liabilities](#)

Significant Components of Our Net Deferred Income Taxes

At December 31 (\$ in millions)

| | 2024 | 2023 |
|---|----------|----------|
| Assets | | |
| Allowance for credit losses | \$ 2,718 | \$ 2,626 |
| Compensation and employee benefits | 133 | 149 |
| Other assets | 216 | 166 |
| Total deferred income tax assets before valuation allowance | 3,067 | 2,941 |
| Valuation allowance | (20) | (18) |
| Total deferred income tax assets | \$ 3,047 | \$ 2,923 |
| Liabilities | | |
| Original issue discount | \$ (262) | \$ (365) |
| Goodwill and identifiable intangibles | (197) | (198) |
| Investment securities ^(a) | (193) | (57) |
| Other liabilities ^(a) | (105) | (108) |
| Total deferred income tax liabilities | (757) | (728) |
| Net deferred income tax assets | \$ 2,290 | \$ 2,195 |

(a) Prior period amounts in the table above are presented to conform with current year presentation.

Reconciliation of Unrecognized Tax Benefits

(\$ in millions)

| | 2024 | 2023 |
|--|--------|--------|
| Balance at January 1 | \$ 230 | \$ 267 |
| Additions: | | |
| Tax positions of the current year | 39 | 40 |
| Tax positions of prior years | — | 2 |
| Reductions: | | |
| Prior year tax positions | (20) | (47) |
| Settlements with tax authorities | (7) | (1) |
| Expiration of the statute of limitation | (35) | (31) |
| Balance at December 31 | \$ 207 | \$ 230 |
| Portion of balance that, if recognized, would impact the effective income tax rate | \$ 163 | \$ 182 |

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Parent Company
Financial Information
(Tables)

12 Months Ended

Dec. 31, 2024

[Condensed Financial Information Disclosure \[Abstract\]](#)

[Condensed Statements of Earnings](#)

Condensed Statements of Earnings

For the years ended December 31 (\$ in millions)

| | 2024 | 2023 | 2022 |
|---|----------|----------|----------|
| Interest income: | | | |
| Interest income from subsidiaries | \$ 365 | \$ 355 | \$ 134 |
| Interest on cash and debt securities | 41 | 34 | 8 |
| Total interest income | 406 | 389 | 142 |
| Interest expense: | | | |
| Interest on senior and subordinated unsecured notes | 319 | 335 | 279 |
| Total interest expense | 319 | 335 | 279 |
| Net interest income (expense) | 87 | 54 | (137) |
| Dividends from bank subsidiaries | 600 | 1,450 | 3,150 |
| Dividends from nonbank subsidiaries | 147 | 102 | 290 |
| Other income | 1,214 | 135 | 122 |
| Other expense | 236 | 202 | 177 |
| Earnings before expense/(benefit) from income taxes | 1,812 | 1,539 | 3,248 |
| Expense/(benefit) from income taxes | 259 | (16) | (46) |
| Equity in undistributed net earnings (loss) of subsidiaries | 1,946 | 683 | (278) |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Comprehensive income | \$ 3,508 | \$ 2,295 | \$ 2,960 |

[Condensed Statements of Financial Position](#)

Condensed Statements of Financial Position

At December 31 (\$ in millions)

| | 2024 | 2023 |
|---|-----------|-----------|
| Assets | | |
| Cash and equivalents | \$ 2,680 | \$ 3,214 |
| Debt securities | 37 | 49 |
| Investments in and amounts due from subsidiaries ^(a) | 19,938 | 18,285 |
| Goodwill | 30 | 25 |
| Other assets | 945 | 337 |
| Total assets | \$ 23,630 | \$ 21,910 |
| Liabilities and Equity | | |
| Amounts due to subsidiaries | \$ 351 | \$ 316 |
| Senior and subordinated unsecured notes | 6,123 | 7,221 |
| Accrued expenses and other liabilities | 576 | 470 |
| Total liabilities | 7,050 | 8,007 |
| Equity: | | |
| Total equity | 16,580 | 13,903 |
| Total liabilities and equity | \$ 23,630 | \$ 21,910 |

(a) Includes investments in and amounts due from bank subsidiaries of \$15.7 billion and \$14.0 billion at December 31, 2024 and 2023, respectively.

[Condensed Statements of Cash Flows](#)

Condensed Statements of Cash Flows

For the years ended December 31 (\$ in millions)

| | 2024 | 2023 | 2022 |
|--|----------|----------|----------|
| Cash flows - operating activities | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Adjustments to reconcile net earnings to cash provided from operating activities | | | |
| Deferred income taxes | 122 | 9 | (1) |
| Equity in undistributed net (earnings) loss of subsidiaries | (1,946) | (683) | 278 |
| Gain on sale of business | (1,069) | — | — |
| All other operating activities | 169 | 101 | 28 |
| Changes in operating assets and liabilities, net of effects of acquisitions and dispositions | | | |
| (Increase) decrease in other assets | (16) | 19 | (28) |
| Increase (decrease) in accrued expenses and other liabilities | (15) | 21 | (4) |
| Cash provided from (used for) operating activities | 744 | 1,705 | 3,289 |
| Cash flows - investing activities | | | |
| Net (increase) decrease in investments in and amounts due from subsidiaries | 95 | (898) | 265 |
| Maturity and sales of debt securities | 12 | 14 | 21 |
| Proceeds from sale of business | 594 | — | — |
| All other investing activities | (5) | (45) | (6) |
| Cash provided from (used for) investing activities | 696 | (929) | 280 |
| Cash flows - financing activities | | | |
| Senior and subordinated unsecured notes | | | |
| Proceeds from issuance of senior and subordinated unsecured notes | 745 | 740 | 745 |
| Maturities and repayment of senior unsecured notes | (1,850) | — | (750) |
| Proceeds from issuance of preferred stock | 488 | — | — |
| Dividends paid on preferred stock | (72) | (42) | (42) |
| Purchases of treasury stock | (1,008) | (1,112) | (3,320) |
| Dividends paid on common stock | (398) | (406) | (434) |
| Increase (decrease) in amounts due to subsidiaries | 82 | (7) | 14 |
| All other financing activities | 39 | (22) | (41) |
| Cash provided from (used for) financing activities | (1,974) | (849) | (3,828) |
| Increase (decrease) in cash and equivalents | (534) | (73) | (259) |
| Cash and equivalents at beginning of year | 3,214 | 3,287 | 3,546 |
| Cash and equivalents at end of year | \$ 2,680 | \$ 3,214 | \$ 3,287 |

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Segment Reporting
(Tables)

12 Months Ended

Dec. 31, 2024

[Segment Reporting \[Abstract\]](#)

[Schedule of Segment Reporting Information](#)

The following table presents segment information for the periods presented herein:

For the years ended December 31

(\$ in millions)

| | 2024 | 2023 | 2022 |
|--------------------------------------|-----------|-----------|-----------|
| Interest and fees on loans | \$ 21,596 | \$ 19,902 | \$ 16,881 |
| Interest on cash and debt securities | 1,049 | 808 | 265 |
| Total interest income | 22,645 | 20,710 | 17,146 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Retailer share arrangements | (3,407) | (3,661) | (4,331) |
| Reserve build (release) | 313 | 1,345 | 839 |
| Net charge-offs | 6,420 | 4,620 | 2,536 |
| Provision for credit losses | 6,733 | 5,965 | 3,375 |
| Other income: | | | |
| Other income | 452 | 289 | 260 |
| Gain on sale of business (Note 3) | 1,069 | — | — |
| Gain on sale of loan portfolio | — | — | 120 |
| Total other income | 1,521 | 289 | 380 |
| Other expense: | | | |
| Employee costs | 1,872 | 1,884 | 1,681 |
| Professional fees | 936 | 842 | 832 |
| Marketing and business development | 524 | 527 | 487 |
| Information processing | 803 | 712 | 623 |
| Fraud-related operational losses | 192 | 288 | 173 |
| Other segment items ^(a) | 512 | 505 | 541 |
| Total other expense | 4,839 | 4,758 | 4,337 |
| Provision for income taxes | 1,054 | 666 | 946 |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |

(a) Represents the total amount of other expenses included in net earnings, including postage and various other corporate overhead items such as facilities costs and telephone charges.

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**Basis of Presentation
and Summary of
Significant
Accounting Policies -
Narrative (Details)
\$ in Millions**

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Cumulative effect of change in accounting principle](#)

[Financing receivable, allowance for credit loss, reasonable and supportable forecast period](#)

[Threshold for defining delinquent receivables](#)

[Conditional threshold for defining non-accrual receivables](#)

[Conditional threshold for non-accrual status for non-credit card accounts](#)

[Financing Receivable, Number of Consecutive Payments to Maintain Current Status | payment](#)

[Financing receivable, allowance for credit loss, reversion period](#)

[Stockholders' Equity Attributable to Parent](#)

[Equity method investments](#)

[Retained Earnings](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Stockholders' Equity Attributable to Parent](#)

[Software and Software Development Costs](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Finite-Lived Intangible Asset, Useful Life](#)

[Unsecured Consumer and Secured by Collateral](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Period past due for charge-off](#)

[Unsecured Open-Ended Revolving](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Period past due for charge-off](#)

[Unsecured Consumer in Bankruptcy](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Period past due for charge-off](#)

[Credit card loans for deceased account holders](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Period past due for charge-off](#)

[Credit cards](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Threshold for interest and fee accrual](#)

[Non-Credit Card Loan](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Threshold for interest and fee accrual](#)

[Maximum period past due for interest and fee accrual](#)

[Maximum](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Range of long-term modifications](#)

[Accounting Standards Update 2022-02 | Cumulative Effect, Period of Adoption, Adjustment](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Stockholders' Equity Attributable to Parent](#)

[Accounting Standards Update 2022-02 | Cumulative Effect, Period of Adoption, Adjustment | Retained Earnings](#)

Accounts, Notes, Loans and Financing Receivable [Line Items]

[Stockholders' Equity Attributable to Parent](#)

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**Basis of Presentation
and Summary of
Significant**

**Accounting Policies -
Cash and Equivalents
(Details) - USD (\$)
\$ in Millions**

Accounting Policies [Abstract]

[Cash and due from banks](#) \$ 646 \$ 1,400

[Interest-bearing deposits in other banks](#) \$ 14,000 \$ 12,800

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**Acquisitions and
Dispositions - Ally
Lending Narrative
(Details) - USD (\$)
\$ in Millions**

Business Combination, Separately Recognized Transactions [Line Items]

[Allowance for credit losses](#)

[Ally Lending](#)

Business Combination, Separately Recognized Transactions [Line Items]

[Cash consideration](#) \$ 1,969

[Unpaid principal balance of loan receivables acquired](#) 2,200

[Loan receivables provisional loan discount upon acquisition](#) 469

12 Months Ended

**Dec. 31, 2024
USD (\$)
payment** **Dec. 31, 2023** **Dec. 31, 2022** **Dec. 31, 2021**
USD (\$) **USD (\$)** **USD (\$)**

\$ 21,635 \$ 18,662
12 months
30 days
180 days
90 days
3
6 months
\$ 16,580 13,903 \$ 12,873 \$ 13,655
816

\$ 21,635 \$ 18,662 16,716 \$ 14,245

5 years

120 days

180 days

60 days

60 days

180 days

90 days

90 days

60 months

222

\$ 222

12 Months Ended

Mar. 01, 2024 Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022 Dec. 31, 2021

\$ 10,929 \$ 10,571 \$ 9,527 \$ 8,688

| | | | |
|---|--|--------|--|
| Interest and fees assumed | | 320 | |
| Amortization of loan discounts | | \$ 162 | |
| Allowance for credit losses | 180 | | |
| Purchased credit deteriorated loans acquired | 64 | | |
| Purchased credit deteriorated loans allowance | \$ 39 | | |
| ~~<i>XML-80-R48.htm IDEA- XBRL DOCUMENT</i>~~ | | | |
| Acquisitions and Dispositions - Schedule of Assets Acquired and Liabilities Assumed (Details) - USD (\$) | Mar. 01, 2024 Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022 | | |
| \$ in Millions | | | |

| | | | |
|----------------------------|----------|----------|----------|
| Liabilities assumed | | | |
| Goodwill | \$ 1,274 | \$ 1,018 | \$ 1,105 |

| | |
|---|-------|
| Ally Lending | |
| Assets acquired | |
| Cash | \$ 34 |
| Loan receivables | 1,677 |
| Intangible assets, net | 18 |
| Other assets | 2 |
| Loan receivables provisional loan discount upon acquisition | (198) |
| Intangible assets, net, measurement period adjustments | (5) |
| Total assets, measurement period adjustments | (203) |
| Total | 1,731 |

| | |
|--|-------|
| Liabilities assumed | |
| Other liabilities | (14) |
| Other liabilities, measurement period adjustments | 2 |
| Total net identifiable assets acquired | 1,717 |
| Total net identifiable assets acquired, measurement period adjustments | (201) |
| Less: Total cash consideration paid | 1,969 |
| Goodwill | 252 |
| Goodwill, Measurement Period Adjustment | 201 |

[Ally Lending | Business Acquisition, Initial Values](#)

| | |
|--|-------|
| Assets acquired | |
| Cash | 34 |
| Loan receivables | 1,875 |
| Intangible assets, net | 23 |
| Other assets | 2 |
| Total | 1,934 |

| | |
|--|-------|
| Liabilities assumed | |
| Other liabilities | (16) |
| Total net identifiable assets acquired | 1,918 |
| Less: Total cash consideration paid | 1,969 |
| Goodwill | \$ 51 |

~~***XML-81-R49.htm IDEA- XBRL DOCUMENT***~~

| Acquisitions and Dispositions - Pets Best Narrative (Details) \$ in Millions | 1 Months Ended Mar. 31, 2024 USD (\$) | 12 Months Ended | | | Mar. 05, 2024 USD (\$) |
|---|--|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
| | executive | Dec. 31, 2024 USD (\$) | Dec. 31, 2023 USD (\$) | Dec. 31, 2022 USD (\$) | approach |

[Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations |Line Items|](#)

| | | | |
|---|----------|------|------|
| Gain on sale of business | \$ 1,069 | \$ 0 | \$ 0 |
| Equity method investments | 816 | | |
| Independence Pet Holdings, Inc. | | | |

[Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations |Line Items|](#)

| | | |
|---|--------|--------|
| Equity method investments | \$ 605 | |
| Equity method investments, fair value | | \$ 605 |
| Fair value determination, weighted average methodology, number of approaches approach | | 3 |
| Pets Best | | |

[Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations |Line Items|](#)

| | |
|---|----------|
| Gain on sale of business | \$ 1,100 |
| Gain on sale of business, net of tax | \$ 802 |
| Pets Best Independence Pet Holdings, Inc. Synchrony Financial | |

[Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations |Line Items|](#)

| | |
|--|---|
| Number of executives appointed to Board of Directors executive | 2 |
| Pets Best Independence Pet Holdings, Inc. | |

[Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations |Line Items|](#)

| | |
|---|--------|
| Equity interests consideration received (less than) | 10.00% |
|---|--------|

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| | | |
|---|------------------------------------|--|
| Debt Securities - Schedule of Available for Sale Securities (Details) - USD (\$) | Dec. 31, 2024 Dec. 31, 2023 | |
| \$ in Millions | | |

| | | |
|--|----------|----------|
| Debt | | |
| Amortized cost | \$ 3,109 | \$ 3,841 |
| Gross unrealized gains | 7 | 5 |
| Gross unrealized losses | (37) | (47) |
| Estimated fair value | 3,079 | 3,799 |
| U.S. government and federal agency | | |

| | | |
|---|-------|-------|
| Debt | | |
| Amortized cost | 1,841 | 2,264 |
| Gross unrealized gains | 3 | 1 |
| Gross unrealized losses | 0 | (1) |
| Estimated fair value | 1,844 | 2,264 |
| State and municipal | | |

| | | |
|---|-----|----|
| Debt | | |
| Amortized cost | 17 | 10 |
| Gross unrealized gains | 0 | 0 |
| Gross unrealized losses | (1) | 0 |
| Estimated fair value | 16 | 10 |
| Residential mortgage-backed | | |

[Debt Securities, Available-for-sale |Line Items|](#)

| | | |
|---|-----|-----|
| Residential Mortgage Backed Securities pledged as collateral to the Federal Reserve | 551 | 360 |
|---|-----|-----|

| | | |
|-------------------------|------|-------|
| Debt | | |
| Amortized cost | 324 | 392 |
| Gross unrealized gains | 0 | 0 |
| Gross unrealized losses | (35) | (38) |
| Estimated fair value | 289 | 354 |
| Asset-backed | | |
| Debt | | |
| Amortized cost | 919 | 1,167 |
| Gross unrealized gains | 4 | 4 |
| Gross unrealized losses | (1) | (8) |
| Estimated fair value | 922 | 1,163 |
| Other Debt Obligations | | |
| Debt | | |
| Amortized cost | 8 | 8 |
| Gross unrealized gains | 0 | 0 |
| Gross unrealized losses | 0 | 0 |
| Estimated fair value | \$ 8 | \$ 8 |

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| Debt Securities -
Continuous
Unrealized Losses
(Details)
\$ in Millions | Dec. 31, 2024
USD (\$) security | Dec. 31, 2023
USD (\$) security |
|---|------------------------------------|------------------------------------|
| Estimated fair value | | |
| Less than 12 months | \$ 295 | \$ 667 |
| 12 months or more | 286 | 1,006 |
| Gross unrealized losses | | |
| Less than 12 months | (2) | 0 |
| 12 months or more | \$ (35) | \$ (47) |
| Debt Securities, Available-for-Sale, Unrealized Loss Position, Number of Positions security | 224 | 250 |
| U.S. government and federal agency | | |
| Estimated fair value | | |
| Less than 12 months | \$ 199 | \$ 495 |
| 12 months or more | 0 | 399 |
| Gross unrealized losses | | |
| Less than 12 months | 0 | 0 |
| 12 months or more | 0 | (1) |
| State and municipal | | |
| Estimated fair value | | |
| Less than 12 months | 12 | 0 |
| 12 months or more | 3 | 9 |
| Gross unrealized losses | | |
| Less than 12 months | (1) | 0 |
| 12 months or more | 0 | 0 |
| Residential mortgage-backed | | |
| Estimated fair value | | |
| Less than 12 months | 5 | 1 |
| 12 months or more | 279 | 346 |
| Gross unrealized losses | | |
| Less than 12 months | 0 | 0 |
| 12 months or more | (35) | (38) |
| Asset-backed | | |
| Estimated fair value | | |
| Less than 12 months | 79 | 171 |
| 12 months or more | 4 | 244 |
| Gross unrealized losses | | |
| Less than 12 months | (1) | 0 |
| 12 months or more | 0 | (8) |
| Other Debt Obligations | | |
| Estimated fair value | | |
| Less than 12 months | 0 | 0 |
| 12 months or more | 0 | 8 |
| Gross unrealized losses | | |
| Less than 12 months | 0 | 0 |
| 12 months or more | \$ 0 | \$ 0 |

~~[XML 84-R52.htm IDEA: XBRL DOCUMENT](#)~~

| Debt Securities -
Contractual
Maturities (Details)
\$ in Millions | Dec. 31, 2024
USD (\$) |
|---|---------------------------|
| Amortized Cost | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Amortized Cost | \$ 1,724 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Amortized Cost | 1,064 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Amortized Cost | 136 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Amortized Cost | \$ 185 |
| Debt Securities, Available-for-Sale, Weighted Average Yield | 4.40% |
| Estimated Fair Value | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | \$ 1,727 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 1,067 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 126 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 159 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Amortized Cost | \$ 3,109 |
| Weighted Average Yield | |
| Within one year | 4.70% |
| After one year through five years | 4.60% |
| After five years through ten years | 1.80% |
| After ten years | 2.30% |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | \$ 3,079 |
| State and municipal | |
| Estimated Fair Value | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 3 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 3 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 10 |
| Weighted Average Yield | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | 16 |
| U.S. government and federal agency | |
| Estimated Fair Value | |

| | |
|---|-------|
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | 1,192 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 652 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 0 |
| Weighted Average Yield | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | 1,844 |
| Residential mortgage-backed | |
| Estimated Fair Value | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 17 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 123 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 149 |
| Weighted Average Yield | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | 289 |
| Asset-backed | |
| Estimated Fair Value | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | 535 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 387 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 0 |
| Weighted Average Yield | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | 922 |
| Other Debt Obligations | |
| Estimated Fair Value | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling within One Year, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after One Through Five Years, Fair Value | 8 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 5 through 10 Years, Fair Value | 0 |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Rolling after 10 Years, Fair Value | 0 |
| Weighted Average Yield | |
| Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value | \$ 8 |

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| | | |
|--|----------------------|----------------------|
| Loan Receivables and Allowance for Credit Losses - Loan Receivables (Details) | Dec. 31, 2024 | Dec. 31, 2023 |
| - USD (\$) | | |
| \$ in Millions | | |

| | | |
|---|------------|------------|
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 104,721 | \$ 102,988 |
| Deferred costs, net of purchase discounts and deferred income | (212) | 213 |
| Variable Interest Entity, Primary Beneficiary | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 21,339 | 21,434 |
| Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 96,818 | 97,043 |
| Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 5,971 | 3,977 |
| Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 1,826 | 1,839 |
| Other | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 106 | 129 |
| Federal Reserve Discount Window | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 20,700 | \$ 22,400 |

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| | | | |
|---|------------------------|----------------------|----------------------|
| Loan Receivables and Allowance for Credit Losses - Allowance for Credit Losses (Details) - USD (\$) | 12 Months Ended | | |
| \$ in Millions | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | \$ 10,571 | \$ 9,527 | \$ 8,688 |
| Provision charged to operations | 6,732 | 5,958 | |
| Provision charged to operations | 6,733 | 5,965 | 3,375 |
| Gross charge-offs | (7,697) | (5,610) | (3,370) |
| Recoveries | 1,277 | 990 | 834 |
| Other | 46 | | 0 |
| ACL - Ending Balance | 10,929 | 10,571 | 9,527 |
| Provision for credit losses, forward loan portfolio purchase included in accrued expenses and other liabilities | | 7 | |
| Cumulative Effect, Period of Adoption, Adjusted Balance | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 10,571 | 9,233 | |
| ACL - Ending Balance | | 10,571 | 9,233 |
| Accounting Standards Update 2022-02 Cumulative Effect, Period of Adoption, Adjustment | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | | (294) | |
| ACL - Ending Balance | | | (294) |
| Credit cards | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 10,156 | 9,225 | 8,512 |
| Provision charged to operations | 6,005 | 5,536 | |
| Provision charged to operations | | | 3,105 |
| Gross charge-offs | (7,133) | (5,263) | (3,202) |
| Recoveries | 1,224 | 952 | 810 |
| Other | 7 | | 0 |
| ACL - Ending Balance | 10,259 | 10,156 | 9,225 |
| Credit cards Cumulative Effect, Period of Adoption, Adjusted Balance | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 10,156 | 8,931 | |
| ACL - Ending Balance | | 10,156 | 8,931 |
| Credit cards Accounting Standards Update 2022-02 Cumulative Effect, Period of Adoption, Adjustment | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | | (294) | |
| ACL - Ending Balance | | | (294) |

| | | | |
|--|-------|-------|------|
| Consumer installment loans | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 279 | 208 | 115 |
| Provision charged to operations | 595 | 259 | |
| Provision charged to operations | | | 173 |
| Gross charge-offs | (416) | (218) | (97) |
| Recoveries | 45 | 29 | 17 |
| Other | 39 | | 0 |
| ACL - Ending Balance | 542 | 279 | 208 |
| Consumer installment loans Cumulative Effect, Period of Adoption, Adjusted Balance | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 279 | 209 | |
| ACL - Ending Balance | | 279 | 209 |
| Consumer installment loans Accounting Standards Update 2022-02 Cumulative Effect, Period of Adoption, Adjustment | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | | 1 | |
| ACL - Ending Balance | | | 1 |
| Commercial credit products | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 131 | 87 | 59 |
| Provision charged to operations | 135 | 164 | |
| Provision charged to operations | | | 91 |
| Gross charge-offs | (147) | (128) | (70) |
| Recoveries | 8 | 9 | 7 |
| Other | 0 | | 0 |
| ACL - Ending Balance | 127 | 131 | 87 |
| Commercial credit products Cumulative Effect, Period of Adoption, Adjusted Balance | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 131 | 86 | |
| ACL - Ending Balance | | 131 | 86 |
| Commercial credit products Accounting Standards Update 2022-02 Cumulative Effect, Period of Adoption, Adjustment | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | | (1) | |
| ACL - Ending Balance | | | (1) |
| Other | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | 5 | 7 | 2 |
| Provision charged to operations | (3) | (1) | |
| Provision charged to operations | | | 6 |
| Gross charge-offs | (1) | (1) | (1) |
| Recoveries | 0 | 0 | 0 |
| Other | 0 | | 0 |
| ACL - Ending Balance | 1 | 5 | 7 |
| Other Cumulative Effect, Period of Adoption, Adjusted Balance | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | \$ 5 | 7 | |
| ACL - Ending Balance | | 5 | 7 |
| Other Accounting Standards Update 2022-02 Cumulative Effect, Period of Adoption, Adjustment | | | |
| Allowance for Credit Losses [Roll Forward] | | | |
| ACL - Beginning Balance | | \$ 0 | |
| ACL - Ending Balance | | | \$ 0 |

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| | | | | | |
|----------------------|--|-----------------|---------------|---------------|---------------|
| Loan Receivables and | | 12 Months Ended | | | |
| Allowance for Credit | | | | | |
| Losses - Narrative | | | | | |
| (Details) - USD (\$) | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
| \$ in Millions | | | | | |

| | | | | | |
|---|------------|------------|----------|----------|--|
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | | | |
| Financing receivable, allowance for credit loss, reasonable and supportable forecast period | 12 months | | | | |
| Financing receivable, allowance for credit loss, reversion period | 6 months | | | | |
| Allowance for credit losses | \$ 10,929 | \$ 10,571 | \$ 9,527 | \$ 8,688 | |
| Financing receivable, modified, weighted average interest rate decrease from modification | 97.00% | 97.00% | | | |
| Financing receivables modified, amount of unpaid balance forgiven, short-term | \$ 316 | \$ 186 | | | |
| Financing receivable modifications, success rate, short-term | 61.00% | 54.00% | | | |
| Percentage of loan receivables with no VantageScore | 0.30% | 0.30% | | | |
| Total loans entered into a modification program | | | 996 | | |
| Impaired financing receivable, with related allowance, interest income forgone | | | 286 | | |
| Loans defaulted | \$ 270 | \$ 235 | 135 | | |
| Credit cards | | | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | | | |
| Allowance for credit losses | 10,259 | 10,156 | \$ 9,225 | \$ 8,512 | |
| Loans defaulted | 268 | 233 | | | |
| Unused commitments to extend credit | \$ 433,000 | \$ 427,000 | | | |

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| | | | | | |
|------------------------|--|---------------|--|--|--|
| Loan Receivables and | | | | | |
| Allowance for Credit | | | | | |
| Losses - Delinquent | | | | | |
| and Non Accrual | | Dec. 31, 2024 | | | |
| Status (Details) - USD | | Dec. 31, 2023 | | | |
| (\$) | | | | | |
| \$ in Millions | | | | | |

| | | |
|---|------------|------------|
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 104,721 | \$ 102,988 |
| Total non-accruing | \$ 39 | \$ 23 |
| Nonaccrual, percent past due | 0.00% | 0.00% |
| Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 96,818 | \$ 97,043 |
| Total non-accruing | 0 | 0 |
| Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 5,971 | 3,977 |
| Total non-accruing | 39 | 23 |
| Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 1,826 | 1,839 |
| Total non-accruing | 0 | 0 |
| 30-89 days delinquent | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 2,413 | \$ 2,532 |

| | | |
|--|----------|----------|
| Percent past due | 2.30% | 2.50% |
| 30-89 days delinquent Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 2,229 | \$ 2,375 |
| 30-89 days delinquent Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 139 | 96 |
| 30-89 days delinquent Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 45 | 61 |
| 90 or more days delinquent | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 2,512 | \$ 2,353 |
| Percent past due | 2.40% | 2.30% |
| 90 or more days delinquent Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 2,431 | \$ 2,290 |
| 90 or more days delinquent Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 39 | 23 |
| 90 or more days delinquent Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 42 | 40 |
| Total past due | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 4,925 | \$ 4,885 |
| Percent past due | 4.70% | 4.70% |
| Total past due Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | \$ 4,660 | \$ 4,665 |
| Total past due Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 178 | 119 |
| Total past due Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loan receivables | 87 | 101 |
| 90 or more days delinquent and accruing | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| 90 or more days delinquent and accruing | \$ 2,473 | \$ 2,330 |
| Percent past due | 2.40% | 2.30% |
| 90 or more days delinquent and accruing Credit cards | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| 90 or more days delinquent and accruing | \$ 2,431 | \$ 2,290 |
| 90 or more days delinquent and accruing Consumer installment loans | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| 90 or more days delinquent and accruing | 0 | 0 |
| 90 or more days delinquent and accruing Commercial credit products | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| 90 or more days delinquent and accruing | \$ 42 | \$ 40 |

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| | | | |
|--|-----------------|---------------|---------------|
| Loan Receivables and Allowance for Credit Losses - Loan Credit Quality Indicators by Origination Year (Details) - USD (\$) | 12 Months Ended | | |
| \$ in Millions | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |

| | | | |
|--|------------|------------|----------|
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Total loan receivables | \$ 104,721 | \$ 102,988 | |
| Writeoff | 7,697 | 5,610 | \$ 3,370 |
| 30-89 days delinquent | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Total loan receivables | 2,413 | 2,532 | |
| 90 or more days delinquent | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Total loan receivables | 2,512 | 2,353 | |
| Consumer installment loans | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Originated, current year | 2,581 | 2,097 | |
| Originated, one year before current year | 1,761 | 931 | |
| Originated, two years before current year | 1,005 | 541 | |
| Originated, three years before current year | 424 | 312 | |
| Originated, four years before current year | 166 | 69 | |
| Originated, more than five years before current year | 34 | 27 | |
| Total loan receivables | 5,971 | 3,977 | |
| Originated, current year, writeoff | 55 | | |
| Originated, one year before current year, writeoff | 178 | 65 | |
| Originated, two years before current year, writeoff | 117 | 84 | |
| Originated, three years before current year, writeoff | 46 | 42 | |
| Originated, four years before current year, writeoff | 16 | 19 | |
| Originated, more than five years before current year, writeoff | 4 | 8 | |
| Writeoff | 416 | 218 | \$ 97 |
| Consumer installment loans 30-89 days delinquent | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Originated, current year | 47 | 44 | |
| Originated, one year before current year | 44 | 25 | |
| Originated, two years before current year | 30 | 15 | |
| Originated, three years before current year | 12 | 9 | |
| Originated, four years before current year | 5 | 2 | |
| Originated, more than five years before current year | 1 | 1 | |
| Total loan receivables | 139 | 96 | |
| Consumer installment loans 90 or more days delinquent | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Originated, current year | 13 | 11 | |
| Originated, one year before current year | 13 | 6 | |
| Originated, two years before current year | 9 | 4 | |
| Originated, three years before current year | 3 | 2 | |
| Originated, four years before current year | 1 | 0 | |
| Originated, more than five years before current year | 0 | 0 | |

| | | |
|---|-----------------|---------------|
| Total loan receivables | \$ 39 | \$ 23 |
| ~~<i>XML-90-R58.htm IDEA- XBRL DOCUMENT</i>~~ | | |
| Loan Receivables and Allowance for Credit Losses - Loans Entered into a Loan Modification Program (Details) - USD (\$)
\$ in Millions | 12 Months Ended | |
| | Dec. 31, 2024 | Dec. 31, 2023 |
| | Dec. 31, 2022 | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | | \$ 996 |
| Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 2,702 | \$ 2,208 |
| % of Total Class of Loan Receivables | 2.60% | 2.10% |
| Credit cards Long-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 1,743 | \$ 1,573 |
| % of Total Class of Loan Receivables | 1.80% | 1.60% |
| Credit cards Short-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 948 | \$ 628 |
| % of Total Class of Loan Receivables | 1.00% | 0.60% |
| Consumer installment loans Long-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 0 | \$ 0 |
| % of Total Class of Loan Receivables | 0.00% | 0.00% |
| Consumer installment loans Short-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 0 | \$ 0 |
| % of Total Class of Loan Receivables | 0.00% | 0.00% |
| Commercial credit products Long-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 10 | \$ 6 |
| % of Total Class of Loan Receivables | 0.50% | 0.30% |
| Commercial credit products Short-term Modification Modification Date Amount | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Total loans entered into a modification program | \$ 1 | \$ 1 |
| % of Total Class of Loan Receivables | 0.00% | 0.00% |
| ~~<i>XML-91-R59.htm IDEA- XBRL DOCUMENT</i>~~ | | |
| Loan Receivables and Allowance for Credit Losses - Credit Quality Indicators (Details) | Dec. 31, 2024 | Dec. 31, 2023 |
| Credit cards 651 or higher | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 73.00% | 72.00% |
| Credit cards 591-650 | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 19.00% | 19.00% |
| Credit cards 590 or less | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 8.00% | 9.00% |
| Commercial credit products 651 or higher | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 83.00% | 83.00% |
| Commercial credit products 591-650 | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 7.00% | 10.00% |
| Commercial credit products 590 or less | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | |
| Percentage of class of loan receivable | 10.00% | 7.00% |
| ~~<i>XML-92-R60.htm IDEA- XBRL DOCUMENT</i>~~ | | |
| Loan Receivables and Allowance for Credit Losses - Schedule of Loans Modified in Past 12 Months And Still In Program (Details) - USD (\$)
\$ in Millions | 12 Months Ended | |
| | Dec. 31, 2024 | Dec. 31, 2023 |
| Financial Asset, Not Past Due | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 1,056 | \$ 916 |
| % of Total Class of Loan Receivables | 1.00% | 0.90% |
| 30-89 days delinquent | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 207 | \$ 213 |
| % of Total Class of Loan Receivables | 0.20% | 0.20% |
| 90 or more days delinquent | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 182 | \$ 183 |
| % of Total Class of Loan Receivables | 0.20% | 0.20% |
| Total past due | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 389 | \$ 396 |
| % of Total Class of Loan Receivables | 0.40% | 0.40% |
| Credit cards Financial Asset, Not Past Due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 987 | \$ 861 |
| Credit cards Financial Asset, Not Past Due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 65 | 53 |
| Credit cards 30-89 days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 169 | 180 |
| Credit cards 30-89 days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 37 | 32 |

| | | |
|--|------|------|
| Credit cards 90 or more days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 136 | 141 |
| Credit cards 90 or more days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 45 | 41 |
| Credit cards Total past due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 305 | 321 |
| Credit cards Total past due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 82 | 73 |
| Consumer installment loans Financial Asset, Not Past Due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans Financial Asset, Not Past Due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans 30-89 days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans 30-89 days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans 90 or more days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans 90 or more days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans Total past due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Consumer installment loans Total past due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Commercial credit products Financial Asset, Not Past Due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 4 | 2 |
| Commercial credit products Financial Asset, Not Past Due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Commercial credit products 30-89 days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 1 | 1 |
| Commercial credit products 30-89 days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Commercial credit products 90 or more days delinquent Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 1 | 1 |
| Commercial credit products 90 or more days delinquent Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 0 | 0 |
| Commercial credit products Total past due Long-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | 2 | 2 |
| Commercial credit products Total past due Short-term Modification | | |
| Financing Receivable, Modified [Line Items] | | |
| Total delinquent modified loans | \$ 0 | \$ 0 |

~~XML-93-R61.htm IDEA XBRL DOCUMENT~~

| | | | |
|---|-----------------|---------------|---------------|
| Loan Receivables and Allowance for Credit Losses - Payment Defaults (Details) contract in Thousands, \$ in Millions | 12 Months Ended | | |
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| | USD (\$) | USD (\$) | USD (\$) |
| | contract | contract | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Accounts defaulted contract | 98 | 96 | |
| Loans defaulted \$ | \$ 270 | \$ 235 | \$ 135 |
| Credit cards | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Accounts defaulted contract | 97 | 96 | |
| Loans defaulted \$ | \$ 268 | \$ 233 | |
| Consumer installment loans | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Accounts defaulted contract | 0 | 0 | |
| Loans defaulted \$ | \$ 0 | \$ 0 | |
| Commercial credit products | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Accounts defaulted contract | 1 | 0 | |
| Loans defaulted \$ | \$ 2 | \$ 2 | |

~~XML-94-R62.htm IDEA XBRL DOCUMENT~~

| | | | |
|--|-----------------|---------------|---------------|
| Loan Receivables and Allowance for Credit Losses - Interest Income by Product (Details) - USD (\$) | 12 Months Ended | | |
| \$ in Millions | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Interest and fees on loans | \$ 21,596 | \$ 19,902 | \$ 16,881 |
| Contract with Customer, Liability | 1,800 | 1,900 | |
| Credit cards | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Interest and fees on loans | 20,554 | 19,341 | 16,471 |
| Financing Receivable, Accrued Interest, Writeoff | 2,400 | 1,800 | 1,100 |
| Consumer installment loans | | | |

| | | | |
|--|------|-------|------|
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Interest and fees on loans | 854 | 401 | 287 |
| Commercial credit products | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Interest and fees on loans | 179 | 150 | 117 |
| Other | | | |
| Accounts, Notes, Loans and Financing Receivable [Line Items] | | | |
| Interest and fees on loans | \$ 9 | \$ 10 | \$ 6 |

~~XML-95-R63.htm IDEA- XBRL DOCUMENT~~

| | | | |
|------------------------|---------------|---------------|---------------|
| Variable Interest | | | |
| Entities - Summary of | | | |
| Assets and Liabilities | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| (Details) - USD (\$) | | | |
| \$ in Millions | | | |

| | | | | |
|---|-----------|-----------|----------|----------|
| Variable Interest Entity [Line Items] | | | | |
| Loan receivables, net | \$ 93,792 | \$ 92,417 | | |
| Other assets | 5,753 | 4,915 | | |
| Total assets | 119,463 | 117,479 | | |
| Total liabilities | 102,883 | 103,576 | | |
| Allowance for credit losses | 10,929 | 10,571 | \$ 9,527 | \$ 8,688 |
| Total loan receivables | 104,721 | 102,988 | | |
| Variable Interest Entity, Primary Beneficiary | | | | |

| | | |
|--|--------|--------|
| Variable Interest Entity [Line Items] | | |
| Loan receivables, net | 19,439 | 19,537 |
| Other assets | 44 | 47 |
| Total assets | 19,483 | 19,584 |
| Borrowings | 7,842 | 7,267 |
| Other liabilities | 27 | 31 |
| Total liabilities | 7,869 | 7,298 |
| Allowance for credit losses | 1,900 | 1,900 |
| Total loan receivables | 21,339 | 21,434 |
| Variable Interest Entity, Primary Beneficiary Other Assets | | |

| | | |
|---|-------|-------|
| Variable Interest Entity [Line Items] | | |
| Restricted cash and cash equivalents | \$ 40 | \$ 45 |

~~XML-96-R64.htm IDEA- XBRL DOCUMENT~~

| | | | |
|--|--|--|--|
| Variable Interest | | | |
| Entities - Narrative | | | |
| (Details) - USD (\$) | | | |
| \$ in Millions | | | |
| Variable Interest Entity [Line Items] | | | |
| Interest and fees on loans | | | |
| Provision for credit losses | | | |
| Investment, Proportional Amortization Method, Elected, Statement of Financial Position [Extensible Enumeration] | | | |
| Investment, Proportional Amortization Method, Elected, Amount | | | |
| Investment Program, Proportional Amortization Method, Applied, Amortization Expense, Statement of Income or Comprehensive Income [Extensible Enumeration] | | | |
| Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization, Statement of Income or Comprehensive Income [Extensible Enumeration] | | | |
| Investment Program Proportional Amortization Method Applied Income Tax Credit And Other Tax Benefit Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag | | | |
| Investment Program, Proportional Amortization Method, Applied, Amortization Expense | | | |
| Investment Program Proportional Amortization Method Elected Income Tax Credit And Other Income Tax Benefit Before Amortization Statement Of Cash Flows Extensible Enumeration Not Disclosed Flag | | | |
| Investment Program, Proportional Amortization Method, Elected, Income Tax Credit and Other Income Tax Benefit, before Amortization Expense | | | |
| Other investments in non-consolidated VIEs | | | |
| Investments Funding Commitment | | | |
| Variable Interest Entity [Line Items] | | | |
| Other Commitment | | | |
| Variable Interest Entity, Primary Beneficiary | | | |
| Variable Interest Entity [Line Items] | | | |
| Interest and fees on loans | | | |
| Provision for credit losses | | | |
| Interest on borrowings of consolidated securitization entities | | | |

~~XML-97-R65.htm IDEA- XBRL DOCUMENT~~

| | | |
|----------------------|---------------|---------------|
| Goodwill and Other | | |
| Intangible Assets | | |
| Goodwill and Other | | |
| Intangible Assets- | Dec. 31, 2024 | Dec. 31, 2023 |
| Schedule of Goodwill | | |
| (Details) - USD (\$) | | |
| \$ in Millions | | |

| | | |
|--|----------|----------|
| Goodwill [Roll Forward] | | |
| Beginning balance | \$ 1,018 | \$ 1,105 |
| Change in amounts allocated to disposition of business | 4 | (87) |
| Goodwill recognized upon acquisition | 252 | 0 |
| Ending balance | \$ 1,274 | \$ 1,018 |

~~XML-98-R66.htm IDEA- XBRL DOCUMENT~~

| | | |
|----------------------|---------------|---------------|
| Goodwill and Other | | |
| Intangible Assets | | |
| (Details) - USD (\$) | Dec. 31, 2024 | Dec. 31, 2023 |
| \$ in Millions | | |

| | | |
|---|----------|----------|
| Finite-Lived Intangible Assets [Line Items] | | |
| Gross carrying amount | \$ 2,556 | \$ 2,269 |
| Accumulated amortization | (1,702) | (1,454) |
| Net | 854 | 815 |
| Capitalized software | | |

| | | |
|---|---------|---------|
| Finite-Lived Intangible Assets [Line Items] | | |
| Gross carrying amount | 2,361 | 2,065 |
| Accumulated amortization | (1,569) | (1,302) |
| Net | 792 | 763 |
| Other Intangible Assets | | |

| | | |
|---|-------|-------|
| Finite-Lived Intangible Assets [Line Items] | | |
| Gross carrying amount | 195 | 204 |
| Accumulated amortization | (133) | (152) |
| Net | \$ 62 | \$ 52 |

~~XML-99-R67.htm IDEA- XBRL DOCUMENT~~

| | | | |
|-----------------------|---------------|---------------|---------------|
| Goodwill and Other | | | |
| Intangible Assets | | | |
| Narrative (Details) - | | | |
| USD (\$) | | | |
| \$ in Millions | | | |
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| | | | Mar. 01, 2024 |

12 Months Ended

| | | | | |
|--|-----------|-----------|-----------|-------|
| Finite-Lived Intangible Assets [Line Items] | | | | |
| Finite-lived intangible assets acquired | \$ 363 | | | |
| Other assets | 5,753 | \$ 4,915 | | |
| Ally Lending | | | | |
| Finite-Lived Intangible Assets [Line Items] | | | | |
| Intangible assets, net | | | | \$ 18 |
| Other Expense Finite-Lived Intangible Assets, Excluding Retail Partner Contracts | | | | |
| Finite-Lived Intangible Assets [Line Items] | | | | |
| Amortization expense | \$ 324 | \$ 294 | \$ 252 | |
| ~~XML-100-R68.htm IDEA: XBRL DOCUMENT~~ | | | | |
| Goodwill and Other | | | | |
| Intangible Assets- | | | | |
| Schedule of Finite- | | | | |
| Lived Intangible | | | | |
| Assets, Future | | | | |
| Amortization Expense | | | | |
| (Details) | | | | |
| \$ in Millions | | | | |
| Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] | | | | |
| Amortization expense, 2024 | | | \$ 295 | |
| Amortization expense, 2025 | | | 222 | |
| Amortization expense, 2026 | | | 165 | |
| Amortization expense, 2027 | | | 110 | |
| Amortization expense, 2028 | | | \$ 47 | |
| ~~XML-101-R69.htm IDEA: XBRL DOCUMENT~~ | | | | |
| Deposits - Schedule | | | | |
| of Deposits (Details) - | | | | |
| USD (\$) | | | | |
| \$ in Millions | | | | |
| Interest-Bearing Deposit Liabilities, by Component [Abstract] | | | | |
| Money market and other demand deposits | \$ 2,264 | \$ 1,853 | | |
| Savings | 28,605 | 26,220 | | |
| Certificates Of Deposit [Abstract] | | | | |
| Direct | 41,055 | 38,546 | | |
| Brokered | 5,891 | 10,123 | | |
| Brokered sweep accounts | 3,849 | 4,047 | | |
| Interest-bearing deposit accounts | 81,664 | 80,789 | | |
| Non-interest-bearing deposit accounts | 398 | 364 | | |
| Total deposits | \$ 82,062 | \$ 81,153 | | |
| ~~XML-102-R70.htm IDEA: XBRL DOCUMENT~~ | | | | |
| Deposits - Maturity | | | | |
| Schedule (Details) | | | | |
| Dec. 31, 2024 | | | | |
| USD (\$) | | | | |
| \$ in Millions | | | | |
| Maturities of Time Deposits [Abstract] | | | | |
| 2025 | \$ 36,740 | | | |
| 2026 | 4,283 | | | |
| 2027 | 3,053 | | | |
| 2028 | 1,555 | | | |
| 2029 | 1,168 | | | |
| Thereafter | \$ 147 | | | |
| ~~XML-103-R71.htm IDEA: XBRL DOCUMENT~~ | | | | |
| Deposits - Narrative | | | | |
| (Details) - USD (\$) | | | | |
| Dec. 31, 2024 Dec. 31, 2023 | | | | |
| \$ in Billions | | | | |
| Deposits [Abstract] | | | | |
| Time Deposits, at or Above FDIC Insurance Limit | \$ 11.2 | \$ 10.0 | | |
| Time deposits uninsured | \$ 3.7 | \$ 3.3 | | |
| ~~XML-104-R72.htm IDEA: XBRL DOCUMENT~~ | | | | |
| Borrowings - | | | | |
| Borrowings Schedule | | | | |
| (Details) - USD (\$) | | | | |
| Dec. 31, 2024 Dec. 31, 2023 | | | | |
| \$ in Millions | | | | |
| Amount | | | | |
| Total borrowings | | \$ 15,462 | \$ 15,982 | |
| Senior unsecured notes | | | | |
| Average rate | | | | |
| Weighted average interest rate | | 4.66% | | |
| Amount | | | | |
| Unsecured debt | | \$ 6,879 | 7,974 | |
| Senior and Subordinated Notes | | | | |
| Average rate | | | | |
| Weighted average interest rate | | 4.91% | | |
| Amount | | | | |
| Unsecured debt | | \$ 7,620 | 8,715 | |
| Fixed Senior Unsecured Notes Senior unsecured notes | | | | |
| Average rate | | | | |
| Weighted average interest rate | | 4.19% | | |
| Amount | | | | |
| Unsecured debt | | \$ 4,637 | 6,480 | |
| Fixed to Floating Senior Unsecured Notes Senior unsecured notes | | | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | | | |
| Stated interest rate | | 5.94% | | |
| Average rate | | | | |
| Weighted average interest rate | | 5.94% | | |
| Amount | | | | |
| Unsecured debt | | \$ 745 | 0 | |
| Principal Amount | | | | |
| Fixed Subordinated Unsecured Notes Senior Subordinated Notes | | \$ 750 | | |
| Average rate | | | | |
| Weighted average interest rate | | 7.25% | | |
| Amount | | | | |
| Unsecured debt | | \$ 741 | 741 | |
| Minimum Fixed Senior Unsecured Notes Senior unsecured notes | | | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | | | |
| Stated interest rate | | 2.88% | | |
| Minimum Fixed Subordinated Unsecured Notes Senior Subordinated Notes | | | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | | | |
| Stated interest rate | | 7.25% | | |
| Maximum Fixed Senior Unsecured Notes Senior unsecured notes | | | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | | | |

| | | |
|---|----------------------|----------------------|
| Stated interest rate | 5.15% | |
| Variable Interest Entity, Primary Beneficiary | | |
| Average rate | | |
| Weighted average interest rate | 4.94% | |
| Amount | | |
| Borrowings of consolidated securitization entities | \$ 7,842 | 7,267 |
| Variable Interest Entity, Primary Beneficiary Fixed Securitized Borrowings | | |
| Average rate | | |
| Weighted average interest rate | 4.73% | |
| Amount | | |
| Borrowings of consolidated securitization entities | \$ 4,917 | 3,417 |
| Variable Interest Entity, Primary Beneficiary Floating Securitized Borrowings | | |
| Average rate | | |
| Weighted average interest rate | 5.29% | |
| Amount | | |
| Borrowings of consolidated securitization entities | \$ 2,925 | 3,850 |
| Variable Interest Entity, Primary Beneficiary Minimum Fixed Securitized Borrowings | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 3.37% | |
| Variable Interest Entity, Primary Beneficiary Minimum Floating Securitized Borrowings | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 5.14% | |
| Variable Interest Entity, Primary Beneficiary Maximum Fixed Securitized Borrowings | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 5.74% | |
| Variable Interest Entity, Primary Beneficiary Maximum Floating Securitized Borrowings | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 5.53% | |
| Subsidiaries Fixed Senior Unsecured Notes Senior unsecured notes | | |
| Average rate | | |
| Weighted average interest rate | 5.49% | |
| Amount | | |
| Unsecured debt | \$ 1,497 | \$ 1,494 |
| Subsidiaries Minimum Fixed Senior Unsecured Notes Senior unsecured notes | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 5.40% | |
| Subsidiaries Maximum Fixed Senior Unsecured Notes Senior unsecured notes | | |
| Debt Instrument, Interest Rate, Stated Percentage [Abstract] | | |
| Stated interest rate | 5.63% | |
| ~~XML 105 R73.htm IDEA: XBRL DOCUMENT~~ | | |
| Borrowings - | | |
| Borrowings Maturity | Dec. 31, 2024 | |
| Schedule (Details) | USD (\$) | |
| \$ in Millions | | |
| Maturities of Long-Term Debt [Abstract] | | |
| 2025 | \$ 5,650 | |
| 2026 | 3,250 | |
| 2027 | 3,700 | |
| 2028 | 0 | |
| 2029 | 650 | |
| Thereafter | \$ 2,250 | |
| ~~XML 106 R74.htm IDEA: XBRL DOCUMENT~~ | | |
| Borrowings - Senior | | |
| Unsecured (Details) - | | |
| Senior unsecured | Dec. 31, 2024 | |
| notes - Fixed to | USD (\$) | |
| Floating Senior | | |
| Unsecured Notes | | |
| \$ in Millions | | |
| Debt Instrument [Line Items] | | |
| Principal Amount | \$ 750 | |
| Stated interest rate | 5.94% | |
| ~~XML 107 R75.htm IDEA: XBRL DOCUMENT~~ | | |
| Borrowings - | | |
| Narrative (Details) - | Dec. 31, 2024 | Dec. 31, 2023 |
| USD (\$) | | |
| \$ in Millions | | |
| Federal Reserve Discount Window | | |
| Debt Instrument [Line Items] | | |
| Remaining undrawn capacity | \$ 11,500 | \$ 10,400 |
| Revolving Credit Facility Unsecured Debt | | |
| Debt Instrument [Line Items] | | |
| Undrawn capacity | 500 | |
| Variable Interest Entity, Primary Beneficiary | | |
| Debt Instrument [Line Items] | | |
| Remaining undrawn capacity | 2,600 | |
| Variable Interest Entity, Primary Beneficiary Committed Capacity | | |
| Debt Instrument [Line Items] | | |
| Remaining undrawn capacity | 2,100 | \$ 2,500 |
| Variable Interest Entity, Primary Beneficiary Uncommitted Capacity | | |
| Debt Instrument [Line Items] | | |
| Remaining undrawn capacity | \$ 450 | |
| ~~XML 108 R76.htm IDEA: XBRL DOCUMENT~~ | | |
| Fair Value | | |
| Measurement - | | |
| Recurring Fair Value | Dec. 31, 2024 | Dec. 31, 2023 |
| Measurements | | |
| (Details) - USD (\$) | | |
| \$ in Millions | | |
| Assets | | |
| Debt securities | \$ 3,079 | \$ 3,799 |
| Fair Value, Measurements, Recurring | | |
| Assets | | |
| Other | 20 | 24 |
| Total | 3,099 | 3,822 |
| Liabilities | | |
| Other | 11 | 4 |
| Total | 11 | 4 |
| Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |

| | | |
|--|-------|-------|
| Other | 14 | 14 |
| Total | 14 | 14 |
| Liabilities | | |
| Other | 0 | 0 |
| Total | 0 | 0 |
| Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Other | 0 | 0 |
| Total | 3,055 | 3,780 |
| Liabilities | | |
| Other | 0 | 0 |
| Total | 0 | 0 |
| Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Other | 6 | 10 |
| Total | 30 | 28 |
| Liabilities | | |
| Other | 11 | 4 |
| Total | 11 | 4 |
| U.S. Government and federal agency | | |
| Assets | | |
| Debt securities | 1,844 | 2,264 |
| U.S. Government and federal agency Fair Value, Measurements, Recurring | | |
| Assets | | |
| Debt securities | 1,844 | 2,264 |
| U.S. Government and federal agency Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| U.S. Government and federal agency Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Debt securities | 1,844 | 2,264 |
| U.S. Government and federal agency Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| State and municipal | | |
| Assets | | |
| Debt securities | 16 | 10 |
| State and municipal Fair Value, Measurements, Recurring | | |
| Assets | | |
| Debt securities | 16 | 10 |
| State and municipal Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| State and municipal Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| State and municipal Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Debt securities | 16 | 10 |
| Residential mortgage-backed | | |
| Assets | | |
| Debt securities | 289 | 354 |
| Residential mortgage-backed Fair Value, Measurements, Recurring | | |
| Assets | | |
| Debt securities | 289 | 354 |
| Residential mortgage-backed Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Residential mortgage-backed Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Debt securities | 289 | 354 |
| Residential mortgage-backed Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Asset-backed | | |
| Assets | | |
| Debt securities | 922 | 1,163 |
| Asset-backed Fair Value, Measurements, Recurring | | |
| Assets | | |
| Debt securities | 922 | 1,162 |
| Asset-backed Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Asset-backed Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Debt securities | 922 | 1,162 |
| Asset-backed Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Other Debt Obligations | | |
| Assets | | |
| Debt securities | 8 | 8 |
| Other Debt Obligations Fair Value, Measurements, Recurring | | |
| Assets | | |
| Debt securities | 8 | 8 |
| Other Debt Obligations Fair Value, Measurements, Recurring Level 1 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Other Debt Obligations Fair Value, Measurements, Recurring Level 2 | | |
| Assets | | |
| Debt securities | 0 | 0 |
| Other Debt Obligations Fair Value, Measurements, Recurring Level 3 | | |
| Assets | | |
| Debt securities | \$ 8 | \$ 8 |

~~XML 109 R77.htm IDEA: XBRL DOCUMENT~~

Fair Value
Measurement - Fair
Value Asset and

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|--|-------|
| Disposal Group, Including Discontinued Operation, Cash | | \$ 19 |
| Restricted cash | | 93 |
| Carrying Value | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|-----------|--------|
| Cash and equivalents | \$ 14,711 | 14,259 |
| Other assets | 44 | 50 |
| Loan receivables, net | 93,785 | 92,407 |
| Deposits(e) | 82,062 | 81,153 |
| Long-Lived Asset, Held-for-Sale, Fair Value Disclosure | | 112 |
| Interest Receivable Fair Value Disclosure | 25 | 14 |
| Interest Payable Fair Value Disclosure | 339 | 397 |
| Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|---------|---------|
| Cash and equivalents | 14,711 | 14,259 |
| Other assets | 44 | 50 |
| Loan receivables, net | 106,632 | 104,761 |
| Deposits(e) | 82,256 | 80,935 |
| Long-Lived Asset, Held-for-Sale, Fair Value Disclosure | | 112 |
| Level 1 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|-----------------------|--------|--------|
| Cash and equivalents | 14,711 | 14,259 |
| Other assets | 44 | 50 |
| Loan receivables, net | 0 | 0 |
| Deposits(e) | 0 | 0 |
| Level 1 Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|--|-----|
| Long-Lived Asset, Held-for-Sale, Fair Value Disclosure | | 112 |
| Level 2 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|-----------------------|--------|--------|
| Cash and equivalents | 0 | 0 |
| Other assets | 0 | 0 |
| Loan receivables, net | 0 | 0 |
| Deposits(e) | 82,256 | 80,935 |
| Level 2 Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|--|---|
| Long-Lived Asset, Held-for-Sale, Fair Value Disclosure | | 0 |
| Level 3 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|-----------------------|---------|---------|
| Cash and equivalents | 0 | 0 |
| Other assets | 0 | 0 |
| Loan receivables, net | 106,632 | 104,761 |
| Deposits(e) | 0 | 0 |
| Level 3 Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|--|---|
| Long-Lived Asset, Held-for-Sale, Fair Value Disclosure | | 0 |
| Variable Interest Entity, Primary Beneficiary Carrying Value | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|---|-------|-------|
| Borrowings of consolidated securitization entities | 7,842 | 7,267 |
| Variable Interest Entity, Primary Beneficiary Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|---|-------|-------|
| Borrowings of consolidated securitization entities | 7,871 | 7,250 |
| Variable Interest Entity, Primary Beneficiary Level 1 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|---|---|---|
| Borrowings of consolidated securitization entities | 0 | 0 |
| Variable Interest Entity, Primary Beneficiary Level 2 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|---|-------|-------|
| Borrowings of consolidated securitization entities | 4,950 | 3,411 |
| Variable Interest Entity, Primary Beneficiary Level 3 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--|-------|-------|
| Borrowings of consolidated securitization entities | 2,921 | 3,839 |
| Senior unsecured notes Carrying Value | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|--------------------------------|-------|-------|
| Senior unsecured notes | 7,620 | 8,715 |
| Senior unsecured notes Total | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|----------------------------------|-------|-------|
| Senior unsecured notes | 7,502 | 8,423 |
| Senior unsecured notes Level 1 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|----------------------------------|---|---|
| Senior unsecured notes | 0 | 0 |
| Senior unsecured notes Level 2 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|----------------------------------|-------|-------|
| Senior unsecured notes | 7,502 | 8,423 |
| Senior unsecured notes Level 3 | | |

[Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\]](#)

| | | |
|------------------------|------|------|
| Senior unsecured notes | \$ 0 | \$ 0 |
|------------------------|------|------|

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| | | |
|-------------------------|-----------------|---------------|
| Fair Value | 12 Months Ended | |
| Measurement - Equity | | |
| Securities Without | | |
| Readily Determinable | | |
| Fair Values (Details) - | Dec. 31, 2024 | Dec. 31, 2023 |
| USD (\$) | | |
| \$ in Millions | | |

[Fair Value Disclosures \[Abstract\]](#)

| | | |
|---------------------------------|---------|--------|
| Carry Value | \$ 270 | \$ 270 |
| Upward adjustments | 0 | 17 |
| Downward adjustments | (7) | \$ (6) |
| Cumulative upward adjustments | 205 | |
| Cumulative downward adjustments | \$ (21) | |

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| | | |
|-----------------------|---------------|---------------|
| Regulatory and | | |
| Capital Adequacy | Dec. 31, 2024 | Dec. 31, 2023 |
| (Details) - Basel III | USD (\$) | USD (\$) |
| \$ in Millions | | |

[Compliance with Regulatory Capital Requirements under Banking Regulations \[Line Items\]](#)

| | | |
|--|-----------|-----------|
| Capital conservation buffer | 0.025 | 0.025 |
| Total risk-based capital | | |
| Actual | \$ 17,407 | \$ 15,464 |
| Actual (percent) | 0.165 | 0.149 |
| Minimum for capital adequacy purposes | \$ 8,433 | \$ 8,277 |
| Minimum for capital adequacy purposes (percent) | 0.080 | 0.080 |
| Tier 1 risk-based capital | | |
| Actual | \$ 15,239 | \$ 13,334 |
| Actual (percent) | 0.145 | 0.129 |
| Minimum for capital adequacy purposes | \$ 6,325 | \$ 6,208 |
| Minimum for capital adequacy purposes (percent) | 0.060 | 0.060 |
| Tier 1 leverage | | |
| Actual | \$ 15,239 | \$ 13,334 |
| Actual (percent) | 0.129 | 0.117 |
| Minimum for capital adequacy purposes | \$ 4,717 | \$ 4,563 |
| Minimum for capital adequacy purposes (percent) | 0.040 | 0.040 |
| Common equity Tier 1 capital | | |
| Actual | \$ 14,017 | \$ 12,600 |
| Actual (percent) | 0.133 | 0.122 |
| Minimum for capital adequacy purposes | \$ 4,744 | \$ 4,656 |
| Minimum for capital adequacy purposes (percent) | 0.045 | 0.045 |
| Synchrony Bank | | |
| Total risk-based capital | | |
| Actual | \$ 15,916 | \$ 14,943 |
| Actual (percent) | 0.158 | 0.153 |
| Minimum for capital adequacy purposes | \$ 8,037 | \$ 7,822 |
| Minimum for capital adequacy purposes (percent) | 0.080 | 0.080 |
| Minimum to be well-capitalized under prompt corrective action provisions | \$ 10,046 | \$ 9,778 |
| Minimum to be well-capitalized under prompt corrective action provisions (percent) | 0.100 | 0.100 |
| Tier 1 risk-based capital | | |
| Actual | \$ 13,805 | \$ 12,880 |
| Actual (percent) | 0.137 | 0.132 |
| Minimum for capital adequacy purposes | \$ 6,027 | \$ 5,867 |
| Minimum for capital adequacy purposes (percent) | 0.060 | 0.060 |
| Minimum to be well-capitalized under prompt corrective action provisions | \$ 8,037 | \$ 7,822 |
| Minimum to be well-capitalized under prompt corrective action provisions (percent) | 0.080 | 0.080 |
| Tier 1 leverage | | |
| Actual | \$ 13,805 | \$ 12,880 |
| Actual (percent) | 0.124 | 0.120 |
| Minimum for capital adequacy purposes | \$ 4,466 | \$ 4,302 |
| Minimum for capital adequacy purposes (percent) | 0.040 | 0.040 |
| Minimum to be well-capitalized under prompt corrective action provisions | \$ 5,582 | \$ 5,377 |
| Minimum to be well-capitalized under prompt corrective action provisions (percent) | 0.050 | 0.050 |
| Common equity Tier 1 capital | | |
| Actual | \$ 13,805 | \$ 12,880 |
| Actual (percent) | 0.137 | 0.132 |
| Minimum for capital adequacy purposes | \$ 4,521 | \$ 4,400 |
| Minimum for capital adequacy purposes (percent) | 0.045 | 0.045 |
| Minimum to be well-capitalized under prompt corrective action provisions | \$ 6,530 | \$ 6,356 |
| Minimum to be well-capitalized under prompt corrective action provisions (percent) | 0.065 | 0.065 |

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| Employee Benefit
Plans- Narrative
(Details) - USD (\$)
\$ in Millions | 12 Months Ended | | |
|---|-----------------|---------------|---------------|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| Retirement Benefits [Abstract] | | | |
| Employer contribution percent of eligible compensation | 3.00% | | |
| Employer matching contribution of eligible compensation | 4.00% | | |
| Defined Contribution Plan Cost | \$ 93 | \$ 88 | \$ 80 |
| Health and Welfare Benefits Cost | 139 | 134 | 114 |
| Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] | | | |
| Defined Contribution Plan Cost | 93 | 88 | \$ 80 |
| General Electric Other Liabilities | | | |
| Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] | | | |
| Reimbursement obligations | \$ 165 | \$ 171 | |

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| Earnings Per Share -
Basic and Diluted
Earnings Per Share
(Details) - USD (\$)
\$ / shares in Units,
shares in Millions, \$
in Millions | 12 Months Ended | | |
|---|-----------------|---------------|---------------|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |

| | | | |
|--|----------|----------|----------|
| Earnings Per Share [Abstract] | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Preferred stock dividends | (72) | (42) | (42) |
| Net earnings available to common stockholders | \$ 3,427 | \$ 2,196 | \$ 2,974 |
| Weighted average common shares outstanding, basic (in shares) | 396.5 | 421.2 | 480.4 |
| Effect of dilutive securities (in shares) | 4.1 | 2.3 | 3.0 |
| Weighted average common shares outstanding, dilutive (in shares) | 400.6 | 423.5 | 483.4 |
| Earnings per basic common share (in usd per share) | \$ 8.64 | \$ 5.21 | \$ 6.19 |
| Earnings per diluted common share (in usd per share) | \$ 8.55 | \$ 5.19 | \$ 6.15 |

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| Earnings Per Share -
Narrative (Details) -
shares
shares in Millions | 12 Months Ended | | |
|---|-----------------|---------------|---------------|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |

| | | | |
|---|---|---|--|
| Earnings Per Share [Abstract] | | | |
| Antidilutive securities excluded from computation of earnings per share, amount | 4 | 3 | |

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| Equity and Other
Stock Related
Information Equity
and Other Stock
Related Information
(Details) - USD (\$)
\$ / shares in Units, \$
in Millions | 12 Months Ended | | |
|--|------------------|------------------|---------------------|
| | Dec. 31,
2024 | Dec. 31,
2023 | Dec.
31,
2022 |
| Class of Stock [Line Items] | | | |
| Preferred stock shares outstanding (in shares) | 1,250,000 | 1,250,000 | |

| | | | |
|--|--------------------------|----------|----------|
| Preferred stock, par share value \$0.001 per share; 1,250,000 and 750,000 shares authorized at December 31, 2024 and 2023, respectively; 1,250,000 and 750,000 shares issued and outstanding at December 31, 2024 and 2023, respectively and aggregate liquidation preference of \$1,250 at December 31, 2024 and \$750 at December 31, 2023 | \$ 1,222 | \$ 734 | |
| Common Stock, Dividends, Per Share, Declared | | | |
| | \$ 1.00 | \$ 0.96 | \$ 0.90 |
| Dividends, Common Stock, Cash | \$ 398 | \$ 406 | \$ 434 |
| Dividends, Preferred Stock, Cash | \$ 72 | 42 | 42 |
| Treasury Stock, Shares, Acquired | 22,500,000 | | |
| Treasury Stock, Value, Acquired, Cost Method | \$ 1,008 | 1,112 | \$ 3,320 |
| Share Repurchase Program, Remaining Authorized, Amount | \$ 600 | | |
| Performance Shares | | | |
| Class of Stock [Line Items] | | | |
| Award vesting period | 3 years | | |
| Total shareholder return modifier | 20.00% | | |
| Performance Shares Minimum | | | |
| Class of Stock [Line Items] | | | |
| Award vesting rights, percentage | 0.00% | | |
| Performance Shares Maximum | | | |
| Class of Stock [Line Items] | | | |
| Award vesting rights, percentage | 150.00% | | |
| 2014 Long-Term Incentive Plan [Member] | | | |
| Class of Stock [Line Items] | | | |
| Shares of common stock available for grant | 26,900,000 | | |
| Unrecognized compensation cost related to non-vested RSUs and Options | \$ 144 | | |
| Weighted average amortization period | 1 year 10 months 24 days | | |
| 2014 Long-Term Incentive Plan [Member] Restricted Stock Units (RSUs) | | | |
| Class of Stock [Line Items] | | | |
| RSUs and PSUs issued and outstanding (in shares) | 4,400,000 | | |
| 2014 Long-Term Incentive Plan [Member] Restricted Stock Units (RSUs) Minimum | | | |
| Class of Stock [Line Items] | | | |
| Award vesting period | 3 years | | |
| 2014 Long-Term Incentive Plan [Member] Employee Stock Option | | | |
| Class of Stock [Line Items] | | | |
| Stock options issued and outstanding | 1,900,000 | | |
| 2014 Long-Term Incentive Plan [Member] Performance Shares | | | |
| Class of Stock [Line Items] | | | |
| RSUs and PSUs issued and outstanding (in shares) | 2,600,000 | | |
| 2014 Long-Term Incentive Plan [Member] Restricted Stock | | | |
| Class of Stock [Line Items] | | | |
| RSUs and PSUs issued and outstanding (in shares) | 7,000,000.0 | | |
| January 2021 Share Repurchase Program | | | |
| Class of Stock [Line Items] | | | |
| Share Repurchase Program, Authorized, Amount | \$ 1,000 | | |
| Series A Preferred Stock | | | |
| Class of Stock [Line Items] | | | |
| Preferred Stock, Dividend Rate, Percentage | 5.625% | | |
| Preferred Stock, Redemption Price Per Share | \$ 1,000 | | |
| Preferred stock shares outstanding (in shares) | 750,000 | | |
| Preferred stock, par share value \$0.001 per share; 1,250,000 and 750,000 shares authorized at December 31, 2024 and 2023, respectively; 1,250,000 and 750,000 shares issued and outstanding at December 31, 2024 and 2023, respectively and aggregate liquidation preference of \$1,250 at December 31, 2024 and \$750 at December 31, 2023 | \$ 734 | \$ 734 | |
| Preferred Stock, Dividends Per Share, Declared | \$ 56.24 | \$ 56.24 | \$ 56.24 |
| Dividends, Preferred Stock, Cash | \$ 42 | | |
| Series B Preferred Stock | | | |
| Class of Stock [Line Items] | | | |
| Preferred Stock, Dividend Rate, Percentage | 825.00% | | |
| Preferred Stock, Redemption Price Per Share | \$ 1,000 | | |
| Preferred stock shares outstanding (in shares) | 500,000 | | |
| Preferred stock, par share value \$0.001 per share; 1,250,000 and 750,000 shares authorized at December 31, 2024 and 2023, respectively; 1,250,000 and 750,000 shares issued and outstanding at December 31, 2024 and 2023, respectively and aggregate liquidation preference of \$1,250 at December 31, 2024 and \$750 at December 31, 2023 | \$ 488 | \$ 0 | |
| Preferred Stock, Dividends Per Share, Declared | \$ 60.05 | | |
| Dividends, Preferred Stock, Cash | \$ 30 | | |
| Preferred Stock, Dividend Payment Rate, Variable | 4.044 | | |

~~[XML-116-R84.htm-IDEA: XBRL DOCUMENT](#)~~

| | | | |
|------------------------------|------------------------|----------------------|----------------------|
| Income Taxes Income | 12 Months Ended | | |
| Taxes- Earnings | | | |
| Before Income Tax | | | |
| Provision (Details) - | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| USD (\$) | | | |
| \$ in Millions | | | |

Earnings Before Provision For Income Taxes

| | | | |
|--|----------|----------|----------|
| U.S. | \$ 4,519 | \$ 2,873 | \$ 3,947 |
| Non-U.S. | 34 | 31 | 15 |
| Earnings before provision for income taxes | \$ 4,553 | \$ 2,904 | \$ 3,962 |

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| | | | |
|--|------------------------|----------------------|----------------------|
| Income Taxes- Significant Components of | 12 Months Ended | | |
| Income Tax Provision | | | |
| (Details) - USD (\$) | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| \$ in Millions | | | |

Current provision for income taxes

| | | | |
|--|--------|--------|----------|
| U.S. Federal | \$ 990 | \$ 943 | \$ 1,145 |
| U.S. state and local | 155 | 171 | 217 |
| Non-U.S. | 7 | 10 | 5 |
| Total current provision for income taxes | 1,152 | 1,124 | 1,367 |

Deferred provision (benefit) for income taxes

| | | | |
|---|----------|--------|--------|
| U.S. Federal | (80) | (384) | (352) |
| U.S. state and local | (17) | (73) | (71) |
| Non-U.S. | (1) | (1) | 2 |
| Deferred provision (benefit) for income taxes | (98) | (458) | (421) |
| Total provision for income taxes | \$ 1,054 | \$ 666 | \$ 946 |

~~[XML-118-R86.htm-IDEA: XBRL DOCUMENT](#)~~

| | | | |
|---|------------------------|----------------------|----------------------|
| Income Taxes- Effective Income Tax Rate Reconciliation | 12 Months Ended | | |
| Rate Reconciliation | | | |
| (Details) | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |

Effective Income Tax Rate Reconciliation

| | | | |
|---|---------|---------|---------|
| U.S. federal statutory income tax rate | 21.00% | 21.00% | 21.00% |
| U.S. state and local income taxes, net of federal benefit | 2.40% | 3.50% | 3.60% |
| All other, net | (0.30%) | (1.60%) | (0.70%) |
| Effective tax rate | 23.10% | 22.90% | 23.90% |

XML-119-R87.htm IDEA: XBRL DOCUMENT**Income Taxes-
Deferred Tax Assets
and Liabilities
(Details) - USD (\$)
\$ in Millions****Dec. 31, 2024 Dec. 31, 2023****Assets**

| | | |
|---|----------|----------|
| Allowance for credit losses | \$ 2,718 | \$ 2,626 |
| Compensation and employee benefits | 133 | 149 |
| Other assets | 216 | 166 |
| Total deferred income tax assets before valuation allowance | 3,067 | 2,941 |
| Valuation allowance | (20) | (18) |
| Total deferred income tax assets | 3,047 | 2,923 |

Liabilities

| | | |
|---------------------------------------|----------|----------|
| Original issue discount | (262) | (365) |
| Goodwill and identifiable intangibles | (197) | (198) |
| Investment securities | (193) | (57) |
| Other liabilities | (105) | (108) |
| Total deferred income tax liabilities | (757) | (728) |
| Net deferred income tax assets | \$ 2,290 | \$ 2,195 |

XML-120-R88.htm IDEA: XBRL DOCUMENT**Income Taxes-
Unrecognized Tax
Benefits (Details) -
USD (\$)
\$ in Millions****12 Months Ended****Dec. 31, 2024 Dec. 31, 2023****Unrecognized Tax Benefits [Roll Forward]**

| | | |
|-------------------|--------|--------|
| Beginning balance | \$ 230 | \$ 267 |
|-------------------|--------|--------|

Additions:

| | | |
|-----------------------------------|----|----|
| Tax positions of the current year | 39 | 40 |
| Tax positions of prior years | 0 | 2 |

Reductions:

| | | |
|--|--------|--------|
| Prior year tax positions | (20) | (47) |
| Settlements with tax authorities | (7) | (1) |
| Expiration of the statute of limitation | (35) | (31) |
| Ending balance | 207 | 230 |
| Portion of balance that, if recognized, would impact the effective income tax rate | \$ 163 | \$ 182 |

XML-121-R89.htm IDEA: XBRL DOCUMENT**Income Taxes-
Narrative (Details)
\$ in Millions****Dec. 31, 2024
USD (\$)****Income Tax Disclosure [Abstract]**

Decrease in unrecognized tax benefits is reasonably possible \$ 36

Unrecognized tax benefits that would impact effective tax rate \$ 28

XML-122-R90.htm IDEA: XBRL DOCUMENT**Parent Company
Financial
Information-
Additional
Information (Details)
\$ in Billions****Dec. 31, 2024
USD (\$)****Subsidiaries****Condensed Financial Statements, Captions [Line Items]**

Restricted Assets \$ 14.2

XML-123-R91.htm IDEA: XBRL DOCUMENT**Parent Company
Financial
Information-
Condensed
Statements of
Earnings (Details) -
USD (\$)
\$ in Millions****12 Months Ended****Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022****Condensed Income Statements, Captions [Line Items]**

| | | | |
|---|----------|--------|--------|
| Interest on cash and debt securities | \$ 1,049 | \$ 808 | \$ 265 |
| Total interest income | 22,645 | 20,710 | 17,146 |
| Interest on senior and subordinated unsecured notes | 401 | 419 | 317 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Other income | 1,315 | 118 | 268 |
| Earnings before provision for income taxes | 4,553 | 2,904 | 3,962 |
| Provision for income taxes | 1,054 | 666 | 946 |
| Net earnings | 3,499 | 2,238 | 3,016 |
| Comprehensive income | 3,508 | 2,295 | 2,960 |

Parent Company**Condensed Income Statements, Captions [Line Items]**

| | | | |
|---|----------|----------|----------|
| Interest income from subsidiaries | 365 | 355 | 134 |
| Interest on cash and debt securities | 41 | 34 | 8 |
| Total interest income | 406 | 389 | 142 |
| Interest on senior and subordinated unsecured notes | 319 | 335 | 279 |
| Total interest expense | 319 | 335 | 279 |
| Net interest income | 87 | 54 | (137) |
| Dividends from bank subsidiaries | 600 | 1,450 | 3,150 |
| Dividends from nonbank subsidiaries | 147 | 102 | 290 |
| Other income | 1,214 | 135 | 122 |
| Other expense | 236 | 202 | 177 |
| Earnings before provision for income taxes | 1,812 | 1,539 | 3,248 |
| Provision for income taxes | 259 | (16) | (46) |
| Equity in undistributed net earnings (loss) of subsidiaries | 1,946 | 683 | (278) |
| Net earnings | 3,499 | 2,238 | 3,016 |
| Comprehensive income | \$ 3,508 | \$ 2,295 | \$ 2,960 |

XML-124-R92.htm IDEA: XBRL DOCUMENT**Parent Company
Financial
Information-
Condensed
Statements of****Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022 Dec. 31, 2021**

| Financial Position
(Details) - USD (\$)
\$ in Millions | | | | |
|--|-----------|-----------|-----------|-----------|
| Assets | | | | |
| Cash and equivalents | \$ 14,711 | \$ 14,259 | \$ 10,294 | |
| Debt securities | 3,079 | 3,799 | | |
| Goodwill | 1,274 | 1,018 | 1,105 | |
| Other assets | 5,753 | 4,915 | | |
| Total assets | 119,463 | 117,479 | | |
| Liabilities and Equity | | | | |
| Accrued expenses and other liabilities | 5,359 | 6,334 | | |
| Total liabilities | 102,883 | 103,576 | | |
| Equity: | | | | |
| Total equity | 16,580 | 13,903 | \$ 12,873 | \$ 13,655 |
| Total liabilities and equity | 119,463 | 117,479 | | |

| | | |
|--|----------|----------|
| Senior Notes | | |
| Liabilities and Equity | | |
| Senior and subordinated unsecured notes | 6,879 | 7,974 |
| Parent Company | | |
| Assets | | |
| Cash and equivalents | 2,680 | 3,214 |
| Debt securities | 37 | 49 |
| Investments in amounts due from subsidiaries | 19,938 | 18,285 |
| Goodwill | 30 | 25 |
| Other assets | 945 | 337 |
| Total assets | 23,630 | 21,910 |
| Liabilities and Equity | | |
| Accrued expenses and other liabilities | 576 | 470 |
| Total liabilities | 7,050 | 8,007 |
| Equity: | | |
| Total equity | 16,580 | 13,903 |
| Total liabilities and equity | 23,630 | 21,910 |
| Parent Company Related Party | | |
| Liabilities and Equity | | |
| Other liabilities | 351 | 316 |
| Parent Company Senior Notes | | |
| Liabilities and Equity | | |
| Senior and subordinated unsecured notes | \$ 6,123 | \$ 7,221 |

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Parent Company
Financial
Information-
Condensed
Statements of
Financial Position-
Additional
Information (Details)
- USD (\$)
\$ in Billions

Dec. 31, 2024 Dec. 31, 2023

| | | | |
|--|---------|---------|--|
| Parent Company | | | |
| Financial | | | |
| Information-
Condensed | | | |
| Statements of | | | |
| Financial Position-
Additional | | | |
| Information (Details) | | | |
| - USD (\$) | | | |
| \$ in Billions | | | |
| Parent Company | | | |
| Condensed Balance Sheet Statements, Captions [Line Items] | | | |
| Investment in amounts due from bank subsidiaries | \$ 15.7 | \$ 14.0 | |

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Parent Company
Financial
Information-
Condensed
Statements of Cash
Flows (Details) - USD
(\$)
\$ in Millions

12 Months Ended

Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2022

| | | | |
|--|----------|----------|----------|
| Cash flows - operating activities | | | |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |
| Adjustments to reconcile net earnings to cash provided from operating activities | | | |
| Deferred income taxes | (98) | (458) | (421) |
| (Increase) decrease in other assets | (117) | 7 | 21 |
| Increase (decrease) in accrued expenses and other liabilities | (121) | 293 | (93) |
| Gain on sale of business | (1,069) | 0 | 0 |
| All other operating activities | 507 | 735 | 574 |
| Cash provided from (used for) operating activities | 9,848 | 8,593 | 6,694 |
| Cash flows - investing activities | | | |
| Purchases of debt securities | (2,811) | (3,623) | (3,866) |
| Proceeds from sale of business | 594 | 0 | 0 |
| All other investing activities | (688) | (722) | (549) |
| Cash provided from (used for) investing activities | (8,903) | (14,234) | (10,234) |
| Cash flows - financing activities | | | |
| Proceeds from issuance of senior and subordinated unsecured notes | 745 | 740 | 2,235 |
| Maturities and repayment of senior and subordinated unsecured notes | (1,850) | 0 | (1,500) |
| Proceeds from issuance of preferred stock | 488 | 0 | 0 |
| Dividends paid on preferred stock | (72) | (42) | (42) |
| Purchases of treasury stock | (1,008) | (1,112) | (3,320) |
| Dividends paid on common stock | (398) | (406) | (434) |
| All other financing activities | 36 | (22) | (44) |
| Cash provided from (used for) financing activities | (611) | 9,632 | 5,284 |
| Increase (decrease) in cash and equivalents, including restricted amounts | 334 | 3,991 | 1,744 |
| Cash and equivalents, including restricted amounts, at beginning of year | 14,421 | 10,430 | 8,686 |
| Total cash and equivalents, including restricted and held for sale amounts, at end of year | | 14,421 | 10,430 |
| Parent Company | | | |
| Cash flows - operating activities | | | |
| Net earnings | 3,499 | 2,238 | 3,016 |
| Adjustments to reconcile net earnings to cash provided from operating activities | | | |
| Deferred income taxes | 122 | 9 | (1) |
| (Increase) decrease in other assets | (16) | 19 | (28) |
| Increase (decrease) in accrued expenses and other liabilities | (15) | 21 | (4) |
| Equity in undistributed net (earnings) loss of subsidiaries | (1,946) | (683) | 278 |
| All other operating activities | 169 | 101 | 28 |
| Cash provided from (used for) operating activities | 744 | 1,705 | 3,289 |
| Cash flows - investing activities | | | |
| Net (increase) decrease in investments in and amounts due from subsidiaries | 95 | (898) | 265 |
| Maturity and sales of debt securities | 12 | 14 | 21 |

| | | | |
|--|----------|----------|----------|
| All other investing activities | (5) | (45) | (6) |
| Cash provided from (used for) investing activities | 696 | (929) | 280 |
| Cash flows - financing activities | | | |
| Proceeds from issuance of senior and subordinated unsecured notes | 745 | 740 | 745 |
| Maturities and repayment of senior and subordinated unsecured notes | (1,850) | 0 | (750) |
| Proceeds from issuance of preferred stock | 488 | 0 | 0 |
| Dividends paid on preferred stock | (72) | (42) | (42) |
| Purchases of treasury stock | (1,008) | (1,112) | (3,320) |
| Dividends paid on common stock | (398) | (406) | (434) |
| Increase (decrease) in amounts due to subsidiaries | 82 | (7) | 14 |
| All other financing activities | 39 | (22) | (41) |
| Cash provided from (used for) financing activities | (1,974) | (849) | (3,828) |
| Increase (decrease) in cash and equivalents, including restricted amounts | (534) | (73) | (259) |
| Cash and equivalents, including restricted amounts, at beginning of year | 3,214 | 3,287 | 3,546 |
| Total cash and equivalents, including restricted and held for sale amounts, at end of year | \$ 2,680 | \$ 3,214 | \$ 3,287 |

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| | | |
|--|-----------------|----------------|
| Segment Reporting -
Narrative (Details) | 12 Months Ended | |
| | Dec. 31, 2024 | |
| | segment | sales_platform |

Segment Reporting [Abstract]

Number of operating segments | segment 1

Number of sales platforms | sales_platform 5

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| | | | |
|--|-----------------|---------------|---------------|
| Segment Reporting -
Schedule of Segment
Reporting
Information (Details)
- USD (\$)
\$ in Millions | 12 Months Ended | | |
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| | | | |

Segment Reporting Information [Line Items]

| | | | |
|--------------------------------------|-----------|-----------|-----------|
| Interest and fees on loans | \$ 21,596 | \$ 19,902 | \$ 16,881 |
| Interest on cash and debt securities | 1,049 | 808 | 265 |
| Total interest income | 22,645 | 20,710 | 17,146 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Retailer share arrangements | (3,407) | (3,661) | (4,331) |
| Provision for credit losses | 6,733 | 5,965 | 3,375 |

Other income:

| | | | |
|--------------------------|-------|-----|-----|
| Gain on sale of business | 1,069 | 0 | 0 |
| Total other income | 1,521 | 289 | 380 |

Other expense:

| | | | |
|------------------------------------|-------|-------|-------|
| Employee costs | 1,872 | 1,884 | 1,681 |
| Professional fees | 936 | 842 | 832 |
| Marketing and business development | 524 | 527 | 487 |
| Information processing | 803 | 712 | 623 |
| Total other expense | 4,839 | 4,758 | 4,337 |
| Provision for income taxes | 1,054 | 666 | 946 |
| Net earnings | 3,499 | 2,238 | 3,016 |

Synchrony Segment

Segment Reporting Information [Line Items]

| | | | |
|--------------------------------------|---------|---------|---------|
| Interest and fees on loans | 21,596 | 19,902 | 16,881 |
| Interest on cash and debt securities | 1,049 | 808 | 265 |
| Total interest income | 22,645 | 20,710 | 17,146 |
| Total interest expense | 4,634 | 3,711 | 1,521 |
| Net interest income | 18,011 | 16,999 | 15,625 |
| Retailer share arrangements | (3,407) | (3,661) | (4,331) |
| Reserve build (release) | 313 | 1,345 | 839 |
| Net charge-offs | 6,420 | 4,620 | 2,536 |
| Provision for credit losses | 6,733 | 5,965 | 3,375 |

Other income:

| | | | |
|--------------------------------|-------|-----|-----|
| Other income | 452 | 289 | 260 |
| Gain on sale of business | 1,069 | 0 | 0 |
| Gain on sale of loan portfolio | 0 | 0 | 120 |
| Total other income | 1,521 | 289 | 380 |

Other expense:

| | | | |
|------------------------------------|----------|----------|----------|
| Employee costs | 1,872 | 1,884 | 1,681 |
| Professional fees | 936 | 842 | 832 |
| Marketing and business development | 524 | 527 | 487 |
| Information processing | 803 | 712 | 623 |
| Fraud-related operational losses | 192 | 288 | 173 |
| Other segment items | 512 | 505 | 541 |
| Total other expense | 4,839 | 4,758 | 4,337 |
| Provision for income taxes | 1,054 | 666 | 946 |
| Net earnings | \$ 3,499 | \$ 2,238 | \$ 3,016 |

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MN^N01+5)#3C3PB=AJA!P^!LDOEJ&^&^+3&K!^@SWYWO@C(WXV!ZM0FCU7 MH5A)VH3X\$8-XIQSYG/L/L^!4:1HE6W*76/4!EQC?^HU^76>)7+Y<
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 V2Z+N\$=W(9Y%?>_5"25Q2"(223-XR<I<O_E JO<OIZNC=>7(MC<2L G=>2YI< <5R<9917F @C<L\$A807H1YI<9IBF>7H<^BK<H13/9 M.D7/183P6\$S^Z<^/OGW=>.&16B<IV4=?
 F<F<T0#09YK<A1 AKLE<6#>J N<O17<=>7J0<7V80<ZRU<6Q8Q10>16K1<H1:GDH0<IPV+>/N NBQ<O<X Y M M#D#&DNQKVC<PJFMDQKVAER3B<MS+>
 (R<+Y)AGEB#<K#<H0K:79N<+>U!A15<=>3P1<=>Q: @<H2D<BI<QI<E15E V#H<K<GVE BBAPCS<50YC3<SDP7YV1>10:61ZTNAG<+>1<E<K<P A<1+24Z<
 MNN77<K<OIE<IBI<Q3<+>1<DIPNM<HSTP<U08<=>A81A<+>U<L<K<=>EY(P66<T F<M V<Y<9UM<+>THS02<HHOW<H97<+>1YV<I3<I<O:H96<16<DVY<+>1<G5B7<I
 MXLU<E<191<B<K<6>=> PKIFB8P3<QI<Q7<I<AFDG<43NFGE<F55Y<E1 S M XJE< <181R1<+>1<E1A3<=>#Z<E1 OAB15<(<=>E<F=1V2>+>RZFI7377XIXZ<7%<D MR<+>1<DMEH7
 EB<J0E0<=>A\$EM<1S1<G<I0<GWIU<UM5<W<53961 M93G<95<(<=>Y<=>0%<O W1<I V1N<B<4<2W T=>Q3O<=>CPCMC<3J5N<JWV2LE C M>=>RC<=>9<=>W<XINM Z<=>1<X<SAYI
 P<=>IXI W<U<SPO<M<I<C221 TC<=>L A M<#3<OHP5 M10E9<Y7C<=>85\$RPTU<U>(<=>7<F7I R<LM<(<=>9<=>X<=>ADS7 MZ<=>KJ<=>K<=>J<=>26G9P9IN<=>I6<=>16<=>ITLTP<TM<K8-10<2
 >=>T<LIG<=>=>P M<=>X<Z2<0/7K<+>1<HJW<+>U!+P04 ">J@T<=>MR=>^Z8\$ "N"0 &O
 MNN77<K<OIE<IBI<Q3<+>1<DIPNM<HSTP<U08<=>A81A<+>U<L<K<=>EY(P66<T F<M V<Y<9UM<+>THS02<HHOW<H97<+>1YV<I3<I<O:H96<16<DVY<+>1<G5B7<I
 MXLU<E<191<B<K<6>=> PKIFB8P3<QI<Q7<I<AFDG<43NFGE<F55Y<E1 S M XJE< <181R1<+>1<E1A3<=>#Z<E1 OAB15<(<=>E<F=1V2>+>RZFI7377XIXZ<7%<D MR<+>1<DMEH7
 EB<J0E0<=>A\$EM<1S1<G<I0<GWIU<UM5<W<53961 M93G<95<(<=>Y<=>0%<O W1<I V1N<B<4<2W T=>Q3O<=>CPCMC<3J5N<JWV2LE C M>=>RC<=>9<=>W<XINM Z<=>1<X<SAYI
 P<=>IXI W<U<SPO<M<I<C221 TC<=>L A M<#3<OHP5 M10E9<Y7C<=>85\$RPTU<U>(<=>7<F7I R<LM<(<=>9<=>X<=>ADS7 MZ<=>KJ<=>K<=>J<=>26G9P9IN<=>I6<=>16<=>ITLTP<TM<K8-10<2
 >=>T<LIG<=>=>P M<=>X<Z2<0/7K<+>1<HJW<+>U!+P04 ">J@T<=>MR=>^Z8\$ "N"0 &O
 MNN77<K<OIE<IBI<Q3<+>1<DIPNM<HSTP<U08<=>A81A<+>U<L<K<=>EY(P66<T F<M V<Y<9UM<+>THS02<HHOW<H97<+>1YV<I3<I<O:H96<16<DVY<+>1<G5B7<I
 MXLU<E<191<B<K<6>=> PKIFB8P3<QI<Q7<I<AFDG<43NFGE<F55Y<E1 S M XJE< <181R1<+>1<E1A3<=>#Z<E1 OAB15<(<=>E<F=1V2>+>RZFI7377XIXZ<7%<D MR<+>1<DMEH7
 EB<J0E0<=>A\$EM<1S1<G<I0<GWIU<UM5<W<53961 M93G<95<(<=>Y<=>0%<O W1<I V1N<B<4<2W T=>Q3O<=>CPCMC<3J5N<JWV2LE C M>=>RC<=>9<=>W<XINM Z<=>1<X<SAYI
 P<=>IXI W<U<SPO<M<I<C221 TC<=>L A M<#3<OHP5 M10E9<Y7C<=>85\$RPTU<U>(<=>7<F7I R<LM<(<=>9<=>X<=>ADS7 MZ<=>KJ<=>K<=>J<=>26G9P9IN<=>I6<=>16<=>ITLTP<TM<K8-10<2
 >=>T<LIG<=>=>P M<=>X<Z2<0/7K<+>1<HJW<+>U!+P04 ">J@T<=>MR=>^Z8\$ "N"0 &O
 MNN77<K<OIE<IBI<Q3<+>1<DIPNM<HSTP<U08<=>A81A<+>U<L<K<=>EY(P66<T F<M V<Y<9UM<+>THS02<HHOW<H97<+>1YV<I3<I<O:H96<16<DVY<+>1<G5B7<I
 MXLU<E<191<B<K<6>=> PKIFB8P3<QI<Q7<I<AFDG<43NFGE<F55Y<E1 S M XJE< <181R1<+>1<E1A3<=>#Z<E1 OAB15<(<=>E<F=1V2>+>RZFI7377XIXZ<7%<D MR<+>1<DMEH7
 EB<J0E0<=>A\$EM<1S1<G<I0<GWIU<UM5<W<53961 M93G<95<(<=>Y<=>0%<O W1<I V1N<B<4<2W T=>Q3O<=>CPCMC<3J5N<JWV2LE C M>=>RC<=>9<=>W<XINM Z<=>1<X<SAYI
 P<=>IXI W<U<SPO<M<I<C221 TC<=>L A M<#3<OHP5 M10E9<Y7C<=>85\$RPTU<U>(<=>7<F7I R<LM<(<=>9<=>X<=>ADS7 MZ<=>KJ<=>K<=>J<=>26G9P9IN<=>I6<=>16<=>ITLTP<TM<K8-10<2
 >=>T<LIG<=>=>P M<=>X<Z2<0/7K<+>1<HJW<+>U!+P04 ">J@T<=>MR=>^Z8\$ "N"0 &O
 MNN77<K<OIE<IBI<Q3<+>1<DIPNM<HSTP<U08<=>A81A<+>U<L<K<=>EY(P66<T F<M V<Y<9UM<+>THS02<HHOW<H97<+>1YV<I3<I<O:H96&lt

[illegible]

!J66%MORE4VJR"6M-QR,3>9B-1QOP,IV*FZ6Z6W6Z>1H6R8A M7DYLW(S(OK9I 3K-FU6X,867YJL *Z47+JWS11H=QVFSH<6N7Z>)+\$7\$ MF682,1AID? 8UFA1N*N*+>+3-OIGBM1*9LOR(O) JHLL(8Z,S% M P 7(I-D X-W:W;K&ULM5A)=ILX\$PKA*XXM\$>2=BRG9ON(G6NPQ)&R1<U#<N M.R.M.:429)TG! INOY>D9.5%&F&I+>19LROEKP<5XS<4/N0I0P>63Z1 MA5+1+41*V0<1+Y\$B+I.N.BP\$H/Q=O-R72P\$XMZ=>=<G0\$P/P\$>9-OW-NI.DR*4H07*FC6P511: SHPR1<0+O? QLR>U7ZLJY:YAOV37>O.S<6>+Y1*QK<0>2B&5Y1=4H19CKZH0ATR11F<1>9U)4IBSU@C.Q 0/Q-0F%>Y 7U\$HW<0>O-N M WTM"/57D,1+>1 TED9.C<K.C.O.XA>R2.T\$5G:B1IRG+(FP2?7DZHFBS.MO.HDS;HJICUPB,415\$>1\$>+>1P1GBR/SQJ6=>2=<LLCEQ'0FGO#C%YM<=>R.M51A^T084? #Q0KN7MUGL4KHTFL%A2RWS:N20-LJK815SB#>+>E.2Q">X.MTS -21VZVNZR1+7>ECL=>#05K4 I=IN761#N\$2X=PIG-QZ#41J3 M\$1>6V+P271>?> 1+Z+WG6S05V298Z(FNCM>BOXYBEZ6NE+>A-V1(IYV-M'L:TL80Y?>A\$S\$>G.XU#1)*\$U:04D(TZ)3NCH1>Z187F3K1<1*EP M29;X\$1>D34L8-86#<-CF 1=N2+>1%EGHB.S:TIAT=>3XDEIO?P6O4+UF M=>1<H9+L10F631Z42#457A*G*U?>1\$U?>ZTR7=>TE ZNA<?>(1V9798H6 MNK47K<+>=43087+1JZ24VEI 73F<=>1+L2D2V2H1>6D6'PW'PS:UG/G'6M)GEE2YRR1:IF8CYM-8EAIZN X\$*1+8M1%>EH-51+2D1HNI05UI(4G>P\$ M6UI<=>2.KN5/E05Z2N+1#& 7P1E2,54VG E1045R92C=<N/P1.DW.AX.MIBGW711S-R<=>(H531D<=>721-F540X471Z-8\$KDWZ:TP76<0>T=GG'O-MP-RW\$>=>@902P1@< JH-60(QP_F* @ N 8 1D 1X:JW)VK M&U1G65A4JLP\$<B.L6JH97:0DB KB-C-NE=:M.M.M1-D10/W'FER'56-GM/GM9OW.0%>ZD\$F<=>S2>2P1V\$>N1J4>=<ACF57-BQ MDXN:=>G>904JTER1P92Y500V&N1H0<=>U4D%>W5W'>IV.N\$D<3LWD9D'HE8S'7Z+>Z(HJF'1'>ZKL3-PUA-A)*\$>=>00D19N8 K987MF<=>(FE8P5(#23-M@BB8CYV+P?EE9? 7&IXQJ/3&F@<G.RD7?73C1W/@<U%>M%>BH57<=>G5@<O MPK<=>3G>D3>P1@<WD<=>=<JZ/MR/A@MSBP.BLBI>=>%>00FBWV987M/>0'>A'H-CXG0<B4Q>1'>3PX.BEC(N5 J2,K4=<=>7P.IWA=M'FW-F2L'YK678OIFJ6<=> "JRW-<=>C&S3?>S+11>+1ZEL M6\$11/9U<=>+FL+8P2=<=>UJHDIQ1.PBHJX79.42D1DRLP. J51<6&ULK59=<ILX\$PKA/H'6C'0'>OF4Y19MIBW107X<=>(K&1\$1-P#1-UM(41D3K<=>M/N2D1+>6J+BKS8(K4SG'F2JYT=N.B7.P.62124R:F54ZJZP<K4E1Z>112D10)97C 9NZ1Z16?<VH M(GH2,K<=>S)6UIS2F1<=>7\$HP@HY:108/UW<=>50:IF8CN:MJ=>M#<1YTY M15Y6:>12PX<8&M91JH8.VY.159 Y12H0<=>6<=>4=4UK.HY.0FB8/R052I M#<=>04E81X1 M(GH2SH4+0+H+G L(6\$>96Y6UK256:1L)D31+1&LVU#G M89K-X29.5PH1=12C5/9\$BHN9+HJW752GV%?>H&I7S1(4)E2<=>U0?>75D0T MY051JH1A1X17H7Y.Q56H04<-VR-MFR=>8Y)2<=>K04.<=>D06<=>?>XJ(6I MYGR<=>=>#1+0%\$>K4A.PW31 P2ZN-8L1<=>D>=>1PFE'6'>AUZ<=>1<=>R0?>=>GD MF_NU5\$?> P/LHOG(O'MRYE)>ROKG?>T09.<=>#N1D1SR\$>1J6RY1&B.PD.YV7 MF7?>O5A.T81VANIQ<5B'N=M&P1D2G-H&B/B'T'6G1<YTA M&P;Y:1QV02>2HTYR. YH01Z'ZV<=>F#2UY076PFR15%<65053WJN1(1I8 MHL+FSZ)>8.XG7JGH9:9N<=>3YS2M5.5D15DD+M2.GDZ52ZSC3(51+ P04 1'>J@T=>660I M'6 1'>H@&0 1A1+W=0'1341:TX<=>+>2- CW'3A85FXKWC->MIJEWMPZY3L<=>G50:HMSP15LV<=>KONK425564<=>U87H6.6921B&NS'M.LZ'7IE M10UW1+H.W:RUBER.W8GBUOL- <=>00<2FT<=>#ZV<=>+<R1-6P?>=>Z7W17.VKW67194P8W/@E'US.G.M<1@<=>6N4<=>E'LOL&PGICXE8(K'FMV=HX=>BY45HT<Q0<3+SMG-1Y<=>1<=>101<=>M502? (<+>Y1->=>#KD1-R1-G0S#>M519P&67LM 290G<=>=<3BBP?>E\$ M.JG>2'99P1OPK7A0.IGH'GCZ'>Y(ZPMEOS/5\$5NOK1N'6<=>6ZHP1'>4%<M'2V?)>#BPNYN3H1-> B&11'9 K<=>#M271(4#01%7C M6& LUM51.MX1W.GLK<=>213ON1N+0<=>16FX'NN0\$<=>1Z1QJORNP5\$U0191<=>Q<3V71M5\$>5F8H6X1)&GFYNYV 12.1.1<=>5+1F'1'>MF21(4#01KBD1678153K/B %7K0 M#58RLD3J&K'R1RP M#B.IUGRS1H13Y/L=>#EHD7ZQL9\$5OLAJPJ):.933 MO.S0\$>? <=>G1\$>@<NU<=>3<=>K&7H7+6D4X5'GR+>F4R8181TM.EI<=>EDICN'<=>GNL M21.YRLA1O'<U\$Q'Z'X'U1+ P04 1'>J@T=>1NNZD11'<R10&0 M1A1+W=0.S&R1D MYHHA<=>F7P@<ADPQ&FA.VVG0&@TYS16=4U98 M#<=>CL60&<=>7ZCMB0J0'<M11=XB>?>Q10?6M1J1'YV=J M1+157+ZC9W.K5(4BDM@Z.G)6M1P-ZT-W#> <=>SP1#>#N1W1W+1QVBIK M#VHGS1H4VDR4V1VCNID&C.851QJB<=>=<31>02D4TX(I>H1E'<=>CE?>M1J.PJOO@IMC4@<YU1+19M>=>9.LF\$<=>XEL1PO-M&(<=>07P-W1 M=>S1GK71JGOV31QWRGM.O. THQ3RU.Y1B&FRF219&M'<=>M'91L-W:JPKY18P-1\$1LBOW-U14>2Z.(R3EXH1(B291P01LHJ023K M0E62%<=>F03R9Q<=>PNPN<=>N1D'1QUCUYU7H7SV-9J.M.N0F51F<=>M.C.TWU7F2:7YF.Y.LIM4ANBTT'<=>K.9GVY'416H17+M1E2+5D8KE1>IE MV4TF1>? R2A1.Y10R81 %<0WMSK.PW1Y\$N1U1U=>1.3<=>IEK38RSE02 M>ZEV1A(C 2BGE>H+<CCLY(6>7:RZ5<=>EDEM=(1G'E1> MO151%<=>LR1PBG. #K91+P>51J 617B=<=>BKL)>ODVB+VJW:TGLXFWEM2A-MC(729F?292F1Q7962905 WHY.VB>2.9CK9E(5=<=>38JWOT?2BLHE' T'X'<=>F'G M/19 418(J&1FA6RSD,=>+D 2Y.%+1N- M2RB1NBM%<=>CKXP+1W5JOE6FJGZ>M:DIH>=>S/0%<=>WDX-EO8VDJ 0 1'>P'<=>W@<=>51.8 MLL1-O7(K4U71<=>SG4<=>P>=>Y7+?<=>W'G O+21V<=>2G<=>1OCB<=>5M1J:P) WP1<=> M82_HL<=>FDVQUC29C5XZVLEGV.O1<=>ESJFQ909E1<=>5D'2'>A1<=>1.9R.L1 M&P.EH1XU9'>#B.O M1<=>6W)EAA(Q 1UO'>=>10=5.6IUW>+>V1+Z=>#1 M'E.O41812UMG.65

[illegible]

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M-9@%08YMVVY0(S/H/G/ZH>6T$#4;."HUZ&J1-Z<8D-B%EMUP(A)-QEETOJ4-M3@M-/-(W\>L0%5L7+;*B2V\QH4ZX1NUOE\BVEJ9T:/D2Q3D" RARV%0-%
MAJF-D/G@D-TIK1-1-1-8N<N+GZ/GT/3Y>H\JVS$ $P+/N>?DE-ANFV?M?>U6-O-^A6A3+/D2Z2NMGX-K-PKPM@Y3%>25G0VYHFRU@>OMH6-AGI-M-("H/7&X?
45LmD/0-("H1UJAKV-1P$X%9-?>P&V-VR-M-W-H965T1-EVU-XG\000?5V>2DT-1-@("FHA#0-1-M6B+6IR-P6G0D5-R-5@10K>Z4KAM-416HJ25W094H(K)F2W&MY-9B3-
O->DK->-COJ-A-P1+3H9V9G1N-8AG)M%>^>1-MTBB&E"SP-1-KO->[M7G6-P-427WB-Y8->H22/3L(W<CF-W3H8->9$19-2-Z/M3M?>LH-
1577EJ#BLOYASJAPJ0Q2L41<0>>XVD>?>8M<+1(I+GB-PJB-4IVU0->=1"@>+15=5-1R-L3B12L2A=&$ MF-L->?>R78N-AMZ(4T5"3V>-(G5<3K374K7W3-3LPP6-MU#-
7T$FCY-1Z%>R^P3@>6R27U1.Y0I4-3M2>V2IV96=IN,6I2HGJ0%>M-=-EUC7M,QTEP(R'5">F3T3Q)T+Z$>=<%>ZH09G<AS\H1R,5Z)WLB&9
M-DALK-LP5P6R9- KBW+1TPT67A@C8VHP=>6S5I9I6Z-6I3MFH#VGQ<6-MJL$#>15L<EXH-V78-A"TH02P.$%>@-JH-6MFT$>=IP-Q"1-ID-M-IX-"HW-WK&ULM9L-HV&
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(HF.8H$>BD.L$-53->6R-P%>YVUDDK0:OB+>BPJFO-M$<4-(H0IG3H<OCF%>B>?>=<>S0W83HAXI>1Z$>+7KTJ-B1257H#8I<M
M$>=>HVS7JW3?>IWL(CZSHU0Q.TYVK9V)KQ\XDJ\MV4FOV\FICPY@>E1929CBQI33V^>BB-"<4%990/>1-WW1QNAQ-MQ^>QT9>@>0-54X&AMK+P%4HY-X5M9XYV\I17?&%
M8I&+9&SUX8R&W<+10+HP-<%>4%>1-WYDIUYM2X5H$P4P<=>F9I9EDFU-MG545?>FWU-K=>=>4#>2FUCQG65-"P<1<XOZ8D->A1JUDNU01M1DYZ-W
M>=>106UBWJHK<V>5$1<121GYG1<1%62?>J3:44%>P4"->A.81-C.G->K-MV3>BP0=>1&=>=>55G<9-6J">O:RW8"A*VPT@HK+A8F-S(Y8R<V>VVR17Z<
MO(CIKO:TS6U-1#398->1-1-1%>U+14-MTWB->7H0Q<1+1-35L486M<-%>J(->1AKLOYKN;NEA3&P5"(NIM>#IFAD-M8C<D4J<-1(HHG<GXQ\QVY MHIA9I26A517L
%LGSK1.%K0$4<6<=>JA5@EP6-%>U%>40C3SDVZ0Y1Z@XU1#>9<0X<=>8QZ1&L-0Z2G2<=>=>F1-1-4F25-M(IJ2<0<Y%>CDIV%40<1-#1-S1#M$<1HD>1AQZ0X0<=>=>2...>XA&
1=KPD->MBWA-F9WQ01WRD.%>U5%>=>UMMTIT%WED<0V1+G.O.TXN-TH9>JHH(4->M2PI5OE.W06@DHH>1->KF9L/QP.3@JU229D)1->V"H6FJH$4$1=6P5%1
M15/1B;M2,2C#55&1L2G7G10<ABH0C6<#>M#204U$>1GIC(2-D1U30+0&5-1C1W4COVG0<840@TK->@14U7ID@P-T9A1-M-9AA&FEQ$-73PPI\MCN2NOB76
MMX6E0Z03%>1D<=>8NUU-VMJ1<=>=>S"->U?>H527V>1PJC\R1594?=>S53X-M3PDZNE-M1K<1->6@>W-U$<=>G%GJFYXFE1E5-03L70QX<J3I>=>=>N3%102P-$M%>@-JH-6N3I?
(+>B-P-D18-T-1J<S=>EL9Z-N<6LW5CL-MHP-M5A5<=>VG5H10M9-5D->D"VJ9?>D5-R760@WJH-EYJO-U3IA->W-MK-RK2.607QX\VMJHMDWGCV>2
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G1+>+AZ->AOVE-MIRE-YSESUAU-1W6IOT-AT>WPNMW$YV+BY90N;3JNNW\YV4U-W36<=>=>7>36-M2-P1QK&8&P$R.XY#PB6A>7YG1;31=C-0->DKA7K1L#&P5L-
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2130-0IH(F70>BLV1T%>9%IXC-TT&6:P514V10G1K->M1-IDSTX1-@>IDH1W-3<66&M+1VS>5=>=>F1-11**(&F4Q05ZOFB1+>MMS84T&9%P9-(F8U?
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Fair Value Measurements<http://www.synchronyfinancial.com/role/FairValueMeasurementsFair-Value-MeasurementsNotes17-falsefalseR18.htm99552167> - Disclosure - Regulatory and Capital Adequacy**Sheeth**<http://www.synchronyfinancial.com/role/RegulatoryandCapitalAdequacyRegulatoryandCapitalAdequacyNotes18-falsefalseR19.htm9952168> - Disclosure - Employee Benefit Plans**Sheeth**<http://www.synchronyfinancial.com/role/EmployeeBenefitPlansEmployee-Benefit-PlansNotes19-falsefalseR20.htm9952169> - Disclosure - Earnings Per Share**Sheeth**<http://www.synchronyfinancial.com/role/EarningsPerShareEarnings-Per-ShareNotes20-falsefalseR21.htm9952170> - Disclosure - Equity and Other Stock Related Information**Sheeth**<http://www.synchronyfinancial.com/role/EquityandOtherStockRelatedInformationEquityand-Other-Stock-Related-InformationNotes21-falsefalseR22.htm9952171> - Disclosure - Income Taxes**Sheeth**<http://www.synchronyfinancial.com/role/IncomeTaxesIncome-TaxesNotes22-falsefalseR23.htm9952172> - Disclosure - 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Disclosure - Cybersecurity Risk Management and Strategy Disclosure**Sheeth**<http://xbrl.sec.gov/cyd/role/CybersecurityRiskManagementAndStrategyDisclosureCybersecurity-Risk-Management-and-Strategy-DisclosureNotes29-falsefalseR30.htm9955511> - Disclosure - Basis of Presentation and Summary of Significant Accounting Policies (Policies)**Sheeth**[http://www.synchronyfinancial.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPoliciesBasis-of-Presentation-and-Summary-of-Significant-Accounting-Policies-\(Policies\)PoliciesSheethhttp://www.synchronyfinancial.com/role/BasisofPresentationandSummaryofSignificantAccountingPolicies30-falsefalseR31.htm9955512](http://www.synchronyfinancial.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPoliciesBasis-of-Presentation-and-Summary-of-Significant-Accounting-Policies-(Policies)PoliciesSheethhttp://www.synchronyfinancial.com/role/BasisofPresentationandSummaryofSignificantAccountingPolicies30-falsefalseR31.htm9955512) - 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Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS).", "auth_ref": { "r79": { "us-gaap_Capital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Capital", "crdr": "credit", "presentation": { "http://www.synchronyfinancial.com/role/RegulatoryandCapitalAdequacyDetails": { "lang": { "en-us": { "role": { "terseLabel": "Actual", "label": "Banking Regulation, Total Capital, Actual", "documentation": "Amount of total capital as defined by regulatory framework." } } } }, "auth_ref": { "r800": { "us-gaap_CapitalAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalAbstract", "presentation": { "http://www.synchronyfinancial.com/role/RegulatoryandCapitalAdequacyDetails": { "lang": { "en-us": { "role": { "terseLabel": "Total risk-based capital", "label": 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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": { "r34": { "us-gaap_CashAndCashEquivalentsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsFairValueDisclosure", "crdr": "debit", "presentation": { "http://www.synchronyfinancial.com/role/FairValueMeasurementFairValueAssetandLiabilitiesCarriedatOtherthanFairValueDetails": { "lang": { "en-us": { "role": { "terseLabel": "Cash and equivalents", "label": "Cash and Cash Equivalents, Fair Value Disclosure", "documentation": "Fair value portion 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. 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Restrictions may include legally restricted deposits held as compensating balances against short-term borrowing arrangements, contracts entered into with others, or company statements of intention with regard to particular deposits; however, time deposits and short-

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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": { "r34", "r121", "r265" } } , "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsofCashFlows": { "parentTag": { "weight": null, "order": null, "root": true } } , "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsofCashFlows": { "lang": { "en-us": { "role": { "totalLabel": "Total cash and equivalents, including restricted and held for sale amounts, at end of year", "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. 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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": { "r3", "r121" } } , "us-gaap_CashCollateralForBorrowedSecurities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCollateralForBorrowedSecurities", "crdr": "debit", "presentation": { "http://www.synchronyfinancial.com/role/VariableInterestEntitiesSummaryofAssetsandLiabilitiesDetails": { "lang": { "en-us": { "role": { "terseLabel": "Restricted cash and cash equivalents", "label": "Cash Collateral for Borrowed Securities", "documentation": "Carrying amount as of the balance sheet date of cash collateral held for borrowed securities, for which the cash is restricted as to withdrawal or usage." } } } , "auth_ref": { "r141", "r139" } } , "syf_CertificatesOfDepositAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.synchronyfinancial.com/20241231", "localname": "CertificatesOfDepositAbstract", "presentation": { "http://www.synchronyfinancial.com/role/DepositsScheduleofDepositsDetails": { "lang": { "en-us": { "role": { "terseLabel": "Certificates Of Deposit [Abstract]", "label": "Certificates Of Deposit [Abstract]", "documentation": "Certificates Of Deposit" } } } , "auth_ref": { "r1", "r139" } } , "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "terseLabel": "Changed Peer Group, Footnote", "label": "Changed Peer Group, Footnote [Text Block]", "auth_ref": { "r1103" } } } , "ecd_ChngInFrValAsOfVstngDtOfPrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year", "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]", "auth_ref": { "r1100" } } } , "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrYrsMember", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested", "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]", "auth_ref": { "r1098" } } } , "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": { "http://www.synchronyfinancial.com/role/Coverage": { "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } } , "auth_ref": { "r1", "r1098" } } , "us-gaap_ClassOfStockDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockDomain", "presentation": { "http://www.synchronyfinancial.com/role/Coverage": { "http://www.synchronyfinancial.com/role/EquityandOtherStockRelatedInformationEquityandOtherStockRelatedInformationDetails": { "http://www.synchronyfinancial.com/role/EquityandOtherStockRelatedInformationEquityandOtherStockRelatedInformationTables": { "lang": { "en-us": { "role": { "terseLabel": "Class of Stock [Domain]", "label": "Class of Stock [Domain]", "documentation": "Share of stock differentiated by the voting rights the holder receives. 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The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary."}}}], "auth_ref": {"r64", "r974"}}, {"us_gaap_ConsumerLoanMember": {"xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsumerLoanMember", "presentation": [{"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesAllowanceforCreditLossesDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesCreditQualityIndicatorsDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesDelinquentandNonAccrualStatusDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesInterestIncomebyProductDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesLoanCreditQualityIndicatorsbyOriginationYearDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesLoanReceivablesDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesLoansEnteredintoaLoanModificationProgramDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesPaymentDefaultsDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesScheduleofLoansModifiedinPast12MonthsAndStillinProgramDetails"}, {"lang": {"en-us": {"role": {"terseLabel": "Consumer installment loans", "label": "Consumer Loan [Member]", "documentation": "Loan or extension of credit for personal, family, or household use excluding real estate."}}}], "auth_ref": {"r991"}}, {"us_gaap_ContingentConsiderationByTypeAxis": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContingentConsiderationByTypeAxis", "presentation": [{"url": "http://www.synchronyfinancial.com/role/FairValueMeasurementRecurringFairValueMeasurementsDetails"}, {"lang": {"en-us": {"role": {"terseLabel": "Contingent Consideration by Type [Axis]", "label": "Contingent Consideration by Type [Axis]", "documentation": "Information by type of contingent consideration."}}}], "auth_ref": {"r1196", "r1197", "r1198", "r1303", "r1306", "r1307"}}, {"us_gaap_ContingentConsiderationTypeDomain": {"xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContingentConsiderationTypeDomain", "presentation": [{"url": "http://www.synchronyfinancial.com/role/FairValueMeasurementRecurringFairValueMeasurementsDetails"}, {"lang": {"en-us": {"role": {"terseLabel": "Contingent Consideration Type [Domain]", "label": "Contingent Consideration Type [Domain]", "documentation": "Description of contingent payment arrangement."}}}], "auth_ref": {"r1196", "r1197", "r1198", "r1303", "r1306", "r1307"}}, {"us_gaap_ContractWithCustomerLiability": {"xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crd": "credit", "presentation": [{"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesInterestIncomebyProductDetails"}, {"lang": {"en-us": {"role": {"terseLabel": "Contract with Customer, Liability", "label": "Contract with Customer, Liability", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable."}}}], "auth_ref": {"r547", "r548", "r549"}}, {"srt_CounterpartyNameAxis": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CounterpartyNameAxis", "presentation": [{"url": "http://www.synchronyfinancial.com/role/AcquisitionsandDispositionsPetsBestNarrativeDetails"}, {"url": "http://www.synchronyfinancial.com/role/BorrowingsNarrativeDetails"}, {"url": "http://www.synchronyfinancial.com/role/LoanReceivablesandAllowanceforCreditLossesLoanReceivablesDetails"}, {"lang": {"en-us": {"role": {"terseLabel": "Counterparty Name [Axis]", "label": "Counterparty Name [Axis]", "documentation": "Information by name of counterparty. 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[illegible]

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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. } } }", "auth_ref": { "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemtype", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": { "http://www.synchronyfinancial.com/role/Coverpage": { "lang": "en-us", "role": "role", "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. } } }", "auth_ref": { "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://www.synchronyfinancial.com/role/AcquisitionsandDispositionsPetsBestNarrativeDetails": { "lang": "en-us", "role": "role", "terseLabel": "Entity [Domain]", "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. 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This information should be based on the registrant's current or most recent filing containing the related disclosure. } } }", "auth_ref": { "r1043" } } }", "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": { "http://www.synchronyfinancial.com/role/Coverpage": { "lang": "en-us", "role": "role", "terseLabel": "Entity Incorporation State or Country Code", "label": "Entity Incorporation State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation. } } }", "auth_ref": { "dei_EntityInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationLineItems", "presentation": { "http://www.synchronyfinancial.com/role/Coverpage": { "lang": "en-us", "role": "role", "terseLabel": "Entity Information [Line Items]", "label": "Entity Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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investment in common stock of an equity method investee. This is not an indicator of the fair value of the investment, rather it is the initial cost adjusted for the entity's share of earnings and losses of the investee, adjusted for any distributions (dividends) and other than temporary impairment (OTTI) losses recognized." } } } , "auth_ref": "r310", "r328", "r340", "r394", "r1200", "r1261" } } } , "us-gaap_EquityMethodInvestmentsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityMethodInvestmentsFairValueDisclosure", "crdr": "debit", "presentation": { "http://www.synchronyfinancial.com/role/AcquisitionsandDispositionsPetsBestNarrativeDetails": { "lang": { "en-us": { "role": { "terseLabel": "Equity method investments, fair value", "label": "Equity Method Investments, Fair Value Disclosure", "documentation": "Fair value portion of investments accounted under the equity method." } } } , "auth_ref": { "r1201", "r1364", "r1365", "r1369" } } } , "us-gaap_EquityMethodInvestmentsPolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityMethodInvestmentsPolicy", "presentation": { "http://www.synchronyfinancial.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPolicies": { "lang": { "en-us": { "role": { "terseLabel": "Equity Method Investments", "label": "Equity Method Investments [Policy Text Block]", "documentation": "Disclosure of accounting policy for equity method of accounting for investments and other interests. Investment includes, but is not limited to, unconsolidated subsidiary, corporate joint venture, noncontrolling interest in real estate venture, limited partnership, and limited liability company. Information includes, but is not limited to, ownership percentage, reason equity method is or is not considered appropriate, and accounting policy election for distribution received." } } } , "auth_ref": { "r12", "r75", "r396" } } } , "us-gaap_EquitySecuritiesWithoutReadilyDeterminableFairValueAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesWithoutReadilyDeterminableFairValueAmount", "crdr": "debit", "presentation": { "http://www.synchronyfinancial.com/role/FairValueMeasurementEquitySecuritiesWithoutReadilyDeterminableFairValuesDetails": { "lang": { "en-us": { "role": { "terseLabel": "Carry Value", "label": "Equity Securities without Readily Determinable Fair Value, Amount", "documentation": "Amount of investment in equity security without readily determinable fair value." } } } , "auth_ref": { "r391" } } } , "us-gaap_EquitySecuritiesWithoutReadilyDeterminableFairValueDownwardPriceAdjustmentAnnualAmount": { "xbrltype": 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Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired 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Includes, but is not limited to, interest and penalties, reconciliation of unrecognized tax benefits, unrecognized tax benefits that would affect the effective tax rate, tax years that remain subject to examination by tax jurisdictions, and information about positions for which it is reasonably possible that amounts unrecognized will significantly change within 12 months." } } }, "auth_ref": { "r1344" } }, "us-gaap_IncomeTaxDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Income Tax Disclosure [Abstract]", "label": "Income Tax Disclosure [Abstract]" } } }, "auth_ref": { "11" }, "us-gaap_IncomeTaxDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxDisclosureTextBlock", "presentation": { "http://www.synchronyfinancial.com/role/IncomeTaxes": { "lang": { "en-us": { "role": { "terseLabel": 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consist of: (a) industrial and agricultural; (b) real estate; and (c) real estate construction loans; (d) trade financing; (e) lease financing; (f) home equity lines of credit; (g) automobile and other vehicle loans; and (h) credit card and other revolving-type loans and (2) loans and leases held-for-sale which may include mortgage loans, direct financing, and sales-type leases.", "auth_ref": "r151", "us-gaap-InterestBearingDepositLiabilities", "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestBearingDepositLiabilities", "crdr": "credit", "calculation": {"http://www.synchronyfinancial.com/role/ConsolidatedStatementsofFinancialPosition": {"parentTag": "us-gaap-Deposits", "weight": 1.0, "order": 1.0}}, "presentation": {"http://www.synchronyfinancial.com/role/DepositsScheduleofDepositsDetails": {"parentTag": null, "weight": null, "order": null, "root": true}, "presentation": 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This may include a description of a business combination or divestiture (or series of individually immaterial business combinations or divestitures) completed during the period, including background, timing, and assets and liabilities recognized and reclassified or sold. 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Includes cash payments and proceeds associated with (a) loans held for investment, (b) leases held for investment, and (c) both." } } }, "auth_ref": { "r795" } }, "us-gaap-PaymentsForProceedsFromOtherInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsForProceedsFromOtherInvestingActivities", "crdr": "credit", "calculation": { "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order": 3.0 } }, "http://www.synchrofinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": { "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "lang": { "en-us": { "role": { "negatedTerseLabel": "All other investing activities", "label": "Payments for (Proceeds from) Other Investing Activities", "documentation": "Amount of cash (inflow) outflow from investing activities classified as other." } } }, "auth_ref": { "r1160", "r1212" } }, "us-gaap-PaymentsForRepurchaseOfCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsForRepurchaseOfCommonStock", "crdr": "credit", "calculation": { "http://www.synchrofinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 6.0 } }, "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 8.0 } }, "presentation": { "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "lang": { "en-us": { "role": { "negatedTerseLabel": "Purchases of treasury stock", "label": "Payments for Repurchase of Common Stock", "documentation": "The cash outflow to reacquire common stock during the period." } } }, "auth_ref": { "r119" } }, "us-gaap-PaymentsOfDividendsCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsOfDividendsCommonStock", "crdr": "credit", "calculation": { "http://www.synchrofinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 1.0 } }, "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 5.0 } }, "presentation": { "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "lang": { "en-us": { "role": { "negatedTerseLabel": "Dividends paid on common stock", "label": "Payments of Ordinary Dividends, Common Stock", "documentation": "Amount of cash outflow in the form of ordinary dividends to common shareholders of the parent entity." } } }, "auth_ref": { "r119" } }, "us-gaap-PaymentsOfDividendsPreferredStockAndPreferenceStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsOfDividendsPreferredStockAndPreferenceStock", "crdr": "credit", "calculation": { "http://www.synchrofinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 2.0 } }, "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 6.0 } }, "presentation": { "http://www.synchrofinancial.com/role/ConsolidatedStatementsOfCashFlows": { "lang": { "en-us": { "role": { "negatedTerseLabel": "Dividends paid on preferred stock", "label": "Payments of Ordinary Dividends, Preferred Stock and Preference Stock", "documentation": "Amount of cash outflow in the form of ordinary dividends to preferred shareholders of the parent entity." } } }, "auth_ref": { "r119" } }, "svf-PaymentsProceedsInLoansReceivableandInvestmentsFromSubsidiaries": { "xbrltype": "monetaryItemType", "nsuri": "http://www.synchrofinancial.com/20241231", "localname": "PaymentsProceedsInLoansReceivableandInvestmentsFromSubsidiaries", "crdr": "credit", "calculation": { "http://www.synchrofinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order": 1.0 } }, "presentation": {

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shares issued (in shares), "label": "Preferred Stock, Shares Issued", "documentation": "Number 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. 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This item includes treasury stock repurchased by the entity. 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Excludes proceeds from tax exempt secured debt." } } }, "auth_ref": { "r33" } } }, "us-gaap-ProceedsFromIssuanceOfUnsecuredDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromIssuanceOfUnsecuredDebt", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 4.0 } } }, "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 9.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 9.0 } } }, "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails" } }, "lang": { "en-us": { "role": { "terseLabel": "Proceeds from issuance of senior and subordinated unsecured notes", "label": "Proceeds from Issuance of Unsecured Debt", "documentation": "The cash inflow from the issuance of long-term debt that is not secured by collateral. Excludes proceeds from tax exempt unsecured debt." } } }, "auth_ref": { "r33" } } }, "us-gaap-ProceedsFromPaymentsForOtherFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromPaymentsForOtherFinancingActivities", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 1.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 1.0 } } }, "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows" } }, "lang": { "en-us": { "role": { "terseLabel": "All other financing activities", "label": "All other financing activities", "documentation": "Amount of cash inflow (outflow) from financing activities classified as other." } } }, "auth_ref": { "r1161", "r1213" } } }, "us-gaap-ProceedsFromRelatedPartyDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromRelatedPartyDebt", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 3.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 3.0 } } }, "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails" } }, "lang": { "en-us": { "role": { "terseLabel": "Increase (decrease) in amounts due to subsidiaries", "label": "Proceeds from Related Party Debt", "documentation": "The cash inflow from a long-term borrowing made from related parties where one party can exercise control or significant influence over another party, including affiliates, owners or officers and their immediate families, pension trusts, and so forth. Alternate caption: Proceeds from Advances from Affiliates." } } }, "auth_ref": { "r33" } } }, "us-gaap-ProceedsFromRepaymentsOfDebtAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromRepaymentsOfDebtAbstract", "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 1.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 1.0 } } }, "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows" } }, "lang": { "en-us": { "role": { "terseLabel": "Maturity and sales of debt securities", "label": "Proceeds from Sale and Maturity of Debt Securities, Available for Sale", "documentation": "Amount of cash inflow from sale, maturity, prepayment and call of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available for sale)." } } }, "auth_ref": { "r258", "r259", "r1246" } } }, "us-gaap-ProceedsFromSaleAndMaturityOfMarketableSecurities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromSaleAndMaturityOfMarketableSecurities", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": 1.0, "order": 2.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": 1.0, "order": 2.0 } } }, "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsOfCashFlowsDetails" } }, "lang": { "en-us": { "role": { "terseLabel": "Maturity and sales of debt securities", "label": "Proceeds from Sale and Maturity of Marketable Securities", "documentation": "The cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period." } } }, "auth_ref": { "r11" } } }, "us-gaap-ProceedsFromSaleOfLoansReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromSaleOfLoansReceivable", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": 1.0, "order": 5.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows": { "parentTag": "us-gaap-NetCashProvidedByUsedInInvestingActivities", "weight": 1.0, "order": 5.0 } } }, "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfCashFlows" } }, "lang": { "en-us": { "role": { "terseLabel": "Proceeds from sale of loan receivables", "label": "Proceeds from Sale of Loans Receivable", "documentation": "The cash inflow associated with the sale of loans receivables arising from the financing of goods and services." } } }, "auth_ref": { "r29" } } }, "us-gaap-ProfessionalFees": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProfessionalFees", "crdr": "debit", "calculation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfEarnings": { "parentTag": "us-gaap-NoninterestExpense", "weight": 1.0, "order": 2.0 } } }, "presentation": { "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfEarnings": { "parentTag": "us-gaap-NoninterestExpense", "weight": 1.0, "order": 2.0 } } }, "http://www.synchronyfinancial.com/role/ConsolidatedStatementsOfEarnings" } }, "lang": { "en-us": { "role": { "terseLabel": "Professional fees", "label": "Professional Fees", "documentation": "A fee charged for services from professionals such as doctors, lawyers and accountants. 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Institutions include, but not are not limited to, finance company, insured depository institution, bank holding company, savings and loan association holding company, bank and savings institution not federally insured, mortgage company, foreign financial institution and credit union." } } }, "auth_ref": { "r797": "r798", "r799", "r801", "r802", "r803", "r805", "r806" } }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": { "http://www.synchronyfinancial.com/role/EmployeeBenefitPlansNarrativeDetails": "http://www.synchronyfinancial.com/role/ParentCompanyFinancialInformationCondensedStatementsofFinancialPositionDetails": { "lang": { "en-us": { "role": { "terseLabel": "Related Party [Domain]", "label": "Related and Nonrelated Parties [Domain]", "documentation": "Related and nonrelated parties. 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Stock by class includes common, convertible, and preferred stocks which are not redeemable or redeemable solely at the option of the issuer. Includes preferred stock with redemption features that are solely within the control of the issuer and mandatorily redeemable stock if redemption is required to occur only upon liquidation or termination of the reporting entity. If more than one issue is outstanding, state the title of each issue and the corresponding dollar amount; dollar amount of any shares subscribed but unissued and the deduction of subscriptions receivable there from; number of shares authorized, issued, and outstanding."}}}, "auth_ref": ["r25", "r43", "r44", "r45", "r46", "r47", "r48", "r49", "r103", "r104", "r133", "r134", "r135"]}, {"us-gaap_ScheduleOfUnrecognizedTaxBenefitsRollForwardTableTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfUnrecognizedTaxBenefitsRollForwardTableTextBlock", "presentation": "http://www.synchronyfinancial.com/role/IncomeTaxesTables", "lang": {"en-us": {"role": {"terseLabel": "Summary of Unrecognized Tax Benefits", "label": "Schedule of Unrecognized Tax Benefits Roll Forward [Table Text Block]", "documentation": "Tabular disclosure of the change in unrecognized tax benefits."}}}, "auth_ref": ["r614", "r1009"]}, {"us-gaap_ScheduleOfVariableInterestEntitiesTable": {"xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfVariableInterestEntitiesTable", "presentation": "http://www.synchronyfinancial.com/role/VariableInterestEntitiesNarrativeDetails", "lang": {"en-us": {"role": {"terseLabel": "Variable Interest Entity [Table]", "label": "Variable Interest Entity [Table]", "documentation": "Disclosure of information about variable interest held, whether or not such variable interest entity (VIE) is included in consolidated financial statements."}}}, "auth_ref": ["r65", "r66", "r67", "r68", "r69", "r664", "r665", "r667", "r668", "r759", "r760", "r761"]}, {"us-gaap_ScheduleOfVariableInterestEntitiesTableTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfVariableInterestEntitiesTableTextBlock", "presentation": "http://www.synchronyfinancial.com/role/VariableInterestEntitiesTables", "lang": {"en-us": {"role": {"terseLabel": "Schedule of Variable Interest Entities", "label": "Schedule of Variable Interest Entities [Table Text Block]", "documentation": "Tabular disclosure of the significant judgments and assumptions made in determining whether a variable interest (as defined) held by the entity requires the variable interest entity (VIE) (as defined) to be consolidated and (or) disclose information about its involvement with the VIE, individually or in aggregate (as applicable); the nature of restrictions, if any, on the consolidated VIE's assets and on the settlement of its liabilities reported by an entity in its statement of financial position, including the carrying amounts of such assets and liabilities; the nature of, and changes in, the risks associated with involvement in the VIE; how involvement with the VIE affects the entity's financial position, financial performance, and cash flows; the lack of recourse if creditors (or beneficial interest holders) of the consolidated VIE have no recourse to the general credit of the primary beneficiary (if applicable); the terms of arrangements, giving consideration to both explicit arrangements and implicit variable interests, if any, that could require the entity to provide financial support to the VIE, including events or circumstances that could expose the entity to a loss; the methodology used by the entity for determining whether or not it is the primary beneficiary of the variable interest entity; the significant factors considered and judgments made in determining that the power to direct the activities of a VIE that most significantly impact the VIE's economic performance are shared (as defined); the carrying amounts and classification of assets and liabilities of the VIE included in the statement of financial position; the entity's maximum exposure to loss, if any, as a result of its involvement with the VIE, including how the maximum exposure is determined and significant sources of the entity's exposure to the VIE; a comparison of the carrying amounts of the assets and liabilities and the entity's maximum exposure to loss; information about any liquidity arrangements, guarantees, and (or) other commitments by third parties that may affect the fair value or risk of the entity's variable interest in the VIE; whether or not the entity has provided financial support or other support (explicitly or implicitly) to the VIE that it was not previously contractually required to provide or whether the entity intends to provide that support, including the type and amount of the support and the primary reasons for providing the support; and supplemental information the entity determines necessary to provide."}}}, "auth_ref": ["r65", "r66", "r67", "r68", "r69"]}, {"us-gaap_ScheduleOfFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": {"xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": "http://www.synchronyfinancial.com/role/GoodwillandOtherIntangibleAssetsTables", "lang": {"en-us": {"role": {"terseLabel": "Schedule of Finite-Lived Intangible Assets Future Amortization Expense", "label": "Schedule of Finite-Lived Intangible Assets Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of expense recognized for finite-lived intangible assets, including the amount of expense recognized for finite-lived intangible assets that are amortized on a straight-line basis over their useful lives."}}}, "auth_ref": ["r1272", "r1273", "r1274", "r1276", "r1277", "r1278", "r1279", "r1280", "r1281", "r1282"]}

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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":{"r164"},"r310"},"r314"},"r315"},"r316"},"r317"},"r318"},"r330"},"r332"},"r333"},"r338"},"r339"},"r340"},"r341"},"r342"},"r343"},"r344"},"r345"},"r978"},"r980"},"r981"},"r982"},"r984"},"r985"},"r986"}}, {"us-gaap_SegmentReportingInformationLineItems":{"xbrltype":{"stringItemType"},"nsuri":"http://fasb.org/us-gaap/2024","localname":"SegmentReportingInformationLineItems"},"presentation":{"http://www.synchronyfinancial.com/role/SegmentReportingScheduleOfSegmentReportingInformationDetails"},"lang":{"en-us":{"role":{"terseLabel":"Segment Reporting Information [Line Items]"},"label":"Segment Reporting Information [Line Items]"},"documentation":"Line items represent financial concepts included in a table. 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M(<<8K?7>+l1l=9_2PX\$(0(2+/_lB/_L5=;%W\$7l?Q=Q0VBVE\$'lE1:6_MWKlR5?<_#_C?_)Z_.'X5C2:V-
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9%3G7^&7OR&70CP"lJXZ<&G75..l9KG4M2PJ94#DJJZ^B_#l#>!GW*!H67'7l=.O(CYR:GW%>E;MlVY<#X_M_&#D-
(((G-@!_/_=lFHW8#A@ (73LWADP:RVI(?E1#Z'F^):QH=J:K9=B\$[A_MINZ?_!=[B.Z')W\$HlF6X.36@D=!(6l_!l;)A
4.MS)&1>lG%AEA\$'4(6lHGJ_M.SlF%WU8S*M-U"0_&=AB"R'\$9,CW7(P-G;!(4X<"l_2SYlZX,8Y"YG8
MN#FE49)WDV:=!lQQ_N\$88)7TRG>&Q^0LH>?C6JlM6HK#)#OYXHUP+lZZ58L8
M<*Pl>!/Q9:H@M6"X7E(SQ*J@E:N"7l5HJ_H(C!@!MQ@l@FJP.Q_.'T...FX5'VC|WN/X4!*=X"P6E@!\$60
MNTDEK@A)6(4Y+A@>7:Yl5K>l>./BP:D:T?%@^?_6l%lS_35Yl4:lUEK-JZl-
4K5=7_XXMl'M@+^O).HG*4FF6W5L(+_5?_DL6<@&^<K_MVl1G_2Y(D4V8l9Z@W?;GM02MElOBM"^02LQ;
(2X5J7Y7L4UG3;=E6^=%\$00_A:#9N_M+l_+8%JlN^*EKMUS45G8OYDBXM:DXlH2>3lKB^+3>458K_..V5l%AWB_
MAV'Z@G_5MlPMF;=#4)"@+^"EF_./2_.*l%@_..Ql15>>TlX.P'K_EC/'CCS9l_M&CYKN/P1_WZ?/l@!V6:7N28R#%Al_#;:_
V/3>HOY5F#>@3FC;FH(1DlSH!_9Q_M;H3l4BM_W=&Bl@l<lVK@6..9)(J"VX\$0-6%AR'0%7_U(B(<-UH;_97W*POP0
M&"P(P+^#A'XJ40-?C)l>Z^"C4NR30#<1K%F2_J^7_MZZF-BQWF=QFMGCSY/QY:X^5:K&MUC'&+4?
5lNXR_\$C3CF9Y7lC;^N^HG_MQ:0lVQ*.'D\$WV9X\$_U5<l8-&
(6678HQU4RC*WRWO):l_Kl^2WA6l4*NFQ29A6NKV(+*lWFRY^&V)_M%N57XC&9P^PYE-J\$GTS/l
lEJ.D7*W08H32:2%_MN3%4YZ9'F3_0VLXXL(5*#K&2_WlTL'lT/*_KQ\$*lOD19%3BLULNE2OF6
%YU).K=JKl4l(H&_#'_M4?ZE16%_>E\$3(34Y6)2Y05LV4B:OAK_0lY9.BJKO^NCT""G>@^,SOH\$!64_M)l0A'lH-
WU(l_Q"BD>\$=F'7%0_K><(l_&#Q2'E2EK6'#&0%l5UH=;^#M4Q=M"l9A1=,SNG2Hl:1986G_2Zl0C6;
(!QZ0YUKJl(R_(FJ&3_43?Y?4OJlR!AAH_MY-J"UE%@_4P1OW\$Xf_0R#H3P?E64ZX)8_ZTO'8U(\$!;C0L6EY8E\$!?
&#@_M3N^0_-\$X_*ZT"LUZHl_H5PK5=GR:A1K8<2E+_""ZX""E_K%E<#-'S"6;!Q0F_MV\$KPOl^8"l0*8lVTQ3lNKZ
M2^SFP7&MU2HJQl3DlO:l9^T<_#@l_RCl_R_M%^.W9U9MXl*^@ZCP>L_S+>QHGP8HA*Hl-?
06B8A'lX^KJ2GV>H*0!AR8_MOMU%"_Sl(FZl4PPY;_>R58&l_+F/A_&YC^&HVJY720_ lVOlRWM%U4\$3QF4<
M;FMZ)l(lE?^B)RA:@_lL>1F50Q_UJ(DECO=+>_G3%YU-G_M4")Hl3#Y>=MPV8UFV780l2RN=16KC!54l3G:DSL_Y
MT+DX^Y@BH/"R9MVC;l3^U4NUZFlD+<l4IE;WX#DO5QDJ*!>=>G5l_KO7V_M4ENl;UE_SM;N-
W722:8\$)_8lYlRlJWQlK;lE16@(&_l1SL<4<0lX*ll_T
MP'lCX&"^+l8ESNlO"EIY^ZUQ=7W0Z/WYBTZl5XO(CJ3lDHML_Yl.V#_5"lZ#A
M&SRCG+J+J'NX@*2KU5&Yl&Y\$4L%9.U/5:/A0U%P6l;+?+Hl10LNVD_4.<l5
MOW58B&YVD;MD!NG8RF5R)VB);1=1)A&@=;EOG/l1+DH9FWl@\$L(?=S<#F+CO_MZ;QS_ZP_.\$Z9^QV6/9?
(#l*QTLXE(60>)%%"_RS@Z^&U_CO4JY7&:0E-5R
M+l<l0#XEV@(*W_&1E@)DHMC!BE8K>;BN!O\$;lP<)RT<(66_CWMF0_lA)7QS)YHU@=?_ZG2Q2lB6Q_MG-
l'lWV67EAK29LTZP<"lN3lY^0+W^_W0_W%W.W.%U%;JY_M
M&#\$Zl:l4l%l'=M_A;ZY+ZlDK6#XlN(CGP4C_ V7Y%MX?9FW*TI\$S8@
MJ(\$7^68NIIDD;KVHl9A;/5_-\$FXlJES+UV4X^_9GGDAG/N5"BFPMLJG7T+9X_MlT?
3U5&Z53TX_@_VOl1#ZA1\$5A9^<-3?YW9@.EX083.QDZX7A<97T7D.2YlR_MP<lB<_#lF?0^l9)&0NE3M"3'C1
ME%C>Jl_1%lCT#6V.H4W9S.)^_MNlR7YZ/FOFPF2=AZH>EICBGE?#/#_VVPQA<?_M"VYlRN<lB_#lY\$+M#U\$P;
M;R0A)B'l-DG;"ZENT+-2G4lU@2"FC?R39A*^47RJQS-SlGG:lG&P?+F^Q;
MS9>K14lZ3VZl#1\$;=#Xl&6X^&H/K<_<_)lNO;KTO:'N>QFD=BYl_X_5NBQSH>_M4DEGNR='&U?
7ES=W7l/#&=65)6WKlK.C?0.l)3-KNV?KGQ_M?3.YJ^4JN_7A_3UR@6)'^5)9DE8Z7Q0lV+I69(6?
KX/CB:6lW;=F19P6_M;73;_>BO'MU1NE;_>1_^X(2N5@^_+^"(+#J5=+APT8l_@+Z#")l(Y_J=A_XYT?;"@
M0>G79#KY9=6NHlH4JVM3>l<8RVl=/_lN7Jl^JA@9l409l7NSYGWXNl;l_Z_M8LXC&P>HVU'S'HlN<6JUIQ=#+;?
QCUW_TS0EU3CGKEB|WFZV2M6K#ZU8H=S_M5PPQ9l-
2+Ol;+NlZ72.NXO+B|N+Zl+X^KZ_)T>X;S;Q/^&@YKSO;_l'M&O\$S;l'G&)@\$*Q\$*^2W""-WV"C@1^H?
GU40*|NEJ=;!#GX?lP-32\$E"AIC&_M@?lXG+^"Z6RXl=I8>67Y>427/HT^WNl5&W-OU(N5>_>^ONA-A_52Ll;5U5
M"MK(OVD)5T(7'V&&55^P;_2_#XVK5QO:MWM.@FL7KLL2DKF+0E.O_!l_C_MF2_?C8VEOR4lAMZHR.XSZ!""\$/?
lG.J+Z3Z5Y<'P%G:5l*6W*^lTl_MlH*Y?LS.TRlP^V4'l_-%lZYEQ0K6S6K8M5K5LMJUMN5>INW#MOM2KG*#lME
M5C?_#0JTP?X.HQFA9QD*VH:E(O9=FG&K5>LUMKUAO-/O:SO*1>T574;VlC)BCC%9BG&F!U*Hl=;l<_*KU<7<9:
MUlJO=UEFKWE.5=N^/5J5^V)K9>Kl500_9V.R>1Sj.5R_U?5HB=Y_*HOB=(-_M2O*-(.\$&l^N>NlER2F0W6-
Nl5TVKlT&O6Z;_5Z;3#G37A=PV*L9_UlJlR6_MJ^>K@K;l>YHlRREK^Y*V95%CS&K6NQOUEL0E39;
l2lCY>JA9799KU\$F?l1l_M54.BVPL5KKGSNB'6\$>l@:6EO7_%OKLl#SWF@TGK6ZU'=O=Bl_OX5V'S^YW;MD
M4ZNY2=68l/D&^6S3l4-lKENS AEAG'4C?7J^A_MDK'2>*\$l_*ZB-
XGYUO<^OT*_VMT6(^8^<#DS""l1&TCT&?)NY=*UUTl3;_M=DU+^/6lB.MF;YXCZEW=!_B#=#JlJl>;TR?Q
99lRVQCD^D>8'F&8+M\$LYKE_M6K7=;-H5J_N<=;JELM6N;9NN>;
MlY\$3TBTW(RX&DYOF+)"M;\$MPlRHYJ7'R);JW%PW-@>V=JY/Y_SZ_+6E7^_M0+Y)2V_2_2>"D-
T.J0D=67CXP5%_lU!FXZ3Kl:A(WlUQ:(%_C_K_lSj=E^L!;H*#X0^>FSZl_M?;0?^(&^W6-1BZ_N2FA(SF%)LGA
lUE)^lNT?T.T9N+FFSAF#HD2FOHT_MUJO:TR@_CVTGR/CB>6PlKZ_UXlFAlY*\$l;SlTRB4>Q7)X_ _CTO/A;=?X
M5^3;@66:5-%AA_6@OO""(N2LW&_%3EGl9XSR&+FVP56O.U@6_L7lPPW;lYl3KM&HlK&QlVC"ZlPlPYA.?
T9C)K9KG*70X^_8/Q75R'9*Z?5F&_MOW!W4DlE7N_MX#U@'BV^(K=>&RFT%A=Q_@)AZMPP=
M7T;\$6KF(K16%_#5O=J(Y77<9Y&DI3;_>ABS+?8;H?A1)NlH^l?>GYF*DK_MOHl_Al|>lYF_M.M6?V/K.8l7&
0)Y>"X_XO(PC<7/Rl)_S>;l^>(YDKAULlY;R_M6%UDlS^%J*l4lH)l&M&5BF_+0J#NlV/N?_YYlJS?
+GR0&GN!\$;lHVBZ\$W_MPl*SY*_B_lC_lY66XG_X="Pj%@16.8F5KlJPlV26^XYN0*);*59SQE6Nl_M(A#+Z(CX-
8%7N(VlLA)lQSl^UJM7RlYR374Zl?*_l_5E0M'E.%AOB@l-YFZ*_DM_M,220lK'(l\$UGGL4lZ^2Y5F2&ZBK&-
l\$=PZ\$=AERT8PPW#CUF&^l^+JlT=M_M&M?7DQ;OV_Y-V>*lHSV-8:558(lM(O&6:KG;_Y\$<-
X*PZ2OGM\$;WlK*906X_M&EUN#&ACX0Zl?T4NlVDlT%_XW%@FP/CT78-#_B47_(:Z"W_@lOY'O_<
MEA8*@CZ<7ZE.YK8Wl_VW;0lH)XWX+.^&IAA;_SAU3FC_MN/7
Kl6YVJR%;2D3_O)EK@H6%KGY9^S*FDXQRlZJ)Xl@SX%QYG@!l_&IMX=<_M/7l'D@?)lXW#R1R8*H5*?
2S5LR\$HVE166F_M3&!@C^9PB"3U!\$>_C"W726AM6T2+J_M5\$KY%J@'9)G(+^lC^%lGM.<9l_R3
MlY>_W\$EY0&B<l)8-M'@7^>2@ZM7280;=;B^@_lU'lAWl%Y^M*UP(*_lG_B_MECPlX^P_N
Y4;CXD355#B_l9CTQWCDKl+XlHlMCXZ6&)#;_U_/33P\$W;NlV+7_MY^QlD?5@6D2>030\$JPl3Xl%9W72P1Z2CWU


```

MR>M3S1CCR"D2EN?5,R$G@9S0-%5GU1@Y?7KLU,N:JY-RZOKD^NSZY,OM"# MF$<+HBZXPC:SP9%1&
IR0$W(N(3MCUQSWXWE+,$!%QGG" ^*A8-)ONGS/T^O?:*M)@9>-#ZPA/W/!(^HZQJ$J:R:&@LJ8<^?N&<1R?
#WRN"GP.BJ-UGJ39^G%HK MH-;V<79EP.U$@!&ZR)I1.V,00LIAC7?>-152I#6>3I>_.GB"?
9;8VBY7?"@_Z@4"21XP^:2N&UX5 1Y1 +XZ^ M40QQJ6Z8V+1IMOY@6QQFI&W.IRQC!)<040?1<3WHOX ?^C!;
C3Y;-/7" #M!YA%KB,0%FE5SH1@$L1B>G(X('KD('HB_KI7,N*(^2%)9"7%AA??(8A@5 M*90D7B/E."(87I>..
("UZS7@X^N^A^@_SCM.6B6.Z MQ^+8!2@O*BX?H7QB "7C!EX9">0UE,..!KPOGC<^&V"Z(Z3#LE H
M7">$-0!%MB/TQ&8%R^TIO#?"DS?IG&.@T-GT_HJ70^!,"MPP(86?YDQVD%HPFR>AH2QZ5ZP=1A83!|AS<C^!G
^G)X>H">$.FUYC^*L8+1O!^WH6 MI=JF^OKF.BB.2;.4FZ;B(C-Q><)66!HX#)Q^P3V_%R6HD5M.)0^E-WR;R
M@)@^#)C#15R+2Q@=DT(U4E"M*9$8P9_6BQ/TWKAH7PE$2_2!OA>D5B7TF<5AS-1#845!D MJO<2!7H&5E5$?
F##^N?!"9_(MO#JH8/_UTSF6FYR)|+!>JGXN""N?#)P
MG=XDKPN^&H>J;^!($*)@_-&!_BX9^<_A0!LDLNFYX$K8;.PFO5#TK%*3F?)! MT(7!
(U4D1*&^*88E1BW^8R7<1AGQH"IL@0_#50017JG.8^&UK.&PQP+PD=R!K-S G>52*8!=-JQ
MD)XTPFD>/DMTO^@_I7O^13;?@1@0N MCIP;V.COAL8@#$?T!;=-C!_@_A1*5 L6_)!0!PT9_AW@>(M8@_@BZX->7
M-GRCQC_9/19^SB^H&4/GC8N?BS) 7#R L1M/HCPQ@*;;@_ MJ2S_$A4NU,<1K@-'^0%_FOO X'.N_Z<0 R_35UOX,)
(<..U.HF5Z?)SX!F91 ML 6"TXM5X2AX HS>1_1X6TRU5V126 ?;9*XX/U4<5#R8' QL632;W:C1.3 MRELJH5JH0##
4@("U7(-I&I^C7"1IC" EBD_#BVBX,(AB8)I4!@8HGB(PB"7@VA+
M#GEI?"P%W"SUO0<)>5GCR;CF<@BRM$U^P$A3%17831B9IAU((-SI*.B CX;J MGWS-SW5>Q;@_-,$S-/<
M<;H0ZCR@E_-EXL(F@!&+AB/9@<&QAW1.F1KXD(-5M8",25471^1<*&JX?X.3 5I#Y@S3+!.(C5^!UC0
^U2%;JD0XW?"W.2%)#""I^1^FXM$+ 20 M$6BS,<$LX&Z'(PIQ>DI(W%18&(9&)|$1/"4%N.H30+B2_FZ823
M_-.$C4<0FE;@_-."IRXHZ<>+/+..0)9)1^+7R=*!)W/5B.3"P.CEI4>;N96A01^#1^1R/(?K1LT!< YG./TS^/GV<-Y
_"Z;^1X8$<>+A56*?I M@-G#PD""=.9L?0XP9H!6=&;@/ON34M;)ZT#7B^4&1@G FCH0!V;.#>@D0DIA
MO8M(5+A)>RN>(-/T!S&63=)1$@!C K2 MN<1L@PJ$4QY53PZ*4IBXH 6E48IBV@*A^X?;1#WU;=3JXL3I( TRJ;>)I_-7
MN ^H2S">D#93G*!OZCO>X!04GJWF^H+15KVD2;@.Q!7#K2TC<.;251EL;7
M4HHR14Y*/9LUN>IB:2XA3Y9ZI20)0+Q@PM+! S(-00+/!1*.;@!D)^!X#4IL'H: ^7"67A;7"B)L<=7G
M8<2$+F&;^8AJ)D1##$ZT:8DL;DF=E6#3TXJ$T4@89O&>./4-%B2=F073 M-(W^0%64#/??
Q/G%0'5BQ&UR%HDZ7$-/S1Q@18AE!WXDQ%#1JK*@_ MRE_XS%;X1^(6R."$!8:2(O_"/K+9S50% PB?"@113_#.#I:
<73HDH7Q74) M0GJK@P.F (3" 82_1 8^PL+FI#S!2JTS (PCX.6Q.92MQIX1XWR"S2GG M##9_*
47'2_U8+#!TXJ.2IBE!62B#G.OYW^H=R6?)\7CD0%3XOXI!01'$ MXM/EP.PVR99+4!Y2*)J6#CI $"Y'F"(F 4,@C^
2;LHG74"V1 M1'4Q%XT63VX>3+T/QS@4$^!H8IK!)1K#+14%W* KW4.'L_YM#SIV9-=K!+
MRHV8(X.6)T16<&40H1%"#P(C!QIVDBD?46L5%)PTFL*M8X92^12K'C M)"H@#U
F8$X*.0C$9LTD)5F9HHPQXGM<%ACIK*L5*(2V18.L!Q@_DC/WH^M^*ZAX0/9Z=>9HD F^+;$-1)CD;(-+;(M10_.09?
!1%0-()<'!'+*M #GH M?E7F1#5+(-NTA%W:026$L_..26ZPI=@X5DBI"$M-0%>Q@_@E"J*98J$(S+S
M)JGT@!5$Z<=4LKU@>;P9X0&@JN<(1+;AEA_J=!)S1V_2_P^A(-ORX.4EJ1
MU5_.TF1"0LT.B1;1>^2H#;=46^$36WCNBP!_3AM%230.&7Q, M2+;B?;K' 2D?;(OJ>KQ?
03#*#J"13LZIEB65^DHE;+";H3?2 M"L5(1#XG3I3@/HGI0JACP>08/59OC=MN-/^1>(&B>*'1.V.<='G9Z=G2Q
MYT3H&".LL/I=B# H6F?PTKVU^Z!3AT2!1.9(T3^PGI9F^(Q6D@!3!!E@/E^X*H^J^3)<(IB;8@$
MCQQV+.Y$Z*_C+K1 !&UYM%V#0.OJO C)!(X$<@(!H6(Z!1B0!PGJJ D># M'ZM)!"$!J".06)E4(0F
MOX6.09_4=PUMY F#!A^0=S$!@AQD_F6I$(40?+FS20Q%F)P>B7S/>J+S.&Q_Y0_4
ML#3)"PRN%M40TEGB26)H"98^H(02T>?%4 $!A:8Y2!++KR MIT8I(^2.@/H@3^C N(GISQ%O-V.B3)19@A_=IVX2=
(P!_'16%1?^OC)R(-Z M0GB65;ST<6/#;^C$=R"B0H/^*B_J2&@+U2=K<@4*8N)KD-Z=" M?Y8$Z#@_"=
(A@W^OE.L&.*!# Y-%@:AM/5I_#^H35(!'QO9=,6"4.(CE;1# M!1.S Y T8_<GHF=1+1H;Y;U8K M$N.E"S!#Q15IYI7-
#&Q1> $^_@_.LC"9I51!7!Q:C6+F^IR4TB;9%3#SEL(% M@;UA*>87(-9/UU^*O<*)5;10N5Q8H*:G
EBQ@TCR&JHG2!D6LF=-;X4=XN"J23ID(+G$!GD"1ZB!0F.E2T MW:$GJ2"RNQ0_8ZWWT>2VI=3!3968;KU:=
!%6V&+YW^+_)OJ8L'DWU+H*ILT.>PA>=R"J(VJ29<1^ M$H(#A$?3IV3U/0$=A"Y*Q:;A.14+7M/IDY("EZ:E0#A
Y(O+@W:10**Y MDLX7S55TOE!H1MY0EK"@=JRO,K^FN53%PLVW.^/T6^?J^J+365#4.C60=KW=M;+7#*2^W$!
L^" MA"0K($44YXH!%#<.CIP5=J62%G/^!&XR"*_ZT@F.FCK7+&18ZEI0G8!&Z! M'7YPP!LB!+ONG?H5#?2$-
^#&LS7?H!;G4TNKX^CC%50/O14" GI^%L.G4C MOUR06RIE_7 <$=0*!/#"=BSIA_M#;EW%)!3XEWX5-LZ!
->$_.@.ZRZRYT4$P9$8/@XX9TORXD!6I@O MMKN1RO/ALO_-2Z6$_.10*L+%GM'DQD_L#MP=TM @>.@IF0A M<-
1V>+ @A>17A%1+P.>#3'ZEY+D83D!U<2K.@)""4+F#M M1$!N&7T.9$6X/)F"%944G!PV>OA!69?K!|1=I-
^!T?L!D)_C"ZS"6_2V_ M)>.(NV!VTH+HOK:%3#TWRNM;JE^X#T!8WJ/GRE+JBD*FM"47E>NDP_*9 M;93XHL-
*J6$.Y4V3^PTSM*5B J&D-HBA+Y&&M&>+(6^P$B "SRYB7L"SQ'2 MF!S_$LJ2RW&W=))/#^D<%K.IDF7-
*@XEW(Q.51;^A#F0!Y-"%..+H@3 M6 P+^!CP!^S)&74%Z1$;45!4.B 9L'K-R9#15^*YMVQ!ROR29U6%/(IBC8:
MP&B%YXD4!"CI_1)($:6A2)M#@.Q MK7;ZYN@VSU4K$*>X^NBU&B$Y84>;BA GG&4H#B?#+
FRWP,= MPGQM_M"AD#&9C+X7?UQDBJ-ISF@>)"&1>08*.4C)*0%)+$;*(8K@)K_ YL
MBC52KH!5;DJ+B$XL4.PZ0VBB)H.?& 4 G!A.7A?)18Q-AW*.AD+K")V$E M.268!QQ.0E&0^W>LBC**$.UX<
DKD#.E'P;8!^Q7$(12L;22N_.6$GEC4A0P?2^VP(Y-M5TG;>1B!X$V1J8/(W!DB"1"0;Z!6"!000;8#!
f2.T<8%"!L75/A?60X68 M7.Q<)WB^C6P+1LEQ5P.54;@/MN^Y$WT>=JH1+$J1L;.(5XWL&S!3H!E7ZY(I3)&Y1P
NV928$S4^_ (+^M@MB4>4)AU+D*QLY)B8HB3G^KV@3"!8Q(DH3O_TFXS3Z!>[QXGP^W+(&W.
MB;DDHHIYE*QBVJ7-!Z)CK!QSSI2P?9WN2-1S64(UC'R11ES7-#.2TNBFG(
MG2W.*1"9=193V5BQ%$..F;L.)< <6E;YMD3!"!@;#9MO4!+_(:1/6X=E^M=>TKO.E-[%"#
(9DMLN!H769G?7Z;$VCG-DE8D(S^F/6@>;H$4R6*6M")+ M1
```

MCP*S\,D\!0% ^2KEWX6M#F.=|<::%D)9GZA3HX+E"6NJI*19JDV6'3SLH.EE5DFRPT6*!E9
M71!0.4'T"FY2O9RCB>W/"?I<+&3.UTG@VST*W>'GDK!% ^9MJYZI+92?ME!M5GZVY+
!8\$.Q(7523R4ON&2X ^>=64W?I^ (H,J3VL ^,RO,)Q_ XA\$ ^6:\$9HN4+ M:(9% ^@'6:?
3%IA ^BBJ#Z6.P5.R6IEFF*^T*CI< <3^W<2&HRJ FZ.F.+6Y: MU4Y 5JM7!OC3C0Q\$R<1KI!,0!RI_L8Z
<60U:*\$SWAA- &AJ*WB\$!|RR12#YDUWJ.XS!1F "6HE9.R:OJY5*K.? 2SM0X.XPIN4*68P%RV\$!;M8
MSM"TI+YKKI|ZZB6F*E.=C|WOLYN3ZC(4#R^8&Y.VGUS1=L M^1@28-
I<55M7!F!+8F\$UA=22G09N#%;;%BB"INN);D\$H*!-QJIOA\$6P!2# M;)3DIPZ)<>P>-X:>/-
!QT4LX=WUZ6UVU:W@W60*+T.OIZ_9MF\$M9>2!%O* M@\$UGH_92NY"FN?
7L_7.=!S6ALVZ+AE6007V2UW73XN3'<|O!_7 |H&R=07 M#K>G&O=2%B1"JS(Z,5(I<3*H%_!#LB+SVH29_2H+
C\$@9\$2Z)R504H4B>|Y MK!7N0)L+SS7E.R_?04H4W@M-.BC-L%P!>/RKB+ZN1!|92_M
T^MXH: ^7EB!0Y+9)=E=^! /XJAW!Q!)F5V G&ROHX3 /R=G+"MIV7D\$! MH?Q!)09R^C/FML;Q\$N-
4^P%UK!0YX^\$B)+G=2R^2.O!E M^N%=8@YXO(Q!A)80\$#TV*#=67;.XQ@T(F^#47! 8(LR:6E4\$WQQ4C!L9!
MK*SRPI_8&W>=B!H!J!";.H3A!J^_LWYF X*;;K6R.HQ:T4YS\$|FK)|@2*\$ M!56T.Z&UG8:7J2IV%.WCLN&)TVQ3 M3';
!9;/TFW@'JG3*N8<4H.=U^B@OMG7QMPX-7QJ"Z6^Z_+G"C%DYW?IK!9 M#PR-^!Q#J5*!L;U@R.'?PV.H+!LY*P*=
(YMZ1J5!< <|K9R>|TF6&H687DPK2 M00%:QBV>-7&*H!5TZN!\$S;N^?#F+>VK'=&8'9;/HJ6-)2XI(5KJ?H!_=-7Y
MWW2 =#^0!Q4;>|AB.\$!\$&JAV!<0=H?SB".!QB!P.RW)5#9-Z!UIK"Z^!HP
M(5* Z0KE!Q:@JOC3HX.M9PZTH*..+=5RG3H!#?^4 !EJ39P0)^D63AC=ZG+/1^H(U+LFY:(.91>'!I&5:D
M<_FLW%/A4*'.D"W% ^0%)B+&HEV!K1A>5!?!?AL.FA6#\$=MGIE_QMS!J2:=M!G!_S+D!RYZ.Z.&D@*OI@<2?
!8!DQ1T7L@Z!X8!F&Y3CB2W\$.4L9!<7=|<3X MW2S.WX!MD#QDMF(!9MXIR!^XF21(MZ.J8'UCN>1ZK07=P<+
HG5XH!#.B! M!\$^"3.GI/!TX=0^?78Y!X>T^PB3@QG:2.)L+!E!<#^!(!GX>|/L:*)9!RD-Y
MRI_P.^Z"SWJ+.9^2D@P+X)9U!C0+,.+W%:2!%4WK#QTRW1<\$Z,>|5 M!%Q@>3S+@E&J7-F\$@X?G.N+(7*
<:OYC#9Z=<:.*< UUD>:(!)2S"N4"UT M#. #S\$N!KE?RO>|(VEDP!W|UZFCVM3Y^E@9!LPQ)42>TCB!J6P:K8E-
&:7DV67 MIRC%ZCFV%K%/Z-'H^!-X?TI3U*NOS\$ VTX&&+J.G5HH6342ID85?&U+R3 M\$9?|!43QT_%
(:.)+R5%*&+!0!=*PEBDX!2M* <^Y_ _JG8=|WX:7@43YM.U\$ M*
Q2.S!H.'FCP'N3L0S1X"G+&#U:DXWR>29R'S! JO*!@/YNEITK?;1;! ^ ^ M>V&3R1H;Q^6)R!5V(?)HHZORI>K=^>:
%WA(C:HAIW0.JD@)USJ!RK<>|!%7UIBH@SZ-.GR,8!7<*Q!_D3N^J.P<1H%M4@!P!T\$)8,BIT_37_3>J"1.M+ M5!7S*
!92)593QX79S" JK5EN)4MJB4CX>Z!\$O!J3)1 M!M(K0!)G2E=DL?%#OJ5)P<:X!DB&!Q3ZR:"D\$1\$ =
MD:P* &B!8W^%\$XIPVO_!0\$!TEQC!+/25S!%0"IXE,2!X-WMD ?MN%\$X 26,#(MX!>2*L-MW:B T;2;7'
^B/GX2.> +1W#1N>/SD8B.=|3Z &ORQ95/T:4!% @ MVV-ZAP7C655TWM2-64EA4!>7?='(!Y1>+!HC:O=,H>V7ZV
MN!&L.TMY&OV9%7%PYSZ=GE*079!8I>!FO47J">3I=#J= M8X='YX?M';><4^Z-E+O##K)Y-GVWB#H75M,|L?
!*,M*7\$!L=;28>=>?ZH8-Q@ MRD+!+!D2H24- W#S!@-N4:5-X!QAE+52G7BP5RY(&<.\$U/3^99D.FYVG/9G?
MHBW3CLC4)> +N971)^P+AH<2L>_)J3\$7SIY\$MLRH6H+P75/25Z_DU!N M!A>%#AC(^3^4&Q-
5AESU9E@R%S:3BI/L\$2.DZ#225P!."PL".QU:7K/?"2 MD5XN2N@G:S84^Z3J\$1_#S&RWL9B4R.UXO:=W=ESA?S1-
>2YGKN!X W>CS-1NW% &C(9;N8!QH! MWQN*HH IHS319RT=##21N=SNWC\$74%<
M9:5FBPPW!F0I9Z4@22K0!;D(HL_L:P7#6K\$:#(P48!B;E!9!CSM##8HJ
MQ<2=/(AS..)N@/8S\$OE!O.SY<0\$9&2C/YWW/Y>DN4? @G!\$!BZHF5!NUN==5 M2S3!;E;F:.\$Z4S3 MC-
>45G(OEZ*)1V>:.\$W4Y4@59(CQY5)M2;!(H1.M@8FPG0_Y(UCM@@X/<OP_M)=T?8_M'ZG?3#*RI!_4PV/B\$?
FEC)DOL2)S_K1LJ?UQ2_0?#&3+.7(QJHKOHT\$)O7Z!T.YC#A>Y4!/V?CY.GTGP.T!7!0AJ
M\$O&W)VJ!%0IM(X^\$X52.%R^J1+827BGA)8D)Z<16>J.V3/6V>*<|+?3UR%W!_M^80T;|@CXF^22<1-
A""=RW3/S9(OIKNM:B!|!)/O)FN4/LJZ.W9->S%D_MH M+!5U(!!&."LBQANB7&3*"/!1N*)
<&:W.K&HPL2A9^G0MC02%HNG(Q9AK@ M4R%M%)'550R'LZ\$J_P4>Q53%!FO1_0
VE1C!10J2A5K(B9^OI#^!IR&&#! M<# @U^%%#=G(C%)25Q2\$W!RZYSE3!;H&?S._P5=|+*?H("2WB-
->5AFNLD1<3RL1=RB_M!+Y6G>P!)50B;9G6F6V>3-3Z*08#;M=648T F6PBFK&@D 83H;LOU@TF10Q MI
5\$7!UQ4Y!J8ORLZFC.ZCOH5!V8H1)428Z;GUP(MD+ @LIZ&QFU" ^S0J M!HIQ8MWZ).63=I 2:#@Y/^ (9!N3--
)!>OW!UZZK&"6!\$?U#% 5*FVJ!%= M!R6OG7W*ZF@L!6Y1X?/G'ND%JC>4%5RSV!9,=*|1>+ZVY?;!H&5!|HA?
M!AT)/<3:+\$# =Q!HO@OL6+Y2H("6? 4:5C!5CM5S+3G0H&V_3R!HRV(_9X) M+04B2-Q;F!2*)?VG<0!
L MIA**0NVATF!E Y% 9X*3:7SU=5&4WU^V<|2P M3!Z8^E#N!&K#C5)HP(QR?J6^DY.MZ8*GNGD5;#&TG?%V-
)PXV(@Z>ZV:(M-CEKBF\$Q3.=01*W4K-!2PX_TVZ5FE98;/^)R1XHB<=R\$
M)Q!LRIH+EQ:7=X3=XTTO;O"= _KX&I+D<9J_5H!UG05+!*@!3W5@9(Q8P2% M!522JF_"?
TVY!0C3JF(!:A&H8!P>V.Z0#J".C!/"V"0.Q9AE@R7^Q<M0ALE.MJ(623.7@ _@9R?2*GF
MZQE<3!HW1WFRX!A2U3S9L4\$MM PV(H\$<8J2!U0!9_ /9.U&&U.2:!!W!\$PN! MAU^9>Y<14JOH00:"O385'
H!K/DT!1 ?% M9.SX5M+H+L!U^0":('2N@&\$")ZE>U-X1H5HIK4>:)9D#@Z4W3RB+M&>+
MQ!M@5&8!T#9IH;5M/_Y6!N7C YZAG/>@7HJB+I_RB-FTT^"W<.HQ1.)7-P3 M'CGHP.?T(DPXLX PA
Y08"UU)0NY>P\$NGDQA"V>2@Q?A/OH.MDD @Q8!CIUO!V!2+!J*CBYR8Y!+L3P+=+>S3FR!\$P!F2^MF=RIH!\$-
D2 M.08!#@!^T7S26X!^ 00IRB)%@.S936*3((#NJIYW_OI#8"SRES%PFG#B.ZK" M;)8U5WD&S-
\$3Y!FLD+AH6=2N(&=M;K/3%B!JR4:7*W" L^OW7-J 2!%+!D+DJ!T!N>QEBS.40C(R"i9'T>^!Q MO\$+QPW52T?
=FR!W^OEJH+3 X9FB*K3AMR(C!);O\$^SY"H%RE%4 I>W2E!E>V.2L!H M"OR^UIH!K?+RJ0(46ZBRN.KD^QE1)O
HLVJ_!1(XIY^Y6L1>9.YF#+=+1\$ MNLF8&/HX31C)2X=F)#;(ERXFPIK!&CR>C^<+!#RWM7=3MIVCG0H1S/K/3!
MH6WWS<&:H&04Q!XQZXND)JHZLUDS45A@.U*T<##AO(7+SGD5'5:S^&V9K;
MRBH!XZAQ>HZ%.5?)^89&!=0.#E;A!<0C7!D)R.(L.Y.U^4U<+!0+P.5XAH M-
TM^&V<5!9002@98&PJ7Q+!/UC"TMST%KZ#E5(F/TF-R MP N%EE+ (29MF>Q?&7R^1?S9F6!0_BQR#9?LBL^:(
=F2ZE!T6O:P((< M!2HRIQV!Y*#.!B8Z6RZH(!O!4>VV?27PXSEB^L**L@M)O&9_#*Y^=<H MK9RY9JAR#BUIR?
R%\$+FF'(2(44^\$YN98HT3;9A0D9!4L(F"DX!J!)^"0HF2 M!7".*0' (71VG-)ZA*^J/^!L!HK&3A%ULIY_!3N76!J^7T!E
UTC4&";? MSL^&ZK J!9N*_.U!)@<|ZRD^2X9&8;Q92!>:%)>A%ES'7+5" 6.46(&T MQ!N!XRO)E-JJIZ\$!R!;*BN!
!TNI2K*3)QH!GK.U5!FXTJ;8NY:L8+&(TO MU:Q>U N3.)TLYR?7J74*Q5B2Y3!>S(=,RJZ""R)R)!;R!_9#K?
(LO%NN MO!LXK0^3VL?A3;AB!4L;S)5FW2IC5F.RZ000KX9AC!A5MGD!#D@P-5?6R M-FQ&A)ADO:-
U&_A!>ZHP2+^:8^2%3UGG1B4!\$0729#1278"Q?U2E55)&W0(+32*YBR MIR&^J*UISB^BKV7%I2*G"XRHPR
M8!@ZB5G9M;Q?0@308ZWE2T.)ZO%EY)J(H!4:Q1UR^/Z&AIR2=0Y&3 C&C>30 M!4ZH!K1)HH3L!*=!JE
0H)O%0?CJ@!34)UI>U!V%:E@%_ (NY%81 9U!Y.V M(8M6YMHP-^HOU# =U.K%F50U-
F(&DTH(!%XK:X@%3=DL*79^N1(X8-Q?NKT M7!KM&XV"-SS.HJRG.UO^!66!U6Q!348UX71OM'6R7AV+DA
D6&G;9C-E^0H M517>LNK55".A.*+YI^7.0SWQ5!W!FV: ^!S<%)Y7E!1*%SL8_)TN(AS"W!3!_M3WQ!C!?
!@A9^BCS8*7)UMH=JKFOU>.0@UNP Y3?SHE!F*3#1X)ZWO!LC0SL_YFN#%=-CE,&VP=5?1D!L!H!WD
M3H.0R_G#V.L66/=;1\$?_!2GVIOL#E.O3M;K)5H<:125<7_!O&M)&7%M=|M@B0=83%D(DS,EC^O_?L8Y7J#H-^Y
M=KDYORQ=&^NE?OGPV!O" D_>+H VP9YZ4#.0.+K.F/EE1@FB!4^KD!9^K=) M37#?/ZKD^&K)
!&\$J51301/4DB)+P;\$AHRV9#186-T9U_9P4HB8;#_!2K'W) MJ%EC!>J/M=XPI4#8(->:8*/TG#*P5'PG(0A16*+
(P7P9Z&)*I+J6X!N;+J M(J!UASK0V=E.U?D#+;C/JRWJ944213BD+M>|3!4Q'_F6U15K6(FNY(JW9% M!?
4KH/PDE8USE>^A&W6K'^@2E)4%\$E_ND!5Y.>&=@I5O_!13\$#84MND.O^TX MXZ!\$Z2!%*I08!R%\$\$.Y!2=
!O!O^C8N*P\$NY%)S^*245244#9!C(S 2MV^QK! M=DU9)X?J%WD/NGY3Y(:.@?>R?

D\$QLBC#8+19(HC)*YUW7>)5/NR4(9F:A MNK.3#B#"&C\AY+*L2V73%0^J?
J@6Y4D;#U:V_3D5%Y;=EE(=GU\U7>A;& MBJ- EK50Z0\XN72USHW9K7R9;P)>D%,-L0ZX
KR*>\$E:R.&'1)N!ZD7<(W!7S M&\FZ)=3,2F4S?AGF<_#I-1QN/EA>85SEJ4EZ_1(N1<<-Z6N6(6H6N5 M+'7^W: X:
=459&:/M#2;K#HY*RAEN6 \$ "P#\$BE+7)PTRKJR"W&_U=^N"!
MGSKH>F#1Z"1#;ZK5<1A8#AEERJ8>+P9+NUULK8+V88 !;"513P0>IMDDH MV^G /9B2#ZE
F1RE(@Z)'4(1JT33%8JEHG\=")7.C@>5J_BUK%N3:1_';1C8\$ MSY7LKI=R7B7X=13)96\$P4TRI#AB:8,\$6<1L>
'NA@4FN"0G=1/<%K \$ _M.@S!R;Z/_3#;!XHWX%=HF#"B1*!L/*J>,)EEEBW2)J4G+Q;D0"@Y8%"B
ML)^8DP'6O\$4=H&.,FD\7LOI&3-H%?EU M.71UF"(N0FU<'< M6+%-B&UFW_6H8J.15P MUN"IDGLM=J
RP"A0D2JSG4.V(E\K07;/.97NOH'=E!\$@CL=X-5!>B2\$.1;G M!3 #<1L2 ^H!MAUD& WN_)(@_GX;_EFBB%S!<
)1J@9H#

Z-IA[SA:TTR9=R&D\2XK>@40] M8)<8^4.KG\$^R8^Y6\$8CUSMIM3&CS4.3">A?>H%:ER9QI5I7)G&E353@#6N
M\K10..!8"J<65;DEXL24.S\O4HGD\+&*-VN39ZDW-?L#">"X*99/S&EO MJ",<&E76>DD>
fVVXK977E;.%9'8Z6GEI7%G.W6!.)J313'H>.K>@H7IG%E M^AS#NCEFKS\$J2WA/+BRR?2TX.>VZRB-*(OTO)L"SM?
1WW0'6!> &P24 M"21%22!92YKOG3BROF< D@D0E8JIVJH2*149783NFETZW@ (RBOEG8NT)>_>C
MH(Q=H0%OK9#DI M0<#G0A@)MB M^<0"A EU5'#6#WM;^S.3E1%?2Q<1J3-8>&&
MUN3E6+B;'B*EU7U58X)AR.46?^Y!O22?..8,5;Y_-A<-D\$N!;P!BX9HE> M!7ZJ/S@S!4A>RXI&@"Y*FT=JNN-
+KI#M#7B>1WQ?M! M.>Q5UTR=36E.W2MD.2AV17<-HBEE5?#6-XW>R.MO#3@2EGPV!PW1@NTFHS=M
12W+L*M=+4Q#;ZK5.L;X!&ISW\$M-W2 (HW^MILT"K)LMH;Z@AH#2%IQ?
M06T"7I5B^*K#K@:#3@YVU>U;HJ76BW!7>PJ0|=Z3^Y%9LMADRZH7%9!7P2/C ML_1L6&FW9ZR
6DN.N*GN+5EH25F_F>4V_"LC9X>JM^+1T7V>S9B=4YJ*:.MH 7.)J/<);Y>Y_79"QATU5\$2=>6 U^13/0P?
9,XWT0K6#-#@WQW\^E("= MO3JOH/D#JCWJCL^2FDN6;YNM7*CB;#S:8(//@"N87C ABXQWN1D0DB>IO
ME<"QW76Z2G" IP+2=&F\ XRZ.>)T+C2=@T!JOWB+ACH(U-%BO ?2H?
F.*1H@VI.H@3705S<@T5\$1#1=KCKAN9TO.7FM\$.VJ9Q M?#S0Q84T4.V\FTT!*MNIK&|=Y
%W74,<W5T6".QDVQ7UI-QN'DM-7E-Q/ MP_3T(89<@L.SU#)"16^+X=\$!AELW6C1(H+S\NL"TI?\$(MX91)%%+
(HIBJ(^M+*_0&'1JCY<K*5U5;O/PNJ0NNW;JH+ZEYITUNYUJ1A62=?%132= MCFY36"@ (5+1E'
RA@)B%@H+A+B'P24/CP'AA8ZA=*2.Z) 7&D-G2AO.I: M76/&@J R6L8W@<._? ^P=VW.G-
)_8IDWGO<%DU)WUV6C>f&.4K<-> M6U&9.%;PH'57-FFKD#W8(?F:4+.%F.Z#.(1W< ROC\F_!;\$S.AE*NTI&+ER
MJKZS(S="GSB1.+K0;H259\$*?CN"Z@A=P%'"#OGKO/<*V?L)*:F^V#1D" M39#(&P&&8NJ@5?I^YK/*7
\$3S\$B2#XQ:%TPE)"KOSJG>N#_# ML6\$.1 %*=D231<_)6%+SM.CNTS0ZV)%^Z>'BE;2(K_3!;Z3!;7'R[3PI6*+
M5&IKQ!#++H3O9LT.Z9!YM0RV?7G+NJF^7.AM*+P%"G(VO:FOZ*0NWWK-%D M>IS
YICJ#0X;J@*%.AP<9U(#:1#7DZHJH6H0<0N<-25/ 7Z50\$9<fGVL8H_Y MM>1L_U*+I_1JE2/J+1Y5; "Z72\$3->!
(ACC9Y%NZ#%"5ZQ)O(Q)>ZZDIYF M8<4+6NV=40L5>IQXYLE-7WFJUIP&%8>?)VX! U6\$=2+Y/G/C(GW>J.V!KY
M48>./>N0RG.JL6R-2SGC>GYUY8R6DTI@:68B)V014W&EY/1TM6BJO7Z"K0Z.MA8Q\$G1 1^+@FO=XU)
fW35CJIB;W4U7KJ!+8;TJ=Y3:3T3JM:Z3M>CU?)>D* M5'A'*_ 7\$I% CZ=O-\$:H(/7=>\$F/B@#IM6)96L
MYGKF=%)JN=-J3JNY%JJY0I(^+PVIW\K.R:IV=ZWQ:IP8> 46B366&7V(D=^1 M4XC8>SOD:0;PHI5V?NC?
GEAIZI"VR65K_%OIQZ;1 OS*9O'=OY,7)X% " ^P M03IL_#I8+ "(69RJ8YPN?EB4K-I)IOU=F-
9@&^UY;ULLTEC8G799\$;L+C)3C M#>9-Q:\$I2^)*N!A6A9^>W^U)HG-0>Z!^9- M;HYKGFN>7S'/SY
(W*;U'-3!\$fCVBF;S;= _U\KIWV81U\ M9K=VWHX>-P\$9I9OCCH800IQ.F@_969(2TFY.DSKEOO3+J-1.WO5-
?>D1 MJ6FH5;LFY)411O39ZVT-(Z)MV54GB+^;OTICW">T07; P_VC \NM@>-B:
M+ =X6AY(T*43HB\$.JN6&3IOZ;S!^H=ODO3M&W"><5!XY+#!"J#>1MZIA T3J6GTB7KKV^TK6U_4R+URK9?
7:9:6FTM+JL:4-OC)M)Q\;WXZ5_3 M#WGS;UF#HPR\$;0BSC\$3 M TDT840?ZZL;01+*_%6:WS+P0-
0C&.+S8\$:/@00L1LH9O!JHLX3\$'-GCD+-D11#8BZ;C&2-1*>* TIL#SCIOZ'MQ G\ M.=4!8M=N59/96^N_O!O"M%'-
\$S!:'CRPX"&TUZ!SD;Y8IC6T7JCU0%:BD*? \$ M)?H@3*26N#;^M W"J&?U!M5UYNM /NP?M+XO
K14!3V1>!&\$OFN_3"VVM7/U7KEUS&HVA6L83RUZ&B=L*9UD+/7.T&-N=:Q749/4T<<#70SPY634
M"JB!FO+AMO(PFI: S58 PW.Z;@I7A:K(\$&U@F)J#70/R!*>G0!^QV'B A FPN\7BT.DZ*Q2@1T^#0#F"9B
M8B(W2GF1^&O;G1OKT 4I6MN>1-SAIP)R+PY02%<_Y%0.0&(XB7P'O@V9Z_ M0%-P;&'B(IX%V0X29AH^H)> T
4@N2 X\BI(^BRC#^8P;X3#A&\$P D3QH'H M8BX<.,\$K"/Z:L'\$^E&!O0!>CC;\$(f00E.XK@RT48K-
2%6HY<_P_32; BR.WXW!2;:YX^D3@'(f+5VfI9Y<.,22J;4X_3IB^H;86);(H2:(Y2fI4Z"&"FC&R21MQ&+%>3@G*!7
M\XOMIS+IAW\$. /8&%)%2!>%IN>\$ZAXKJD<,"R!!UHICNIA\@<@T;HF'4 MBJ"M%\$;GZ#=8WE_MF
<=1UPLVJDXW\JM&:(JKZHW\$U!5%2_Z?;-R4;S"IMM=YFQ^ZB'0-IVW/1+3 M^&I^?""
fYRYB@N2;9#XW_@V,#ZO#9!# '#JL36>3(Z'\$)M8P1'T2*BU_F2@ MYU0+W5?^#CVGD_%N6(W;('GAX;I#WC\!
f1P>fC222M6J/PW>D4FK8)FX=& M_\$LAG&U;>0E!8A>A_5"JL?+T='ZXH*8B>XSVVMH??%BO-f+;Q!=8JZW@"-
Y=WDA)RI?%GO;L+ME/^VV_!64/!Z?H1+>#6)!/ M%K2K%+UW\I9 GIVH\$UQ3^62U;.)+
MM\$1K@5&B5=OUJK!:=*JK:VHNX\$U.56K1ZW4M%)KK5+KF MZUN=%YQ)5VJO'=
(XMUA<;GSFVG+WNH<(EOS\$ZK!:=?GR>/5+7565+801*=<#F
MQJMANQYH;U!H5H5L\$^TVONCOBGJOHD>FEA.C\$6QN!)6IL&"ZHPY6%0L M/S-
9-LIS%TR6R=LJGQCLK4WV(>U_>DF4#f4.;&996f%9H*%WV2/YK*)/S M<0XY0\$VDU8V3M0J.LBV\$DY5\@&J
<'SY842?7DFI_fOO_>..fWYQ!;O>F\ M-YB.NK.^&VIO7FG:P^="6/'=-V"W;14\$N*VMIFT6%1PTO*ERM@::#Z6AJ
M'T"50:T3^D-"RL T?G'_3 RY;+;^WEfC9H4I&(&4.R7'=>DD;0?_IP+6E4_R MGR?IRU'Q1_6-DN!*=P3-CPRC#
WN2ID_!;KCGN.9Q\IQ>2 Z7/@.G *AD M5U1ZA7.#=B<_7Y@2)2'C)7)1TV2""851<;2CH1=439>*4&QXB2-9XRI/NY
M#;0P K_*2/E%9Gf4AS\XBI?0W'HX8/^U?^>^"(A+02D'(WT@SW\G.(V0 M*ULL&K4<8(H-MAB@55:'WEUUG688
=VH*O_12+PB;Y6&:F\$Z_F_X5/V- MP1C^HPN\$IK\KUF!>?%GL:6+SMV;D,%&5U8)1"~P5.FM(41)@A9M.OV
MH"TK>UJX;.*!*<@D6J%!.IR5^8=EF1 MfG.@F2A_OE5(HZ=JU_"UCUK37IX\X A<4J/CJSfZ+13M47L)STG/2<f)
MS&E<?BYN6B=B36JYS@MJOVCB^D.FU\$9MV0HRM-W.9%OI@&M\;@U!\$fWL;F6 M_ G73IA"O M#>X
DVI+SLY43+B=Q-&4J"O0GU)FP7!0F\XF)IO2N&=K+;_."\$7f\$ M8/G0&A7#C&70+@DKHf3<1.W.8-N;f.L.C;C*?
OC+F^Z/A=HS6*21N9%5E?S(+S+O2(J;7 MPON!50I?+LU=(&XZ1= 7/f#%R^BNA-DEOE??
=FI0@VA&XKUS0EU+8;"L*%M;_9)CC_@EKP;_L>GM+E-0!^T@f6OC<7;V8\$IX25.RYKZ
MTK;/<3QEI^TS="U0A" ULNW* @_M%I&)V3EE&Z4;VFO;1W+!'T8ZSLT<# M;=@=@Y+3/4YB3UYZ(ARS3X@<fV
MDUT_I9ZYU;./53K7NJ5?A\NP9ZHRM\@fJK49-'6fS;1\$IOI=6A>LTGPD
MW%5KZVS7!^>T.GO<0&VOM7U!Z%8f>T<YI=8L1+f001OZCKQB@=_ RKX-D=GM_>2=2<%T?VSO!=(>?
U%_? M5W2%(N.WfE1#E-V IPN;10I5CfA:YUUY6HRM(349^MWT0#J57IRD:53 M3>/5H-3?
R/(@)7PMW+;HIP*EC'CE=-P.90?^\$#.F(4LBNfFS*96 &F !=EA M;C-U7 TJX;JS!O>V2-D*UG M&O9BX?K878;7#
O!;FN>.,\$@5"ZG1EI\$ L'P&f!fS\VZ?4Z;T4;\$#DZ M?>H^Z.19%U?XJ4;SN_6=@BC\SA*8/+
UQ%HM_-8L%"WK5&3C(.4+3)>0KN*)_%3T'X3?D MW7.12'F!3A!XLT!OU"ZTHC<0AK.%A8f@T M@
-2YfH)H%BUPIQXLS(D<_0G&U2#058(OBGB?S1P<f@IPR5VXL#(O>+fG
MKD#BC4W;N(XFO)1.A\$IQPW0VD4V40"R*XYMD%.I&./W\#YHV2A1Q16;/ M\$X=W3Y*BXJ#-LZ
N+10%4CQK&A\W\.#J\ fHHN24(&X./?G2HTIV"8H8 MS2;=SW(=f6G3^*ZXP6NQ *CFP:19<4=QA^Xf190;fN?

\$2#C;Q>(4F2K48 MJB.QIR/>I&M+%2FSQ%.;D3;<0=W^20Q_#7D:8Q=-FV8JW<8\$>H97Q=LHAE MXSP'I;&?
261)GX08T:'OU!>L8>8'<(7N+!Y:.#_97)NVC0T*%^45UF"H*#4
M+0AZ*F(^(%K5!1"7T)H4*^[%P!;4E;@)3#)%4CJ&1M0^FMIP_NYXK;3!9&M9P%17>I#L';&>X"/U^@4,\$4X&?
&\$F8(XI.0)AYHN=:57R\$O1&.T>?FOX4!2 M6-I@WT\$J<@87IN:(%?M&@V<;JFL)F3L/N#;8H(#?
*=HY;:MS&4K4D4!;>L<M 7;.&+L&TXJ:W+G.&3NP4>)%)MKTJY!&G!P(M-IZZOV5_=@RU!0#O?Q3?
R*RD.90%NV7XAGHCAO>2I,=7=A0#;.HJHW8009@_MAZFH[KX4S4 Q;=,;>.Z%\$?
6TD)UEJ3C8S<&R3';>GVQLN9WZ=WH!;YN4B=O MW<4OT=6M-
YH^HZM;.%WO!';%K\$MRO)I.C=7(;:F3TI@SU'/2O+OB.6G>U9Y3 MMH_G(;%TP6<3
68A)A!%25(GND.E>!UE%DZF" "0UE*-Z1U6"XMI52WB MZJHX>OK#U5UO:7.XPI;N=N I MO=<
_NFH->>WGN7E!;S!4(I>)V!\$#+AU) _I, '%-T!^OTJV!O58GU-"W0L6!HDAWE"W=&9^V>/=-T+\$
MT=)XC"VM!>+!1;%C3G5_B"(XUA+XS%N<*5Q;9#0+;2N;_HOM#MFN.QCE*^ MG(ZG!JHR\$U34!X5CB&+?
I=U@!Z7TW&LFH=(S"E6X" 7!1I9E!N(I QXGN
M;W@SAJ2)+UWMN2!4=#2;78CC2OL>O2CPW=KBU+56/>F9O3U04%V9NN%*IP; M4H[XG;@C/8/TX:@OY-
XA!38Z;/O ME@_T= <I:H=? IP;+B.TX>C/AO/@LNX1;\$YI(1L2;^!*=&\$JON?RXO N MH^X9C^ZS '^&#%?<
%8!;6\$+>I&_X/N;.P6K C M1_VZ+0^:4*H<5NS/I7.;4)28:=V(=00REY1KQX*VPA@%R=X=>+KB3K(.3D+;1W
MDEV!M@WV6A#_O?<G'E'X%_&0B7TKRO<4.8=7(ZLK&^JTB4.5Q>2IN'M&
MNXR@2N.0;.8!4KRK<>_FH10XX<\$")^JF9VTW\$LZ)%3_I7B!HWAH97B!SUK
M,B!_ZM!*\$S%.K.SBLYGO5=>C#ZDSOGM/HP)TG)HTTF=RMX-C+/-#I<_R%;L M6Z&
IUB)/7UZO^*Q*\$X@<6_PH/+BAY'"G8WB!LVHU%KB!5@M(A3O, @%;> MHPE!DMB_AE:TZY/GXUR3!TDH49EA#
(4&G5!ED@W3 /'"K40\$!Q>""33U.UK MMC>I'F7V>";YBROMZCQM);G_<*"U&S1:CKMGKU
(C:\$'2@E0M2)U!+0^ M%B0M2)51X%&M^*6(RU&E6;<IROA44IC2"D)'1W"M?Y3M_2UDV)G.E?E\$!H
M')P6UI3_T2!JL<+^&/4<3BNYGM?(/%I"V0>9!E,E*(HH9P,-?KZS#-
M8!S'2, *_\$HHMO,U3"*X2_W!OTUZO<I+ _XI>-7^G/W!8JQW">8_8)8UX; MPX5?IG@WRYJ4!66QCJ9-5>;
(0EVPYU/?"7>00?;16TNH7&\$>%L68;)13G MBJZVZ2^O53,+Z;NUG3\$H) #G"26H_N@;*<
KX+ #76KIZGZY?/0FFRK!L9# R MIRO=@1W?AY*W2+>^XQXHM6W.LH7VX.W;(PBG9L(M32,=7@XK?
S40CIWI80NQENLX(NY&_%BB+1M7*GDG0_?%DX MJT*-OR?
#_JAW/I\$ZNX)FM4=JMNQ!J/#>O16Q01!>E)Z4CB!6@#'=M1=@% M(I=V^#)IR"!47O16H5_U2X\$NAGV;?
WJN08\$>@;A?FDG6TT?>+=+YU^P_MFU).3W!+/&VGN;W+?%;F!2;YYKGFN=7S/.N.3KQ2=X"JUNUL?GAZIY;=);*
M5=9;36^LRTD?P_QMC#G48C(VZ(S1A-2\$)JGUH_7XG_YF!Z*1WCKT)H;_JRX
M!"B"7J^IOM4M"8#/(CA"#_Y4WWQSV>SS9*ZDB?Y,? ?_8;XAJ;1GU:0)
MV2Q"#LQI3Y_D!4*FAT<2*V.O+;^I>)1LB_-57JQ!7_ZI^+;E!*\$6U6N7U8\$Y
MV6;.:5G5LMH.6:UC!FEIU=*H55+JY:6PU8!K@=<\$@_!B0IG7F+*U_EOY3_M;LR.'?JR#='6Z/G!H3N6=R5=-LXY^<
^Z/?.\$N+RY.R;J<M9.^_FL:7#U!H8!H;.8)S%I+?IAE#N(@7@ "K#X&N!B-NU8AG.B!8&")7"3I#
MIT/3IKORD9:X#EW?<=>V)VO_BLY!I#;KVTN!0_M4Y8!5_)3EL1V>+HTY>X M:BRE+Y";9.XMFA^T)E
Q!S!+WWOPK^B*O^O^E@;(BHW1Q;3JOH)_0_MY8V!FWA(K2J!W!+&8\$!R8U\$\$(4DRY/31XS3.&-
B!#3!W;6^<OC&H!<6 M D%#EG\$8B,H?!"Z&J4^/6)Q:J/(ZJ?Q3XPT)SI_W#I#11B8X^LL;7@=<# M>)3&@1&>
I!\$BJ/I_1DL41.%=F_MKSTP'H"?R!/_BXP9!X(GXW!8&%C&AS1QNF+;IJ*&,+68 MB1H-
P0!U)K9_I;D\$+Q(1=MVC3*Ts(LZ=G_B';6!0AM>I7"6^=,9KZ(T@: MO0=F9,.XCR 3^,7,CERB%M:TH,\$#V)ZH?
7IM6&KB.5'!#DYVADN0MA+KP>QB*)<6H(SB5Q;OE!
M0E!L@T1AUWO%#.>6!5NP^ZDEMA!03VZ+G;^1;JIZ=33#U9&ZKQV58R&EP=(M"^^+W@%>
(PNY44*_C.G9_K'G?%S"K1/CI/1 MW^M8G>I@:"GA->.DA/=@J/EJ1!H4A-K*V>5,V 8OOS-+;#H!BG^2YP?_Z
MCO>=H/35Y^>XMY!_T8&-YTJ/^JH!S%CKL"U#+&(4Y46Z=FZ)HT.I6GYM+S
MF:OWG=KZHK.1%V?_7^C;:>8%I<?LE;CXOK;WV^02ZY5=?9;H63>7;_M34/B'260KH8W!JR)3&D5!0_WF!NV?
_HSL\$!Q4OH?""<4ECPC9KXNW,K!HH MR&8LH+U)B3I-I0ADU"1!N23VK-
HJ'C&A5R99E83D+1NOBY@_6TH%DW""%Y-P
M9\$VO53=OX8&#_!H)Y*4.IG&>Z/2B+#+QZ8ST+!S8&""^&@ZE3>0ZIX00K M)B.W&-
S#3NB%".TZ""@ "NQ7;I?=-RH_>BPUG"7QC=V%B01_#1ZLM.U'C.+S ML/A%^_O.0U%L1&1 K5?BQ;1)2GBI?
R5B'/9YE'Q=@_7BV=O^== MJ"+@,+TH.H*5&I>N+ZMPGZ6!B.A@XP98W!N!83ZB8&7-LR@5Q9;8Q1>SJCQ
MQ*%:U!MJ'#!M1T.1G;.!5W<@C=4Q%#?_?)N%&%BLVWZF&F8GAG!#_L M(M%,9L-4U7M&Y-
WBYES#&*&@!BD&PSQJFM-AFH_CXC3*4G)PG%Y0C&H!P_M41HD&*Y!^!\$!N8;7_J!9U;7;^8 M>M9D?#S(R'\$F!?
>_WG3*)^"TW!7Z3!O'X&%;\$1%RE9Y"7ALT*6_MML(\$KAU!#"NO%;_1XBLIDH+^C^M^22V!5;5_FGO/+T!_I!?
0UPVEJW_XRO M;D!P;\$>;&/<I9G*A7ZK<)/_I^#JQ%8!>QEAREX^Y6Z\$%*J'DO);T>F#U%?6
M'=V41NA;X!O2")E3!6;H.&J-4)M6TEF.F%8SIA.KPIG:"PNO=B5K=/ M*VA+X1!J_6!SA*5PO2FE,+0ZMZ64H!
IKV8S^W3"UJW=1L??!\$P?B!C>MES;_T/PEC1"ONG^BSG=/ITPUCKA+>3SU A!&Y*(0QN32%(-M^@=I&VJ"-
M(26L\$*>C2:W7!YE3!;8T_M.W*KW^_9U_E1!B;1&V*L11KV;L@\$S1M^@YWAT M'HT@AY/O'O*LA 8;-RVPJ!K;_CY
=G=Q<+?P_IX660MP=V3;=2L>NY\$!DH;= M7;-9+ B!C7#^_(-%=-M.TG!E,1WCMJ=M>J^9H
(PP>UW;_Y.SKV#FC;25 M=T8K!HP&GC#J*O*E=2%ZD-NH:Q9B+L!FQ1MT^@L3K(X 9EW_IKO=8^#(3?F-
M%5;W7!Q!OBIS/_G(N.&"(KHG;6S@I86L989=2%DU95!H!H55N5H'D/CJ M^2U\$KZ1L_XM7WD0U4K>H_TL7?
P(=)*O!^C/=-DOT=3VE2;)HDFB2;)HDER M1I+4!HW>Y&;M6S<7;895_P/8#%F\$4#M!12_EU_L*>LY!VN^3Q9\$?
&P)IV_M7U?T9&T.BWK-8!6!;5EIR,C6@9/U'Z=^GHGONBD"PR8LOE8YV!DT(8#9FM MW&3%RR6!LN?
%;JN6X6SB=7.^!W@R ^+!H&-6!Z5+96ZQR'5NPAGWX)KY@Q8!7!"S8W80D^ MN8*0*B95!\$?5%J)_B!?LAGW?
1;F*TR!&V@0;/_&\$Z"^(CK_IHQZ;S&46/L M<4")B)@>;38*#(>_663H M+;_H25=?LH;M;N BWLDHGM-
*8;HAWKL>&^HM9!>@AB!QF!Y@_NK.^FPT!_FG;X! M=";_7;^J\$%YR5?IF>R"UMS;/X.C\$K-%G!\$%U;UL
WV\$4H!+&6B!+!% MO!^P9=OO1*)CWE1RU>=O!T!RT6O&F0;-PCA";D5)2'V'O8=B!99G;(X^CX M%&5!E#D;M\$%)-
I;=VR>3JH4DK9T80>#KQ5PHQYPL4P+?HJ!PV!DM#_P)&J93;SGJ!MJC832P>H/J!O_U/O_V!T?K M/##M-
W%2U4!5!L<T3="#.1;K@R!_J_7;3U<*0-H%IHSA;E0 M=K5B74_M-TV);R2\$NF7!G!68SV+&5MH.9QE5MJ_W=^
M7^?IA2O_U_KNH8(P!>R(UP^#;(AJOT3A3>V8OU>Y-O9;VJ7'9%QZJ^5KUI M=V/+O;%;5?
GQFM.W^F35)VO9R5H3,5N,VXW/'27W#>0#!MO;_#XG@F4!8F!J MM^!_/_QJ!V&%#IC'Y\$;V#2\$!QR#2O!F^?
7QBGF!3+N_>GF!\$">+;1H@1 MQ7SYQ3^(T1)LC'AY1@>#XTE8D>RE.3!/P45\$D)^Z)NY2%%UN>A_6H!&\$C'
MB'+LKB!B;_+R0'(\$!@/_\$X0/MB!BCR;%PYCM+.6WT3)/((SI&^S1!A);+Z*\$ MUHR@0A!""6#4&H\$XE>6!7/PY#^\$-
C93Y!B6;"LVZ=# \$@?F8:@4GK#A00ID M!E\$!HY(R<+H(@Q6?88H.HJ"EXQ!8)N#Q3<=>(I9.AEF?S6?5D3-"^_>_EC(
M;8)RNJT&Y4P'T!4/H J@UK8AE_P)OR692G#1SG MGI@>?I O&9&H#WF1V"^^\$^>.(15!8?Z";SS),7PR2B(Z(&9)!
_J!@G6 M"="I(Q)RHF?<9&#&S%<I(V!4!TX;9!\$4U@_CK!A#Z!#_KL_"#<&^IXM-
2Z>X3@/@PA7!+!1_I&^\$XG!V!U2AL!SYBKX!N1+MUX+D_I.(M7!H@20S_M LR!@%<
N\$=HK!A2\$)GRP'S!V%CSOMX>XX#@>E>W;#P2.3+D3NA!Q F#B(C!M)(M,@5EU(PYS8=\$*;<
<*5*(X5^Z);_C"7UP)&T5W!%6"!1Y#V>R&I>_F1RU M*3!WY.>"5W(=\$<'4A17Q&2>6CB#?^"ZPPSG^Y6<7SGQ@?
D3P.+9>|&\$WH+H M6.8GN&)XPD4D+X'OQ@(*Q.>148!^#^<(1%D)F0H5^@CAB>&I.(1-GX!G!F
MOK,QUIHMSR_LR%C;87KB9@_HZUZ'1ZT?;."&\$#CQ8;A(B71\$<_PCRC11!MDP

@&1\$(NKMP'2I8FRAF* @+>V0IYI=:I2X\#J>I/(CF)/#)%8G5-&I(M)>R MZ?
J.S=NY06QE%>L@C!>P80(IQKNSBY;VW'C5'5L18I9IB,G^\$A<*U%"C NK MA\$D3.MGEH@%'.7:TY 87/ X.903')N0Q?
866LW 7+((JL-Z!2J. Y+Y.# S MIYD\$H3%QZ^Z(VNR\$SV^*:*@V0>1(IL3_KD\$TIB'2; <@"YN\$3@ M/N%F;+!8H%H!
<IL+0!)>GS.@(R5&)+>; 9(U0^!)ND^*5;#QD*#(1HK: M;JPG)O8TIP4_G!@'F_A'5Q^XJ?>7@ZP'V7'2E\$'"P2F
KMR@SE>+>03;J' MIM.%EY<-(YBQ1);1F%#J#M.C!^XG8) B-O,1>+PBQ21R%PB 7^27V*AT&^3G M>+HKEO.
()W<' N(^Z(A N6HL) T.=B<^+M'H!>\$>UA# +=X(&D>\$)YKU(9 MV=+5V6SP@KCP\$B=.LORJ9!WP+,^&OPZG;_?
+LL*EZY4LV;:804^%JA:@Y M0L;Q(AG0'2UU%BQ02@0=J'4H+6(LE=1=@QI*2;K3D/8SM@G\$Z53"\$+C I
M5P+^480#0NV'ISC'12;JVI7&JH*U'ZT78^C6S/\$L<09RQ0!9/'J7!P
MJ\$DZ8#\$*RQ3I8*C14R87N""G'D6QM="&T2'-OX/X04,(8! "IV'6 "2" MN7;3N>*1((TRGH+P:C#L&"OE:H^H&E
&=>Y5DDBK'XPD(++), MY=8BQ\$5.5\$FM"P3.&ZXI>"9AHAT-#&;V (&/72)\$PG1%,UPLU>8Y4\$71.M%<
M#%D(V8F*0V=V;YL*!';&I\N3 WB4FP2+&9TEV6*IM#=-ZJ6% W\$+ZI%QX M.RR#)I0?)JA@^%)<^?
(6H)0N&S6TEJSTMY6T&8(H J\$;YZ0#(C)ZX'\$S) MMDYGB<<#?>(6L3D J/Z!
(R&P@L1&4ZVEN=D\$FFF7)=CAJ.C7T8#(#'^ME=9;. MRF\$;IU;U2^+YY0!/?>6HJE?
1!D_DS>.+R8!L6D!ASPX++52\$+T9?SJ7!! MR5%\$. "7<(-LT;JEO 10-8//<^W&8_UJ!Q.C?>37!7GF%X!>K_5.TJ^9G
MT"W!&L\$2YP)Z!*>@;JDN_=)6%W)6)*Q/MM&R/H7^Y'TIWT4!8!+3!;MAW!. M2UR;N#H' '!5!%;UBW1(ZX?S
MDWEWXM\$.Q0YZ#8!=-!#==L6!ZD6<)KWZ\$;2S!'!^7ZP X,8D;+25X_-/_OUG M;B!(&*)J?>S(FE-
7_GM#T15'>FXL'TK>\$\$.%+/_M0.
S.NJ#D.DK/=QE'(PIXYV#&^ILK1BH08VDTB&&" O<@00.\$#'#!KP.GN'C+\$\$9RZO^>I5\$D@K5%&=
M*/4PNJ09'8'/(KPN&N9'BH@'Z MI? V0W\$0.GUX&CZ;LD;ME^GV8FXA/KJEZY/49@P'2+P=DQ9_S/Y-^+!&U
MJ\$S\$DUIN_1KHT>IANBF^D8S\$G).73IQMOGQGB7^_9(A*+826?DNG&NWR7(TS.MZ=F+9*3!VX@ \$V\$S!\$S"UL=-
+*ZIMSPS*6C&\$>L74W-/YN'8'U(243=-" MP1U1W20<9B%|@JC (GH)T6VB'0-.%S18#C6ICA">U+!/_0LSETXL*A<
V+7 MZ\$?!"=@W6&F)2BO-Q7&Y=)60B>@<=>%V0\$DBH+0YDFIB!%&6 C;L100XB"X.XN.M1!+4;2>|H;I\$#(9(4+?
=<_/W/;>-(Y RN+CHLA5JH*#OC&LRJ6 MO,,MO=;XYC_F*8F"2D)3)\$G</'N;28MO7+8!\$SGU0;
MOGK)GQ&^UAR2;+)%LYGJ<0!@(\$UK)Z8*/%9;:K@X<I&E\$6)F^H-O-"1;?); M#""U4FX;IX0.%6Q?
WG/!920&19;\$^&8B^@G)8KHD!(LJF,%EM"@8;JVA#T;XUTE(MKE3;***E1FGF.BS;H!AT=GMW*YC9_M4MK?Y\$A
2L(>QMKM/(YW7N?B'O)2H#Q\$0!>+NELUUV>_L@S=)41GX7^ZN M5F OX'#=3D'YBW'P,Y1_47N2OXC?RIS\$O
M^47V'M4?WMEFD>\$? C+LMSXF>1Y";ZE=H' \$ M+TGD'7>2K'L@EHJ=HVZ54+8I@+!<
(5<2P3'\$B8>VD/O@#R!K6!%1.5MA<*M-HHM?QW?;C^"6UHM(0F&)9@2QFBX*644) MIB"@*O.H=#,E!5!\$D=
(X,*>#DG6"52" B!EBD;#H#.%&&E>*)SD8ZJT'F^3%?ZM*S1+I#A6T%<\$ K!@+EU;6L(-MQ!S/Y!TB3W)Q.I23_(UK
97DT8HBR,6*#J8!9!4H/A.#.\$^Y7?H5UJMI& MXM^/F.HI&9Q0R^/FD8NE6S2! Q8AV+Z\$;FQ!SBIL!>Z<*.
R"^WX>#!W;H M03L41*';<5UAB.'W>H=-7XRA;254VQ*L/HJ5-M'F%'QUNLSA*%9*YR=L@;
(((.46).A#=\$.HL2'H>\$7).ZD%!!)3)0*;4RN;+M%+I "2D-ARC'I>T&?>H!5/O! Y6K%8BDS NU5-
JH @K)Q7WB&V1'N3.LI&_M(*H\N6_J)\$OM?D=+Z>LE\$#!5D-G-/L""F17K)H>|1/S(-R365"-
CZRH6'0!\$Q*LBW1'97=&QY.%FRTI?>XZT3!&G)TCM&_H1^*!I?>@1W_0NIV^FHRVA MKQ"Z(-H;Y-
_Z>6Z1;="2 SH0R^7_DUZC1XX60%OF(C.BEZN KEB'22I.(2'AZB(+P%B\$31"<M;FWA.A"POLP5Y0I8I\$?
4V;W^CON)LC3BE8!_10\$0!2Z;MAL\$;4+7HU;_ID M163Q.I@#&1!<#/#8"3U*J*\$?
N.EXK2%9%F;&E_8B7_35YC3E@0SJ*!ME J; M!C!H2SC=S67P_77"47!A>_D?WLT\WDB ABL#OT88'
(04/R*XDH2\$Y!%#M"H*LH1F0;R7HN!O,7W)G-3% 'H:PIV4D.%&#! MAL@#&@)%+I(H!0S1Q6)'RJHT8KS2%4^<-
!9XL6HCYB40%A8YL"-U8VSS M0RR9212%>7;.&%JTC4*;'#I)82Q>HJF0I^9-6-1!>B8!%O_#8J
MSRO%BF_'7HFU=*IS&+KH;\$R.L9X=XJWWE#D!=-#4/A@T#61PE&SFX0!;YXG;_DISYC3 M*#@-P(3P1-V-
6C1+)(C1F/>)3V)DL:D0+K6>)S?IY'F+5<=PXBI'R!K,<*.D M!>4J*
1<7CXM2^/@21UKA)*D"=I39955"V6;56+GRN;BGS442,G)28C!# M+FPY^1)A
Z2+DW4!TU109FZFI*1%T E 4MBN7!^WL19>PK-89A054"CO_>G M4RQ24SE97!>0?I4F)OP:>1E"?*>L4!1=P-
_G#C95;:&X1&-(E2@PZR)P M\$F\$LP47\$S:B7AG-6X1E,2U&7*LPLBD3!L""P4L3SB%D0*HL>Y"JT&_I=,H)
M;LM&^&I>AOKK)3TL8T%AZ!H;5<&,LRN*#;ZSSSC%I;)*H4\$;Y M&8*N6-
"ULH(7F1EHW;D9,EL=YC>>'L5M;/S/&P!O!-17M_)9.V*?>'I@32W^GA="A/2D(*! MZO<&;7#Q/^NBI6YHOQ?
ER%+L4^8^3HW!H% \$RX.#EMS:8GHE)LL?UCX>Y! MO3W-&XMUN)R.54K4KS98<-L(FB.)23MH(-
P@00!B\F@8Z+GV/>'.LW/&ED M7#_!60SO=GJG1T*T79/_W1G1KISRXK!5_L.CQIK%>Z^M+MW9!TB#%V&(J
MPK^UMMEI"JPR1#HZYM6.??)0Q+>6NMHK?-"DZG6NGLH!NC(^TCF_(78+
MR;"UM8Z+!0ZX9JG;YG;&6;7-NLS,3Q9!><9C>:=EE@!LS(\$H!"2)K4I
MX2WT7!QQ!0W,L BYM,B^K5BFL.FFPL92G'#766276&QZF*T+'ZDVJXRT4H=<1)
M!;K5+Z!H9!TCKTL>DQ+I1RB!/A!>L9P%<P:'QDW!_GEGEU='E70I>6>5K* MU_@MMI"E+I="U?
<39;4&U@6P*R\$V109HXM_TK?R(P MISVD.T'%E_800!O1"3&6W;\$&66J0I099;I'E!EE>,>9N8'5@FP.8Z?A>=-
MS>X;8KAIB_!E-K;/7-&D!M)N-IP=2W0<.)3XM/0FR*!1MAK6 MKV!^ORIS5MUBV8ZUBCOB9CPTVQIS@
=8D)3C'1)V";U.Y-T%"?@&TPQEI V M CXSY^G(Z'/?+D%NK'HZL7G7W&YWZI&6U&.(ZJ"Y.=Y\$V"6A-C?&TB6G?9
M#13.4C M*%&H1S1J2(\$8Y8A;BE,K;J'A6K8Z4A;Z:KR(PF8V+UAIW7.E=SWO?>#_PI
M)UDEHF""FH5K1EUSUBG.GCH6F+P=>W;:16!L;RKCI\$Z89,VQB-F-,>R"@:AJ MB3/@+2'X;<.->T&L>18-
SEITDL@&C@-#M\$>0#2P<7A^9IY/+S8HW79@QV7^_MJD9.R&2+?"R\$ZO'33^E1(!UBL<>7!&6-A.&
?INSI;M//\$IX* 'ZN-(I MWP?42@Z;"(6N;&:\$SV&?(6IOML&9KZE3D5P*;S!AR^E+0D;_>G!U>^>3%B0
MP!%1!4/G#&+9^I5A"TI" V/KR3!XGPRE^4*-/06@JFF'40FA>5\$!>A5?;_I_KIS:6./8?WD;
fFE0050;_DHU;CY3.)7/CH#W M0N,3V!;N V73O>""348^A0&#Z&I>FZ/Y..HU)0D;_H^RVAX ^;!9Q@GR2Y
M;HH8/Z,B"XW MKV\$!26&ID<@4^6H'Q(GE9(U=SOI<2T+ YPO9ZU!_QU90B M@W4)UVQG10.=SAHCO"7GR
01F/A6>5GE_G2Y2*U72RG!@SF'@2!_D MB;J:U@P\$#H<%.T?YIS+!O
#NYN\$S/YV9R!@BC_9W!_JB9'0:LS0!>|E"LN MFB M+_!K%B(ME_<7.#%STE(H>XE,S;_#H7O6UJ-7-
*EZ4B@C%");+WJ6AUC MED\$OAZXAT9A%^&^;AZ5M!P M@T>&P
+#!I9V08=P9#MM=X^*QDS6&M7.SC)=AD#PL#=-7U.S3>X\$M P/<;+ V M2_C1N!C*BHL;5C!2
&>P'QL5R)!MN9D).\$R"-W_X7"0A)U^_KTC982R8O2 M!PH74T!>B!XW%0!_IG(P0G7\$ @/\$GD);A.#(I
*DXZ"!%>.2P!/R! M/O,7@2;G'N!3/ 5&0'+N^!O<;P#Q"65L5A"G?&EXWO M@ SX&^.#ZIN^Z^_+.J!>5!8),1V8-
40R;#V:R(?DXB>X M2>+BPF.A&);OKI*5X0CB\$ \$YR))/#>@Z,%3ZR_6U!XQU(I&=/_/Q^TWB M,8\$?
6@7P(M=?!&*1+OY2)!O"OE^0?+!39#O/2>?@O@Y/WS%\$OB5M@DBD#) M?D*10X_2*+GW0FO@6'G-
80W&X!03RLL7@!C;8V\$(Y2IFGI@!_0C15!B9Y! M-XZ9;I@/(2-U8!IDBIF19,_IM %#" +!U;M:HXX-Q:>&3

TPB%&<;VCH? M&(O&&@?H^2A/_=Q^# '0USCC=AI"/U!QQ%ZZ3OMQCCI#1%HC* @!G*3U2,CI*0 M59Q'-
#&H6^6\$P1?I7DTP5!5A9O)!Y1-9+1R! MQ6 U0+=X28M\$41)6:HJFS&D!HC\$^*;<I&-(IGF@0Z8',fWW)08* R=)
fNIQ M;+2)=>""_+L%>51)H^F*(5E.(HYQUYW&+!&=LN4+JJ)C1)=T M+1X(S!N7K?>QABRTGLEU>V\$<
SOX*DCGB7V!J2CY&8V^(HEAM9D6.%)=Y5 ML;=W^J66&S/Y@!!#UIF7PI7HOZ+W0CKW0@N.M&FM.0>+0C;
f=SJVXPV)2^!&%K0;_=-U0_.G(#^9USEZV=>?;3^+<C^ M&)J#4.W:0.24!^WH;Y-N0SV
..04+FTWK1R66ATZIM6+5=_+=!PO;I.+CF&

M*CHA>+DIHS>KJ<5LH9U<.)HUJ%CIY0I==HX>)EQ@#B+T'I8;J.L=8PV
M";.2.T2:1WJL:.)#A!O7:KVE/! FV>^U3I+ ZE37GN\$ M!O:X@NYO;G J3J0P8Y%P/ H#C\YDP#08A0XX9G>F:?
V.10AF:1\$TMO=Z47:02D@Y@3 M!OI>QZL.3'@OYA2B)GQICQ+^G01P^NNC(7KBQI)H)2OT7P%+2Q\$7N@.,UK5
M%@L/\$S=W=RUICXO GIVW;W*C2-%OXIB@IW@B/8<:(+M0_R_9V70XLOIA=-OO%2RK-);ZM=VM&;2?
E8^5)9W2W-#B>+3SW1I5%M(ZE2Jk+RjCW3JFH7@=RT(6)SN\$6L!5<3>:4HJ_\$P%U(
M&/A@ROOQJ>0^4.KB;<JC9:F_1>:T_0_QJHAY7WG3<G!K\$55'5?MS#=#&J_ M-1::MH5A8+(+ILGL@EA
XO\$HVXH\$>Q?HNJR*W-A%N!K4,?'ZBMT1N^O_8C M^5:,ODE7J.+3+J=@O*2NH*_#E\$ZJ#16&X+I^I
(HKZ/EZ7:E(OX@OOA;Z2 MN^*GOXV:UHE\$Q,?I?>^9>=XIE0EQ)5R! M8_JF24PF>CM=LIS-O5'> J?EKDY?,-
ONVY7UN!^</YU.Q%3V=LEZ\$V:_%STKR>M0#^BZ@'OGLRVH(0_#6>>FE7&!
MS\HUUZ@9Z=ZL';E*6"#R!LZ9#3YYI.EUF0V>?'+R!F:83;XXMI7.M:N?_J.M?
<)GFL@+Z#&HFSIKJGYT\ OSX8JWU+Y.TRF="&N N_.^56Z\$NJD M3_JH KR!LW:I*/X*_ (L>*OO"2
MN:*)ZZL9R5I9+2)3I+LKM8=2%9.FH_LWM^2_MVS2[P?W>%?/#H^>B>7>(M!#)Y^!/_@JN?2?IG!4GSO
MR7\$&+W^>-OZXZ;6_P(HC?BE/49).CCDRL-F_DS2="=JL_O*4ANDW I>E) M_O'Y+WT4IT9VQ@O.=HWZ[=>?
2X^/SS6P?10I/I<-83G1KW,N!(@>?7^) MWDTQ^)/XB/=-/>X=U7,8I>G!Q%@I I8&KNC^N!9WBG CNN?
T26XIPRON7R? M_BG%X^YIAL<(B>[=O'LW>JF_L\$XOUQO7<3I)OO4(@WKN)7UTV8>=NBL\$T ML8H^R-
&Y<->18SULEH3X8:.\$=IPQT;J25-L8OX5&WH=NM>"03BM_NJU(Y4
M)0794&O0TVT\$:OU%O!:=9MM;'TOKITZ7S0UO(#!)4PPHHWR/F2I@S7N5)W
MB&_FCH^&9N#7Q*QV.RIN'.TD#^ARY^ZBIO9Z)LJ "M4.WIAZ@5=HFS(I M6LIE%
(IRP3I85U%4EA18Y\$*#;M/W;=6UG)H^MV(@OBX)B:OG_ :7ZL/' MR!_+S!K'7RP??_+YTT?S)^^TM'CY<=/RD\7GX?
P_W_<^5^4U(1149??+?) MTR_*[S1U]=JZ_IQM7KX:=E&7_FK_JV9VU;UJ>R&:1/ ZQ7.YI!>\$D%1845
M<-B.%F+RVCDQI3#:F6GBWLYE M;SOL;>GVMB".E24..WJZ*^,'25#V@:I=/B3VD?VLF4<+R=KM9;WJ+6R)7Z!
MNF!+4.BT.V+1VM35*YX;LP_8-R(T3%C" '6!4_K.W QS,,1%5=3SKIA#1 M!)1M/03+4)H5TVIB6_FG@542-
ES.K8I?J(VI8^6_C2TLW N7%..* J*V46(MB]?\$(K9A01BV)18R/7+45>6!6K.Y\$\$.YW%)". &PH17??P??MNX@-^9"7BI
M_M@3A\$.IWCIM.II&_I1J&^V=9P=ANLP!_*>%52VR^H*X8X:IZ-"T'O_NXU
M+BT8!^XU4XFMDOK300/FZ8E'X,\$1IP.WJNJ/@_ "\$K%(R@L_V=79I<-UW2M! MJR#O?G>XPZ).B_YO5-.SZ#-%
ULXSJ/X?SLZ:NVV?@S>E^U9I/%KHLO\$.VL MK.R.SA1='U+
I.EE7(MRG8)5<*D9&U4)^2A12_.UCK^2EYFDJFWQ.TA%W6_MQ@UF5<<JH1I?
FM@^HN):K!\$;T=O8^;RZ/T6U4IW38W9*Z-1< M0.G2*CI6_T^K5W!_SLU
58BP0@3M\$S\$K5G*\$O'EW=&9IB3'H_^:H^N^5! M53?
BQ3YO*!3SLV>+!77RDHA^V_45N4+OKXIZ(:G!7%2ANB4T1Y<2?:(Q:I MUXJ(6*+209"^4+3A@;=4":ZKK=9LMA-
QS."SBD707F*K!OD47:--&\$+U0! MX'UQ?J.C.BLXPJ!_D3YV%11GM%5H3\$!&LXU-VI>C#SXW>Q^IY6F*E*(%
MXI=F?X\$HNS6DRIR!>+L*.),SLB%G_..*)AKJJI^RW@6E015:U7A?BI3M_M+LK2B
P&N33ZU.3GN(O+LVO;^*_ "J.BZZ 2XWZIV?QX.8N^<=ULJ@6^%V7L M=>A3CJ/3)\$!*&76_*?^5_WY=YE
MLT!023^<CRF;EJNW2*E90Y!02&_!6!04YMKB4BB)H.4EW_MPR/ZNNPJO,%+)NXMC>?RU6ZS(=I:#3<'6EU
M#&A0_@JLA+;JQGN[XB]J.D.;>9%VYAYTY7_"BLFRVZ8S4B6?>ZHJX.?M.O+@9/9+8&9+RUX1*22ZA&-
@ (R\ZW I4*+S(B\$5AB<:>#K,,,1>V>|3B3HI M4!V%N^OBX_#;76%A5/JBQ"U#7-<8"5#6S;(\$+..*.H&VYO'55XW
MS6OK7PON=DM8?I#1NF..DYZY:GW2_M8%Z#=#H'=1^H86"N;^I.'6#>[RVE;+G=(Y B7MRH;UMNT0H-I!U3T2N#-
G(<M=1?VG%QXP4Z,,#+->)"VXZG,=;NX%F5GUZ/OL5J/XIJ, M@?B9A3CJ7D6%^KQJF_HX_?=-)R!J(5
YN009;)_GLNR;+0_Y<IG3!940" MZ4/X1.O=(@UM@:_P3=MS%3(ZH>=S'ITXZ17!JW7\$1TWGL_HU6+4"R6\$4F*
MIV\$!54)7XXFA+2I;_8*UOBGU10U+3U*=1.E+AITCEXP_FO=NH_+C)\$YFM?X_?I'K=1(C-H=R/-
@8.RWF_\$JQ2%<2&.E>F(I'U(=WSRD@N)%YF".<I25SEKZ/RU_3N!8L56>YI2)WHH=>KE"K_(YQ;X9&\$/_M?3C?
='M'A7EYX?>29CM.HI(KQ=C!H.S: ^FLT5D)M0MTR#I0P3AYMG3;EPD
M@>0#M@Z0V>CN;D'NGP5+I/G\$98'12H52UK08)U10#K5R&XRPAO)WZSU2XWW*.A/T9/M+T=9H M)-L#
JUN"!X<<8YYHO ALDISFYJ+) MUHM/I_X2&@B(6!UN4)H_>H!O;YG:Z!O:6DW7=4#O@7R@\$_N'+74G8/<. M-
JUD+"GV= 4.^)91=<3C0&H.OJ7+5TBD3MHF03W\$X,I)3,X?D*:>& MOUSG"3#7C,R IOA/9O(>=JCOZ?0E*:"DI
"I:U@G"0IG,,R>Z<3#Q1!H;D M7+:HYFAH*"18D)>05DB=/(= _M4E3K(#=7"IX)DA\$+ME2%F(P!52H6,U#(+7+
M84S^+;"4)DCTIY^%M125RC75D+B53*1?K/EC2_B5D5G;I9L+NIJCEZ8)6_2,
M"#)HY@HKZZ\$W"AM/4PJ^4E1)2PQ_DMB+;:>Z2;V(+9M+AW6S*_PW6GQ25=
MSD9EO&(7088^4E1)W.DNP\$4JIE2?*.UC=5KVKP5>R5R#7;J**\$6'^-2E+-
MG.X#PCO(0*JLZL)93I3B.;"3)AJSDORIC\$LX'Q@*MD(Q2O-X>"5;Z,,% MXJP?#R<'!4BR53\$Q;HT-.654V_?
Y).9'^0@?A=;#D4>&4/&" KY)*_%S2_M1>67!8,8"Q+2JLUVX&_EHH/AL!.%!&>QT-L0"SW?+@/YS80
MGQ*S5?.S09;"D>EP.I6%Q=FL3RIGN2?VD'4 MS*E7NRLZ0I(RW:'.^?OU8:I>JEL9:UST2@A(?@J^6_G0SIEHM&-
D)PX) M;,\$LDVTD?^@F.)V^R>#UT_ X4KH! MO9P1)IE@B8-Q\$);BB^ X7#RACC-
JH6"DH>*7JBTHZA6\$#@Y8="#&>Y^RVLE) M=>Z=^C#3USNRBQI;CORGY:@8 F4)5%&TQ_MGX?
YZ\$P03Q36=;TUZXH(.@J^TI^CR7W=EL%8-N*)F4EA6.)&TF2J9I%=EQUO^23QI9/.)_AS!!@)_N3U@>.PO1'Q?2+
MMB'2S2PI2UBZ/;<#EV%54IH#;P9AH1H1V\$Sj>B4(V"K;J.\$)WQ'DZ6I^Q8
M;20YR6T>7,RCH:E4)TV=\$IVFVLVBNTJE;=>UT\$83>\$8V&->I U+H=(L2\$_G MKSPINL".T1-
H.G3+W3BD>6V=3G2)>XB_H(AI+*YGN.X\$=N.:YD7Q^FB M6.(@!MZ#!5USW1I5Y.@7Q*_ \$8SS; M-
SNZ^B*^QFIW1G.F*C=<3ERO_!#+\$A<0?_JY*DR MAUI+<-W_J-
'G!^QIWTYI4.)+OVG;X=IXQ=UT8I^<^/Q/@OEN110!0;(EOV?)ZL.\$+WM_J&U-G+#1A*,@UT,V3V4
MRX#LVW6+L&5D*(@=D\$)9K7>4/T@G9!W-4"2 M.T6A(#PN=PLRP!>_Z2V#\$ _MW+KS_L8&2B3IA;HR2>I?
%3(H8T#DB8*LJF M,I"QD+09\$)N)GP15SGOU<)OVV9LUMEX%4ZUXFP-NB:@)_#C!A! A!&!)!8 M#VT:RI((%Y-
E&'7YGO^=V9;Y++)F7&05+N"VL5I07@I@D=*Z'GO)J4E.T: M_Y0I7>YZ_JHL2MTAH6Z"?I9;VXY>
EI\$Y(4!*L.W=#D\$_!^UB-073OXG! M1&>@*7D1S9M@K8/D*/M>;60/N4V!^I8+^I5_HI3*#@8HV%Y6I+R75ONEM%
JHNL/VRZYI!?!<.WGZFAITDB.->AU-L M&I4^I5X3?R\$F.(8L8B6*V;SE/AZEI+/RXI_CVY MCGL\H8

B%-D*6?1(CR%+^K.G1IY@T2Z6Z6C?/#0-E;L>\$Sj_C!8'I8H@:3MOG4_@FU+=8!LOVX/Z+
M+PF>V6S#DCI.V'W7&.*I15Q)'8=Y\$F!5>4@6%I@P^GF\$%9#")B@?D%"4D(3Q\$>ZZ(XL#BC?F0%Y_9IJ M!J21
)3G/FX"/4+TM/(A)^-U;Z GU%JRV4V/Z?H01DY306(0_*H79:C6CI
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<I#WJH/9>B1^3W!Y:NG7IRG9J_5M0^<6/9D%._OLEFM"U'27 M<^1\$&JAY=PA9YAEEG+*;_?6;YVT?
J1_2H&%UIC^M1O)P=;JYWS@859A2_M^G&_7YI1WN';FS6D^1SYNYS87^E"#>.,K@X1;GME9)
Y2IB9A*G*PI"HI MJ837"12QEF%99DI\$;-&<=T^C!AZDF.I^K5IG<_K=VZ#&*IAWFB(I%+NP
M';ZO!"W1I5WXX,5MANZJZG;?89\$P21*97IA@:/;#BU+Z^6&J2O=847)=G/LD=#4=* &Z(%_46N3:@8^\$MBV
MAML(4Z4W&J ""8Q6/NH'T0P_ (^MM!FT:(700XZRUIH!+_2LH3^ ME"Z/ZI#MZG(75D%Q,1I:20FA6'Y-
IOFA\$'3:Q9?^AEW%EPQ(YNUV5 !%I^+))#1E0I^%V-U_@X7H>WAN3+TOXRO<_YU+(B/&K%4A ML=RRZ(:1_"4!B
FCI3@K.IPK=\$T>&1^6_M8DX*_M?>R;5I/Z%F#5I_CZ9?=>KV!;.*S;OIZ4T+H G;#';N!<9)G'"<3H
MPZW2%MFV.8Q>>H\$D>70_QM\$OQPT-IG39N1CVJJ*_U#IQQ"UF&AY\LT&@;A

M1EE!\$V*KG7JKEJP>Y>UR&\ M2URO'# M((./#LJ\J\FXZ.N;Q^<@'Z#\4B-)*#(^VG#@0'^2X++)-
B\F&C#LWR\MY)SH2<8# MM=26J^EW+ W,0D)%&G%:P/#9L%#H7: #@:4J.I) &K\N=XZ-CC@=""
MTV26"LJ:WF+O8AGE#BQ@+_J00T?#+900'S'5B^SC(7E%?UQ8B MK-JLTCRE;"@IRF2H&D."/27Y(
QHNN: ^>0D)TPR7)*(V<8G;^/H+UT M8XUDQ&^"1.GN\$F.R:2NM-9,G..0/S\$;!QQGJ:J#2P#Z8D&8>)K6^Y%5L
MFC)5K.0D7+17N:NH\TEHDDW3)&P\$;N\$#L*(*0A1F,436T,GB#HR\$IMRY@^G
MN0CY2,V,KML6GS\W@R*16TT5(7I1ULW@=7Z*J M%: LC3Q*W*EO1FYZ##W7TH0):V\$Y
J!R0;+*':&\$M):FH%DM9NX% JY0IYG M=96HE/ZI@R+A#)?*ZV\\$.:35&S61TK+L/FI!S.29\$)EX\$<(<#).3\$M4P
M-^:NXQJ.44TFV9ASM8N /TW>5KH.=*(OGI3US&N-H6H>=A-R'?3J#VE Y
MOMX53XL&"JS2EKEK.N@DI8S=95RFB)Z&U)MO0/I=-U" ^K\A\|=G'!WU%YFH@
M5IO"W(8GP\$+XIH"V:A(X:'JCMSS,DEQS=-DQ_D/X\VL3WEC(Y0L#RP(H>2
M0U=-SI->6BE70JR_Z%IR=4.R)"MJY5%6f0%B5%P\$&M@IH=^QJ370IL?C3>F
MGO*;.0R4JXR%@G%;W.R=XMDEF<)OITLS7LXKO@%*.PNYXO!5GM5IG&QES,*@ M^U?
K6@YDHIW(GZK#=6'17QT*&.I5>U>2><#0I^U?UX5@>@0 (T'S?UQ)H MS.1%&L"GA\B#Q@H\&'!NS-G"?
ZMP+BQWRH*7&4I>KBJ;M0E<I C+9<(X%V*= M(3;=.DAT\H&L NEJ?2H9G<8"7Y8S=-VWU3@
I'.W="VVF#:. *EYXQ\VO3 M+E.3\CI/7D41>?;L93%I75/%0^JOMHO3YTN*"@AZ<+LEJ#L%.GHP/S%FZ6N/7\AQ)3 @..
AIPDP\$^OITLCS)@:3%IB8D*XY7\$4:#IIVD=U1^L^TJXE#IYIZ7U-J"WY MD0IPN-X\U#AK5RIQC)63-
IW5SAJNSIU+ "MLY-IOZOIG6S#E92+AC^NB7. ITF:13 MT"AM.*IT +5R:R-ORY*?
59F=#@'K\$HG">L_YG6ZWT9212H<\$LJH@?<%439F) M;"IQO\4N%KKZ#4\+=A6_L#1_'"^)\JL9"4K!1%.WBKQ'D?
P'D^_VM4*YMM8 MOKK46UDNK\$FY7NS6FC.0*W)@OICSD-SCZRAH%55X_)J"10:#VN0D"?=&4_#
MBV^ZVE\J%N+ "7/LUBP-GAXIFCJ2 G M5&N&P%OGFB\$CXQ-%GOVY?J7?"7S\Y8T6+%%\$PG2Y<0-
0%L4JK^W=S<#+Q# M^H6V/3QR1>SN9(PIP?8 ME4IF [PDF\$H_>I
%,7^0YFG\PIY08VN4PA4DOAH\$L/4L.20KA>93D9ETM ML=^OTF+%Y_I6U'4T,M,2I>IE3= W)T\$-AB.ZQC0I
ILRI97GUPFYIG8I:C3)=A:'I@NAT6NM\$7:7)R!2AF2ZQI"W%V: MNXIE8(X1S(W^I,MNP"&R:VNSR'(YM):2-
>OEL#DMYV4I /AL<0#*AH3XA=<2 M>)\X=DGI>B4YM'=Y\LUN^=IG@.4V3_NCUS\$)LV\J! KF0ZBYYH(C0#5:-:5(
MK47.\VIV_F#!^7*MIK3EDQ4N>%IC9V@8*.X2
N9:/F?;I79T_0FIPFO7HO:IF76VAOFL3EH7('KU3\+6)V\IONXHKJZ'T' MNC##G/F/OWPK8^9QG^F75PMKK
R*HRG36 MZS(C%ZKC:<<4%W_Y7-VN9RER^%:7IZLP=\$7QMH_ ^A*/_0JXWZ<60AO M;F/DO)P2:.CC"Y?
M2M;.@B6(I)9MI6&2FW".TNG W<D\YDP8%2#<5R2"@ 62HJ_5_0? & 28H
MMS(L2/DGGYIT.1QQO0>VL83NH=5:N4"UY#0:-SQGW0"IFIQAGTB\N:.S>6 MIE7@>@*TA?0AA-(E\$.WOK%
SG#TX(7T#SN_EKI61.?:NQ-P4(SF>_4)K @U MX;G:9WT3_T\HOZL4E+C>4"#Q5KYXC'L(?(*(^IYI-S.7'<:2%<-
%V.0^5< M&-OL <\$YUV+P(0IT-IP>XM3D3 <.-DD\$6FE8-9KO&*?(BH8R\$5-WQH/AO'IP M6SJN:2E\H\$HED-
A3"\$B@^?(AWD_O@^5HF1S&VJ:IPYX3 M3IP5+HOY=5F_EI\$& RH0>036."E6'H Y\$
V\HYG@'"CAW1<^DE5_ =OYF.\$Y>3*Z."L:7.
MPK=&L^E&T\^OFW6XORY/98;GJZ;NC?;UJIR=H:AK415F\$.0VE=)L5PGFQJ49CEFGD4.)G.(3,4
M\YJ>IU>GCD;@JCG=OTY"6U\IC7:N08XJ.FJXN4JW962^# MDN*YEP&SW2@I24CN+V4-H8XG\6+@>.#TE+
IGB#IX?/+4 MLLI48EH0V *BUD.>" XS?C;V-LAC,2B MI*6="I(&3X1D /:E7>1?\$\$A#!(CRA!' +AKF5T?
U_LI0I6MTQ@=S82I;#HF=U2&?U&O_ZPK2SEZ_OQ26P(2 MGPZ-98Y)ILN&?2\$.NEIM2K8\=^'@A:T6=NANG>9"
M80@;=2V+%R)*#!=U3_EFYVAZ;AO43SJDSG,0R(R&J#Y\%")PFHT(ZD_&0 M=MMA=ZTFSH=-
NR)A_%"=D5SL1XJR&40:88+>JA+ #X6V/M7<#Z7CDA/%:2 M)B>;+Q)G>BIXN=I&E)/LI<:2P*6L46ITGB6'?
>"Y^AD"8QDT6J1+E%E M-2.'OIU2#K_OY=1MDL%:5MV&1=476D.53Z#=-T_C./2/(DE1:5 MW.72-LA2CGGN)+?
ID_P%O)BSW+VJ5"F7-/R:L!>R0G/4R1G)UP@8.16^* M>KC>XU16=AM6U @IPH'9=.R5\41J/(ICE!W@-+P2P?
4XTVZ>2JM*1(\$AR7 M-2FNJ^#8Q)*C@YJNO)LEDZ+YX+0JN;+/SE8W7Df0;K..3)^.#HG*+XF0:HQ@MNU3D?
WID3;1\$;IDJ6 M-/M=IY652)W4YW#0(5 _ITI_2EDN!\$A+ SEWHLYM;CIRZA'R:3JPA3I\$A M11%F8H_6H:'<+G0\$;
<^6 M..)%1<*A1#;D%G?GD5QVR*MRL.\$%FUCJ>GNK \$EJ(I.%JD\+L16_D/JSP MWI/-WR*G00\$ @+ R%04Y://B
Z,49>(@X50SH(TZ#(CMXHPBU>4BNFC906\$;Z96A:F\$%98'W9VL1.@ I5B<+F2&H&
M11GVUIPNPWN"6D\$D0=TE>U0(OOS^IVXTN&"IHK)CFA8Y5\I=23E\ \$FQ1CKI M2S+'(SET=S5*I
fYT.6WSJ&ZVQOZB)D_L3SM=1F#;FKP+HVIZJS:LG%_6>Y? MQA7I>I>HECUHEZJ3!_7F=-.BN.RAR2\PY0>SYA;
IT9B7C;.F!(MBV1K4;X68\$*44>HJJIC13"9:(PF5328KV>W1637G" Y<"ZUDA\6X MP=F@KEE\$4V\IHS6/JY;>QV+
G*I=P.DLY*3K+&I(V*SE\IGN("JU_6M7QND M349Z2=*O_74GU(N_ "VW\#R(2IT0+EH\X\ *UB)I@+.+:%@?
0<""/T=8J-DY<5_"/'EQX.5;+>?&DE MMH0SU=AW;J'.?8;+=E@QU#\$_5O"W&/_ M4P@09DN#MR:>W>.)YD
\$4#YH M=1@%GVVZ6RMS'^51Y>&,>1@:CF&&Y(MQ.&1=(5H>>+PLT"*VZ6I%6=& MT_5+RG40+
IO_L%5'W^0DJNB+H'4@IZIRN\$TVA3%@/A'W<_F2Q>.+A)GL* MQ\IR,2\$2&/6.AC\JU/5YE@-
_PW(C\I1CULGHFL#0I.+7DWS#V0#I\$Y8"GS\$ M_15Q5\$;R6P3"_I2^+>9\1BA#^X
M60I:_PE(8@^_4RQBVC;P0I?VWAFW*+??H%BL M'Q2OC\&I%:I#I73T#_5 MM!;W.5I@*K\$"4I0:BX;M1/NQO)?
N2:&4*#R<.3E\6)4MCBC_SZ?>W_Z^*19 MQ1(I%61%*"YJ4?%="IL\5_ "N\85=>2G'Y"V;I"0H?Y7N4"1S_R MY?2
M\2WO+^,HH^K-W=-COP\$K6;>I'KXBR72Q3%G2RI=@2FCB;L\G--Q%U2SA(F%2(8W7N1M406J23D\K&#I
MCR<W)? MM+MB.B^39DN"3TJ?;15+7>:PD#RNLL0#Y#>^ZJW%OC;I2+2\67_3@R0+D ML@S>/
IW\$OSRE\BL+>.% @IYRI&>KIN^U59P4DB7'1UQ+8:H(E)S6SG MH>"B8:QQ6H7 Y<0=J\UQUOF^I#@1B-0
M.96OOG\$.-+/(CE6-W1K\+X+Y?4&98 >4UU\4V M#=RNAO;-NR->21EN2ZOX?X\$3>S;_1&L\IS\ M?N)-
QN%)WY+&DOQ;(.6MY&A\(\$FL\$6G0'C5+@%Z\&I\$@3'D&/U+6+K\=- MD+IW1MFIVM>+LL:HQ_2Q+^ZBNS
METW36A% +_<G\W4"W)N)"L7O+D7DH>=?E9^CI/9LW74SX2"O) 1?E0"D78
MP#BCK_E#TRP3*=&+^CP0;.#.8QJN6/9M7\(\$8WDI4FVYFGW+3SI.6>@5H/
MT!"4.^SLLN).#2I'WH\0_#.FJ.0\B8Y*R7#T?78XX59_M*3QOZGXG_)H6S:3/5\HPK:6YI.9L&Z(.I7RF=GIY*'.N=P1;I
I#165UW* M8ORFE8X2M 9I9*7K.%G:6X4O_T6/@L/DU#)+Q_77% R^4YP-%3OI\$6YQ MPY/V\+I36C8,8#
IX0*=5QY/+IKKKEE_K;Z1Y\$#&3 L;J2\W\ISJ^7_KC?2 M3XF%1FYHS;OF11Y0Y+RM*?
=;LL+@EW8#046OK8P90"SZ7% A^EQH:(* K*Y MJ#&'3 WLX*0VAT5R<*^/P'LE#ZJ+5MSIW&.FL>W\OO.OP#5:
I?Q0ILPBW?Y?<I&.AN MF9#_ (ISN9Z_ ^Y_B*P\53I2H\ C*SC0 NX8F.P6FV@<IECVDID49,#2"8:G#I M;J) &TQ)5J;'-
*C/I@&N%0!'Z0 V#.!\&1> 4(P7PVE)7(BG\;3SQ)*W4F M/77=2PI=WL>HOIMQW_1T^=458,1 Y4P'6=I-EZO/@M'
I+?EQ<=TIXI7W6 MP/=I\Z_/7F5_?>7V_3O;JUO_??T=G#. 2QZ7X@L+?Q>+5.IBJ3
MW" M44/ODOJ\Y96SS0*V*2^7*)SRT7<N:B>W((Y=TSH'"LH@T:18\S(?);

JHL0L12^R@PQ^RX#6F2G&74QO7XB73:#V.\$+G\$=,*R&:'+-\I5DQ\CH#6BQ M\F7D'U)YB2I+>I\I@&@?<
*6*S04E"LJH<^)=92\UG MC/T.IC*K\$^N+<8'OZ,X"WYHU24A7C<KE;.&2.GRLO)EFVS;F;- MI4NJB7U^1J<3-
&O+Z\5H8\Z-&4YJMX+.^J7#07<; 9(60PVF;TM-1Q6) MI^M:BY7S:&2K=&>"WQ^S\I##O\$'4:5*2D\$GA?
&@0D5EEW%M<1^2I59X%;H&NX2,D'9CZ*JUQ;R\HNFLDK,M@Y;?DS<1UZ5P;
M'1%:KTJ;8\SK;7^/) T\$09%*6;H?0Y\<%=I8\$7R=-" MR_#2+I;)5J; V)H5"ADKG1)(PIY3B\$*
(H+Y6#8BNOT,&J \$RADX;*OK>^V M'IRGKT/7=?D;?QEM9H^>0D.QUE-"X78, MA>DC\N44#D)FT33D^F-
>{\$G6DM)-)S59A,#8V\W9+ZX@XY0E%Q??.C.Z)IX ME\$.%I\SY0*YV@D=I0+

(M#E) %B5M6I&0Q*8TO2=4W*G.#H"/EI-Z4&3>,3 MLXJ"29"U_56\$S17308"06IM-IB#MC\H?Z^2%Z3A;3B7S1*
SWHV8WQD93U M0.R<>5W6(\$F/G9ITI6NG-6%=-)E7M5\$>^0K2T6R*!47XU*X*_@+7S&E^CLF^
MC<556WC:;@.\$@!/:V=DW?IO/P/2(JBT:/6HJ-.RN^A^+S+U<7GOK\,,-BDI4"
M6>WBM2#FE0#/U3/Q9B3+JR^V>7#;CR9GL8'5PH/^(JHI-F*#@!%:E&E7%18
M0.R;8L\$#9#&V; WH4F8K0+I%72F^E@M38(OS"O\$RHR?^>-A8@N82;&L.\$ M!SJ6:J%>RM(G.&%
MUP/,@W36"50IWV^&5L?<C-8!S!- M2O&^KK%&\$YJK4\$);7P48O)XR@P_?!(X=:65:;! P_?
LBK>O!M^CPM^GMZWPMJR/M!"/^!TR8RT^E<4B@R 1I-^W5YREC:Z%F6!#-'A(ER %:L@IEBIH?
HIO:M4=.V.>D!%;!U'FHI#F6&9D-MO\$P?D%:H4'CB3I\$!UM^76ONX!<?.5OLYU7GFI#7*%;S;G;
M6&#T6=XBQ(PLNH2-&^R@LOW+!IMP^M#;.^"B>G)T/BQS'00&HM!5PK?1S+A@K;+
#PC!@M#_0WPT<&4VCXC7?)VLO" M?T\$C.CPF/%\$!@E_5X7) XQJ0B%)T<5)TL) M85LAGU72THY+SAIF3X.?
A=Y1M+5D6INK',68G@#6!AVY0@+"H(30EEA M4B/@_-BS9C #G(JUKIM8F-
:NBA7Z\$9\$0@T/KI7TEH(CAK+CON)JC>ID1OI M*7X7);!8LH>RPB#38W>4JXH;=C/6*TF;07;U-57?
FADAHMS8OAW2BPUG/(MAAYY^46#&B ?XO<^*K-8)4C2U/BS.ZNK?.^<^KT!2NTYJ=
M/IA_FHM3<)I(JA_989+7?)X!6TM4<,S2CE-HGNUG\$8R!U?;ZSQ>5.MIP\^ M=^,HLF.R!CUE-
OV\$O2ESG(!@/#P;RO5=&Z>JL4RL*F9'IG1\$)Y@A.%(L^;X8#SFCCCK:EXX_62%C-/A!P;F1R9! MU>'IF*IN*RC!PX-
P_-%&T->?ZT6Z6>L#;N30!NEGMPQ9FM">P!^!Q*0KDR MM2!COF63Y>S7Q%!I^O%D!MO_8*!#-1I-!C7,
!^!IC9G6(4.75*\$@U1NLX MJ!>21TEE7+!@-1?V9!"\$ 2;L9^>:/C-8+OY7=%Z&4'7A9+09:U (P"M'7OK
MHSROHK +D=Z/2>|@?7A!N5#EALRC2)W@HMU?;\$N<=%EQ0YECX,09F6-S;9D6 M; Y*6_+I6P\$%ELK?
BB1OJ,4^>6>5-#?IX;,<8<-JM=2EN>4L6,F6(LF^SF M&6+M0#G&C!+!S3LC&<_#YGBMV5LTJZS#1@@"-C@*
<1&9>:!)B\$B^&?<(A M9J+DALI"P+>52Z1L^SF M&6B6*6*38J(S!%;GWY*9=2!7NH,7^7^S(B;^!D@C^!)L8X=9
M!8.CI=/8EN!IE?+B M-41F2F?7,^/U<2HOFN3'T9@;9O6S/%^DPV0!\$V!+:+1)+#&Q!BKL&|ZY<M+N
G&JL#^!6S&%MPCXH!SA2,I'+,41-; DV^YNKC?HIZY:O";?_67WT.9^!LS(OFY:)=LR%F M&H%K XNTKI#8&TYTS?
MA(^=|MP<#YD)-Y_@!8!<GV?L MB/Z:F+H^OGE.IN;S(E<0X",TNX^?7D*\$S"
FIR#>4LW!Q_6K19;U6XAI;09^DCC=")C^!O+V36 M5C0\$FITE5;_E^2!TZ5N<!*;R6;Z-
\$QV%L(H4F!+!_@JOB^H-3U-!JC:5)A1.KB7'A5JIP?@1W0M!<^OL)*F,H5&0\$XS,+4^#-1(Z4#I
M7B/+OF/*0>K:XJFKH3MKUDM!6'8?R@YY0*G^_U>70Z>O:=X;HBW<0<_)L-%G&B">@V5+.&{B7,89J^DJG
M!NKF-3R!%VGQ?!"6"HUK)F-Q!M(TPIGJLK0)H!+^N34P^L%\$j\$X>%%3'Y!ET
M:2!5YNO.P!U(%QO *Y06L/24X;&YR%\$%TQ058"\$%\$NT!+V=;/S#UTDF) M"#-V:20QOG6*5?
(W.CG!8^&^VGL;=FA=#92V8/?)UN;=1L5QLH6";AV8_F
MSSKAXX(R((#Z>N:;6T.'PH2^L5TF28HZ&WJ^8SGV6!0EJ3+Z_0R&OI5.23
M.29@4?)Z!EW0.6+KJ<N^!LZ3G60TTS?0?RH0Q>-ON2!ZZ2IE @ZWGTD#>H MK=N"TR=2#F^XE^RDC58:R
M%;W55**9W\$7K?G'G#W?L\$^K33I+HFL\$T+D3P;M^H%7KG>)+J.%GVWD\$Y!; M&;<,@@"3:G%+.8QU_Y8Q-
3!AHR=O.F^T>.K.C-2#!3(@E<&1!5U0?K94X9TM!/(FQ&!?BH12^XADS&8!E.*<H!P)H\$GKY
FG'KL=O>G9(C)/4=8<4!6!M; SU/4-M5QW<^4=-SW*(3MFUUCEDZY3RLLP>V;EW3B=0M^%>140A2R./
M70!RK.CAT"IO_?BV;IAQOKM)=2K!<^7LGR>03<GK&PRDS^!F&>MS%!"L!V5; (MHO_2!Q /DQY(>-
IMINU"OB*!^"ND6EJF=-6)OK=CY+?8RBIY'A""7RV,<<\$3C>E#.T:RIB0FG*V!6<44W2.IXY!\$!<EUEGW
M2!3\$5\$.S0&8X07KL2'J.UZ8.J<+!)/3X+/ZY,YTO*(L=;C-L #A)K ^YUI/8- M'3+2HU6 T&:BRVUJ%GZG?C^W!)K-
/8VVO/-DUN_WIHB%N\$^F?W0M%AG,IU MCL1.UM^04..&V^B \$QP N% RCKSY>R#1R:%4J?;-!';=26OEE,U
Q)SV_Z!TP.N!L RGV_ (H'9KXP O!WHE6?R1^2XJGI^H07/ M8=QQ@!P U4J;\$!3==^D.H #PD>*H@!0%+!U
! PP.ZLPJD%/*B,"LGP M0>B_\$(ENY.N^O9LJ%Y<_O1+OJ+^IE55!5X&4.OZKMEM2)U%;=I8:5^Q\$<\$;<,>F95W-
7!Q/2^? M!J!G\$-KIP9;K:T)'=CPM24WHY_M2F M1=+D^>8A1!<^>F:@37!2<3S MP')%D>YZX-NC#^/A8QDCW=4U
V^M4M24YJ;E\$LRG,RH,3PW!_L%<2\$;7SP# M:0RK ".97XD\$2PG^6FEY9/EJ# T@L+5GSZS<>A\$ _PKKM987D-!C?
U!H!H M=*!@=?J(EZL5(C-RJT<IQFVC2%;6^:=E391((&HJ5)MD"(%;R# JZTY M8XW%
!1!SUB6N9LFUY;IB:O55S1&SQ:2;PK6N%Y0CBY!%;V^X(CM*^*E' MP7/H:UH4)&..!(U4MH0="0OPZ9FH?
Y'G!AW=R\$HSHVMTSLHB"Q5;D0:2%> M#(J_40DT^P!H KFR9=| MJ\$QB/ME&(X>Z*#L:96U;0M7I-
9E19BBD@PKN1:(@@"08#|PZ6SZ2LZ.YJ! MTD&YW7&ACP@L0T@B:NU;(-M&PAT_P"\$,IG%HF<2B+1F0RFT@F
\$(?M\$ MVZ W14XI2.THT2\$8,*G;=WW8P^M#U@!SW6U;@MOO-HAP9;-1L4A8RBH'DLI M-6;<.)-
QI#LE7MD"60+J>8S7YX^ F%3SL.ZV6+UM8KB,S%5+Y4I)%BX-C6K M&%PR.8KRNUQ.Z<#&@G_X"&3/)#0
1\$@=R2JX6JC M_6-ZS'FG=+;LT!>@98R;\$?6)EU6@!JCI:HFL,UEN&ZJLV&C2!6 M=M<(<6=,83IB^R'1,'NB%D-
=7<6-T2RY! M?;A;=I9EPZY>OML";O!+;X)UF^PJY4<557>X0P?7!WR=2H;6J9SU<9IH5CMQ;\$Y LAP2+*AVC!<?
M3/8W)7V6(5N-=8U!F06MHD!4L/\$\$VIX78S<08!";RCTL&\$2&DJ!"+I64Y MA(D?EQ4SI(V%LNB>
!3UW_YZK//;UOZ^IT2UCK/WV5B!X6R!<-7*9A:IY= M!H/L_ 'QZVYY*DA8""FH6\$;+"CE4-BPI:QQ-665S?^&*Y\$Q-
U6=+|NEM^*X MC<9IV6X,4V.V(3D-W,0#8G(2@\$SN;1S#N. NNR=_3R;J*>:EJE
M0A'XG;.35CQQCV +VIA23M2.RX:A!CPFT;?N;I)R\$CY6E!45^_Y25<9 M)L 00DJ9F;
!EH.AE&^J'WJB'J@".MRPX3DI008)8?ZNF S&V&Q.YF!|MR\$!3*&ROG0'EE O! (#_5\$;)C.Z. MM#;NIT#1Z4K5Y^#
!^<1.0;3 UO/6;-?HGZUVM!Y"7TR!C>@6SWPJ;\$N\$; MEJLA!Y 6S!CP.4T6R<,D@*!;@JN-F*JOF<5XF;<1\$K!;/12_?<
GO.Q.B8/ MHPNPW?5AXE!X6Y+^C9V.WLIRJ!8TB3(=C#(34>KZP@C1?O\$%3000>&6?'
MF#M01!H&EH!G73ICW;7V#3B&SJR^YRX&#B;!)Q?TLV0;> TKHJEL_%%
M.W(TGO=;25T=V%3FG.C!T_E8QIF"#>|N3G7*^*!3S,U6'9MPYZW0UW@_=?9 M<^12*!>V05(V1)6RWK!?
*N)=\$>K&E<^KVU*Y5,+OEU W-K*11WTH!H5:0 M,35T:29WP*9(>)4IXYC!\$A)@4NA)EY.F"XG\$!RI

CONME' M!>7.D#"7^\$5BE04#"IZYL\$A^ESZ51F5R/Z)-'Q&&?J1-S11+%=J?X!PB87^5 M%#H4'>0?P=5S3
4.'@(>RAU\$V7Q?E7L=9+3SS"/498+&0GX^ET<NI#F9^\$!1 MH/X20#Z?F\$!^*^#L@K',G_@)HW56""6)^5*+*
IKXJ6PEW(\$O)+,7S;KZ'5 MNV2/W2W.GID'A;MWSJ'JP9S;4M_2C^L^!)M @>P1VW8#I+?F_E:>?%16/T!0ED1P
MK-U!8RV2(%37(RL2)H1S1/ WCFN4RD>U"F9K/Z.V*0R1+;JA.&4.ZBO. M%#3T%?
TR'WV^*^@6<^EU>VT&K1/U&X<5/\$\$R'!)74_@Z/+)F)86FN*#T1R M4A>23>KY93P<3HKS%?C.S0Q;4*JRV%'9Z!&
<^&IENHO(4 2#EB88\$Z M?;R@3+Q?X,I,A)!/<5S)5)3X<68!_4+N@4D>.!?P4.)2N4\$! NH.TF;4 M+K!-
C)+9H@!\$J7RD_O(K6X!W&NW%AINCB22YO^7<)U!HE!TAXY993R.C MM^XZI2\$Z#J2?
^0A!^2G3(T:N9!U9:&_!\$/IC(KPWALP%DJZ2)!V\$;SZ!AY MY:&UER*79N#Z1S^Q7E(-5B15_L2UZ1^MS(=V+?X?
@WV;IXCHR:@A@R6WE^CN>OD>=9P;L;_P^!>-Y MEO;)R2PW%L?QB0A,3^=8W?J_(@KF+(!=3S6-62KS4EW?-
C;_ZGI9Q&9+U%#_5_3D)6HSLWM&? ME^&ZL0X-!T=(CGM>22/1_E9\$5PXU0G.Y*(SI!)S%;Y1!LRHD1\$""X+!
MCYD-X%TM!@%4M6BD)N-^T=++2O&C+!1S.M(BDHY^F499WAL8E2OI+&C_ N!J7X@JMM4DI3^OJTF8+OX
!^B 4+11MR<8; /!95:T=YDX(15DB.ZNW&9;>0*!LP4<.(XL8";W9""5+ M^B6)-!69_ YF#;BK)W?I>,*!TZ<<-R-
CM_W/U"4JT(DY%P.A)I_@#LK MKNWMW_.UK'4^\$2LYR1?D6@I&I#S;+ PRWE+X(^F^J4Q."2VC-RE9;L8E.)K3>
(C+;)28\$Z11.YR!2-(C6+%IA\$0H2MF+^#CZRY6&2OYS MID/JY1GT?ML-D;5+J\$Y6&M7* MJQOFI9HOT?8!PR?ZA6
CG\$1W;IN>ZICZICF!87=#(X!UVM17 MRH=*"B&W!PSVD=6^CMS>/+27YZPLN"!K&F!K5&_H&D7H7!3=\$SJ!D
M5K9YNS0VS>L3>GW63:6#B=-.D-R6C0U*4ZK2M\$0-MKZ(I\$8Q&C!6*H5/G#7
M>E1WT;HT%<^A7>J*@QIU@%U3\$ _ONW*?ON%9UM>,L0!G\$CV9\$.-^?#DI T4E#J_VN&BWDB

&.D>CE\X+)\$2IX-S M:JFC*JR !/Z#RWL MBD) + "@8<8?M10T8;"72 QM\$ &I=^Z<9.3)4.L\$K! 53-
(V@08KNX/A:2, MDFLTAW=P A\$C>XC\$C/#<#87^52HNO@&K+&I1PDHY=:A 2Q:DD 8)) *EMN
MC, @7BO&K/C/PN JX3#?#P/ ^ M=I'W) \$5?NFZX + ^, G&H&. %GIZ>--\$ "1E252-5)+_O'X!+ ^.#X!J9.4?CB
MH>VB'-J5 H="N*!#UKMY&YO-BPLC,Y29@*%2C6+F=CD.D%=(T)+&QOU:GP M+EH#SL R5SJ:2
O*)J2:, _R4,00\$3D *N4ETS@7:9,+?+X,C+>(+PFV1:I M_BLD\A:-VVR4I\$3:TD6J)T3XI0R.?
%7A\|LHWJG(=R\$!%|^%U*=2V:=D6,# MK>,8P8.NG:6EZ:|D@GFD5Z8_CRY&O+8-B\8-
B:N*Y>6H'312,I0G1NB1\$T@F M-V/4RIOT54%'E/A|FI"UT(%=P0J\$|W\:#A1S?Y:I9QU&@-|D.ZDX0NE8PT MQ-
&8)8\ P5@ "W.M1\$VI5#HX\$ETMI ^02TR2\$ 2'I<"3A>%C&0VJOYR#F#E?
M!6&T2SPTJNV%3I#M/PB&D1VQQ.^P*O-H288.2?" "B\7L6+%R2\$KQO5+A5=1 ML^OPCAG<)|JL3+
I2ITN@9EM<?>L(7>N-9"?V68FYL1E:,RN3 M=V%/HUX,,?>4Z\$CZ</'D<6Q\%+/'="K"S.CG>-0/G(SFJ-
RB#I6K(O:GJ:-(87.U."U"*(,NJK)6Y661 M,X&RAP-8WT+20JTMDL:J
MWW^"##*02JH8C.T9"=^VL)J@:LMJA3*1BW/R"0,U4%3(<.\$|VVI\$V/AWFO2
MRT8/OS\ C6\$;Z6T&)|22B/2:|LC,U7C)KL-X")DF> ID5>4YE)@UC8K>SEZ* M%J+U@>0GM28M=R=_7970#B-7CZ
<1@ZNK4!*C>LB:&U*:"4->ZWNUG,2AVDI MC _@V6|"+N+VG|M*M\$++K?)RG|0UHLIT| "9(E1P"MT1H@OA?
XM/0:8I_ M-/B,2FB753VR'2 UJ)@S\$DOZIEL)HS U0=B5Y8MCG83"XWX4O>M3^FAZZGT MB _'^ARIR6:AL\\$:O\$R*
39F3Q(B#/"^+^S! OUI@.#USJX74@#&>25)V1 MAR(5:>5U8%H*,LC@&8LP|F>>Z9_)?MZ=O(I\$EH?UV2MM"?
I%N6X0.ZM\J6'B"J)PUDMG&R M1 GV*!ZD?@DJSJ1\$Z+C|^_RV-6JW.>IV<2R@LY-|IO,=:N:@J8IN)Z@'-
MK<,2HG\$B(TA&\$:Q-^R9M- YE98X4R)3X*KC&.,U>E5&AW?FCW_0LI4#PT?
M8/:K+.#)*&@6TL|^U4):Z@3\$TV/OM8@HGOZ8,*UT:IRHJ0G| M:TUA=.,AY0IR*-&J>
A7+681T8"&X7#=#JCY76^:T%I)2#|1FH3@N\$,Q, ME0I00H1TAHP5D-15%W/C0B=W?+E BBV568,H>/\$!B4/(AN-?
3=0DS??)?= MR3O|HT%#**965|H%S!WK=\$#U.#:RY)|"VX|Q5M ??0?4) M56|5U*H&AVN/)
(3=G54H/KS+2KC1QQN|:,%?P7|I#)T_|IF)?(90+"N>XMW MH?Z>#GTDY^4 YYLO+0_SUZ@ "0^=,R)*UZ|>
6U@CN=^4:GW&&X2@(<."@C76 MF*!QP<+KB+L|^Y,IN\NZ|JN3G> /CVX\$N;JFT^0XWC"%7_4HP4,<(EI@L
M_/|EW36+H:EG-H:1C'??^(1?(<C:Q9V,V _Z\$W1G|5|DY^QR.8G_6C^M^M J-|GA_JB+)_M_ F.T_??^|(^1)|7RVMSI
I_ "1-GU1^/_X|W_MH_|R|^@?S9-G3H|9B_G|P3=[S, SGLWR M?#X+H_|F|?I_ QVQ@50J|/N M
MBY&X'ZQY!=I.G1D52FPWP80WPM OY'9 YC^Y-X'5'(*)>QVYI0GI,*>|CM|.? 9 MQS0G81FN1"-
ZVYR>8<#6Y+6CJ|6P)2'R GREY6F+@|J*"|BW100<8:LP AW9> M>3C.&)|HLZ;V8Y@Y<&
(&KZ*V@|AZ)|200J9XHCU#QH9^L|3(\$@+5-%9%; ME\NEBC?ANNP_W9FG&|S:%4|
H1/%O\$F.WHK"SFC)=XPW72R4/9 M.\$?;Y1DAN)
(HKX68A:B#"L6.VW3<|^@L3&V6)X6J>JYDY&M@7S#>X"0NM@C M78CNT \$38CS+>=@K2TLGOL(10J!;8-
SIGN*@S(.MRAB'>30Q,ULPL3<7/@7!
MP|TA%//A58IT1310^X&6'.^A%36EDXD#N38J<=L4^O&!KA|2:1>L.WKM45+" MSO+I 1:8?
QWB. @.=W6@BVN|J5=ES= @/^JH6:/IS/= MU(HFYWIX=>^8YHAZ2+JG.F(L_0::0?CW|^BH1(I(L:/+I+)\$).9/PDS&|
MW/B0PY^_W|F17OZC_((X|Y?HIC MR&^=^IQR3X9@. OBD|95P86\$|K.875122=.=I-K/NF/F%6
AO!#|A|S)4J^ (X9V\$C_D"X8"T6< H ME.US6XF,T/9V34O*E;662I"2/KBG.1#.@^01?GRSQS* M-
P)T93M*|LW5GO@SBBNV4=RXJS|7%AIUGM;\$34?
F.=^7LW#^=MH+|2DWB^0*//I&;T6PIT1#S"6^&MPJ|^=%R^OXM, 'R M9M9K30HPD\871HR5=MOI*W1X>G@H-
^=GO_A>'M%8BMTM|V4?ZYNX-BFYXCD M.,EXS6(8""H-).^L)'F@7P=[29G_3_3GY5%4?WQMPI56
MPPKH|I1N&"MZO-P4:IB@'<0D'9DA>4BN&VR(-.^G13L0\$+Y<_UI2_4(@ M4N' MN2*@C0'=50TV\$3VVF4DU@
_ATB<>#D&<% 0#+S:3=3D?1H(2J# M:/<459&J|/\$H MC WO:"2\$4KC7=X M=:A9_V*)H5#?S>
|D|0W6V=&FA&DQH*L>|%F"CEQ"B|8>|>=3"G1|T?LU6CY29=36US"9RYIUN,D|31%)+@0DYJH%/N>
&0EFF2N4EHK^9WJY5 M@((54YL+^00X0+%=1+2=SEXGJ-DL:4A2;|HV:NJGY|OX182KGOW
M1O\$.%WH%""G8|\\@FU'+\$.9)MKW-UVN\$FF#CEUQ10%R\$|GO0&SWWW,,9>E MI6P_|G6W@U+\$1"
897I/\$5D1(FF:"=?+O|AS%R(J7IV5XJGM|\$IN1:7/62 M\$"&"PPS(W=9/-|23Z|Y^
&W2(LN9\$>".9<=2U<)E=6|1Y'BXXP:O 4?FGA M|2TBK|KEPI*;*ATK#T|O-FG&XT2:%\$%= _P:U?
I"6EO4+1\$'5T24E&B=NJ>U M+(8DM<|HJL|KCT4_0YELN5_X|++^D5CVPLX2)6I?>9;Y=WGF|#"TT+|A>^
B.*LBC?TQU(&4!BEN""Y%-POKX7|M^ER*U?WKXV5,J|U.Q-(A-"1&A+|HWOQJ!>5X| P M7^B"A.&EOQ+"3-+;
(+6A3#|-J(3BU;B|**=YF8#@/4Y6A,C9I0S)9M;Q=0Y MZKOWY_@F7)';?6E^I:6*UK++;+FP-NN14D> O>|893T-
I=NNM++|&>PT M&K#8:D M|H(^_OK3#>,P>_I7ZRG|742|_@N7D'LMKY22=G3% M/+2*HU&QDLR#5U|H
|S\$X:WALR/&DO<.,+D5&GN|'9 L' MAK|_RX%8"OPA+!%OF. 03.53=&CH9|KY:./?N#"/@ MG, @;Y 8IL@V_|T37F@ %30
_A|7^&J:3#_2(%8T=61M|0#5'7">#A600J_ M98*"*&|A>|=CP|=TG(W>)>O3N,I<*N44_N6R'4C<"|4:G9Z=|(+A-
A#L,TG M5W1-f66;DOPW-/I#ARV<5NZ""|S?(92% ZBX-N:7#::/L^CF M|;"E%8Z.H&"NR7NU98VNWK/-S3VKM?
HF@OOIBX2PYUP7L,CAD<0R'+9|05Z M+8#007C367 &8L+E4ULHYDD+ZT|&89V^L\$<#JA<15N_ZC|QL3-
78E\$3^N: MQ":S_1/D3EV%8HM2Q|9TE293KE9_|I+PT:46R,1?IVAK|&@MN6/(Z3IW MC_2F@Q87K;=W=(PHK5B-
25/_%PW0&LHGS?Q8|D)B875IN3"/47XMN1OZ|4C|N" |BCE M3Z8+ZF6|N @:|HS/5L6C^EXN6;BXCQ(N5NFPL-
AD36_|310QY>J|R C MWZV(9|_|^#5:,/O%L&6<6116Z<\$_@^#OBX7H3|'F978|LCR>,XY_6K_-KJ# M:S65F|HU-
FC"5<|Q^ZH^6<|H\$1P*WSI"G^U&"7WB' TD:TA OQ.X3Q_+),
M)G571(X8_J>>'Y|X|=7JR)^J@7=3*L*QS?|U^B,C.9@S02*42#CDDAMD'E9 MM?*FOCM|3M;H.56::AJ& M ?*:6-
*L1616),X%|=%|>=7|1K"S-J&*63(+)D("E_.'|\$CH*8|S|A|_ M6U87JV5L#E5*"/44:;
I#+OX)B64LA(808WE%6A1K0VNS-)FS2S\$#Z8M=PI(%
M7WNE'GS_XNF6%V>VQ#BG4=#6&KUTE+>S:"Z3,)"&\$HK#'G|FU5T8TF;DLY+ MN>D9\$26<<(SD8)76&-GAO&?<
TL5Y|!"MO"4\$(-D\$V_*Z_,ID61(T=?K5@R M2=VYCYT,USBS87"9C493CH7"|=:;KW%M)*PM/5_Y9|'"PX.F:#
|:O6VARD6HOOAE",D#&-1H%#S2/D^>D|XFK3 M=1*<6LF*Z@("F|7F"YMA@3-9UDYIAB.|D.YY.SF&O+7!
(D;?Q|HEW&-FOP MMJ&.UQ9AS|f@79B;C|UTDQLPCEZ,3LQ_ (R77=:J-JO2OS:/I^_PZ9@;+I M"L%<E?
6;HW2\$@8?P=10EV109M%(S|9ZK&)&|T=N8^0: M%SMO23.B;0M^&48-LB|8)|GH3| M^S|MW9.*O5B.%E,
<##@'S^PF1| PM"A(ZI CL9,IE.52^P9/@235GD:J:SOB MP_%O&XU?Q|V'=1:F_0|WS\$'L45L.'?|2N\$A4ATYS6_HM+-
K|U|U3CC01JBL,(>1G%|+|C)?9UMD-HBW.RYTX\$|H0BHW: M+U@3K5:CBISB'<0\$+Q&W=
(\$0M,R^I%.,UFAWVP#'+0RB=K)|J7"*JF6|ME_9B9M=|O"GO"ID:|L5YVW_?LHHA-I2'(CI%>2(M,N:T<6'\$L-G\$F
#IF^W)5N\$KJZ|^E\$+>N?*:R4:0R:)|4A:J#;2?LXO@:5?T25V|Q M?^9)H7L:RDI284L:|C0C-D1+/40GN<>@ (E,+
7>.,|O1).20*4.WJ3.*CI/ MJ|KDQ)|LJW7>.F>|.6S?*.#^!E4.#X^QW@OR^0-2^#6?YR'+.V:<-R6|'
M6_QG|7PK;29F(1/9K)0WB3=:L&T#(U2|'5|D8U>)|OY,LL'Z1Y'8O,C9=:YRD%&5 M>0@6GN
Z|HVGEI>00OU^4D^OG<|/T%\$S=AP=@+VK3M/,\$62)MM1|_WH>P9_|Y7_IC170U\$3T=W79FSJ>|/^<DQA
M?/_BV3VH\$MSI|D)A?W67ICDX3|>LBQ6G>3=M@+AV|I&V|0B9S9EF H8W*RZ?XK95:!
B*Q'&YM2MJ|2G(^&D7|?O_..I)YUK2;@5<1AG)|5Q5(8^)*>/#8NJ=-K"C_3
MO/60J2QUE|VH>VN,C(L^UW)|J3":|_2 I5QV_GJD3*'0Q.L0I%H=:#.\$T73)3I4=)TJY
Q65*@T0XS#D>FFYH1BKGAR M^L/PQTOC=L1|_2I/9KWQFI.?^N^ (B|HI=C|S%+Q.J@*5PJ(2)FU7>7)U|OE
M'45M6H%JPY.*62Q2B|@%.*<.(HN)=_J-D|PID>|VI\$Q9Z.Q'0Y")QEDVH*+&M<=

&4>@/A7RF_N48Z5.%KSOU6)9DM\Y(G::THKGC)JC=->2I3:ZV:F^5&
MDD.7W:JB=X\YG8(UL"3;2G)UU)I'MH?TSH@R=/BW>'FW%9%#E1QQ#LD*P_MU4%ZETO7V:C
'^5OGI8E3R4L|<0W|U5BPN)L4YY7B|2^M;L8T00_WE/@='M.IWVBOW/4=SYF5!8KP3\$#-C.OG@RO&&?
\$N:(RCQ1B3X)""8Y0|'K|(Y")TYGQ>HMZ(=[3 V/H] 8S&M*RN#F^60'@L)4'EVA1G:4I4JA&KX\$3@C
CL2Q:@^4J1Q'\$.DMK7=-.D) M*2\$5-G(-L=>MFC.W5+1/1 IL 9 R#E9R"-L>BB2'MFGG8AZH.CD=\$05|J^FOP"H
UW.GI M)*^SR|M9A M3I9HTJV1(-<0GSGLO#_6K6TL;ZXT1BZ1A.FO\$0JV^=6QXAB|'6Q0@)|+K|
M3LGN:'/I8GWA))BD8L@=-3X7OV3:1.50&YD&.9VK-PW('&#;H-5L<(E CLI M|3%KN79,8IB|Q)/K:LHC@MSZ===U-
G=7GONU3/3IB^?WH\$RT!18H2":O |; M^C|Y+9U.I4X8IY=T _H1T:~?UV& M/37CWAANPR7|WUBCUV2S-
G1M@LEYXX!F7WQOCNL#>.O.6!D:FU"1M7ETIN MZWR(X210M)
|F+;JL^<0/&Q7F#WZ5R0>4DOLSS^LL9%>/QX7='QX:'W79 M3HOQC#(HXK< MI |^ (67N.\$U=\$EHH"*\$Z)Q+;M-
5ZR(MZ=;!JFTW2FR'TM'|+P7"H?KM|E M|)U4-M^Y?W_L(8L:D)=5;10644N;37J4&-VZEEDOI"U>WZ?
CMTL|B9I M-%2V.I.G\$0|K%UV%2W1G4=-E:5"4.2P)2?X4NJA15R&P0L.3GD@=H#R";@C(MHM!2.8Q*
(5L8R* IP:9\$DC70WI==^VMAE:6!S%D^RD38%LNE|.J20MF22)FN M<36SE!R7)*BIH>5-2+ #U#%EKB|R?
3"XCMHW 2%8(5"\$ K0Z\$=LOZN#HLJ4: M&W/IRCC:BS:> (YX<+B@;=@6==(AX5Y M8NB%YT9DB?
<").8I\$09I5TR(:NVM@W?#.F!>R;V?I+D*HUH@N00*71N# MYX#%_ (3NH:GR?
1G7:GW.5T02Y.7FZPN9D:N"ND0\$:@:Z>A5:5H(M25*E.HK6HJ6M7P RIE_/RCS)T FST^>/' ZI/GC MH|
<3%|H7I^|FSOQ>_.|/C@Z8M !M?REFX_&NM |>8^/I%-^9%QHDYO79 MX_W9B_R:~?I@MO_TO?IDR?
%|IG>_NSOD_S9I\$51_/OI?>=YNG&9RS@Z<_MSP_R6|S9T|ZLWO!(_OD9_?N;17|C>:@&U4)(B6 M=L)KLK?
QJWJZA=2 @S^M-R2Q|4#&QGH&D"C Y)^_KV;?)J.7C_ X5EW# M5W55J.SWKV,MZ|"-2Q_->^Y" %| ^)?
%O7TPP.A\$T|7EB+K9|>3Y D|*C@&.+9+H|H+D|+Y633@HAPP^G"RK* MM7_ALA_J0+6 Y_|?AAPR9:QP?
M(NZX<207VM#3Z4^U:.4\$JGP9D%@V2?+\$ M-
1:G9Z|J;|^UQ2'F\$&GJ<|+\$DTA_*.LXV|)I?)RNY^QK/RVJ*Q_F%X|F|U M&-
+=G*APY|A@O5YJ|@3@C,T7I>0@&%78Q#H|F:W%.X\$JVTM;1TU_AD55:7?S6,,16'S MN3;4JT5^&H %CY?!??
IM^>V|_*V8I6_OZ1Y|B@#N+ (=F"H+Q@A7LY\$U2(1\$-M4TAO/16A(1+&A;O#2)X|/KJ|%"\$BD:@?
=DZXO(M%3+;JZ(UTCR_1O14 M5K<.9S.9ON|GOQ:(=@S7%6"T:'\$H T&|Q)C.R(&B&+QD0_CJTL1>&CQ5(2JC3(-
E.P.7XTK0TF3^I7+F\$2%F*:2|K1,.C"7)8H*4 J/M M07" +9EH*:59;LB).6.'A_|+\$1C?G6QR7@4AS-5V?84P_%*18P8?
\$;D;2%7 MX0BP*J1^\$#^>D|_5EGD=E5PGY(W2O)(#3='X/WA5.(C(9Q%0^|F:'U7 M-DM8;UPYK./2I|MLBRWQ|S
G*&)4ZY-
XJD"\$L;ZP1H&+V13KP)*B.3V(LXWO^6)V&GVUF*D.PF>@!|RP/X&UAYQ:VJD6HK3&OSM#LKZ*YDEV.EH|+>&A837
M8_"U!&^OQ;U*\$#@5YA*^L|V*;USJW0YW"SYNG%1EPQ?38YJ)(O_)!COU07/
M4^!P.+4%0#++>&"&0F3WD++U=-?M(P.MEVK1AH.WO.BX28M|9%|O=59+|# M?@^WKZ_QX^0/C|-
IWI5""QBP%7FT?K1T1H047QC)!_Z2I'8Q@9 5TU.(OWF7(&,<3=?#7UZ_>_JHDMQD3I\$+MISKY|ZE4GI7EA8X

P&IQ/M)(C|2:M|5IXIU+C<0+@C(F M11*.*&<603?M/Y|?%K2+)N3Q(#G)='% M3*Z+G%I1?D6IZHDO.BAX?
L(2T/H/B+17ZO.Z.Q5)I|Z!(U-7;BE:XXD=@9 M7S(ZONS*=N"BNY)+B.9S4@R^9|C1N-5T)))*NG*^H2:P?
V;|B;|+|@.20TA/3 MO'>B>-AAT"8I\$,%R;4,2'E?2JYR:@HX=*S=@C^ (X41J=2|L;.\$=B=|C*Y" M
M)KO*")-7" _Y| |@/(A+PDA'1^5+C_ %DF8^VK#|/ +MR*WJR^\$RG/MV\$C?;)|
M#DG6OYF|2+F7E#YX8*+BL|_E X@>VLE4? P0@*X.S<4A:4B^F.Y<<12Y'BU MOP07:T5FT.<2/TT.6
GOWC21!2.XPM<9T/J^QC V27D|>IQ7B.C89&J95+3J M&)_!7|KW(OGIW8Y;RZW4K;3@U)4@VIP>@C2^,?
2"K)>#908H>.*3C%N# (=Y M28U#'?<39_C+_N.#C\$|=0+V|(1N^0D9:Q;:/Z:VZ|/O \$YL56-1V%)1&S
MSPZ7W@;|/T>8R_9Y!&F9PR""|8)S,X;YIWIQ.C=7&+QD_&9X=H"II_W MKOR|<17'7R)RZ@_CIX3,9H*XA:%1
-/@4=24C?5=|JG|K P:NZL=XP=/ \$# 'S4Q2G|& W5F#)0<*)"G^9KVD
M9R_AD:8V.LNE\$3|HHQ1CF.PL^KNJYA+4GT" _K7F|P&LOH=K^336J2X13;>
MR|JZ7O*S9WTOV0"U<5E% A*6U'CWV6U|&K|5>*GZZ|>_U=<(^\$B"5>%V1C(&>HQO2J>OX9_05C;|
MIU%::W9!P*C|WKU1|'E%IWZZ&F7V@R4(9.DO_3LWRQ**I3ERH>)!)P=P7H M6.|+R
9: @ (2;1#K<^90%;Y)DXYF)ABM3 M|NXH _%XDD;SN&G)A%NE"9Y^UKO+PO!@UUW^H\$3"++PU8>&H|=9Z<=7(I.?
QT_B|Z?Y%0Z.3I2M|4>_M#WG6F A*WQ3Z|B?;<.)T|HWSLEFNJQ1O QU23@KS45HF^>A; \$K M4IB:?
PS|B@#DA7OGE!6S(D)8.T4*#):3T!&L YN|S# +TPX|(B=Z:@Z|=F:3" M(#C|O@|@|/;@GS6E>E?_KOIRF%6B")X^Y1B-
R>V'5"TIWG6XT_2:A%L/Z4" _1 MY#)O4\$VB%F|V@ (A)DQ9-45D|WK\$OPV;W%2O,A/ MBMGTX.G|R>Q@+| ^?
%=@TQ?3O;QXFO_SFR?;HWRSEJ.? M _J/GP|QOW|SRV;=7Y^I#^W8Z*|2YI?
N|_VH|BEM=INTB|SIM|44!"L|D2C|H-|C&5YC^A _MZ">"VLOA\$|MBKQYYZ|Z(16DV_U;WFD)+H.2*73>V_JSZ|&S
F:7FHH4&1D| MB4M06H|DRR*Y0AO<_&"^+U|V" _DLLR|**)^8D:0E?)D)9<|H)FYN"/<:|H| MTT4)1B4%-Y*>DR-
+%)\$|^!^0E3=R=O)_ QN#;FG.LC0_V3X80\$|^|(&"_33DH M9L|BNKEYSP3DGO;&>(1B(E.&2F*)1.M.VU;.%MV"NA5T-
&KMS^P4TG\$7_)@Y&\$&J9R>(0T87\$6;/^>?T;)_H|H% M?W_2Y+PY.G*3T+N72D1UI^I>7.1E|PNJY&=>D\$ H|2+
(FGYXU+PE2A|F7| MP)SYN7KX4|^V4|F^V|NC-#J2+WC&@AL'5@|@DF) M0H|DYQ" F3Q3J63JG"TW)?
+;U\$V\$'6%89=E&_IF>"D&97HX8R# :ZY*AO:1+ MQ^P*2I=# QTR*IK/W|*(G0*0>4-Y4XL8;))# \$2 MDM*L"*
T8N5|R2^C<^C|_H|K2!4GT3Y* MYN|X3O<F^XO7!)7QKN/H_|SV#|OSN\$ _ODV3?C-
=45H|RJ?_HG69/_QWN.L8S*#=50GCP&JGLK:U3E/R_-@;_ MJ\$IZ(EAU@M=|U&|1%60|<5|ZFTW6|6BC+ #ZXH|-
D+Y*"R|!" 7 D;G&O?7 M|9XF^Q|H+HN_EXU0Q1&.M+Y@R|U9\$>Y IAG.X?29C3Y+ @B?M"0)A
M<0L^".W" I<@|^?^\$ZJL_+Z>2OD-G.U!S0.H1=6A;S;_UN-A+(OOX?|T|5|) (MW1(YB;+4@|X%,I?9U%2=/@X.+
MQ@X7MW\$E|S3;|CU+Y".RR|ZD\$V|F) F M|S|UUY^WP^*H;|I|Q+| (XF4/"BWNOL(3|S|RP6K1|SC3Q|
(@Q%&S^U&T5E M1!&C|Y|SCK|+H5\$% X|E@G|Y|04^EC...@5\$V\$3+FFR(V5B8W%8OL>);KM<
M'OH0@N&AZM|G=|KK%L>*K)DV#HWF># QSXK.(7U(5(X7.#VA7U7|1L1+ M(W<>E_627.VYAZ4F72RT|#_M/?
X|23|P+HQ";LFJ9(.T-R:7&3V;=& TB' M2T\$?OAGU|3\$&/BRP;%UM*+MY_A2HYT*BDV(:|K@W-=-*
LG;)81WWGV@ (O_/_ MNSELW|5^2H0MPNQ,4O&UW&^N/F&H:O:5(OF@ \$^FA(ODV73T\$!9&B13-6
M4IY:12\$%>^)<79#U>*+=7NW54VD:SR|"%0CA ?+OU*N \$B :YVENU.WA42IEZ31VF.HP?2KG+;
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'YSRFM1:0+!P&Y:'\$E^M\$;QLG M%|?XQ9OE&OP5*06(8CW_ B=Q0*DU(D8&^7|!=P Z5@105(7AS+|E+<2GQ3:
M5D:OZ'_LM/5^K^5)4^>YYPUN|E30*8>C|^!%:FP M*\$X)VRUO^F&_ ^DHX2S;Y"1?
f4|_82JY03Q' QR:R2TQY;+>U VW8:6?P8IM6D)-Q7|Z=

MSMR|7H10\$&7@AO4RB)WS?4>7XTL|JN<#\$W%M|H<_V"BEG5ZD|I#W=?4:O':6|2|C:8C%Y_?J|UW;:
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^\$SIY_EIE426Y\$HB(H280E\$#^1&4IS3/GS.J/U>PT/S<1<_Y@OI"K
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@<;MAIA^W#+=191_"Z&MR:51R/XPI1WU11BH1Q.)4W4XH(G1W+0/1=I=F-G&*74SDA+&)"\$^*Q.MR%QQ?
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E1=C/5G=>F)%Y:RV1%IX#OU4YX+(3W-XB9>1R0OR"5IF*XF9M/RT1.F@!2?\$^9F#?D.M)5F-J^HP(49D;BL/C9?
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(BH1DD@1=N)OOH\$1\$C\$1NBVU^/794.5+11W6S.TH^M>+B5@J_7"M-2HB4@N/&CBFRIA:G
MS.3:35ZR4ST+3A6%"PE7"0XP?%>D)13.1+&O0QNOE6S5+4G%?^VC7?U1X.MQ7=+W"O2_5)T?T05.C_(7
1Q1GV>1)4ARV>3C)"9\$/_M?JVH@54X+W:1
MQ5Y*:172RR9'D'V*F0B31K07GEOP'5\$2(<>#P<93FB.CKMX7ZS+950R"Z1Q1A@4)62.12&>TU(WG
H"*15>8Z)C.8@14DZ01PT?M.JP21).7#1"4CL_8'4P>\$'2LPAYX%-8.">ZDX#_1\$8;R_WA<+7<-S&(D:9+
MYR1'D3D*H%11Y.O'PW8-WXPAR18F'9@>AF#^IR51/RZ1J4J1JY:R<'WS.M3

PI"NHM=^<K/>P64:8(VP"G1S*52T>1S\HZAS?/_@G'17Q5RR5RL<I6P_MM3.%.@YPI=-285JK:4TMP>&?
TA+E.BGT:H/++H<&>\$A9.=+A67'3A)I&<+P.MB3:YH_1AAI\VE:NY-U8LE;HQB\2%>2,.\$#F
*VJ9\1#W\^ZMX^<(T9V6\=X:Q.MDC.=&D'<,W)8;U_1O'.LX"NP-YJ9"RNLVGP:.E\$0FCHU<0J8=Z8:1+7.
10F96\$1\TH>2-235E\$;K\$3@C6Z.M.Z&T3E#B.BD@,Y@4E>2B"N&E1C"1)19&(E:CH1_6=Y73GX1+T6N\$W-S\CE
MW4BHM\$SP3".4HFVD@O_1)1FA=S>KXAH.O6.YQF_1\>5#(1M0(%&5HD2/&M:4P*GY<-P(W\("WU
/18@Q":T&B\$1>N.3(^0JN\8F*R\$^ZZ/Y*DI&RML*MY/I26?6C8AJ^KPZ1&U6\?\$/OF/_@/_6IAY)?
_#1:VWJ8WNBQ(5"UKC*83^KTC DIPZ@D6Y%V2.MUZ^B^@_MT)?
U_+;SJJ'=0>Z8IE7;.CF\$1%Q4NG:??/NSA&SG:)ZA7H;F#P97.M77.AR3.MZ?X(-=*P83CEJ&QWN41^6F_S_I-
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MI'6Y>5>0*'AJR9/'<*Q?I\$Y7(I\ZL MSIB"13LK9JN%ZH&S1X?_?NCDENAG1ZV8\GHGQI=QI0*C%*S8#JX_&\$/'9I
M_1^1AH-W\$OWJ&):ME+M IDE9>ZX(&?=#4M>159\6.5R2_1>1HI@CB1JIZRI(Z>AHEJ\$=HSTK.M+I'0!\$E,*?
#.'K47C10\XGYU\79THSPPM<\$7Z\$(C#19&08%(CFM/I#YYGI@C+R1'6^BT0EK&E3EU.M7
C)^V+BC7 W00)LUF".CY/199V1A0_RMOBH@Y1T3P10JOAFR?\$88440.MR18>6&:YNI<-
5%CC)P+^1&PRZ+0(K2*HT8#0;&Q5W_ SQ#/*A.6J<@I> M=1(XU.ZU9X3:1IK1'K\$1>B"8MKVJ=>@+<7-<"L='5Q)
1:T<7IO:"\$FV%+1(I"00UQ)X0*7QPD'Q& M7DJ# R\$1:#C%D\$^1.Q#8I2(HKLW2H\QIC&N8@M6_?D1H1H0:XXN,(T<4
MI2IRO((#R&EN\UT^MNB.M*M%Z.0)YN5<- QD49Y*037I* 1.R*15.CI29H-#69@2LOFPPP.+07VC),I" MV
Q)HXKPRD^W_+2P\$<+D@_1SR9ZE;:6/HC?;H/5(I+S3;H97]=6G2+I.M_?%9EX2B"/991Q*1
(R\$N.0.TC>PV9>:US?;"K1\$LP0+X0_1K\$U!>4:&N.MIE^907/9Z>:4&V2I<>6V>V/OB2_\$_="3&S-'P:
M(CFD18A\$E.0UO11=W732HBA\ER5O4@NK.MY.EMY.M:24\$ZBQ<4"E".EJB.M@M.Q;JKH5I%&MUF
M%UPUE?_?U1#AI9"JN.&?;S@(@ET!\$RZD>TLDT%)A7EZNEF*8K)=2#1'1%1>4ZR#1)4T1^K%9G1KPOI5&#ZYFN!
M:=/_CB\$C\$WR#-"EAR;14:MD.8TZ_>G'YD&(CJ< T7'06"M.#?E'.%-6.%D.M'4/GD.O1AR;R278CZ2J.L)<+RRU)="/:3-
Y5KF7N) LH"E/(VN><.S-00 "M.A(11.G#1V*+E1L6?%-LC%L.Z_.\$/X\$%*C+L).9_13V:WSI.M\K0#@XC!-=P-W-
U_#AIN\DV_1CHJ#V9-EG_X(2/0)/-1FA^_HDBP.M@TI'X1R\$C!>C+1.7+>1JYK\HR?P.
HHQ_68W)C8\X^3@>T46\$KP?P@5ED7(M'MVXYTU^7ES5#21/F9.859G(GDH?&11%.7.H;
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(X(#Y%@1SM\BLUWI+7.G8(6ATS471+;O_#@)>Z2XY%XQ;NIG.C9
MI\$1^87J4S93TCL);K;"ZKC<1).#_B*RQ+S*PT&4/SM&N4<>DP.67AT='Z8D2W1-MI^A\YR=J-
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M""Y%08\X6"Z+>_UDAEC'1G4EGR8OYV*@\$<XBI)TS\$F^\$-9C87M\$1+M2SD)K.M/30(MADFN5=AF-
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MS"VN3VO.C<1BQYX"U\$XN:B7PAQG\YFGAN(;>4G3;TBM.W)=;Q>THU)6VS
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WEA=Z=;7_F):|Q|/2+^8Z0H5""L|:\$FJ;\$>42;..MMZOPZ7IR7\$YK^>JK6K6/6?R)#O_Y|<70@JN"0!&..G\$|+;VH|?
ONJ|L+8|LK_M_@.5-YT-)HCX@7/M8.(UXK+Z_W_-BV*!@|'V_\$XT_#ZHE|=%8L"B+^1_Z
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MH=D<+JG;J@3"PX7V*258|8FPDJNFI5K;YBQCVT@_20D/7^DJMZ3KU6|G8M* MW<*R9OY;R62
;CU4^L+|HD=9"?&7XRHE'10-LT)>(.1PU;U7(D?0T'RPM ML0-|XNKL9WF5F%|JR*UK_B\$?(W4"P
M_|%6JJC|YIWG_+^@6H|NVGV68|RM|PR^4YA#< M@H)QJ_L+7|L'?'1"M_?17ZL0?|U*S2&
(AY!>5(.7'(+%8C07.VGS|V(L(/> M\$V?>KZ!M+E>_O)N#N.N:3LW!0Z.Z57.A_O!5TI%'A2Q;FE2L_K-8P1-67(^0=
M(HY%\$68L|22D7L/PN8W3B/>('F=DHB#LC:EJ@*._|&;J>UEQOT8Q<=<N,R M-QN9MN
J4*7C)|ZV<2_V0<1D6X8QYPW'#W6K10L5\$8S_#W=;CM_|X|I@VPEOYL? MY_R|_@CPAZ<&_>VPL\$JU
@UNZ6/Z=*Z3CT:X M?B4+O|9?YE0A|TCQ#VQ_PH_RX|A9^Z>RFY7\$KDLMS;DW)FL#05GU+HP^5
M\$MR^&65G%KD-/M\$8|_U#|K^>8!K9|H|4S09^~V K"BOP\$HS\$-)' W9\$+5 M1Y" W'5:_4@:1&|HV_#H|F1?
YVGYUX;_E|H;J+U|U|T/_>..6O.YV= MY@H116-K48SR)5\$S^E+;2J)?
<7:26SY4Q_E)UUUR|EU&Z9;HM:N&O*890\$ M_"0Y9AD);>?MBA|L_V_!9(4H?
##>YYDM")YF*!_JAY9UIYYJ^@+XU^F<_M|9P|DK?^?^R|7;2+(H^E<00!WWVA&4FB"XVG.8(;Y \$6!;4A@.#-#);
MJ"3_>)|L8.4%KO9(89'-(Q+%S"89>J#"GJRY MMOGN\$5|ZY&|<6=T6!6(LV_|!TO-
2|P^PNA&_THL3AS|VNE=E23*)GT4IX_MXQ6+|QB33N9W|@|^S)?|P.FA8L8S>_~%|&B.6"T&X|5ACX30X?);IT8'-Z
MA%.)R5RW-|RO1G(15C0_9VI%8G8*S_=AW|_H\$(59-LD&QK2+EYJ&MV+M6|XPYS.J@M7!";7Y&*#8W)5_L=
M*M|J_A_R|ST^G_)S6I%#2|M|>TMV=+KA(JR=F)V>3O:6RA2).86I1W9B=N%_V73UIA0
M>*JCB35I6*R&EMG|Q+|^+@O|A@90^L>)|GOPE9^V^I&JZ7PDHC%1+;CQXXU M;@Z?
E.UJBM4X)1@PHV_Y|~|NHSNF|JD^T|O;@_A=I2B<5L8V\$;51%WRH| M3K*521BDM-OUW|QLY>V) 2|_SFX\$%4&?
I\$S|9(@#/=|_*M=S%1+=.4X'|@| M+;Y|JBZ.P0_R"EHV^_E_4D_%|F0>7R|RA)E(D'(^CFA>2(|+@I=0)D0.
M<79E6X+T7+B#/#<^TI88639'OP-7BCP|CT9\$ELGLRLP'E0.V%VX/"X1_S&
M5&)8*H4UVW\$2L;C&P;_9U@'8RJ*F0N9|J"AIE847_'L;)/H#)\$VEYA\$-6*|PVTMJRX|L8C!0FK_'M4|\$O%;#;G
M'\$2S|<+46@J|P=D|:RY/3'(0^GBUROLO(5.#);@S)!+S|AINM8LE9|T10 MR%PZGKVH|04;I-5B-
FY=T_3TNJ"!6A)S6GZ&@|+6.JRLRV@ET|5CN.U@M M%K^\$H@=0#(?W9QA:>V#|G6R.%|)D->*
(@:R|)"1*\$*YBE+WB@VXD_C"!F| M?Q+9E#M;J'M90"#H)M06KL<>8&L|4#KRU(MSPKD3:1>5\$&VA??5|;R.#|C
MXR|YNX^H^JBA1|T8Z;GBYX^_HR4RG_|H7(G&.)^H4*QYJK|/7<_O4ETL<7\$#4ZPSV ME;B.D4%&W-
N(XNH\$"/9;Y|9?~;|P-8B7K<|BG+SR5M<8HV|T6B*QB|BH75>A2E_1<^HLX9?>=Q|F_ M5PM4=1>H6;G;+MS'RY-
)-.9&F\$M4G%-_R|BZPM|ITZ-T4W\$S|_K-CJQW#XY M_~W?
OWS@PX|CON;L2QQ^*5OHBNL>Y'W>&6_%|TS1:2+1E7<\$V3OP!#3|@GKP.LT|599-|W|JXX:P>1<.;8'C(S6>;P4U
@R9_4/K)P4|H(5@X>VQ?)><55<+P8;H|DR>_~\$W_HPA5JR_/4O&0AY
M2^<~R*J@78|_T8|73H@N/2/6CDUM*DEAX#M0JU_A8XK1'11S@A|3O|FUY|JX M#7*\$@_4Q3"5HO_"R:0;\$"IRX!>
<|A2YSO@SS^9)(T3DS%|*X&ZY75*CHM0L M_|HR_12|\$S|4H3QE3CN|K"OZC+%- EX8T.7%NT=|5)>F5\$48,\$=
I(NAPKL ME-S+58<6+^F)XGW\$""XO9=N7>@1.KC8DXAQ+~.RWQB3G@<\$^TM) "VHA6 M;@O1-
EQA4\$*#C/2""3YH|_E;BM2ZD'K_'|B|0?);P<^~Y(M;:=^7
M5U1P#X|J&|X@3>W@XQS\$BYUX)@#XBIQF'D53.")PF5H_~|1X=P.ON*|&104R M AND)@D^Y>">41K8YNZ|TB
_!9\$F|A@|_I6>6=&D(%*"Z|&K@U?"Z4VI M0Y(|D/3X5^6FUY2|
I>OL;97)UEA=THYH|UD|Z7""46FGA(22+@PWJ_|%>_ M(CY)C5+
MDHC|W*\$L"SN\$U6H#_Z48K)|+|\$85/+3M(%;25/5B)=7EY?9\$LZL"/@?~I M|:8B RD_4.(Q814ZY.Z;O>/2*?
*).S\$|S^E_@UIX*7.POJBHUZF;"N6(V<M+<>M+&XD'VCYN9|LN+D"*_E|5L_A03G>G9;T4T1YW.F9-

W=#R<*RYUB1H| MR)97BZ|ZC."-IOW-QW3TJ_2_Q30F@N&VS.>5%?<?IO)&7CB0@?21B|UCJ
M)QW07)0@|=KRFBV_0Y2|92P|FR|Y=NT)%K^=9%\$5) +OL^>R93;6.>4<*MR>)\$UOIX)YRF#.|?5PA-
YRHWDC?|_REKCP+N*Z%(!# M5A|11V\$J|9?L4?BGV.Q.Y_4_0E^:ZLLE|<O!!?1(3;2);\$.*G18LS.*1M)!
(73Z)MI#1".?+.*DA#0E0?XLV&.D^95Y.AJ<?KRI?)E5|8^|L;R-^#O MCZ-FWY+0R@U?RV\$%#;4^
#G|4678#RJ@00^(ATY.AEETFEJS*#D\$.I2+<MI<;U.M0K;X|%. \$W1%#C:GK#=#Q;0(J&.;UZU0)UFERNE;5(Z+\$A|HA
O?.\$WQ>2B|A M@?X|<1> *U?%Z>PWK^C XDFD AZ@%%N8X M.GSE);X6\$!;4^QIE:GYN-LCMG%(L@HF7*SS|S-
YO2IUP/=1K* #O=">M6 MV"|6S&@-+1_F\$;%U+U2|HOWJ|J/"S1P7A4:4&G|)SZO@|9SU) YMF6J.2I%
M8A4.D4Z7DE(@T)5U%|7K09)IR0\$H^>.G "\$8/B13%E6;CVNQ@FW2M(X|!^3/Q."C M|HUS^B=3TD\$>
|H%4@S9&<|XBL^..##USF-B.AV5*..""A%|X^H8|X5VMRZ MC|.CJ2|EZ8KB|7?1?N0K558W."@|A30>.,OKFUP@.
|)F(|^E7BN..2YH3-MC*J%;F/7(N8:6V\$TOY:3R|!-73_2 M@LMGU_F0%IS.=@:|J<.&O5%O..Z/QEW;
|G2?SFOJ_L=^U^6-1AV6\$)A4G+N M|/4VRO=-W69|KPE(2*?J?KC.RAW1T|W=YH8\$XM-G#.KM.Q|YLO-B_3+/?
MJF5^K+|W|3|H9|Y=?OMZ|+W+U<+|V|?C<|77R^7EY=?#%N;N&#/SY|O;TQ_M+KY^&|+O+|+00|^?<
U_#+CX(D^*Y0#?|XV' ?|(|Z^0:6F83CWG@PMBN|
M:\$A_1W3&R|U#6O=KH(9GA|=H.*:GME^Q|^*^8+.M0IF|GXXK.PI%+2K02MY6'R(F_ M#58'6\$%|/W|M-
8W.&A\$S?V5-(OA4_H6=J8^UW:??&4?..^<5YXFQ_\$K0-P M-"AAF|>?C |@/C4;P#^CXC\$|0Z|MSGW@;
<:U%EO|TA+D2YL^_K|Z|VC(XH@. MRY2+@;4\$J;U.BY9*^88S&")N>\$|U|.(4#.E|.O|@*R\$S_N|C?X JM|E1
MXV*)%QFW-Q@4HD6|L@O|Y85&E42A_-9O<6B.
MR_0WJ3*)M;:Z|N+;Q>2J)2QK_0%7'7CK(E6PE|J92XB5Z(H9/U1=(CV_"|
M3W&|V6J8;^RD+@4S\$6\$2?TB2837)|5J^T86Y?QD+W_@B=8Z<>O#76#8|X|(#B|=6N#S=QID#62/%
M#GEHEX=JDR.2Q)#<.*YX(H|O|3@ MQ42|A)%>?*>54_.RHI#U&:FM2N|KW)|3;Z5\$Q-E9HR&N?B;|Z;)?#3
MDVCN"T7|_6_IW^..0JX#5%U&7S>.^W^..W"Z(X|RPV==;@)R)^FJ|O" M|OPUN&Q|XKBBR+2"
.'B2;1*#S/Z_&34S|R^P>))EIH)KM+6|B+O;37JQ\$ M>=|J\$ZD|KE9Y|% 5FVN%7.SJA"^YQO-/IO+EK5R;
@44TT59ASC=79Q;#_D M644^L |FT^C\$0)%E*38>BQ<QJ9RP2.R*E5|82\$CM-VC7)LIT|=|S%TN
MD^V>|: &DKADEMPZ)GDWSJK\$;F_M|C4?;G|XJK>&E|/..O&VDL;G#X|<+<
MFIR|J|BH@)M>MHN#70&.+0|E2Z233>R*1_K^#XQ.TX"<8|!Z;D0\$8"IP&>2I2"
F%|0D7|9C|ADH\$E\$Z3S=|NTM1W(65-)B.(1RD7Y6. M/654)X6U|ZW*#2"Y:W1\$BH(U)N#)LF84E=75:6^"9_O
Z**F#5;7_M97|H8|HUEFQ^R@;A6QR0<B&794^F>.2P>_A|_O?|G|:7+|J=2LU.I+NY7?LC%!
M04">N(D)Y|DFXU0#JE**=@6B;IG MC^OSRTK\$9K%TW7(.|:=EFN<>Z&|WUQB|U"PZ|RX P=2J|I<8(91Z|^A'-?
^\$5V.F.&@@:) BQEFFWX%+I@=Z|HKNLO)P3_Z:AFR!&UM#GD*B M77 !GX|D6ST^7DWR\$-
Q87AY2375QBV^ZL31|+;4@4U|+I<@?8O-5IDG?#?9 M6.YL|M.|1M_?J*PINM-=@*X482_X1EY*/3W*?25I-JJ\$|(WL
M|SCJ|PX>|_T%BP8S6N/N^.._9X^|P2L M45|4R^6K|* &DT>0(|VCF@T&%51>+F(H
VZ04+&Q6E+EA@O4DC*6|\$(E*L6G MNS G ^Y6/^R<=..27|<.&M MC|2&*.%#XY|_*AO|EP;#H0C'-
P|M'B|5N4O|_9'4J|1"P>1P@H:Q#1J|D^/|"YS^_R|_U:.'6'E| MZA^O|PI^1M/^GC*'|';^CTY0F;/9D)-
&#>Q>O4K073Z\$(4 AL^AKY4BZ MJWU^UK.2 F@X\$(T+X+Y7X*_NN(|J9WZ#0+CCE5"\$99IN|G1N^&WVK 2K>&
M83%(.PN|>.\$0:FI&%%"V^KOA|R^M^#Z|E-HTYU0|B|H|<62D6FC|3%5&^"^(M(C2<|_I^A-
@_K/4A^I<((U%L0XD3|F9Y\$/T0Q:P_T|8Z9DT#9Q6Y?..3.OPX M%0CS%L(ZP4*;F101L(2XC|6|/NGTP.MQ7%E3CW7.
|5;7Y.C5N@;83DS3|I5ROGH:Y^:/D"8J^/9%A|"PBG|>J#@_B'
MYS|NF""V26N|J9A|PUU3>5O|H|)4C@T)UZO^5B*RT:O5#|;|>6)4'LZ_O<&C MXT4+F1A7'H7K"
(#P0KGN(%URN>44#PQ\$|H.C=UV6&|&O^1@|(NH443>588|U MAMBBEOPR>|#\$R|WRM1R-
SU^A|1&SZIAN*..5MR7.M)< MFFRP*#BAQQF%57Y10;?+@BD-59+VN2<|&H4WW^RR2S0+&0J-O?
+@3KWT<^C2)#(|4D36HG;/S)%@V#\$\$SG&# MH8M|_8|EIX3|CWA>20.G?PH""^1#*Y>&EQ1U|0(7_M@ M)|A2?
7WE.G(6&L;7!((#B#5UT)|9SM4E9/SM#"BX&+;H2UDY9S>|9(-E\$ M-2>8Y@'?
|4Z|5;1S6%|) &4KR3<^*F.E&K+\$DQ> M#-G^N(A|A-6;@JK^)#_..|8+;.%F3HEM.3.K9|K5P73VE<|5)L0^+|L>?
K9(M@Q@XC2J>I2K6Q&UX=ZL; >_KD9E&M/CQ_H_RP7DN2YU_Q0|\$(C+Z_4^|Z6-C?G45^0D.JZU4P4V=|SWZ-!?
*YQ|+Y(|B2\$A6O|B*U.N+=4D|1**8GW|G8|E<1T4OORL'2Y M^(AK&Y2DH\$;M"W)
|R@3(<+W_H0@F+X|I=C;T7P%Z">RXYT93&="X|XWIKMF M22P&\$QJR)\$4CZW@>UJ;B)KZ"-13#J=3*JNF36)Z31?
FFV|WL)9|_9;=*PF9/ MLT4BPXQ..HHP E 5=1YKBCD=QQ3EM)*DM(1X9 M|J2.^32HD)-O)2'Z-
6=V|W#=#Q>4ER'25.8G#HIPUNI|UH|H)7+;1T|M>ZE
M""R8GOU..EF^I^C>|HV>5PEW|X9E/VML2K|/;>MDE|H2G?Y(M#<0NT(^O^<_TUHI@+E#|P_X|P
M6;1+|WLF9J^F_200Q8PKU|QWZY"2A;|S_U.L|L_757T#JUO/77WKY>|IBM> M?2WXZ2\$S;K|96W?
V/7<\$WBG;6=R\$;OY|COD*FQ?<&..00S9_ F7|S@6>6\$ _MOZ_|>A7ZT?N|PD1|&|U;P6C\$<_OK06KCX?E@0-
06!?!_1S8\$.Y?/5|_O/N MN=6S"K_IC)N%GZ^|TVAP/N|NYU;#|Y|5VWBGW^D=^7L")!\$IU%*9KL|XUS\$0 M\$|^G+|
REW67O_#"|SE|EH4Z|_B>E-|V8B;1<0WR)R:ZR"G|Y@60A*6VA?; M|S^G|W?
*B>SX:WXH1PSXAZQ6\$R|0D:06O9E9%#;M"\$)*T3A920)^|=>4_3S \$(9000STHD|PST M|6""^;<2N1:QI=M<@3O-
|P|9-3?R;=%(7LV\$342R;5J;9T|S;G_V|L?J|TY MMHDH-LV>YM@30>=PLY;-CKC7#-
M\$#)M7F7S/L;#3ZFQFV^CYA;4)J+6-=5 M.%6%"|3U9K|O7;|>;DOF9?A0AQ<;2QP#(X_8H9Y:A@?9"?31Q;..G>I
M79ZFM0TAJ|).A%TC@6=I%#;@|&\$|7ZA|+|N|63W0?*#9;=\$LLCH6FI
MU>S<1|OK=CX9=;Z@|HM8.>+9.4U+U|H|PVUZ\$;1-R;7;8T&G|3AV1\$XK19.T5S82 MC::EO=530;=,LXXQB>,'
2V'T'S92\$2:O5KYH9&-U\$RY\$RYE9M7L %="MMT M7-'%BAE-))M.- (LV\$|UFS|0L>@*X"8EBV)|TG=VAY.?<
+|\$|H>>XCIDX|)A M?ZWLF2|V;B1ZS5ZM^JDTJ^Z*2UG88&*ATB?;(L93*P|D|_#C&L6&#?W=J#
|D1N)4;-7J|V8|S9T|XG(D"QI_M+?#B|8M^IN4FV<_P+F>@*RN. M3"PYNN&;^L#NQ04+@/_H(W\$J-FO53Y&
<^CN^|S'#(H51E_8'^|PA4.S%#P M\$KJL2J|F#SL"KM&F<"/Q;|WS*>4;R>;O\$1U0O@Y*|7T8%^|T'8|J"O=+|J
MN92)|CB>|S4'VQ|S?W-D\$>|_#_R45|_7@DY#UW'MP"W8UWW_Y:8 |RO=2@X M58.&Y|?
9)Q\$SU9&'Y8_1WVKZK#|?N>|9PWV.N+>|)WW|X_*MUK_>=JGOBA M-@.H%9U0:9@Z2/=3S=YAW6N+BSK5J_-?
GL|<6)3P|)/FIWY|J9> MYPMWMR^ZJ|=3;WRAN/2I33^N|U+8K+;_X5D44=M'54.|0?_LGG?|+TL"Q5(|
M|@T0>;A;B|!%|0A|8;WO">\$|!%K|DQ;D#CQ2_X6YGC|<_L M>;|WFL;Y
TY6GAM|H|VZ%3HM7.R)1Z8/9F=FRP#_VWVP%^_M M>79GV|MW\$|L<7GO.9.9XRQ|D&(7SPA=DA"UL&STF
K_8K>N>M'LX_.WW|#\$G?_U<"9A+SB@-^TH|KFFT;C0Z.C;- M8EW^N#WN=#6:AHM1Z/C(|H-4/VJ.1>5P;4D#|G
|P_G>;@X.#XK5;9G MK%;KNX7O7.B%#23G-69|^#2/21F |&E_ =D.IV<A4INC0VCB|47AV= ME/0GGTDG?
8SZMH>XOUW322/H*1|TPZP3D=PS;U6=2&3DXF.%^+9D7Z03\$ M.TY/)<|7@Q|")D(FRC.1;9XW+\$C-
>Jc*;Q5#VLBIR|9.R|OP?OBZ)Q=..F7Z?_ MZE2B|F1:89Z\$AYW6H(<+3|2T>DF\$5C-\$B+4|&NC5|&WU@C=-T*
|T^H3M@Z M=E7@?Q7DKQA.QS_4#V"X|CZ|JD=58>Z1WXF^="V?Z| MUZ9SMF=#8F-J&FU@PPMT#B=(V?
GM8"JGL|LBH-/4&>E;NCL|H+|YH-Y M9"MPBL:1W3|P'K8>^TVYZH0SL"*HK%.PSXTHHS&OY<+<5J|&*9/|I-9.
MDDBJ12AWA)*1P_-BB98.51H"JE16'-G'^L&AE.U^MS847A|H)*I.*EG0EEQ-L*QN.*GJXFE-H02J6H=T)
M|6OT^U|MTYED.TI6RI&|W<6V>XBGG|@|X'MW3 GR\$|WBLA!;-A+|0 M8%65E+OH*/OZ^6A0F?
YE'=?:YHWQ&GWAF8+T3P8Y\$T@C>9CH7E#_'9O;_9 M?=NRCH?FIFN=Z|_Z8;
|@."T_0N8XT;&P@|1#MGZ00X.)M|+VL38;4S^H|OL| MMO-^G@)HJ|2KGIUF30'EJ63C*|+>)
|QT3ZH#7IM?|H_32_|BO7|L|P-H MVAK|H|A|AA?;|HWZ-(+U7A35OBS7ZSL=H=RI(B852R-DK+7F\$Q*|T35JK*

M0*/69-@>#74XLZE45:(PY A4-4:JLH85#3!-5:6AJA+U04>G*AO//FR/JL- MZ4#IAOY.OFE.CYYU;V=LWOD5##W?
C)O52;Y?(H2;X-UIM7WW)304Z#VGO.M MJBCC@YFZNL6SML;3 9#>):07!%0UTFMbVY1">@ZO5FLR'AVY@?
>4E!#8AA'C MCDVW?IQ"OU?IX C13R.B\$K ;->M'9"K(B94@2ZN?)?U:1HN&0);%73Y22>H(NISZ;6 JZDGI-?
2AHVHZW>>KY8JIR'KOUYFJIBLJKB AP*OZH3B4.F@O. MJ> **2 !'ZHSJ-.W^.*I<1 CS5UOFNEAN?"&
(.7'4^J172/ILL7&^CCPG.^ MLP4..Q2!HLI&#&YA:(^&.LU8:U-D3!BF*/IH5'%E\$;V<8V./2&;8OP#O2?S
M684NRT)J.> M-A9JK3_*X-\$\$/%JZ!G)G=UA!S!81KFILW*Z"N&*, 2T_&0+?XE=-(96%MF! M=@PT@-D';*/!
<1B0R=/(KMW61_59FLMU M/5-+U?)I Y:DZ&I_95;J?G8W?8F@RZ1^:=4U(Q/-&F-4H151)LH6X162(
M0UDZVCNIM0H@\$ZIU9NMJLJ212ON!P5Q+I(HD.^Q6+JS6)U(9\$RAI7;C.8P#!"POW
-/8W*U.U03MW.GKP&P#5&X!MO.(^4F@X\$N M(FV 5BN%3JP)IAT9G)JY_8.+?Y6+J3(>BC/WYH!@WGLFW!9!8E
MYF-5O6AU:;I?0U>=:BH_2K2%@!_%I6;Z#JWK6&PC65GPZ5;POI/XO*:8=K MQZQH1FG/O;2-9=@;-7=A3Q?
@N_OP-@/A/I"Q_VXIQ<PA)&F 4@=/P5WN+T M.?;RS6<=:N881>24FH2Z*3&X5+MBA.ZO.W+2YMU>U/;
(!>HZMPS0K)<5 MJMA!Y %G+/4-L>I ZSG-"IH57L"@.P K!3@L!A!BH?N. MT73HUW9#AZ; NE)@=-
A/07V.F@!%MX:PII/(56.QXV4*)YL.19> 6H!%Q MP^7"?L+SL/4\$VY2K7M+_AYA/%F&RI2=:
IV<.=Z9YP0WIG=>"/Y&_3_!^M MAMCTIPXO?IH?VX8.^S9S^!SIA!" /CUC(RPD)JKS *<_&W/5L;P8;/T!
MISA<+3Q?^TKB";TN'QJPI\$;7YZE!%1^*(#027YB3^\$0 M(+6 D01/#.^2;I@9I9*04^\$!NX M=N
JK:@O<4.;! POH@P>+ # NN M UGS8ELD6A%+DE;(D) <+@M!&.)WB_OI49O/7I/^M'IM(!\$^L!8%00)_K4@_M_?X?
-2WD/I%IA4/%HQQ#G#I?IYOW/=LX:%7W7.S<+U/IW*DWX*WUK M>= JGOBA-@.I
25f!)MW;@2/F)6P^C I@I^=,^>V4%H;A.;.1S=C#E 6& M9HIO?C^-)=^DY+9S^J L/7;7KB;>N'B MP@O3W&OEQ?
H;8;U4JX)G MJ_ =0E\$ "S\$<+AFIR?F*WKD;W4G=4.NNJU.CKY=VJ@.4S5K;=M- MYVYR/+(&J BLNECVY%4O;
H\$RF:KP(U&OOV3\$C.MR3C7/YO3G<>IO&B4"KM+XG87R+(!/OO"IOI@%FF 4;OOM49LOD;^T'1-A1%+C3
M5<2I ZJHM8(B^9)HLS6I;?;!@FBDL#;43<>@APP::I-I\$[VL@('W=VW M1I9/Z>T>E'I%BP">\$0;=D;)(K4DSIH MJ
M!*=P,*ZO8;HA0;HGYGMX'CY;!QE)HW3?G1/I;C,EIT0^(2CK'%6-NFOXU M_!I@^Z7I.^?KVH77O)/^4G^IOI!?
OO27I9"M>ED,^>56&DH!#JOI?>GE31B7DERXFM! MHJH6LD:D04%9I@> %!&&-%C04U;\$>M7IG-
IA=D0+&_5NY/>X&V MBH 7??^C^&66"4@!<)>S!/^?K1>1)=V\$*"CI@HJ6)5HY8#+ #OM8>F7K&@
MZ;1L3G7P\$H1J\$Y%V^I7>Q5_@LOTHHN-6ITRA9I-*9;HXO=VWZ*<\$S^K3+U MCW-PJK.HG\EZ\FN@Z&?
UKE.SS.^*W35Y??"A0_*XZ!% 2OB.BZ_OZ)-U.M.ZC!#)13.FGITY.*X*_18_-"X9PLB=WUP09+MUN4M5A;M\$=1)G?
8V+I M>I#(#(*!KY54966UKE.)U(KBJ.C> OUN'CN I+-=KJ Y6*IR2ROH,"MQ9 M%;LK?YI.4I82C0^P
/UJB"Z^=#+OU(WM!XDNU=74G9670?2!\$/(+)<.;WVL.K26=T15QLRV>;E M!X5.QD@GW?
9XM%O#QT&X\$!M/O"OG#X+O8+_I'V9HRI3&T0;0;1%OA!2_ M2?CO#_/*L48SHVIKZ67CF6WL6I"&WG-
O;LJDS(W=9DC!YBH\$V>75AD8J M6GEI\$(D%1)-MHPZ#<>H_<+;HB>=_NHSJ.H6(A4^5"GR@O92X*I,E/UP(IH
M=X=#AB!^C-RG^>)S9_SBZ/UVQSS^I_3275?>9'MW;G8\$6%3&2S9AEH&?T MW(AI<7!R)X\$?
KR(F=9!GSD%K.CIVODV+GNH;.\$6T#C&3>N1IKTV7.'R6(Q5A0!6 M8>98VLPKDHED'V.?P1/VP=X_3WP5LK;
I98(23<4IR;ZZV8VW) BITJ;? M8M31^R'J009;JY-WH8;OLW6I%LPM;_&4JO>47Q>KU%L..TE&S/M/U!PR/ZS\$
MNS6@&4M)Y.I6PZB+_T+&I=Z@HFE8DIR#IO3(2!R^J8RA5M(X<-VKYJW4_/_M0V18W12W>0!EGM4<7Z%XC;
7UYZZ"IZXB T_V\$X;/36MZ;=^DN\CHW%;LI *M&.E&JGT!UG PNALRNP 9Z@Y'. T6&VEAS\$T0#=#N.?XDAC!P!
N&4N159;W9 MHV:@P:"VR0E-HW6CT6WVV_Z)%#O6.NWAJ-9IS/76#5HARMJA!>20!L;HF?
MYVXGZ3S5#EH3:WSD>@0=W*Q*\$I6?JR620QI%?JZVXKIN2P4V+I%YY#S1G/2%>.;IB\$8QUI9+RV MU*K6&1X\$^
KH".ZP0#3'0VG4Q%77DA7-">ZG0Z2ISD;U2DGJ MV7B.55U_ ME==TVHJFI@O I8G 68 M!LC?_C;2QM8))
I.V#&3URR9_RV2:Q_&'2X=C>&I#T!D058:"MNN-I^K5P4I7#I?I.O?O3^SS=\$;S!T#>""I
M.AIVEUE6>SSJM0>CO/A="W7I5D0&B+W!;I\$X3\$S#>Q"Z-1JUNP.SW1GF MTZOT%?'WW->-R\$7F?
0@WH>\$P7Z@L0%IS;00=/<1W46&@I94);ZG44V?@.8S Z!DBU+ MITBQ6^23!;G
+6+V6SUL%I@@_V1S=V96I49I=L=T IY@75DXM6RJ!L.@#J
MAV!;C=J#JFUJNHFI08)5(1/1#C7S'Y8!NV=>""ZFX7KPIQX@UNIWS;N;HA@_M;W5J"GML#HRGKI04!IGS-
J!<C&X6T\$GDB15ZC^Z5_GUBN@4%V=?_+3=I2Z5 M_>P'-R#2;F(7SC_7H71_.BKRSZ-K^U?
Q5)O1\$HO+QAKC>HOIP&I9>EAW%K M8AV'DY)OEVN BRU>#*B &ZRX;4I=@QT+?#V0^! UW 43T+I-
@%V^0*WJU) M+YIHT *QJ0+ON?I@809%"IQ=JNL2E@O_B3%CRCSNP2(#W;OE;3<"THY=&+! MO?W (7N-7P-
!BU;T:S^_A;Y 4/BOD;H;Z+P;FNB)T!7+9Q1_*P0_#6*N1Q M G5/MP&SPU7P)"N?I A>-(SV7H<@GT-90Y%
%#>JEL.W>F@6I=O#KM4>?/1X M'Z0(87^G!A/IN.VV1FUQYWC)6X5N>U5QTSW#?@+V=JGVMO6MB#MJ=83ID
MJNWQEI/IXIF(4WXZA94.IZOF=W(H'IM_0^UH)M7HA78GK>28I.VS;:%GJ MWEI_1\$+>K5R9NT8D1/NCBD-
@RZ&A/K.53Y(ZM@Z.23YY8).?I5;1OF;%"FV M8A-\$WR*S&I18%*8!RI;M#KU%KN\I8.R8 M0X4T=
IUNJHPEF@_I&4^;I'X"[\$7J]>+?(TP7RR""\$D1IL(IUY-G0R2)3!3. MJ_?I*)MUJMHUW.8%ITIXY=B4BZ?I!%H!V5#_#
)VPTH?431N0;J>4_<I>S MO1D!# X%'U!^ICP=I5\$ (9I0Z_*Y@K1("S#I+F'8;K)WC^Z3G0OR53YH0!=
M) F/85#K*+U/U&0-V.XA' T#;HPYN!LO>4E.(MA*A2'18;N!96'&(3XV'9'&I>+D;=P;#I9V!;#U;D#+K8;G-?<
DS>X# MWWR/L=D)1.BA*ICVH&78!RY->JH1_\$O;CLNXO>+I.^RG\I&>Z/<2>T9
M_O<9I%=@IG!=#_R04C<9>000-7"7H;LG?S+>QFP<3TZ)?WH?5HB(FEF1"MQ M+_ZH=KS#J=ZT_O.^ M5?
R,JF<G'<5NW-.Y5N!KA/P?&2.CG>F?09F&TL'GD^JL^/_\$!;C6 M!4R#6!S>J'<78%Z7;-&;5TFW?82^G.RJ10?
T-S_Z (Q;T^&A>CE@@)KYP. MAK@6@R\$NMPR&J6ZKS%(XO;V3!M;V\$^2H)0^4ZK)-5*%O;_5Z#/%6MXRNOQT
M(!-7QAI(-J SJU.QP*=<|<<#AZJ&F)H8"ILG.%L1R5#R(RL;R(L7
MIG9+5_>I)I7X@+MKIG*DEI51HV+*%B5I\$!Q%WG!J&B!D:A.M0&GG_K/\$'6I MDKI/G^7<< U(68MW#@==#
<+MV=-,%7\$7DI;_*TX;J@FU*)%WPF)ONX^1%^_ M!HQ)3P?D&N_EZ;= 3 MC60<3>SU)O9*O.O=?LFQ"N4LGU%K4J
U06H;H+6!+UW@BXD)V0/I;W?>Z;J(&I;D!J0&9' N4^JW3RD5*Z1YN;=M#M MR:C9ROXV#M1N=IR!'CG!6CA/_+5
K**V!D?4NIT7T3J_-V+^I9V!Y;VZ32S M;T!J0&I'D">AD^WWXD\$S4-QM4*\$G+&VIA!ATY82N77DV@IH'U;4!>YF1.T
M;OUK.V!>5&3*6;U)/V_?8T I?>S0-D)29Z01J'96'FNX&7;^"V;T=AJ) M&*5VIV@_2_L!#4@-2
U(4&4CM;VD4:U!9S1-V.E77C%W_ EJJ 7.N_3#Z@T7W M?LG>;4!F-2P.KFAU)H9+_%7* CHUP;+0WW?IAZ)I-P0-
R#ID\$3BAMT-_ MC^9=7?ZL M/RSP6-Q) UAC'E=UZ-YJJZ_K&2!IF6Q5&M"GEUKIPY(I0!!ZY8GQ MH;17TRO?
77C.IU/LF+DA^S8GOORVQ_#(F-EU)KT* LZ@:+@#VCRRJH8ZVU)=
MF3)YOS.71/9%I.5_9.'MO>U!9TL1CKX.W!DKHIEQI49U+3FT"*ZI"%X3% B?
MYL5LHEHV8A=YCCL&G=9D6'%TG\;L<6LIGZ;IV9KTCR)9S\$+^/HD_789X3 M&F?&#T^OP(>TX;M8#
<9Y;ZHGS!56^G)S';>+Y_C M98XW.IG*Z/I*F;_>FFYN.D=GO8.^PDRQL^XWUNY*W!
M.MZ3E6;IH^S'B7;VO8M7RSHMZZK)NMQ&NAUDW=#3<@;JM1<&X%W;XW M<@VIN'EW;(Z:1^+
I=>#XUNYP\$NOQ!@=W0_FTP'ZL-NZ#ORB;RN_%YM>\$LN M/2;'@VMNE@E31_="=EZ6"WL"%=PL/F
5&C;C>S%TNRBSI;ZLL4S)OATDIP.^IKX&O@;^IOXK/YA;FV;CIA*IJNY MCIS)L#7I=O=5TAI5-"2^X6-?
_X@F+);)R@FI4*!7=&^<3ZABCC'E MM9-M8!KN7;I#_OO\B6-(L5_G2%6I^>M&XH96+KXL2BF2;M0>9-NKH
MHK\&H'^-(A2PKRGHK^1V>"BOI=%)T5B8A^UP;N(^OE-/W*)LEJ4;6;K4 M3%;4-K!BOI';K2&EM-
)K53(HI*=>2&I7!7?2\$K1IYE=U(# M4@-2 U+I=:HIC09D)>=X2IL\$F4R7JL646*U@PGZ;WJL_KOV EJJ&4>!.5Y\$!
M7;L_!H.F!<5Y^HC3FO2^VIW6?-70&Y1R_O.QC'HJFN!W7;^"V;T=LA"+ MIB.Q\$MR@U5#;+AKP&I;D!J0&I3^%
U(#GS!6YK!B8=Y7^_50-N*;Y";S?E_! M@/QJ;W6K#.W5_..?L/_R"UMIQ+!;#DIKJHK("M9I%OZH?E8D@?

F1>&M M2P'OCW>T%|>VZUQYE ,2C>P%|>4TRU<7GO/T%PMF:LB^S8DOORWQH#(6.DW
M(M'SNGWO:H.EDK:E,GIG:DDL B^B+ XC"VIO:>|6XIC('7@SE@1S0Q:DT%^ M18%V:K0(?GE|B.H\$#|
BJE\$M6S(6RSBCF%K,JHXG\$MC|K@9WR/I5ES&67%HM>DU# 4?
>BNW9:MGQ@W<@87&A:&4T1X30A%UJN^6T3,8)(.+)B904\$)3N
MYG%L,0SDW3ZRV0+>DS8 /PNEU!CET:J/PTB\$5+5@U(#4@ M-2 U(+4|WV|W/K\$34N:#I1W>YTU2H|
I37HZ' D:>\$P#|M4")A6IIN:=,|'^:"O=C"U/* U(#4@-2 MK!\$@M8.Y?P=3,1W667|66|=G1E^#1RF?EJ 7D0I
|*\$=-,D=5|J^T M,NSH11.FX%JRARFXBL9-KJ=KE7:63SAL=-K"FT^|NJ977Z#=#VJ|7SLUZ.U MX:=GP:@T:M
SD6VY0|+ ,0R?Z|7@S4 _6NDV? 8J|&LSK#|J|&TK#L)69=: M+|+ ,K|LU4DV,70*X(LLP/- M8-
0>#&JSZUNKA.,3>*7PW2"7"7C&NCS+-%N307X>>ITWH6DZ|@TZSHU0/=3* MAQ\$L2 _|=K?3K)5 _FM#K2NA5Z-
P|J|T|R|1H: ^&X4|&S3>|MW-/>PN:'\$ _MD M8NL#\$C7P-? U| #7P-?|?/? /4T+8?516|KJV3-U|SGXUR^RU)E:|QI7Q0I5
M-XL#M? U| _OH-^2(G8KYE\$+|IGKG=1ZKH|4@-2 U|(#<@Z)UM|G5%"G- M
V0EE|XZIC(IRORT)A4M6HUUS3|U9)IC:W*US.'1N>P#X\$ZY_QY=03H.MR0TJZ=C3,>@I8Q7\$5_9(7R4#
MNXHD&KP+OK>H+O M6JO:"M-C,3*F8R7V7S_4K-Y|J0&I:D|F3C *D|HAHB10/RU0*R6M-KO|J M4#+P+V9_K=P
5|Z%T1|LNO=+3F)2W-"S-3',G4|Y+F^-|WWC?8N'=O" T=X^- MJJ:|?@3L.UHP216F|VPI(O'7@3LK6.MN=?
NX8UD|_5H\$UQ"0^P@*A\$ _S8C;) M90&+N&. 0X&&M1>HXW:+7|_D93K\$,>?Z9+CYRV"O(\$|L-"XR-8>O^@6C|T6
M4EH,%U*FUUELV\$FY,1XE:0|+B ?GW2RR+VG4LM:#4@-2 U|(#<@:5*|^_7I
MEKTN*N^_C|JH7|8|J0&9+T%S):&|FKRQ>H<5;Z5+R?G _YH+|P>?7S.V-?J>R>'N#TRGPVDGPVFM-
MS:"&4W:P=3R2-2 U|4@.R1H#4#N:>JAC.T\$Q'=99?|B(8|Q:0%| #AVE MOEI
IK,IN8IT&1Q7NFQO+I^06/15^JHZ7W42T94|H+F>=N1|9-V,4|5P# M6&;Z:P9KQDV\$+LR^+O|+XJ^F"&?
+D:Q=JX9=->X56Z6G^0YTW3Y49-)&W1C&8M+O|BG|'JX>U|IH#QR&R>LS ^_W@N"J-HSIP5H'5
ME&&KXFF=|_X"H!%^ ^FOE1D|5|)=8(V*G,KY8|23825\$MY"=WK@ (36W*YV>2Y94L\$ ^OG&3L|L
M3<;M4=|Z37:;9UQ LZ9F384UMW3'|(\$UNZU)UVP/+&T8:GYP)#|52H<,<^5V
M(9P: _K:;B6BU)@4S5I9E1#3/)YI(L _D1E=5X)F*V@CK' ?MSK|_#Z=F*LU4
M|6"J2COU<+NN3YS4'S4|7T,ISHN?)>\$&=VMF&NRTM3\$"+Y/W=-S_(X#W9P
MYWH22F87N/PXA\$;'O6'_L& _H.M&|)'7EAP((G>0G MIA0.L8K6_T0AB|F_)FIX'O|1F?8|*R M/1;JVGH.JZ-

-|QA09/Q>>\$ _ECRA/W6MC+D+V3?WDOXTZN1Z>D'|U/RS0DR8R8)J|E7PMJ'8 /M^P,3"5:4J8@""UH^A|?^/?_YP#P?
C?N%7W7.S<+/U|W*DP/>L_*MUK _=>_J M|>M0PW&U6QW14(. MVK :@_ZS3N?V510:(.@.F4_YV2+|>KS)N@C(*
<4PMA19_#*O/'!2V1<_#""N'+| #9 MH-T:'WF@>>5PCB;'V| #CED&ESR/"(6C==M>J|?8:38YU(1XXCE(X=M,
|8IXGK'Q: OM%Y.00|NS@P7|HPP-G,73#&4RP|'"J2B1;H.?R.S*VZ'@%OS9#;G9FYQAM>_Z 9(C M|T3L7^W7<_6-
XJ*)63'563'O|_#S0K@^ M)5 _H8K\$P _B>!=5R>:=-NV6C:>"N|P.<4L!_?/*^X:@ _"8A>6D0L2|W*ROR MX
=F:|+O#+68J|=*,@B|NZW|L.HT 8WJ0VND@Z:V|^'O3HKT*/|2U;B7)Y M;WMW+ ,3^
T49A2+&0@K3+5Q|ZBY|;6L|@5<*>?LOEQ:;)G?ZU6 M'M% _MAW%JE01R2NL37DC^>XMLBG| #2G|Q?
X""D:\$T3D#|@C8C+D_L3|+ER>% M@BO|EN>\$F.M="4 ""#|S|CT&8L\$0Z|4FNDCE|>B:|SEYV.WWYH,>GEK1(=|
M7BPMN"- ,#EH3CUQ? MA2|Z">=W/89'X/AJ.^ (DW-|U2|ICN,0Z>|SUUCP2|_8;|7C>HN:Q9|_@Q1R#
M|5(@|M)R=:0XPEHG5:7J"P|7+PD,+SPG3>K*=P7T/L0AV\$ _Z8A,CV72>0*HAV=5T^D5Z5|_ZL0_ ^H':W=-
-9|V,I2=I@D@ _MG%|F#|_ 1EB"7%BL<7 K5HK,|1H.'V08G5?3<*,M(IT _E_*+IM2:C=K^J MLM2D4QO2V=ZE?
RC2PS"NF#T|_ /35*|YE*8|J4=WH:0Y.TK.9=I0IY7H_ M6:AG(=0\$8<5B|_|6@5N|,3'M(+XH<(|ATV|5-
D.OS|MD,I^R'&/'SV#+_ M8|DF^\$|2FM_F%SIM=X%)J<|^@%>O,"LK_HR-7@V&-<7H600=|1"4>AAB'|
M3NB8NH.LUB;AL:B|1CR-1Z=17769 M5Z.N-MB." _IV_8W-F*+_UT6P_|5U5I>|) _KYZ-N#LOG*|E52>A MOF6D@)
<\$9.=@9|2ZYQAS^|ZX,1Q?19^% _N+T%R|HK0?74I(1*M Z:|7.)U _MCYR>YVB|@^T5J|"52(OAZ)"H;UU,
FUCHL6ZKJ|*#X|/ M6EA(*0)IP&SCMSG.9_15|K2R| #S2@JP>2*^85_P6T04@DH@O6+N<_02MX>A
MQA1:'UL5EWR _=FV%>^>N(4|L%F5U<:1|(L50H|QSQ94U\$WZ|81TV2&"K|_I M0*5VHO,+S_F"
<*Z<#|^:K+W_P*B3;(7*(^|4|1ME|H7\$G+|TXFN6 M.MPOXBU_O%6X:AA&ZY:XD'-4J_SRIEJ3P4@O
MGFB:9J|'XCZ8|AR6Z.X43JH"HH'K4F _=|QQVWKA,)=-|ZHTN!+0^S:G MW@|F|_#8_0?&,OC*4RQT@.3EB@WV@W>
<\$=?N:KPWHY@/WCO(MZ'W5K7&|L_ MAXEF<5<_,0W8D@.6.2L6UV=0I7C0)8A|_T#S'=|>OQ MZS6*
|T&TWTLB|L6C,UXH4S.R _=2Z;ZL#-G>_,_U SX6:X7Q*|>C@,##""SGA M&9X2:,U%JR(&_|=XL<73FX(\$^T|_|^3TP2,(?
TH T047MD?U"C=A|Q@_OJ*QI:(XH '701Z^FKK|WQ@=>IP_X5^|>@V#B
MNCVJZ|KTNF|FDJ|>U%O7.SNZMZXF%TA@O LQC9.U.S^9M.FIYE7^|R+0.V M9P%JIC#R9S|. **|I<*>
J6H+N|B%WX3G|_P9?TB=%E-MM37H%00A:4-5(*^V* M|?J2X|HJPDE|_26|9,2:C|LK/8*
|_+9:X>+2E|3H&H/ET%=DAVNF^S6,(MJJ+&J-|NU5US;|L@=T.=;Z|_ZISQ<2M)1P^|K:UR*8|1S'=4F*^C
M0^\$Z8J: _=D5&VE\$3K-DS<|JA%3|H: =P@V0EZAZ'!+2?V M|0'?
V*&AO=.,&1""0_483(O:6|8UTC^|_#*_ =42>|OMF1S0Q>6XZTK4YK,C#S MVQGU<_':6S1;7,
(J9%\$M2F>9F\$H:6'GEM|'8T:13&|+9XGL?D'2ZK4F_W2V8
M')RI',GTA|P44VW9:Z*"X _BI=+LKY7|\$X@<;\$IUE9FR:QJO2FTV,^P'?^7I MHJ5BV8."! _*_0'L|QB8M%3><|(?
*%>=>P^E|)ULT>F70_OY=|V|MAW.V?> MYG,V*YJX8&\$ _JB" _J|WY&ADWQZ:2BEJN1VLC|=+S>|LY-2>B/A9_#
QB#K|@ M-P_|7%:0S%P/MPTL|JLS04O_?'2&T, *EYK=AXAR _Z^M6O/K:O/O'OLFW|H|H|O)Z*|SGBR,T8M _SK>J)&
MS@Y#IO5;FL;#I_F|G^FN4/F5@_*51U4T%P3"(G+N%O_A:,%6|S6V-R|:K4G! ME%:-
Y#|HJ|TA&5>|+N|J62TTBY|Z53.6*NGO0>8/KKAT@?8_CWP5|LKB0KX M%(_@>BOF?%NR@):7AA5F
Q:Z>CID/8CGH*F_:M23IQ+ ,|3T-FL*J8/2K+5| M&>J9HSM5W9|H9P\$7%("T05"HFH@% ^4 M\$1(E8DDC'D?
N5IPA4Y,Z:Q\$JA:L|HNLPLUHN%PPIAL%U<(/%GZX"FGS M#CD2|X7 _,"X#YP0@Y1*5,00%QX\$O:P|^
L1=:3"6LPK008ON&ELV_Y(%O1 MWROA,#=0*|9=|>USH->5P.0UH/HKJUQJWS=,DUYL_*CC _=-C+4CQJU#FH'
MC%UL'NKWR _?D:V)|Q<2X=8'TXC1PB8DJW|^|07FG;G+_, _=F1|O _-3S5RU M8Z|M"Q8 FI>|(S%WYJT>CK4?Y,?
Q:Y&MZW&\$|Q^|D9L.S6X^9:#14=|G#MLK MGDN/6?2|H7|/1#|HB>+AC|TW%, 3OX&?B|H|C/G>N=10RN|'N)|_2Z
M|L, ^G*^VBP" WP5L84?N3 _^T76B>QFM5GXH@-|)?F|X1"K:U|/%#3,&%|F M^X&>V2D%/M.OP/P+*PX1"9_FP9(
MC?GCQI=D@#;NC0=CNP+0>MM"ID)SFGKS9?>|H3|_G|F*RP,B)<34/7<>U'= _WM\$@?|*GG@4N6|Y+ W,0|8YM-
9+ _PDT^+&BPN-0|OZ|L*.UU\$8GA!%P+WN)PBO8L=;DPY|W M5U|_W=P8'S _=7'Z_NKZ|^O95*BMQR@P;PW?
BQO3HY(%P|RW*YQOA,% _?|9) M@C?HW6(Y6K?S_I+K)?HW|_U:0\$T-&PCP%\$HE#4E-&^&)6SF@%1G##U=V|
M.A04OKH+|(?0@.ON|I"@C:K8#>^|J1=Z|N|B|B0_#|S*@@5<#|_WFH,EL0KH^ ^F*U"G=D,K|G%48|4_8
M&^3#>U+^4|2#V8OH?F8'S_H_G1G3+YF\$)X: _|1_TLF)##N>8LP _"?'+' M6-A3MF@;_U=PCDL|<|_1-7*N)|
|X_SOFLO^6JX" T'9,P@D>Y&^Y66@|LL4" M_OG>^T%T1K|J9^|=6B|:S@O
&FQ0""GP**VUQ\$YS_AK=(\$YG#="E=L3YH M*O&9.210L5+,N_*O<4DZB%(X|D_T&F\$>C|_O+J,
<20QEM#;\$|H0D2(' \$!> M3Z _|HL=C&X|_PXCOS?RC: 5^|6#)|#|F18@?(>O=&Z@W8-BWC""Y|S0WROA
MTWW>N0!%=U,*\$*,3&=|G<_:=3&(U_X"6U=0?|*%G*|K7#(M&06-D@/M|1H7THC6FK?|KZT;U|/@O:|>O?G8/O
MY447X,NL\$'9WUX"1&>="0 ^/"O3PJ\$ /7|QX&*V+CX M^M&X^?./RZ^ _P|^=W|U|Z|7GZ|N+|H>&A>7E|_ ^_H|?
70QO6W+U>75Y|N MUNGM=1|;CE%PN:Z|N^H89XE9FZ/%S08"K3H^%9#6T,E8HKR-<7M=AN|S|Q@JUA_K_S
C1BV(>.),T_05BQ|I_MVJ#; M&/S%I^4';>|>1Q/KKAU7P("CL=2|K1PX?OPKZ>WON.I.P/SC(88PGNAQ9/T
M*0J3>T\$4E51(\$730T-L>F#(NP*(F"Y"NYZ^OP(ID#OP>K6CYK?*>9)7|CT"X M+9+/'*H|>*B=\$ 1CP(:G0)-

K"A12580\$D<,AX0J?02IN M3K0BD>B)>JBF W01\$MM/7(8X*(9 T<%7CNE,...%L>\$\$G-^A2 Z:1F"2 PIH M&G?N/-
IY1%="L*[NK=\$=SX0(5VO+.=:&E9_3_HYDR74.")\$9W2AVBP1\$0:LP#K1%2%R<7""WTUR0RT&BCLDHY>V:)*#X
MF8^K"B(#_5&4_X*24NLVY"FX*XCW EU_1K1<@2@T<-7(.C<=>>9LJX.76+1 MU V 3+R9<#ID_E_R1@AKYQF0
W(C_ GIBP2)#B=?="X6G \$:FCQ2_L: #_K+J M\$ ^4LQ\$F#K7N5L\$AD=1+_D3P*RJH(6+XUC/LXF)B5"L7@L2H"Z9
ERY9 M,BJDI3>R2P)Y8<1NO\$1@=Q1%KD_F7A2D=^@6H5J*TDFT@G@7V=E#3FYXV10 MR1O.=;"JBADG%=#=R1!
L:;M+B869P=A.=W? ^V (F%>8G"AR\$OKS"F^JSG(
M:8B^Y(IJ7;+K^X^I3/9Z!VVD+\$+^3XQ44^&(>\$E:PJ,SX)2JDE(J\$T924G2=@0)O?0C1@K5H&1PR\$V1
M.Y36*QI_62J/B#\$@2J_8;E,J^A-8R#:/@/B>3#)*P!E(6VD_B9H!2 I'- M#DJ!PG48;)6\$1L^20V!MBF41STSM-
I: A0GIK>!D_-S3F60"@<23D@<* MYA@.\$^K*! /KCEMV75IRP% ^XSZ.(H8\$ MX+EA;%.?Q6&X5YCA"JH/<+I
KGHY,DJC#SU6FM_0Z9+G.;%5YZ4^\$C@C_>, M/#_-L3"-*D)5\$%-3F4E+@D*GG7 TV*AT_E6X\$QM@!V
"\$90Y+^E8J9!UJ,B,D, #GCRE,5X MS6K7!A\$ _N?H)1:1!#1#"N!..1P_9JN,+!)EPB1!^(72D1-G\$7.2!A_YS1" TUNF H\$A9!
(!7V+,\$\$F39EC!>O@AB!8L_M@^=;.9V3%<^9S)_G:G!O_#J4D0YHS,4! (7*9^XYILD#8.OY,+&J_!P MBYVNO%O
@W""70W6ER&OTXY,G1NL: ^+65)2!\$P OR9(C_Q!3!OIG)*U M0!+MPB%0\$O">N3?USLB6L SE0(M7!FCDM0"4,%?
9YSM-Z>X!F7"+\$=DY(I9+WAO M(WEQC\$9Z#I:BE"SOB_NIL+I@=O")24!N!1UU\$+@.77T\$L/4R!S!N=KL4M
MP<17-Q_N@M7^8W?I(W9YUAVB5I1AO;OTED'EWU"GISKAZP%HEJ;5!<1GQ MD?SEQR2#
(W0^/L#E/PQ%IH=^(8ISU\$YX(7Y_7E>2(AMYMVC%DAGB'B^2Q58
M!XRW,K#R2*69M@ "H10\$NUN!16V)8BRCV!<\$90LLXWPZ+5Y**U@X'+&H5@1 M2!E1:-
_V!J^XER!^!0.^+9V.PMU#9.;M9,2QJ> MU43ZR B#.=3(%O!P&L!X<<12,5!<62M58C^>+)E3J3T#O)RJZ^!1F=,+S
M!G_C/32W!WQX;HD!9Y:O5H@#019Y!91F\$!G;M!Y; UXG!JVC%WEJHYU MK)CJXQ>DOV)FD3\$!^P>E !B3OQ
7Q:)R-D!\$E42D\$P7QAOE;3B&O;N<_M.&H-IVPD2NDY? ".SC&@G(B)! \$2S:0!72UX W%<_!7W\$OT+H:WD:WQLI
M#Q-2YCP*/Q1Q>"60))/#^#^4^C15D!Y% C'T/LY/C)SQ@%9" CR4M(G,D,<@\$ MOZE*LI+RA;N_G3"
I(3N+*+1,F%2#R';AT3M,5N0CS67'F=I@B1CJERE@=P M!)D^1-6U>KQ)*=8G6!P^OD>;T&^,PN"!
I;"NQ(W(2^00(P+^%FT3T!3&^ M(%NT4+B:1,07>)"EQ?+W_!I@(-IC-@03,^A19C*PL!#\$^1HLRI3GGQKJM
M:I(>36OM)65Z\$!R/B\$SDH4ER (Z U V !^K8!K!AF>@?&HFG9_ZLU&?3R
M,R@,H(8%"5!>@42A@+,IXT5L;KB52 !>(71N@D;_AC13-%>.6EWV:65L*\$S_+/X*1.WQ8!&Y!A^H8Q*ID
M!OEH/08/KE=RKD)V#-1Q!5KS(%W<M.EMC_UH!LBFV>_J)XPL9_U*2_#Z'USI+ \$UBD15.3V9?VDZP/C3.&^726
MB#LI%W/U3;)D&E\$P7@A)67.195^8!4U9\$R8+3%.6Y4VJE&Q_ZIEK6X^#%U0
MSJ#+%R:F.6H(^4^OLRA7!5OY@^R-I\$!Y+K+2NY" J!@713_65W%>46"5V M3-ZR*6I"/YD(>HO!<-SZD:&Y8!\$1:F?
BN(MH%7'53Q>\$L-SVPVHU)VA:9?I MFQJ@!M0C0/T9#T<+!+8T_F(TQCP=5Z1XY3#U?!)2)CGX10X"J!!"%X2K?LQ:
M"#)NG^AN=V5!JGRCE<IY;)P@ U>"2B-V^P(.%MV_8*2&L-W5G7/MBT"# M"? \$E"MY%W4/I,Q NV(P"
I@K8#I=JJC0J7H&CX7-W08U/ #L!A_K;"Y0\$1; MD8K5Z.L?HZIE>TEJG5AV,I^D\$ \$X,V-
U_@=A!FZ9MGMP=X8*Y" "146/F2%/L!0X_M0:/#OQIM?R'DU41&M9648A7DY%A7SZ/UX>EG!74CZ??
G%J'>.'\$C!D_P_@ M:C%20.;WER(\$GK0!4.@U4"TV>_!D6P0LMX^M6PX?)*%TC,4Q1M\$+%4_!M!J:IFF^%_-K\$05G
9VL"5>H\$N5"G'690T/I!="5"Q)M!J3AR@>E*SOAK)# M!="O")93)M D84,P.E/E+1\$1.74)43%8XE_5GLTX,^OP-
BY" M'8E4E=IMB I^#G:73R 4!8MP7!4T0\$0P(A!1=B4%V%\$ASJD>K\$ (B:22!H=
MDO(Y63\$GV2^FQ72+HW1HXJ*X#!!(S-VI6;!&D9!^ V*NO)YLP9=MA\$CTR@7!XW
M+C8L9%\$Y*D(AN93:/E@PX@&X#8\$1)WX(*8L1_.*+O>A/X!8>_U-2#4X! M"OP/4YUBF0-)S;>M). *3Z4I-M-
=S<>02. !*!G H?BV" E3YC:4.10^5=GI> MKM/4HTP24&5R2%U0B73+=L6#!J!AH /RM.23K2=?Z^P-PL;#I3;D2Q8
MX9@KGW+!B:NG/#>Y@K*8W&MA:C!EMGJ!++ 3.RDML!KJD\$ _D>1A2!H6RPS MAINJ!89S M" S
#IY4^PM>\$3M%>+@PB)OUT2Q6"J9Q!AE*4Y880#.P)NAIA&64HE&Z-2! M1Y?*QLH6?_4>QWBBQ_6!H<2P4C
00>G#=#K:.(S1#029Q MV&E-1N;Z3)*.T\$PQ48J8VG5T!C2S)@B/.O@;_!VUXW)B!F9*,>J!QCG
M8@;O\$ "I6)5_UY:9J7.AZ!K8)Z25PLTUBCE3XSFV!B=<1@6'Z5UXSA+^+O\$! M^T!1L3F&9!T:#8!H!LO:B3O=W+I-
(&2TMEU\$EZ+D?H4N#8;S_5 M;+F+W!2_5D+D.F.9!5 MKPFIDFJ?MKI?^2Y+!%K;!9P/OO!C9WGO(*)9L-
NDSG1^&^Y@AI?MRE16!*<M,04Y%7B!5*1;CGGMDLDXBD4_.A'X!/#B;(+N9!P"QR\$T98!%ZN>=;S3QF! MG*E";2
C_Z<>&S!%M9SEZ!AF*Y!&1*^<AR(4Y7^!4B; !L:18?%;2!>MN55W3")B/\$!O_6>QJW/L/ M/GHH_B!0FWR625
M%#IH! Q#Q(EN8Q=D^Y02TR\$PA!"7YEF@'4I7*K+=!T7Z"2W8U3@V*2_!BK
MAPQ*FU.;P&T^6_(89IBQX@D4\$W4H8K9+AZI PL."?2@ETY%!^C=5Q7!Q0A MSG"@YAEAY+@(-
E"MD.Y:3RQ"@6=TCNS!PYQOR@+2Z_OOP8#S>GJ-M;H!P M-?VW2#S'29BXA6>U1"VLHN@BFZJ!V!91!/HX!
<4,VFXWP?>;U20>HU!B)G M*.YDP)-K,R9Y!X6URL6#;\$5N#1^%!
N%G!Y!XE,4%#H#L4<X-K"RCW!+_VJG 1%52 MZ3@B4R6!3(<+)4&A9C N!23;=>),DP5BD@F7!ASIOX2?KA0>OQ)-
M\$P50.C M: XEJCX5W%
(9@VNF+_XR3B!HT"AIY>I!C!3A!&C" &A^%"INX5HZB.IKKIU**\$B+^!&H!IRF\$ _B).#4*BH0NX(-C_-?U"1
M#*AHN#<^:8FZ492I+6UC,9_@MH1CJ=L\$=1733G,14!EP M\$!UYH>\$!B88AG(R_7G(9\$ (6RH &\$\$.W!5!/+X:PJ9
/U-P*E3YI,7\$V.9,...W%&2%MZ)6"!&7B^WL9;&2 M+ A8VPJ(8^?V*?Y=JF)& 9B!S?H(> Q&^
&D.3!G!7QK^GTJ>V0(-F M!YQ50*V4B4! 3K)N5AF?2LNV#_.3GE4&7.@BEQ>Y!)5I^PU1BA=?KK!DLIZ M(NB1
EA8D?XK "@W"#"^+0T@3ZP)U!8XN7OU>9E3KBSDH(I?@1*76EE3Q* MQ*!7!18QZERWC M7)LAZC) P6*)YH_!
<+>#Y40!LKV!D#>>X>51 P,ED(2IE)O**NX&J.HNCGIRZ-MV3Y!+TB*L:(M1L+7B4CD80H4-
Y3!27L>N!#=?B M&#> %J!ZBM10!AD6LAQDE!EW @E)R!B!BG1*LE^R32% ^!JK7S7%1<_! ML_?
N38HCR9!H5Y%Q>^Y6FY\$TB^25+&99KSFUM!HJMBMGVLY78P**3)T"B99\$ M9N5!^NON\$2&%7H! (1+\$V&Z?A* D"
JW#W_ ^G*!#5)5,A5"RBD0./Q\$+M* M(#80 A-GUS;OL7WP84P.E2XU#(WP8MO:G.Z7L'Z2OG+4K2!28& 7_20N)
M.+S01U8LSYQD#%(_O*^EX%80N>1+G (A-9"(4OD2TW0>_! (ALY %SQ&VI@BV MJ2:2,"IQ4!#EGV7?"!P=@DT^
MDYJ+D)"B%OF2HQXE&YLF9G8@JQ5"#&%Y&DE7)GMAG-(<=<=!U?%IR+B!M'BQ M^ ZO@IRW^KR(*!4D\$2U\$6:
!4Q!35!BE<),X04!Y.SPQVB!>G...!E:L.)\$ MUKP_F/C'3>IM>4 MG!K!74!J4HS6%U)6-I309\$P>\$LS=#K^_!F?BEI
_\$.V MG=H:O7R?);9KDD:Y"9PQINR1_WLJMX5.S4K! CYM#Y< MYS,Q/V.ID7H&7_6?R)3G(12X#1(9NQ1;2(
0RWLMHW^!)(GRW)T(OS*MO&J MBD>Q?K"E_>"ZDX42E M+>^/M/+& <8A!\$&R_79D85B;
<62Z!D1#UV>@J8_*LX#05E" D3JU:@RVU MOFI&ID)VG5"O.=*66C6:(9^2!C50*FGS>3(LE)T.Z-\$V"@?
\$VZP"G47&H M^N>PSAX!1U&#!-7R/X?UU3R%IM!!6XDN&EE:BQ^R_X.IJ\$:\$AX4>?A0IC<- P W9,Q!>K5T*FQ
MHH #X7^*Q4(C)\$AQ2=-IY@4:9=)JCL& V7/XW!N\$ _JCS_ \$FU!RSB;11=9!3!OJ3H0T?9%ZP6>
M?;N@C#F(HOFQ.CU2)X4!;TOV M\$!5#1#0";3@M3P(T3IGZY!HXVGC!AU\$!4A%(D,1JAF?"F?N_1=(%1B9>5
M)LK-FC?)#B8FY GA!<Q!367-689Y!S(EA4+Y!\$B1T_OCO0#<"\$*QI4Y@ M^ K?4!A!8632.G"E!-!4H0S2!^AF-0%
<1_RFO6/(8*!D3RT#^+R-(NI+BOV)B!";L:=!\$) (Z M+)>1\$=I
(-%\$!S:P85:6B&UP*8@99!UPLJ@*UQEA"TC")2R)GVVYR MRB+<_!LU1TSS-O\$YB7
3!L!KH3G4FF_ZKE+PC04TQ\$!3>F#H!&N;J!8K!DT"@QIE=J=<=OO^CDWDG=9BW50P0RWG(I
M8G/AQM!HDI/&I#/*_4IYA.TH0X@1G#_B#=[-IM/_*3KB9!1^H!2%+*LY&) M?^13<^!@)P+H?
@_RC1N3!0!H9RS4MVI?4N.QN0WOP_43P7&\$;!PQ9A !2(@ M#!P%) *0*+\$O;L4/GY!%L F M^6JG282J<#I=;
<!FB'_^S_1X*C4SLC<1Y(C621!Y!)?US=+/+!"JL++M?4B<14."1AD3FD?13V@^_Z=ZE6+
MD0:Y)R2.H5)Z06/Z%,7=X GWL#7(& "ZS_T!LG3"O\$T>!"@S!M"G,I8>R% M?@E2TB2K#;Y2!%CUK>8C8\$&*?<?
L(^L1&HGO#IDN0,+(OY=..28#YV1FOL\$=D!912 M#>D+J;J+M:Y2!%G)H9)0JA9HDM:<%"_)(G@E\$;HEK"J!ZXXJB-

Y*Z3;X|U;- M,1SLN+QCXO('E;NXC,| 0ZV%/O;J4SHTYC,DA?U+(8BA@J#-1)"X7W2411 M7^&+H,DIOQL/G:T9&H
!@P<1Z&8E?5#/0PB7#P\$2\$Z4|\$(&P|FEZ@U<0L0L MV'0I " " "K>?
F*7%R17@R,WX3\$>)>3,- D4SUHEGC|,...+.L.YY^D;/7.7 M&#&-R.OY2/!E!*,NR|>D
/(:.6JASHJN8Z6|!%>7;P*4D0")+1Q)#^"S19!29HV,VQ6G "NW,5&=%FTA08HGTQ#|Y%))R6Y%;B+R;./@M MW-
!<"0H(.#A|0U BW^H>EKS,%1SS(,J>PQ|P H(AZ)F4" BZ4M5"Y4B|2H MH=(\$-0B0P>)'|E*3Q:%A,E)F@N
F.Q>^)AKC7\$RV@F?QDKKQ%, -1Q(A7E1 M&W 8\$Q\$>*J7, @Q=AKVT96C8T**C^\$, \$>DB,|>1UV'H3|>YDW\$F%-
S7C.F M?"J0- UJ0)ZDVNEQS7N4Y5=B|H17,A0KH52*1^Z_F" ^H-.3>H/,J8YP*>C M?-IV5/7IZ>^Q|%)!7
*0%IV02OPW"PR22XA,XB|TFO>H|/IXJHE?4FAK#| M(D %X?72?"D:1^ Q|/JX@,D@LD_A% 01#@B*3>C4-
<9#Z*:,@:BBR^S>KT)3\$ M*"&S;2#DV*T-WPB.Q4-YV)@B8>D)IFH.%CM'98FB/>4>>X""S#9;(,R^DV\$
M)@/W=|RKPO|_Q->8%UAS-JLGA)-C3@BFU8|,3LQH7%'.3BM6?1.,J@-9>7M
M')5A17@ZCUFQ73^0V= 'H8N2SOY3|,M&5/U>O>D-QC0LA|OX9I9'\$8W@B:?" MR,) _9#?X|UG@7J(8!D9
*09A/Q5,7/Q2*W,7W4S7#|N|5L,7|LLWA|'HZ\$%^#Y|JBNB|,6S/0)=261YF%)X|B?C@;JY MIG*|W*90D4?
7Y;H|@^V-|A<|@7GK4)ZVHX^%.T2YGXBMSRBIVOE&QBA,@ MD)G|JX \$+;V.KRD,%W-^T|FY>"-
Z&|A)9<32B;IMF36:%Y^=M19);0(@ MHL=EI-^R\$!Q\$|L*=|:1C=X2!EQ|O"@V2&PL44CA^"S,,JJD^J2:H_Y,Q|N
M%J;8%-"26+T;L'9K'OMJW1YF*,*|DO7AQ66^XAQNC^@,L')LG..O.WI&|SM
M_8;|B8#TLJ=&9=13U2_9|5<|,JAJY49+/|>XO|G?82\$2,|T6"U%I>3*+ M73A3-4S-4CL",?L,DGEIVDB\$/2L?
\$04EV98"!RQ64^C%BE8D|,EV M2HO/O(E!9KB)/Z@Q<:D@<,-|TI(60&K|,V*-HE=B8FKQ61"QJ\$,)P1XN MP|7"-
U|FE%02=0Z|(T3UZHR1+|6PAU3V_\$!=|VU3L?7X5:ZDHFZ#I(D+AGQ
M|!N,|=ZEUMG,@DL<^<>+8=;0NC(-2)'5307LY\$0Y9(ZT0;/@.ZV)|_AG_M_9)|:JW|BBC0=4 D HVTMFD7'D;
L,26S^CB7'L|U,CYB>;<-8@8CC5! M:~+V^SNCVYAW*Q%+BX|)J|MTWL5,E0.7W|K&7<|)NE(6P+ZNOG^"?
_N+W| M)I\$, (NOW4>%, _B*F|CGY"?N\$F_6IKQJO" '78&5\$793_XH^/N(D>> "*,&W
M1%,OH3O)L17)REI^,R|'7&2OGHZ=L,K#EE^*D;,8*E<0.P^*? M|/M2"Y-ERA8?=\$XWB6P B-8CVBY|4|
fY)R&#&0*RGF=(\$CR\$%D)@:|QNJ|XSV MS\$O!,7|S1<=&\$GXWT7315="UX8*@7Q ?Q:(AL'T+|L7T^49B:6\$*,+|Q
^HY*^AD%@B^1.E|F5=MK1# MXZ2C,3M1|I&" \$*(KQ988QS,^UZ,)1+-T.(W MF")D<7L^#JL>2*B^KG
D0X07I""(4=H35Q%?MMH, +D53KMZV0X=E> 1 MMFJ(7F1S|3|6_R9OC*,2L8\$TF(N>ENG|R1909
QJS|N4=|8#=#\$ M!!!%6ZCN?G3#^)'CC|@MX9F%6&)|7L|H%)LFK^BF9@N,W?H-DD+/PT*E\$>8TTQ<9GB|V2P
K4>0?M3F(6?CR0|3-2>+ _9-> M_QD>G^D78IX@/QW4^704JAFH&UDJ24BY:#!@^B)IAM5.=?ESICS| T'+A^
M3XY<7=,5IK/L^V79S|DV3.F,|GXR)U>03JX&S%6N#L|H/M4V2%<^J?
>*#F,1&7V5.CDE.1Z%1S|TPOBJNZ|1<*8Z=1 7P#C|_WF,L@E\$) MITZ%4ZU:QA_Q7R0>+|,PK@-02-
5.+ +P)V\$+3'(5R404)>*BP<|A|^NES/T M0B|3&""|T.1V0M"JO;A|E<+@?JZ%H5L,,PI-3TF0QHSP#K&^P|T.K|TJLW
MHMW34=5RH,RM(UQTNJBW|4=B&2U,MM8|(2Y")|D|*CP<MK|)?V53^G0S:\$J36S7_U#PECK,S"AP6_CL*_2FU?
&7C:T3FC1O?B-8GNL+C M|^#Q)4*W0*>?^VB,AF=8*B(?_ GFP&H.T|L*B_VV8"GR3<)*<68G_6'!% M=?
(BO|39W4"JJ;)5^:1P'B#&37G13=2TM^B4\$4@H%YD_ "B&9QWU",<6|M2O M3201+6\$>4H-SY1V4XA#|YH?
(W/EYRK@NE&@BG*Q,)'A6-?>Z|>P>|T| M\$QH"N=YO|B0>4|,;H04LX|P?
(PW8:Q9@S+=N#J(P@DBBMODG|ADB|FL\$E_ MW|UB>XEHHMJ*,F5*!\$),<+?*0-1O3|)BJMWG3B|TR
M0|7|5H|47VK(S^Y+CV-L^0<)|H* @|S0'Z?Q)50M'-FC&@;S_@+;SWZQB MCX:RR7-
|N1=/WT456Q|Q5:M|LZHPZ*57A2Q+3&|_C'_C|?>F0)R?*|LC6*M
/H&D@CEBDLG|6|,EQ*|6J7OXNUB8<@+LDWB37\$8Z)!\$X4?Q%E%)N 4&NE M>9U&&8CU<|6,S^&Z\$08_(5.
8EFID1(9^2N)Z#22|FWKP-R\$|Y5*""ZN, M|F8|Q=)=E@O|+AHB-|9 C+N|H\$8P\$'QDO@
HK|G'Q(@P\$P&9\$AQ6G2/3XO> M'NW-QK>HDC*62HDS/<|=6CY8:AK-9%|*+H0?D4RI3KYKF7<+C&5<|;#<|&:
M|A|275E>+B""4Y,0Y>12A1-B=,"T:IT|= %UYL=M+<97X<^3/J,9403B M0?T%,+|A2/OU+D1:?
Y%@OPFLKV:9A="EN.4,"-4,%VUTU6>?F\$1Y4B MGT#B2_%TQ*(34K(L\$%^*K|Z;W^W?F+|1*R"ZW
6|N|F8>^J?G0-%4 MU|3R09W?N|34\$|,B1< _31VZ"Z43Y7;N+NFA:67H2I%|Q*!+C>?D0S0
M,Q6<)>RY(W4Y:%ZYZ,WOH3U|(DSKEAP<<\$X905.P>AD,%U.9>V4+0P|JNPYO MYWE0IP^E!@4M0C2\$-
(Y15DW|EN:\$(@7VNMFU*"?QT8L;C|YJ3C'GFDP)B=5 MY'|")U4|EW8>3)_O@*=R|TYJ,/Z8_" +HYKVH3-
+M|J%2,F((@VU;R|E|, M @|_2V\$&X0(C|B/S)5L,^&ZD?U)BD%ZG.D6JLUN35.9U
M0WZ+1CJ\$=E|NXB4#67T|J%?L|+);(ISN004O|4C\$ \$M|S(A8-VR"QT(2@"D M)\$")DB85UW#TO5?
1U4S&56B<6;\$*X.\$|L,WA(28,+M@L5FN8Q&F0K/S>9^ M&UEJ&)A0#+_T|TW|MH@V9M4;UXWV6B4|OE
&5?"6R\$D2SHPC_3D>|)\$=B8\$(MNL|5JS2Y4&4QO|OJR*JL,FF=)+ZQ#A,T;Z'C(EM,D.WQ*|8#R;R;)|A^ M!"D*<-
P(+RR5=3P*%&\$4Y3H|>#Q)|ZW?N|34\$|,B1< _31VZ"Z43Y7;N+NFA:67H2I%|Q*!+C>?D0S0
-396JZP*YW&RUB^"R02)5S8'^+AHUMUN!P84\$GHIY-C|FKZ<S M,6PAW,=&1 'U_9(P61T%:7C1?D&?Q?
=^=V3&I@HL|ZS!":K>,?T:OS|+ M9|2A(\$=,4UQ4%>@D3Q?+ #,3JHV|I^ #0T/WQ|WE>N8|F1>-K%:D+Z23\$;F7
M3@:??YU76+L-4DF0P;-|Q*&Q|>%(J03|C>"DP=&|;^YAW M:@?"\$4TICN&N1>-S<@GS&?ES|H/Y|=2W@W-
FTN&8S:2AJ(W|S\$ZH72(UE#UM M48\$+E,|15F23Y7^6|@IE7)4^2SC^DM/#GV6*%^,QR9)_L>\$6-8B+^%H,|8
M\$)N)C|B'V#XMV97ETW2-M;#89:XW*TF|4AY6FEP4"!&M#SS<)XPPCO: 1SX*(OI\$1\$LA(I=(=3)#F&1
MI9CATX2I&9YJ0-5\$|AV75D)0 G9-J|(-QRF|LL00|@B)?,F4, "9C-1+- MTG.?
+0+|0,U5.QBSHBZ=R;PYX4Z'(#R40\$4H;(#9LUY3.\$|WA/B/^KDJDC*SS|N\$E36REU#<|@0|KGQ|=89-
^EN8XCS^AUIY BOKL+X-X?NO MXH_-6.QFM'AQ'8K1FVWA6 "M0;HKEHYA3W,, #0=^7JWH+&./>Y35_#F->
MT5F\$TB0H7Q*6Y'(>M\$XA",^#6N| CZ=E8_B4LD3MA(3&D^<5-C3EC4%^EQ
MN%E+&0M'8B*1+@58>EBK*/M;U#6'>PMK\$>%*%=%?#"|M^%.<|21&HY@M
MCKL|&3V0|!^P9R5\$,H)5(HHG?#Z:Q|A3D8\$@R0+Q)YI=B>W\$&BL;@X8H G MPL\$OVQ\$FW!(*?DRTH;D17-864+
(X|_V+ZVVC.R.G6FBCE?%&-5*LFSZ|3M M(\$Q2A_7G@DF5%IQPC<HO|J6?T>)>8#0-?1Z.G,H'25\$FP'M5.(V,6|5A4I
M@S^"L+V/&^=^3?/#7C6^QN?U2SLKUS;KR'%54%6FY)BBO"\$&W?\$/LW! \$* M, M|>=5;HA:3T+
7CNOPW6T0SF-6|QR""|S8;|0?8|EJT2XWY^@|H|P3 MP0"U5\$(F7J/6+U,T2A3"A
;||E|T|F3C2^X)Y&8H/2V<53\$E;&M*HJG0 M:?"\$1E(PLM%28ML)YTR)70MFN7DVR M79V,9C0|N+
ONBN_X|DSV>C|WTOEBE2A_7|@A7>54SM_5#|H%"E^@>0SKX MVD-
=1X%QU@<=R)D|S+J3H_#E"4H36+YA8(+N/\$9A; \$PA|D,1JX;ELQ3 M\$+R'|U%@2M&A8G72V@X7&;DHX;2
|S?"#PZA'N3KT%O ^L6I-?L|ZWO"M|=\$ M1C|U#\$/A'7P#6QFPR^
RB+%@12.&:/0K>AE>L_A5/F'1>P_H=KA|5&MQJU(MH1N MI5)PKG2-'0%
M0%*GELRJ=*H<8SD|FX|Y;\$Y\$@G1:1FWODK/9-A84\$>R M;OA"NKC_YCEVA+^1'6F9=(&
|SQA+8M.H|8O:N@36B#5.Y@_E3V|S*.R<F#
M(T/G+E>XF^(1WQ\$1%|>+L|Q*OKM^C;J9%|MM)M\$T5S5K|_66PB|E|Z(#@ MKZU-
|CY3A"">_)*)VRH1%9|NE*|>7(T#SUZLR10.49)F(^Y,"|I9S7 MYHHNP4.QCL(VS0PG-
8JLOS|AVZ,2H_A+I|6E2:M"BOL9Q:2TTH%&CQ3ABWX M>>"@4-W|J>+XHA.TLEMSN4,A4NB*A22'4-
Y3UGPQ%CR&"/L,S(/ MX15AOCWO7:)F5|3,YVJ6|'8W(B*<-EC|N'<)TN> 5@F(3C=N*0';@ M-XB-0-ZDA)@>QB?
%D/O_)*4I5J2)Q1 MY)!&.&|X|R:N'120+^4N)F^&T|6)W+S47D6*3>9S|2)+QUN/L(8B*J/ <M,4^M(B7+W+9EW;?
3+1+BS:>T/D(2Q1(TQ'7M-!URF:C@O*5"N1\$(<7E|T|5ZXF M:,OMH3LRG;|MJ*@.=7\$1W#_FFN(*^+&841=G|
(6'=F8\$79T#J4|SV;BP" M)<:U*B|_8<-!\$P6X7%D67_#XU|<D|W%>MTI=C#1W3?L7 T.ME.K8_>@U|0

MTJ3PQ.EW2\$ V@M\$^GRA)^G2>.+TICX8FI8P..XVMKRIU>64?X612\^Z M<..?7B-
BVL\Y0M_D">Z(EB>@(0D>?? 3.F3.X)P/#FEET?^XZ.^T#4FI). M.SI^@A*0UQYB3^<6JH2CXHK%)YHE9<(EB)=V
P/Y^S;.19IE2(>..99 MWNSA^75M3N8S1<@HAI3^+;EVY0U!U<&B)O((N;Q.Z77)W=5@J=.7(GW9
MKT?4ES=&1>ZF5\NR7;.F2E/LW^R5X^SM9G/U!^(>BM7OS^VB(0^4^1UUF8 MSJ%I+O3H-SP)Y;I9@;N5\$+
<^+U2FF#NASJ1S!#;84X;1GM>J2.YZY)H8 M8I^HSP7ICZLK<^NHD%!"^N^X\$"+WX1G^E8!(UCY^-.P9."FU-
ZWF#OSIB< M^S9QI8FFL\$14.IE^*3X..PL(QV^P^B3P5\ID3DYS)I/X^'@^* B3..<+ ? M:/Y\$Q&1J/\$^19;G%"-
I#7R.L%@V=Y^#)Y^RA!8.(+E.;IUJGGOL#3\$>2E_3T M2'PTGRE#7>RXR%>3BS8,8I0^0GP0X=3ZXEY+1.
M^H(T:K^,716X/-R>K9Y96A>E@_.\$&E4DY"^\F7CF>2I9I;*B62TR_D94&".I\$ M
F3EB(%)ZY(X)82P3E=8M^FDADRF/E60)T.NFS\3H+;0+.Y^4 MV;8^+X3^0>IPFRD*7.HC!"I.63H1JQ:GOV?
Z33^21^XZ?2A3P\#M^1R3 M.* 3 L;.@!\$P^17=HB181\VS>C?C^!3T9^C-L\+6J^K^A6;HWDE0Q1S5-RS3\$=E^Q^C%?
MKB2H)_#9.4:H%N^A!*!5;KTF-#VVWZ M5^1N^_JD?RHBK7D\$BOC^ 1YPB^REJUT4 S4)1?OBM1/MB.F6U
M(N8H)\#\$+LY(V\$YE\$4D5>>#-DBFK^4U M+L8O8HGN\$(95)-SE^1F;).FSNU.G33 M^"C*(I194U3/OI
U<7WR\$+X4P<^X-9"^2Y.024XR>9N\0.B) 43J MXA+IXF&.6JY^#(>L>6+7I+^XNZH
M7B8VK@X^.%NQ>M\^=)YN-9Q0X@/4 +4PILSBFF M..A/4A+J2&)"Q=)DR79?D/5R4TR4G6-(=)"R4F^D)&A5^0
M36\3Q>W.RU3M,>3C8>7!\$?3F8U2\URT.#:(H)\VX 7<J^3B1STI68^Q\J MIKFR.I&A>..7;ST9727Y
MY>O=!\^1.G.F_UFLS/1WYMTSS\^L.UPI,9*FM>ACW3 M2\>07IX;MU >&^\??_V57Z0KE1^E.UFM_B7;A
M&W=Q0T/L(LSB<^*LIX9^BL.OW#M#@T6Z=F/Q"^R3IZ(B6^<6S.XAM_WDA. MI
\$>Q1Z3E;7T_W<#ASW^1>"M6. I=S455?IOU!>B9)"1=5Q" 6C>&V^T/WG#/T^64Y\N/5^KQI
MFH2YYDV^M.M;K12G^G/3IKB47\V.3)EDLB+2A=I&^5HI.^Z>I@AT;#
MR@QJH\8POZO@T+D+0FKYKW =ON/08W^ASL^ZC.6.;JCO)*I2@<^D_@DTW1 M^P^RZ0?>IS^\$Z^2).
(I19OQ2;A\$E>BVK=AW&PKFK7WV6OI+&YSRNK2>7IL<33IZ\$W\^1AK
M>D2G^X1\$4VCP\K_HSJ#ECD>%GI4_N?I;O9+^B^JWOIVS^HN:CNE?J-#Y<)O(^*!^I;W8;+MLN0:8'
F^E/C;^W8H\H+WYSIU^;ZH\$!65"BRDNV2,D&^XMRKIYQ\5_2R>"K
M7ZG8G%MR_J^A\@GF\VR2A\Y\LLT\GX0V=2N&DD3WC+;.%# 1>\$!E8A:6KRD3
M0L4\$=/YU\B3C.Z\$(<=I(FGR^_I11CI^QV(-_2A&0P2=A&K^1Y9@(/V3607D
M..I.E.C^4#93+%=AK\$|=0H\$78&F2^K+%;VG/#;FZ@LRQXV5?=613KVLDJ3D-MT6??
(HC+EBWU^=MH&Q5@X>QI_)DVI\$EJOV;?G7W>A>%(^_%D\I%2OMK M:/SOX;\$A7! ?L @/W%F\&I
@TR#RWX.-2;>7\$V\;X^T10R_H=3"\$!UPQ\BG6+ MKCUIYE^TYH64U\J2FMT>J5U\$;9"LA:QQ-G_==HO\<;BK)T%:
I;Z;8Z&0\$L MS/SB\$!5MGI=X=F8F6>1J3KJ^C.YA@-"JI8I?^\$T6F5"^!<6I>I4B1TW)AT MFJ-
AOZJ618W9YM4+\$IB\^..;I+>REI^B?L1/2/I2;9AO(EA.PC.-(@I9G)/! M&3@NNC;>I?
@B%>#1+^VIRBF@3G+72:@^P(JHDW^\$)R>PG^L.V-O_1N<7.#J2Y MP)K\^??7SX3I(*@Y-JPVZG^*2^L/?FBL^&-
SB447U:BZ^5;.NI/EIR4YI MICY.IS657W5\24=TKB^6TH\VO9&L8B;^*0LIN8>M (&.(4.SFYC<^NBX_=GN
MIL9K@5XHJ.#G.=7%ZKM-M^4&_&G-W@<^\$FLJLNW0UXV^;K+LPI8DU;"O/-46/2/RPO_R^2G\+WU2)QA2^Q
MXWZ3(O%M\X\T+))I%>2.%FBQ+7L;9D2 M.%I@ZBTP.P)-6^Z0;AMDHE\P97PN-MF2
K1#2^HSTEB0.L_>^I&A2&_0ZXG2X09LI@&-QS@>%Q)-%(B4TQU\$B0)>1^I.S@9/;<5E=
X1%BZ.B(%LXGO.T<*9+))I%LGB9^+;IB3-NP^F; MF:("\$5S\G\$E@!M.; OM^ IP029TSH@>_A_"^<"IO""XT^X!&P-
(@A"! ME:8X^X.C^SL^6R;9B-0\I(*70Q^EO@*\$Y(&AMX;UE\4# J0U^YL+U-@\$ M-
*B13PB^C7DVV\$;YV.5@IQI\W>)D?<9(5B);@E(OWHZ-FF3IM99.EAI@A_XB-S+8VIM;3:8X7GR0RRY\F< GRG
MZ/R9+A8NMO+L4&7^#.XB3)&.7Z@^TIOI:#LT%:H^+0#%0=262Q(=NB;1! V+
M^SJC^T2^94UZ#D%A;^H6I^H=E\$A;=YM><=GOWYVX33^!+;DYV\&XX M33PY7C;<+HL;3&%ZFK44CJ0-
15Z9\B;D1L\N\I&W\$+7N)WVO&I_B);EBO^Z6NGYR\MY-)G7=L+=DMI1\D%_ROM3;WN+P)GA M6LC;(^%*!HQ-
IB)4SLMU^X^SZ.B.8(^Z"P;JFI^U?^W+ MN4PT^ZUAN^B26R_GYHFLCL)3G7G?
\$\$(WJFLEQMA\I9FB690NE^YVWR^M^FE@I;..UH2L<^)/MRGX&M^@I6FD-\$DMFM50BVAMWR8;IQNW(KDE
MAIS\?;-X6I&^MW\!!HBQP5\0^+ZY2I0>SJ\J43_2_VI3C)3=I^P&I=J MBM X@*/
B6KOU%FIWX\$^C)MIL/\$/EH<^Z^I\AQ7%I@&4I)1BHC7;+5K^W(- M8M<@/A_9OC; (A7@*7?-
O\ET0BI(H>IUV4E.J^*4)#6EU(4IPOBFDDQ<^/J MKI@%5HQ^MK20BI0+)*IC@M\$;HD&=K;0H>\$G3N\#E@'?
BY2=.GJ/7IG@MRK@SVY^F53;IHE_5Y8#+O\$|^W.&?7>>9WS-.#NV25M-8_<^M%I@EWBIX; M6\NQV\
G\NP(A4_V.FV-D^BNJ.^0J^1\MGWD81?C^AL=B\TQ;3 M#MXX9TNMFX^IFP534I7+V.200I^=JI?
\$*UM)=44PHZ=\$XSZW4%> M^*(I@T;@S;_D9^E/KH>9RC.3X75M;C^G;H8;4P^2\LP:X<796K^DI;3 M%*&
4+I&#YZ\N\PL+P\&^*W\7IWPUIF2#Y2;\$DG=I<^D5C<^)/MRGX&M^@I6FD-\$DMFM50BVAMWR8;IQNW(KDE
VA!GG@_+*1SWS\KV.WI\$7)V9IPKV^ M M.;R=P;9I_70H8?G^1ZUI(\$=U@-OT/ONY D&F\+.^IXWX^I(6.NUFC-E/I
MGEOX\QA?^PMZX9S^4HXA4_YO\6XP)E4A4\!L<%(#1.S7;#LM\CEJK-MNSZD-N 1 WYDX54AY5DA-
@4B\YG#I)F%R\N?+JK55^I\A2I\GQF>??X-M6>LSVF^-I^=I^B0^YSW?F2&?%I^+M\$GST;? MO-
TXR4JODZW=*RI^2E(DIOQ09+HT&%1A0I7L<I8 OK=!!QN ANKIH91NY M6A14U12IFA.*=P\4E\UK\I06KN^M?
P^V!^K.&A%HI(G^5R88/M^+IN_JQ M4ME0)V+.72K%\$=A(1/LWA%?P^*8XV&I(>DR@9C.DYZ=O_Q42\$S9N+1.V
MTA9^DTA-D498K_X4+7^Z?2PI.^_1=<2+YK6N:5P^LD\$H\H--IA;2)O
MW%:H^G+1Y6^7XCD7QM.WGSKXOWX^I1:5VL0#S_I_R>8(K M 3192.-V1.)Q8Q(AN2D:&M^?G1F8A. RAHNFZ)<-
#K%=(R)YO^MWY)Y^I#> M^F29\TBHFFY8NA2.NXM-J=1^>%KNIQ)SNM\$E;P/QVOGJ2+=P\K9TH(NF
M1^I(H\^*U>2MO(>I\J8R&).5B);^_*KXL\ZV=1^Z+7.4Q&I\VO M^!H90/\$8ZVW#FW&*55(R.IX1I3AB8IA:S\$
M?P(#;ZA<7->I!OQ^EO=I^8^=^X>I^* M^R^K^ZY..STH8%>..I^8FL&^PVSF4>T.#+R+6_\$J501&
I/7@1D1UE\X3 MK?^9KZ/DI?Q0AF)D=%L2:P47H+WFQMOM\W\XE,K#&I-6H-K3)/R16+2BE\
M.;3!+>IAO:6)A2MY3.X)Z(6A99P\$IXB6HM% @D.J^T_8' 8/594&Y;A.O\$H MNT>#C%;U@;-P(6#!: STA7V3+I+N?
%H>^O.A<^M.G=P-1\FGIEF4^J!-M0)J=\$R@.(MO&N^@VN\%U^S.ACOG-IP_.C%T>E^7R\%#O_Q3IA89_?@/4I0K
M%0SL8=H2\XA^P%;D>P87W\EGIO;69IWC(L-L^RH?7-5=SH%-="^F*8
MXNW2^EZ_NMLYTA6807A^+^\$%>)Z-I9HE@WG^G+>I M5GIV8NS?G1XX&^>K.IQVYTLT9\$-ZID
M.IG;4+D\SGOV12SE;^3G&^C=^5W\W^CNWYF_8UXEN4=J^EL;2%*+K<M\^I5;Y?
NI\$>DROOINQ>'Q2^0.VOD36I^6M.WGIX>V=I_#NGW\NOOTX;LA M.;81^)(?G^OG8YYI45295.=#<
M55FNY@YJG-S9CE74_5/X%9V6Y0_EJ2ZF\XX^H-WZUU?P:X_R)S<-6U;2I7> MI470.ENJJXN?
&YJ_W+9=H0%I^H73^<4@_!>E>RQ.2%SN8IKL/S=ZV_I^WZ5G7MV/UO_M/?_9^MXR\A&IPZ^J\$PX/@=TF2\Z9I
ILN>C4E60XL\X0KGOLK>8XK>.=C9_) M4B&L3E^*T63HXAW8%=0M6+B^F\#I\VR9GEGA-
+/.1+2+52.)LMEEM"\$^M^B3_#".IV."TEF&--24H25@U)AT^?KIKI(IL?>/87IU!\$K^K(M^QO80^00\$V
MS5Q4^BT)6A)\J0D>PEI\$^X^S^ZV.^H\92U8D)IP^+LWUB+J+STC7G;X_MC=XOS0^H5<-RJ7O&@P\B^;^I^W;8TT"
(W86IE;BM34NOU3M^78O;I6D&1OC6 M856GA^M^S+M_JW3NZUQ<^&-W3G&^Z17<I^W;/R;29P)\JK\N4;G7/K-
/FCKF_VR.>/OC.Z@HSFCGIO1X.X^F^>_M\$XX4C@BQZ\$YR^G\PI\AV^ H7+HIPM.S9C^BKID2UMDOC^H+^
<#I1\$C23?=-M5B<#X HQ)O\$)L0G<K+ORL(I.;U2C2Z\I20K& T4&O0:AUT^5973I^M58FG
M'(DU=L53\GU0#D\U0J:A**&)4#1H3^SIRYUF6^5-I=' M78N#+OIR^G+O2J7^Y%88^?E/@;%.^*7>UU40H'+?
=A&N^W\$#MU^A\$P(IKY^ M.9+I=<=(X!=^MZ.&G<9DW-\$&<I\U^N\I;Z.^9E.@(V9E-I.;=BY;5BH5%>?
M_+FEOHBMU.J\FK^_PGG#.OIU3=8\$;L^6UV\KJIM-Z.I7VMW3;.R8FEQ%L&&>I

(WT9U>F<2<_9C'09'6S0Q'UL'=-IUM7UB@0JAB9^E8X_EVCWHICIKZG.M^MSN7?
 _KH<|D)9X^#;OZ19HZ:L4>3V'YS15M/X|L5<|/|'J1Y1Y*U'+UJ6*5J=T M:-Z",M9!&3MT.)^6,2UC%RIC!
 IM:8I,Q24.U+G27_3=L M=8NK"\$5FV.?9KW@L;LSWBTEAN&PC>'>TNEX7K) MYO><,UF6,VR?&X(
 M"/X(MV\$!&XM^)^7A9_,"MIXE::FD191P0!&F5-P!^29*,SX"L X+>74.OWH' M3W^I=&<-HOT_65A26Q^&XCA-
 T.IKZ&MP?>AC6R3(+C.GJC& D=LR5IWE.S MWH\$!+> 479">.X*.*F-AP_X.=*+K 7IM%Q S:3A_M!IK1EW>J)2E!
 |H MC0!T3DK1Z_Q+>+TZD3IO(W,AK,X.U,@^HOERW_Y8VL0;=H@;I MZ\$W!^1GU4_0^N\$#SOM7F)KZH8!
 0%G1NP9!2W_>UOFP,S14I05 MR2P4U\$=6\$ G-R=W CYK Q_>HE>U%\$7U= ZJ#WK(I+>+SN-A"Q\$TK1H6F1:
 MN\$H1F<767YR2+T8LN@1= R86_H24HV3E-IKJ&85R229^:BVX6T=\$!P+>WCP M&4"=EEN!
 /Z9:PT|BJ\$F=X1A5:@+*/BB+&>|I|UU2AZ::=2CM!4 M?^|M@-XO6R/7 T/8;WZQ_=&9'P M4XG%6AYAY+M?
 \$^/R@.0U15B2\4J)R74;L@H^U%|N|,8TG5_50WX;BN745HR MRFE2H^UE)-LS(>|X/L/=^DY\$0PQW3U8 M3L^G>
 (E66D>A/\$L6DURIG(KS;%7RK%*12% ^K0"TSWA<>6@?S=S7Q=R2J;JZ MGUWGGGG<|<_@77T\$4W-UW-!ZOJ0?
 M<&*QUJP"^(T)MLOM7P QVIVUP9 MM/AX1SGVL>WH0=O\$O&15=7_-N:#81-
 "3LD%*XZ6Y0D^NERMD#;GTN>/W1I_M*5P1\$!S "CH7%FW=K: |CM"KM4:RJE^/TU-"C<4JWU7JV9X
 5Z;UCYT(F MF!_92Z&Q"R*(Z39H0OZJ1L(<7A9AMZ>OD6&Y4W>VA6Z7H4H-H)UCCXIN M 77:C8G69_.269"?
 F@|VJK_/1_+U0MIF#=@4PI+OC(N_PUZZG1U2\$A/V2U MCF+9ML_ ^|*P!5TGCIO ^H!;=?;B^HC>H_-(
 <18^10*V<*^:L1VB=88J6 MM=<4K8N%ZKQP),X=4P^.'^G#L7X_#I'D'9:O:O#ON7.4CGY!'_.8A#4PIV#7:P>C@;X&-
 /M?WC50/&=O=@KEI(\QYX\D62P#T"[RRK MVSP#4/UHG>W7_*X.Y"7H,2^"BNB6CP=R25^K 0IHV(9+
 /ZSLGSGH8&(90=&@ M@^X%UAQ;182?>:Z2!W M R^\$?SBI-O^AH2N"KE*%GF!Z:D;\$:^"8_:OYT:-266M.F!#;4-
 =%5H (C2/_L*U%OPP5QPN_+H7=@X&W_+>P|D|,K|ZA2^|;?/:ZZZY MSCW9FVWBDI?166:1&KMD?1.
 !0W1\$NCED8MC70@|F:U_#_SOQ?PL2DA/RR6<\$!9K1\$N:B5Y=W_#P%F_+3!+A!
 MN7W=&4EAMATL7'U|@YIP|3|CAVX1|AD1Y_#FMMKF#;D A\$"/?1@/78 3:3&6#J%"NAI@6.MTFAK")?
 CNI?3HF6\$IQKT\$X5 R<8 M2_OO&07R#8L3F*;<_)STB|Z(=(T/:OV0SC1|BWO(9_NW19DIP>--
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 QX(^ZIDJ>)"X(^K5TO6(#2=PTK_ P'=N.&?>_M!* M^H:#QHP_PJ4W#<0TP\$O%52V4+?
 FKEL_LGYB\$M9NZ10WPOA^W#9NBH^16 M6AG^E9)RRH+&/_UQ#;B.LCX9_#^!VEE\$S14?-&.2F)-X9!;/D_46ZY&6P.
 M_-.3E#""HHOSSP8OL5FR2_*|<6,M8(VOK>63|>SCW:L!*XA!@G3)??_I M3?X^?#;3KX1S?W^J";4W<:??
 IM5%PIUR|O<*P@GG_7^#D_118 TQN!"S*Z M7!+>R4V>_H8"?0>%93JZY(A/S!#TG"XPKE<(@+E^V:HC-(NV!
 MU@IQD!?"V_8&3N4&|UL#KV,CNH|W7ES"PFSDR^\$.U41&=L+D!X(MK;7/7LM_M>3.W_?72>GYM.
 !1=^M&:^#EDY&?H??S/OG&,1ZWQ<("ZOR3(O(N%6FD!^7Y+ M?IYMMHJ#0>:2VJU.YN=YC^J8K=J
 MNIVP@PG3_4OJ_#&S4LTXW.2L^52D+49CA.%YR=MK|_09OX^_HMXQGIGE M%={XGB&-8/&9R"/&"A>.
 !E L!HTW_ZFEPYI+T"?>G5:6N">_0VA61D62Z\$FY=|V"LRH|VYUNAL M1HY%WPD>+M EELGMOQD/+GVT;*!?
 UG+>#2NHW)EW-)??>E>1_K|_K|+^S!MD3^!&)GOB*M^Y%(B^&X|Y.Q5XXIXZJ9|=J M:|T+8XZ#|
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 EV*A6PC+Z MK5%_CY5D#%C#;|_M1JF!*\$8^P"?\$9DQ?25>?0\$6MDMDM-JQ1!"X1OZD-M.21?897B62-
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 +_!)F&QOG;*24G/B!7-BIUV_M^W"0M:<_TIZ_Q7;X>7+_*5"!Y0|BTZA-JH MB*PRI?4@YS_G?F_8?
 MRKSV#;K^KSLCJ69L|X\$/7|_@)R?B<J.XC:??Z)UQ M"@Q;;9H3EQU^P G6(/SS9*%6)#Y>_SIW%";K-
 F#W@|7/+^_2\$OX77!022 M&^EK_C|/DG9>+!PKC5SC)4UYLW#8_Y:S8+<ZVY3P;@?7SAOUD*!2IA34
 M\$(TB|S_&R\$=CKJL|A?QVN51G>N_@<3&5^D=1^9H)/F#73&ZT1.HUX)<128 MPUDT#?9SOLF_%
 <0392_|T8...X"NLV="*4=(#V<_D<|8(V_|VR|4Q_ M@HJO&7R|7X:1%Z1|^12!"IKGS.2E?W9IR
 #BYG!_G@MK_AZE69 M71/K%78_?U>_Z;+XA\$T(S4Y);<P?^2V|XUT@;1#QCPW2XA_#<0SD"=4\$
 MZ@QI8<14_GI_#6:EC3ENX|C2)KK@3JT|&|#\$%"9@6_!D*!NQE%IH7C<:R|_MIM@UZ+V%N|3=)JYR!?
 Q+JU" X=EXLBX^WO94H<3MXQ^RL92*!|"=C\$|W;_M Q-Q^#>A=GT M-EQX|CXAHSR249(H:8?2;YGQD#2US/#=
 !HT%GVF6#><>I>|O/;_TQY)P.2(O1W=PD5WXHWMR.2F)-?7>Y"?_HMB|_U3" MWDF%#H=-
 MDR19>>#%YGKB...K/+CA@;DOK:63L;SC^:82GX@=QTR5WGD_!|
 M6M9.4"HU^Y8H|>7KW0>CW^(BG/IGW;.&0+)S^EY?01Y=V8@(^_9K ?T9;U M|^#
 !;^&6_!%Y5F/NSX&|@!L6B_P:0SLE9B!Y&M M^L6+Y9CAEHG10/GM@|V2?5W)
 ML(5U>"DO/BA1=@HH/O_4:G4RAH5?0:O?4A1Z5_WF_VRUO M4=OW5P/D(WK;:SN 5|SVJ?B-
 IG<CVS>=>8+7KONB92BKP5"6!E|YC2&*;<_DMV8/T9QY:3"N:AON#@D-58%OMW+L VIBS2QO|N?\$/!::
 !UW3^ISHU;!(&4Q M\$)\$=T |H+HZNWGXIXX#06+<_9@W4^C1^G8)IK|U/X:P==YK?Z13Q_1/P|C
 MXV&SW2N8:#LJOJ?^1@+S"!T*.)=|L+66%!MP7'8V/#\$4>OTUTPKTT@R#|"(RNO:<^6867*JFVC&! M!1F)
 <2>45'<^JV92C_L!0D.>T"W:V.0OZ3G2/A;AO7JH4Z.W#ALQDSS7LT MKU6KF7.29J>HZ4CPI9R^-(6#J-B=G):!@R
 MIKQB@;K|'TW.)>S_1.6ENXS"5=&O8Q^X E44TR9_OP.5D.22=7LD;R/IRV M'=A/E\$G%6

%_%;5;.5.FF&F^/4J2IVKTS+/*>G3I8\$L%PR'ZC.N 8Q3E6=G<4+I'%"LQ*#AB77-#^9HIAQU*=D+I&&0TM1-;
M:/DOV0D=-B;.:IT@MFD?=5A"W2&B6YU/T&WC BX<'LEEE-G.;'<6.B075I/>=<=P('">08UF1VHG=2I+I+F6.>D@S3?
-D\$ WJXZ(6F.(2KW#6Z*+7C2I-.M*S-O7*PV?S! ((A^T=&R&L57RUDUY*R09=U+)76/DK12# ^"FM#2I*6I1K=6
MIUMFH7I:;XOC%W73I0QPC0(WZ+2UD:EEK6:R=AY1VU^I->R-3E.BI)%W%W'OP31LGG=
MLMDHLS:AXI57RZG2I%SD5=3J#N9BM2!!73&D^4IQ::;7H=UTD4-I>B@ M*QT=9%I?>) IAI M<
RGTD)22)Z547I?;NQ2N;=#3EG\$N69IQI>C>A^N>B\$390 M.MTRV\,*NL=I/?O=^D6:NEX(*D8%>#BLX
M+3VD2T1@B)Y\$QRU^7(X;DPZG1.W7^JVI=0AII|BNR(% "X<#8Y
MINRP4>|L|JHUWH00758>;&T6DR*T2_7Q:B_I'C=@>A9W+A#@0^T.I MO M41Y6ZU;78MB8#/?O"=0'?
6KY+Q"(^RI MZ@X^S\$^J62)4I.2I27KT'!\$>=+>5 VIKI+DJ2RXVJC=>5FHIO;/M"362!+/- ALU#9K;/AL+PIA
ML;8IG%8*4K@=\$+NBT=&I&B6SPI^S_Q0'>LM&(<>6"4CMC-G3O#Z M!C\Y\$5/3:EY9H4MOHG?
&3;LM4W<=I=T#;RPI CWZ M9I>PG#GA|D>6RS9+/-=->9S I 2@)FN N#_5S#YVR>>#"^*H"7+^T%?8W^
MW05>*>DPK<=>ASV2I/6_8BIP^I^P.IO%G0J'MI?_J6W2#_LNN6DV/=BS M\I.F.3;P-EP"JI/2G@L847S!:-
YV(;OPJWLK)FG@NFK^NFI G^9DZOQD? MVIEA\=OP^&#Z I/#%RXW\KEU*IQYK0:K(GA)YW+W%AX|HH.A^76U-
P.O5+ MVZX^\$F*GZS9700;PZ.ITI17*_@!;WRV7CR|'!@>.+XPF.+INA%Z I1|HH; M:X Y&86*!<'F2);Q(\$E M?
#>2:&OE;O!9EN^I,YO>@*>+QWPS%:BA_-C@5P:2+CK;^"XD6WPXIWC;L5I
M*Y) A|OBL(^+I7^@OJRI03IWM#;6U5^XZ:GYNCVN?@J&I\$3+^<8<1;^9/5 MINUN?@)>@*FGY.7"=^
*N\$I=RS48:I&C.XD+I@+I:CL;NK"S/E%\$2C!7SVP- M<8+/%6CSTM<>6I.5'%@VN^%LI&(NV)G^?>NA4
MI%<.:I7|BX/I^.;DD@_-8?;0'I;60Q1#IFW|/IF"=V1=I|HQD",ZW"#!-C;
MWZQ1^NB_05;8S/(<3YL?^X72+I)0^B>+PB/PTU.M61GAWK)=G" M""=PZR_1^O_*);_C58?4RI L-GK^<9;P>L?
(HW2 X8+BI3%\$B<?#4@^UJ7RD<#6*46E<5%02IK&YHIKMY;Q(>.1X3H604< M)<I=XS*)?>\$B>#"
.>'>".CF1JJP);*<|RL(&H;ZXH+;EE&B&1PQ"CUGKIDW)AIY "H5"?V-MNZ9"@<\$&OV|6*YP
W_I#L8'L.H.R(OV&4HQ\$N\;R-);&9AQ.H9O&5_A"IO1 ME3V"1+#+D/H.J.\$8^1AH;&9\$8D1RCSNY;&1*<.^|8
5O9_/GI^&<-YCS: MGNL@*Y\$> JY\I(##IHPYAN."DHF(S16/+^I|O#% :LOP74O0SQP6 MJ(-
E"JF.96CFKM;6QI=-&JAQ36?13HJ/8B?F.7DHD;VT/I-PYMH6SI(IH^44
MAN;BU96C.BJBQI\$E/L#1@ZTT4H8Q%>Y8\$;(WDCI^A;)GPNXSOC&D-^&(-2%R)80U<+5S/JD\$D@MVJ(K&B-;_%
MF@UR5L6J^T.GI/N|C)8PTI&T^SO-RR#L_TI_<=/_MTIW|B-@8A 2N3&N-MSB_X_YD>W+^T; Y|I.8:1I?I*-
LDCI57^<.;LL*99QVE.AXW.H/H4GB8Y; MO5ZWK
&+PW&OM^F/Q9Z4NZANJ\$^JW*+;ECDPIH;H2E(*>>HL0SO+IG/G=QY
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(P'+/C5^@G;%C5G'Z9.T= M=3UW+WD)I)B|EVWSI-D5H2^I/>@;&N4|SQ|RF?4^SUYPHPSS|8>X86K/O8?9Q
MEMJ)IRCITTR=9AD&10%K>IMU;= @I?7ABW9QK-I|H#.WTD0I/KI/K;R|J06H) M+;9C|H*^=I^H;>GI<K1%>
<^S(-2DZG#-.I P%4RC 6TF?T7)I J-OEW'T+P@FH<&'HIL+H*UC|O%@A#_V72;ON%CL0 M-
%JIC*#NIM"YI>;IKFL'\$W_I/EZLTLIR4ZWI"Q.A?^1FLMKP>6#^6GZ4KB MAUS>|Q2T C27:RXOB|L/RD.6Y/(^UEZ-
SDOX)^5WLBQ#QODK7AUF@41.=Q+::8|461P2 M^O%VNIAQ|EYX|(-H)VGS-OAUG;WD
AQ;)^Z3LCYB#DO^QJZAU)8OX7P^M^D)S^=O+^W\$U RIG;C^FQ9#(UJ0ZT73=W1#*T9^C"&IAR|H;O8&=1ZT5
-MS="H0I|C;./8#_W1&EHSI%D8>EB4G2;./L78.S+G*L_L&?GJIB^R\$^F#@^0 MG1R);=@>'H#\$UN_U2T/-
&@Y*@(J"1ZNV^J7"16TJ+;EED0_NY;*04|_/9XJW'1 MZV@@MHKP1?M\$G2@|I_OZO?|6H@9B2VBQIW&9%
0;EVKGM(/LOS8WEZO M;>D5C-CHPRS|N|I>TA;&I;B^Y3_.\$L+WILQIH03I_T;=WN'W'#CSV#@TI
M:B2V" A6W4UVC<168&-U5Y7#;\$^3K>S07L|5&%6;R|_ \$Y0?A91?DUK M/I-Y6?B|A;...I3%;S12";Q:2X_\$Y>?
&&JH\$S0;MNMZR2*RT36B8*YKE/ MDP#K^Y TU|L&HKM#+@H<;^V)%R4/K85M0XS?X*(D+CHI3/T(C;'1/8PMJ
MACX30Q>&^MFH?L;BDTS)D8>G0;AAYH#;T9^DS8@F?;8NN_L&OGJK@^XM-MT.P+JNC8_|?>+^VL|&
(B^LFWATSV^\$5MM|?HV?N>UQY;PY4?V1I)?\$?H M/Q14;D<_L:9 IDV0_Q.%EL@;P"ED*W3WD4W\$U?2P?
2CH|RGD +/RI2&?L M9NHQZ>-M8 UOK;63I;SCZI#L;FSG9L\$Z9*YGN;_ WJ8;@B_>+SJ0CN^XS& M-UTNB/7-K|
Y*>|QA:800\$LO'R"|#TDU+U2:4O/R0+M2H'5F I;R_1%56'
MS|8G9PY"|\$B>'R=%/FZ@&=_1N/P=;>66KQLO%8LOUJX7+\$^EN(C;MS);.7P\$ MRWTP?
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I;V&O|4|OX9^R=^I W\$A0VZ;^.;<.&?YM\$|<0^SJ&;8X_N|A^T MHJS>1GP>N;5;((GEI?)QXAOPBA &RG) D&CEJ+H?
044POVD G|_ "7>?>Q4=-.M+=^&#Y^88?D^|WW#|>T*&Y9/^DMP#^P6UF&S) R1I?"K!&6M;2L/G"-X(\$9
M;^;1WYP91=0GL8I;Q@9D0-PZND^\$;^W&CW VLZ|29L_J M)JP-5@B+@O^KOGOAN2NYT"D0WJXK?
^WX_&@/UNGGFO|126PD<+;AE_F.3 MY\$M@4N^2H4%0H0_TAU?
_V')0"S;#Q#Z#JG.24>45GDG3L+6MDVP|OWO@|R;^P#) 'IJKS0I?YX?2 M7#XW@2;+.YF" I MAY4!=6!!?G/(MB-
(#O*Y=(E1@>@/Q;A6/H3YKXU7IJ_&H-I|F+\$'\$^SF 2_^ MV+;^VA^2T8;#0MYZ0.12#WB6P5+YX_PWA|X?
7_@.WRT|"4|N3f1:D|L-W_UA(C.W""C >RM#9A|DDE1 MHH%Z=I(9B1+BP)5#OHN?'KT)EOMHHY|4UBY<"HW(
I|IFYB;1%Y?@AJ43 M-)5U2D)D*|6\$YHL3+*2WCPR?B4?9HR<@_&43WN"O&>HJAI.P.3&^AK"O1?F8! MX6=+"Y7>
(JFV6|;78S9/>KMT9S|BDWN4.CG@ M.WP1_M|C;..MV&_"1X1/Y@I@W.RV\$|Q#98"NP_+PII)?%U|OI%/_#
M;_W^Q559)/&(&)?E\$9UXX8-V8|+." FD/OB;O)FS P\$WH=MRB|/DOKK_T44DJZ;9_T4RCD(#L|TBU;+/-L'M
M&3)@%C"IT6@I=HU>IRMO3O&L5Z37M.9 MUM0I" IVF7&E7I^I) "VT>WD|ELI_7TVR2_<YT?
IQ=OH?^CVNVX>PA2I I MY"(8215\$4^I;NWQZ/N;YG-HN=1R60<^34NWF\$RTDUDI#>33YW&9%A6\$UB&
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7QI%GVBEV>S:6I6N|0+L(2S;_OO+AH3S;\$Z9'5AWZIR"J_408: MYASDJV?
OPX|6>?%>..S9I.'YI68>#G@;KE@;B>^I#GI-70 M9;8F5W|2@#4^QX;2%224V*O%>0)P*/.7..R4"(%A|PM->
<.;*"W)0.KG?YY MF""&R U>TZP>NL7I|M-S.KGS"ID|P#_OAIY>O|PI/Q|PI3+3|08I_8KK-C M-8CEH>)+/#
+M/Y;JZ@-F&-G>I^#+^IS?V_|H8(DD8_8&>V?1G00S MY|XNE|_&9Z RIQI;L|V-LX 'K5&_M6|37NPN_&I?
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DU@>Q|Q|E;BMG7_7C>3#DZ|2 MV2_#7DZ%0QLS;I"5F8(T#3^H|I^;231OEX(YI&DD9M3;/M-/KFV65B;5I_
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W/&SXT<X/O9JB@|S&W9I6/&H4Y4BRT(=R5H4M^A(48ADX^T#&6"?X6/_ M)9+1;TPZS>%
2X;6C#I+QMV3B^SOER05V\$/2;+?+&HBLI4)+Q5FD N^RM|I% MFO4^C4D/8V;.\37CUIY;Q|H;KR#?#T'E#P;|S7?
UYGOI4?XKI^IY0MR_Z@Q MZ6JEKYF_XLR|5Q^Q/C_1%S2+VS6;K=I.OH;^<^O9CV9N
M!7O4S=90&"I^WOJ=L@.S*7\$;M<&A.&5H2&WA^>)B^>)WI^2-(MV@\$4+6C^
M136+^B=4F69/\$R|8S9Z;/4_"GL5CAJ-N8I(BI^F&50SZ^EB>Z;>>'R;/35I
MGH0I^PS|C3#G|E4;VE3)H="DNSW0#8KEL0?>I;PUAUO<^I|GJF%<%UEU;_
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4;:>4I#2 \$P;@.DD_-+QBH&&J1^V;_&J=^I
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6,SITU@?>P=P-P=FFI6&RQZIX^Y2D#=#\$!>1^D)%ZD,M<#4!Z0\$>_9>JHC?V'65_4^QUFLX+^JKO;Y<:
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M=3*N"O"E\$;O;C+>75ID@#;?H M!"!%L?+W2;JH37>H>F3_TE>D&)&F!TWGJZ>F%?K!/8#A:@&%^K6Z_-SZIS?M
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;L_<Z02*OT!GP_!R8SIAZ9^CR!C_0UP/T3/Q^C;G!G&K9^MY00B_X8)\$N9D?R&C_UMG^+6-L/ID\$HMD<_FH\$Q^I
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VYX#!J_RY(40Q)ZH_WTU_%0G10N\$!UBVZB MADW&JTR5?UD1\$WX,HQWU^!M6_F02<1_VSE2!H!^I UT>&G)/
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(f5,+T.%Q:PV^M,G72&^,31PI+=B;3E001KIS MG+VFI@L_Q)Q988JIT%=>,&+>3" B%Y6I,H' UDBP8'SXS=
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MWZB?.Q1E(+%0KYY221K&"C8U4:>2HJX2 1"6%'F^XT&?9 AO4RR35;1N4H MHIOW@== C^=ZZ,A2I&*H3GE=
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E.5C2'MZJ;AOT.XPYWG- MR0+7ZRR5TK\$|3_R-QLP=2|2RR|72J+|S9L6ZAF<9<8NIA%DR0!<>&VJ9LD!CQ M\$,M
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_K@BIF@> (SEFM.CQQ#>K3_*5/P^;U"18QH^CD!0?N#O_*NEJU_1ZXF0"61;-A M|D(FYR(KI5Y7R5W!
<|)8HAI'S|MIR:WE|B;>_V CF/W)MC1-O.?LH F;N/XX MT;=/0#|B|;7HJE.65&J\$/ U!)GASKT#WR(^!5-= "ES=EN|H|?
KP?+VYQU4 M85@VOBHO;L|T8ZJGE&-6BVJU=G N*-Z_%M5N|\$+4Y,7,GJGT/ <6GK@DC3;|
M|X5IVH9#9M|9J;!"@S+^LT/8;KLZ&X OC5.EG(7 M\$WN2Y|WB5M>G-
1/+|*K|<9@9%|!OR^6=G9JM|)=CIU0ZY#;I(9S/^R|8GH7! M<;%(S) ?=K=|0.B,">V 1Q_LY7SY^_T35O"Y_2;|
Q:SN7U^OG|YKH|A+;X1LA9_!E|GO9P M;.*ZW.M%P%ZSTX6P8WN3F*!(3W_4)5.D)Y;|2H>A)?
>CP%84U(Q/<XTIXTZL"VJ%AZ;BW|@_!%AUG)71#K(7T%Z827GRV8=I(73L|Y4P6Q M@|)
f;G>EXU(CYZ52R#>9(CW4F!CHY^M-NE;.*=B7+Z;L;.*SD9R M\$3#Q;Q*NG-
&G#R.PRBGP>:ZJ#E="PY*PIXW|6^N5?2CP%P>+B#Y;/P52_@.> M^P=XJO|6^/?R_5&V,3%4.C/E|;J|"8#2
J7_2|G'0U@84_XK3H4.*V1 MMA^ENU?_&=IF&KJA1JRBGF8;.%GE<|J|BXQNI)|@H5;.*%&MJA45
M^91|Q3I0D)V)72PM#BC@^P_!6A|86'VOL'D#9;+CWM-P0J_ MY7;IKKO"N#"^GX;|9DC"\$H3JP%_?|=|/(7D
WHYBA9Y"l28>|!+ZC;"P,EU M#A=Z6!AQ 8|/H7LZ,KCA"^;?T;_XKMU@CQ?4)DB@|T7)\$2
@!^N|JL;|UX|&#2U%V_5^AMN1N9R_UL2ANYU.EO-E0-B|E98J|B|H M|+|H+|"
|CK\$02BB4L,9*V\$#XW#8E;Y@+@D>|GO.U_775H#YT+\$8E;L8#< M3SD7.+9%_#6YSTOZ,%HJW|TZR*#5\$Y?
KO)2|P3D|7|3;.=+IB@ (G9 M"K^_6VJ3_9+TP614D\$|R?GMP;|6N;#RD@6#|(|E"Y'C4Y*QB45EL&8"
M&D;Q;PS<2;=1CTL7%Y*P=F*P*DDF3L|H;U8.LH+FI#_&12"/(|C MM;|H6|6DAA^G"=T3NE1HB5XCH\$GJ-F
M7'QO?;0I=FLVY\$2+)|XS*7*RP!!JG@|HIA*4L8#LO"?T_OO9;B;B%;^)|TS_YLVF|>>UOS5#|AG9TY-26|H
M;FWC*WQL6B86T(3O_(|X|>+?.WBC1USQ.=W\$?B^0>F OY4.GOG"W, M46 ^8PM56
|.BRS2*@_DPAO93RG1BA@.YQPO9=)!J2P2W7\$&3IA5SO==<&FY2MB&F@+0&X>W)G@!R%^|54 M8R(H)%
M;@P4LKNY11|H#PY9^|BUH%;5JZD;#OC\$ODYGN* T9NQ2<>_/H4V?M"M M=WWEH;<4M4I@?W;&;K?
7O&^C_QFI?QO%O?@H)DIG\$/GER5;|%'WW/L)%%T MJH;|BLX#)5/E.YEAI#R-I8D|4 M8(1(-
S4N/7#_!VP=MG^&^/SX_O#SOB6/K_ "GI(X_>Y%)^#U16 MB|03PWX08U&_@X\$S?
*XX\$0;S+&EIRA@_Y;Z+=C=P>4|D;MW.<)"O@%EB M+32YTQL65PLM7ZFW@XW2KNQ)*O+&' M'%SJ@3\$#
|P@#8S_U|8"70IM!-D75PUL|H3T_IC^<C?N557)FD00=L>F*
MP\$SU@ (RPPZ+;3/H/P8F?;0SPLS5L&7<%QUM-0|?8P+_G|3<_4Z9 MI^78|L9J8P-AG;+A%
(V&*KC|8M%)K1VOUM;9N(KD7=:F%AL<8@7Y;EG/N
MJ0N+=4C2=|B|*330IROK(G;Z,Z|Q^GOIF78&O6D=E<5(Q=_) +O&&R'8YH?XU)KI+;U8P'E&#SB/=;Z8+HDXFSM)-
VE*|S|D>;P' PGW\$;L;X;AS |F|6;W MMM;+R<F+|M+|H;B|S| NYHU8J|HJU#;C_>||7CSSTSFI<3B;<;B/B<
M*|V|2*3|\$%>|H;O=SWLH534/5T8K>%UHR;L4+@ N28!+MSW0C|H+0\$N@;\$. M7Q2;)?ASK(=>?9=RIJ-
/*#@YG1#?XD*FF+;OSFV;ZB;5HX_/TF\$3%)KS3 M>EC?HZ6K(8UAQ4\$B#8@.32|YM&|TBF(7S>1!U#LLIL#-
UQQ,T8?Y>;AN <MR>UNWH?Q4FFR|00H477K4598SIRJ?694M2*6_8V7G5Z;1BZAY MCP|E MNQ?Q?
G^_B/G(E3;V8%PD;DK!4.ZKT23)S_!|CX7FI|>FO MX^|V|Y>- CA?2W9>W)9NAU15-2M6H|SOI.2EF7MQC
M";MV|B=5#P!>P|NL">\$63FA3VCXY#Z.O_ M;P%|&L^UO< #E\$#JL-ZU8H?-L3MU;\$GH-
/9&AQ>AS4XE38Q&/I XD%V MWNK'V|!#1#D#N_4?W=NO|T;_?ZX>|H;O;\$_K5G)N;@N/#"XT9-/NQ%0B
M|H;+G4GQJ70U@XQF.*SOT3MG;W^BD+ &#;SOSH"ZTIW20_9GG%""4"?Z M8F&|D|X|IM|S+ AQ;*6>/"|LH
UC>U= A&^+ M\$ X0Z0.Z^Z.N\$JIE;.*\$38PHAX+SPY9H\$FB4-G|2NL*GD@\$_-&NV@:RTW@
M+AGK%H+5(^F/S/M5#BG5L&N1SS5>G;8/F(83K6;&W&HZO!ARO!!Q?/&(9IM
MN35Z7+IDS+L;J_ ^Z/M8;9DK/P+!PG0E31W_FLM7L#^XT;NKS^%K\$/(K M1CW-'#*9Z;9-
+2|X|Y*X_U_8HC/=&0"V|OG#MJCG@3GT69ELC>PH8A>#^G M3\$QF\$A!2@1DYW-
JW@#L|SX697+@8KJ+41K.DAO;|W|F777)XUC75CO|N(#SR M,P^)?G|HG^&JM.EL|7G(-D?
%D;2/_8WM/PQ\$9A#.88L?RCOL_)>GQZ>OSS MX=MO1_+RLV<>6=H;.*2W&?E(0Z5#)'D2ZX8/SU-
f6NU+1|1(*DHU%>F1PT| MW9PUA@_M/M/6*H;4'=S|GH|IOU* SD/*%|04P4+^2Z->N4?#%|/#+,T9VQ&<7
M207@M=Y1?5)KJ|O^ZR_C7^|/H#H^? M;H7 FR?P1C@;|7RR7%>YQTH7\$G%9;#%>=L NC\$W;POFLO\$L_V7|4)\$!
M+*62D'A5|E>=6H>)'88.^);869\$?|U1_7|&00Z_C|>Z4;|FKJQ=9%O(-Z2R M3)|CIB(V5M6.2N*AE|W\$%=>NN9<14*

(7P_20L3M=3I8GN1NYV D0Y;7>YG M'RWI=^KBC N>Y/H8I\$;:"IVY#G8_EG=7T%VN1O;*IFO:FND=@;fW\$%_+<8?
MJA.A4VF 4J.RZNU*Z*MCO^)Q\$HJ7(K<I5(5%SOXNFW1KW.H\$KZY\$J'JH' MVK&LF*K+Y%2_RFG*T-
2.&.)NR>3U3=GZ+FI IEG\$XP(R-H50QM:1 9-.Q MF<(Z=!(FD7BOW:L:DY?EMUL.+&CM5^&Z')<JU=;.E.P-
#1\$;EF*!X6<=ZW4 MQLK=+C8V)I+4N.19930LRW67NU@.IR-761&B\$;H9>(KUO,8EN9YP#R'E;.&
MLJ@M=W8QJ.FT2Q9S19*1X1ZV'RS)4MM@J@&RH M+L9/Z5*);SH6I^D.BZH\$G..2IW3.4#.RI9IDQ70&V-
fVM=QR'^+F3? 4^ MF!-1I@-11WS(3KER<;7X%%K7X/G>BYK?BC..f5-QP6U|CR\$-OQLX6|U\$-
M%W!9(T'4.WCf>65/9JYCK|@7Tf;M";P#%A "-HV"6MW/1(08ICA47=J'B") M Y&CfZ^QfD6I9PP#D%1^V^Z1G|SAO?
N9EN@G(^; %-"TFU2>N:4>G^DSR)W8UUGL\$ M9H;=;H;XP5E 3Q"!_U O\$5ZfJD MA+ #ON'XQWDFO-
1KT1\$S.^269\$OAP F=,C HO1IU8B6LMD";&MCRGf7R0'=I M9L5595P5?
W2IB*/+VEQV:=.GW3fASAP.OIEXL'IH0=.(@/GE+57N1DXLM3' M!5A..JC#IQ*SL'1!MC8OLC-.050Y<7K2NPfL'
<.G*X"7f|P)2PVQ/((@M0fW%=-.9Q?T."5^Jc1fRUTN'fW!<5ROQY776JU,E^?GT6;fFR|BXA92#!
M>1H13E/H31.OU^04D#(M/IXC 9.PfI<f#;@9<f<GUDHfO&*RfXY%+! MH6*TS"&RNY,X! '76_K!\$!8=SG);
(7U9HRA"G 0)*Y6>7L2:HDXQc!>(K=@f9 M+!fD9I6(9!@f29S8G%V2f:9RH.S2/*3P.P-
%!'EAf'.CK(15*fHWfYQ#=#2\$. M"<1E16VT*=T.N'SQ:P:f7+B-I.H*N6Q;M;DL4/&
(X2S'%EWf)*QM!8@GW)=%Z%-0fMV*(f3O/S3
MU\$EFZC34&J5.S)7XfZ_#";.3A.A1S%QW7TfL;%N_*X7J9fL6AE% ^Z_1|f;M/)X:B0MU%'3-JCM?
fCf3XH>RHS#&OZ+ J.XZ6B=Wf<&H%!HRMCCQ-LB:4T MJ =JH<f=EU>R.@#>9.'2N;F<>VUBF-X\$BV5f;+_-
f+RE;DfHJ(fG>YfW&#B/X M'@/ ^J/DSIE#\$U9DKJf(K
HfG9.)Z)fNVM&*#PL7MSAJA_CP4)Pf5H%Y\$52P*X1%X@#Z9@#E@ GHW_1G>3)P%6AFx%'fV9W_TYTW MTf/?O
78K'D)2#9+TY.R25fED.U(HA!2V*2\$724)Y.Mf2O!fQ#&""869X\$H3@f3'MB+@ S.Gf-
4WL.D=OEZf+S.2FUUR'ACBMQ 8"\$ M<5 AEQG^3H++Y3;>.WP(^**@A\$)f^f-8PZ;
f9Vf767/P0^=ZD^f=WZ0f+M;f2D@fTWWN\$MMQ\$&W-(7'OT0_O(Q MSf8R;3; f*;/VW)4f^GfF\$GG7Wf|_PU_fF\$Xf
RZ_2P@YVfX;7f6ZD# OG; M_N>*UAEHf)SJ M&f4f3)WUXE?LO_P%W8S
\$_%^K7D8Y;Z#&+^C4P>E0f1fUJ>_2OK;S44+?7f MKW9E fU>4Wf2U@fH5f|;_DfFSSfW7LK%")Lf#ALLPY^
MH@MfQ?;X'J?Pf7@ @ T-'OOR3fTW^CNf8^;EWVEf6R.UW<f;"+<.43U"&X0V
M;@O#>ZGNOKPf^96@Cf6@9;\$50@DNf EF+f7YU6' :@ ^EE #H0:7H 9?G*6; MAXfP8'
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f#""XYQL&=ED4;_2" M^C\$SN9R?X9N\$ZKZ<.;K>UB>+!;9\$//ER*\$80fT>'= MT"<@""(M2f?
*+P)!f1\$873@VS#fESR?GKZNfLOONK>C;3fD;(N?V07HGZ>TAKU8KR);""#=#2%B(CHD
M";A*;4f5NMUBQ9;%f8W*M(+0f+NF5MPZfYEHH!)"0*0@)*52_<4CX M7?HSf?S;_C'f^f8/=XUfJ-
23fHC4=Z;8%&7OCG6&YN_MN;.%0_OWYDF+TGD_MfZWfH(4H^fKHYW;3\$N24GJKf!#fF>?
>3AL=3N2fV*MF)Wf1WW33_M8C'&\$;Jf!&8f9_!A=J\$^_f%0=0U"WM>+9B=(8fE"BPL;KSNV3%L_Z7:2^9 M-
=R">0"RGLOy(f2Z;KWK*Pf79%&; M9C9fWQXf/R_A_OBXNYO;6WKJA9P6_MfL0&fOCRSTf!>="V;/GOF2++
fKfD.WEOOSX_YR/#&D7DQf14_C>@f1fL;M^M'WZ(SfM.NAR^f!\$ _G'fH8fHOHf?;23_>WWfHf>=Y;">^FAT2U)f6?
\$<M>^5#JfUGGS&^8%(%&\$5OXHfAOT.QOR;"4P3Uf/f15&("f\$HPf)<_AA^4@fI>2; M
Q_*5)@0EB&M7fHfSZQA"1Hf'=A+J)f+A8T>fL166%WSV#-3&GYD0'BW@f
M8483K>QWfHfXf1R0'fJ;M@fY(2LHf4BW#*#_CO54f>_1_L)O1f7YRH5&'R3<8(9f(ENK8
MU62#;RU8@K(G3f@DD#fLf3TCLfHQL6GE'fDZ8f>1.;>BK;2;4D-(\$7V2fP T4T MJOf&fOZ_O*3XZ;6C5=3f8_;fK7MX-
9>4RY.5DKJ^\$?)?;R+B'1_20&fR+U M=2D;^fSYH4@%UNf7fJ@*4VZ&%f-324f;O_fJMGH%7fAO@_f1=fHfJ;
M%#8NTMA"=1KLX>JOU)ZL\$J*S&AX\$>fEQ?DHWf53A;Af_15QGw6+fH5?5^MfU>>JfZU>Vf14=^6QK_*f-
4*f4@92;f2@JfLAHV M9Z%1=%%VfM;EA3RO>48E9E_M858%4G;C-
85"LfRSJfH\$K%Z2f4Y*_3&+PXR9ND6Bf1'PM5*_"4\$ _20#ZJf7f1'6Y M(4_4_Y&U&fNF(QWf*XL#U"<fJ'&MfHC4/<-
f="O9@Kf6A8L_f67@fL&UfD;(UD_M;2A\$?2&8fGV'CO" _C?;Kf7fIANfQ8fL;H.&7Y)'P4(=KfT#_L_f=K_f1f6(
MOfHfMW1@Q*ZWf14_Y9D\$R(N'1GV^fLR^V/fLC_L'V/f&(\$K)YfPR_)WG\$6CQ7_MZWfH4MAN;PS#UA6&JB_@+VZK-
(?Z!\$f'Q"7fMO49(V;M=*\$@_fLXf(W-Y%7 MH&(f-R6f+KN_44Z&3=R+CfZP&.*5;\$_ MJJO+f;f
MH;Z9.#%0L2f45TTBAQ6@%Z_LP=|G"7fHGfU*O0A0'V=H\$X+G2C.DK/Z?MUA_MSE'Q*fJK;A.f*Af"2_*+HD5fH&&
<2>OM(f6*fY74U?#f'f=|X%7fIGB>&7\$ M(48AAQ@3<8AQ<*)DfHRH<fJ4F+S+?);B/YE.5NT9(?fLG7f?(f*fY;DM^Z
ML(8GF/L5C(fP;f7R.5;X4Q7";KGNf69*DYf+G&f<5f'fFfZU(fY_RQ&fP+V M5;N.f!<)>\$;_7L*f+f
f%AYB;fJEY^KTH@6R'fZD7\$#fJfRE8Y M>fSIU70444TG_fE*M;LLJNF&CfE'fL);CH0A#5=.KYJN;@2E33J3CfJH=Z;
M\$;*SB6fLA<fR;f5G_E"^(f5^2fV%_#U S*fL;fWDMMRQ;fR&O1P'H&0B&M M_M%F
JGU0VHIW\$=9S.KP+&;UDCOP44UG#6/E#f3U0T%N7f1OQ%|_PE\$A@M>D M_N(OC-
H^f1LOR;Rf153(DA)+PGXf1+9ZX=*f1*^)#=#5_-9A^L9N.R'@NFZ-N(O MDEC_M'>BK\$?
^YMG6'0RR2+05%L9TS(Z;f7_8ZHTA4fHK4f?RDfHND&0.E*9S\$ _Q_@O M2AV=EZLNQ-.KOD;fTA4U^fLC_L)V>7;
(fBD6R^PL5?V*fYfC)AfHA#f^05< MWKZHTe5%(9YKX+fHDAO82_YZ_*fBC=OBC\$4P.9)NPF%Uf(1^F*DH.U\$7C'
MfNRf12fJR)\$4;R#f1AR_5(f6)X;*W/f@fJ7XBHfH5Pf=TN2fW-_09%.J*(H2_D M\$J'NROTko'Z#(DE8OV&@B;(E
O3GfGU;@\$(N2RZ#MYf1SfT>_6H"ZJC5_"99<
M04NNR3fF/607KG'B7J;135WJ8fG#2B%;ZZO\$(W6K7f@76Yf!%D4f1R3'U\$Gf+< M+5KTJAfH7=SCE#7?<>5.%*G?
&HDSS'/+f7LX9*f+Q1<>N M'fB'***+SC=26%>KP.GWV*2@XfJ15Y0>T^QKUZP4Hf9_S3fVR*30+*%93=2L ME-5#?
N=2fN9V+H7N"-UIHNZDK;Z.TfVf8;K#EG5_1S&f(C-QUC=3'F.ONfVf' M;f>LO^BfJ0D;Y_fH_L_Q7_W_8>f7YK<f;"@J>0W*
Z?f"t4\$=-&Vf9/MS@)Q4A MD_7F%_U7CHfGU0=2f@.f0(^
MRf1L'E,QY0"72SWO\$=Z"4^JZf;@Qf=HM8fE'5Bf3N(XUfW@QHD#Qf9fB.f1 MA0M*fL(f+0<7Gf(<'W76FAfYg;?
HK8MfOUfY@_2C8Q#&CPQ;fFfSfS;fZ#";_MfCVQEB@f"TR;f3HfHL;_G;5+fAR;Z;#NPS6;90_&=fWQ;fU>X*47f^#(Y
V_MW_Q'fLBSf=P)fJ_3fINO@fB>#>QfLTXfV2f?Y&f;7Hf!)^fL(C(fUEDPfJQ;?V*f;. M2.0%W)AQL_'
;@YfL)BDP8(f3=RP6QO*GG?L_1fE1CVZf8A=0=Q.)NX2?J4_M%|3Vf
+06HfQ9HORSEfX23)&DIRf9;f2>NKMg>HfLTS4_K&7&3fX6Mf!#&=C4#_f?>PZfPf!>_UDZ MfB+
(fWAYfLLfUfA9Z'fY800_-fP.#;39-<\$X8=HfB+6P@f(NV"49f@%T_D;R;H*K30HYf|fYX0N4_*f+_.@YXfL7_2 M/9;fY'<7=-
f&\$6f+<_B>EW;0f0f>P;fRfR'fEV7f;_&UCMfZ#;DfBf1;5 M@;5#*\$YQ@#f.VRQ;Q;\$TL0_*T'Z=&^"1.KTf(fQXX>2=f1.?
D=+BUDS#D(V)=.9F\$+SC5WKS&F;'4/GW+27;&RW;\$#0J9f<&6#fP'YT MP;Mf^+P 1'Y;f;WDLN8SZFDW M;fE-
P5>8NKf^6&G5V7S#UfU%Lf;QY@EFF)^fGXCfJL?8;4?&CMG_3;_TOPf>Gf7#&E.*5fN;?
V)C6=TNQ'DT=UMfJT&O'f6=YX?#U M2<19U_2H&fF-1E.B;..O&PX6f^Y=<#f'OMZTH>38fCR;WS4=E#
ME;T'O;BL'f7CQ6#%5fYORHQSfL&fBZ#_TTAMZWZ+5UUYX?0OR4=CDf^fYfZD MAX=fCfTQX8DR MP"MZ9M6
Q#HfH84f1(YT&f1Cf1=5\$R2fL)0CTBfMOWfYWZ#Q2*2YV6L^9K M3fR4fYfMKEE#_JfU^VL*fHWZ)<fT)N
fJXfH5K'f5^B7f5f15P%7f//"-87Z_TBX'fZ@>D M2_M4\$Mf7Y032E34_Y4ST7>?_+W6C8J^fERGHRC2fMfD;
(NK3KQfXf(C)IO.AS=4f+=%B(0(D2@#2;O9 MYVUB4fHfFT=)Y;f"CB?0Y'R;J<%K0fE(9 M_.6HB&Z_W5=RUL
00+UFH*9fL0N4%;LHfJ_f7LWT<9fJ%(Wf|<4>?N.A5f|<f_46=@FO7Q2L6W?F-5f1 MRK9fB+Y'fED5;Z3fH6Y?
f;*@f!;U7UfH0(<_H++f%P 5_"UHGSX\$0_fO?O;Z M8O-3@+fH#?HfBK6=/\$M93_+3@W?fFBK&=-@fCC'Bl-
ZXc&3XfK.N_05L;YXG6 MQPA)Z_+f"0 MFfIF9;65_BT%fCR%\$S@_f1#(S(S.M;&XZ_E^f1&*)6"9Y9f6>+;9CfUfJc7
M'fH=@4RfS*\$S(3*OH6@PRfZVf1WfH*f%4_E%WfX^f\$QM\$E;f1BP);>fS9;fBUM MMNB#WVPL;B>.^QfJB_W4XfZQ-f

N/5C%-5)&\$V\$S9S83#W:JUH MGOE<+WO<,\$A#D>11F(M\$)JYH!9E*^L LN- &A5E*^L @6VXCGVX ME"C?

 !@JLJ:Q1:P.O::Q@&M6N*:\$ _I8(UYZ JX!K7KBFQ .7"%=5P%7-2|< M4^* \$2ZD)J KF1@'5 _%!'-"1PN:ZJB?&4IDA?

 E*X7%./M*_W_A-E5KC42VBX!@ M8:07(R X%! 4\$ "QP19H?@OVN@*" 8(&KS.+*_9% ^4J!S!7E@7BLOG.0XU:

 M3W+AD!FU#::@J! _VA=.16+RL;8B1I%)4?BWP&(&QSW&6("U>U2 0I&5N!M3TDED5DC(%G4(O-T2/8\$) 4DIT!RD:

 (L<#HD50%) V+E('3(=;ZL:4?4\$B+8!;U!@J ML873!X):3&"T!#A@C\$ISO\$%1@L_QRIAPA_(9YKP4Y:SYRI)?

 PU7Q?._*8+W MK3:7-87M*G!;RI=-V?%R!W;B&G+TWH/Q:X&-S39DA,1O)!46J!-=PV>5LX%L; M-4O?

 Q1>;^('V"6%TV!**@ J^K0I0GU!I:DHN:C &?A_2%6L^<X!X)H 50SQ=E

 M/9L1P.C!.*PC&C!YKNN!0U!XDD!01BHP3?5Z9(4>8:X7YW)FIK^UF:D6/W5 M5OL&*.6ABBF.F"E'N6^B-

 .2R.R.S)3*4 4AD05ZE 5QA4!F=F2F1KJF(O.P MKZ*)6"P!R_RP3 UL+<)&@E)KI+!|DHAD%.^FNMBZGY@,<6

 -3SJ:P!D ML14HL)D9FZE;@05A\$T_YVCU9G\$(+;&%;H:"75) H6I-'/)8.8'9@J#26%& MLR^,IL!F3FRFT)44833/>J!W-

 QI3AL)E3V3--M?-=5J.^X9=_Z!>U9LZ:4*2 M44C_BO!O>Y&VWUJ,|82F?MQ;_<H%:HRMC MCI_

 .G@24Y&1 _>U2@+&YYP:5QW#7MG3JBT>JA7K0Y00' IQWBSRBQ3+@?UM>Z

 M#^MLO@*?:Y/YOB!Z: P&!:N!R@QUSKD=1*%7#>ICNLAU9>9Z9&Q;NGVA!(6 MY@P"

 0FD"127AX6;37MB+0VXSK1)M(1)AIS_9+!0B83=|FN|"D^.,K)@F+|

 M2RZSJB;XHYMYJ^N\$A\$\$.Q"3YV:UAK)24MYD(Z%;<81RM>1H-CC\$CN"5 RIM(IY

 MY#.-=3ZF+OI"D=IS|LH!UD7X16DC!9T@B'OUJ=6"XX2"?RRR MT%W?AH!|7J^N/B?ZJTOIG*LZ/H?

 ^7|/"(HNTAY=-*#50^_G7;W HJK+.;+@AL M,IOZXE+#!|!\$7!EF ^9XZ@#&PX2LR1A,-UE#N<77YX2)Q3G'3X;@X%?

 POU+ M#UP(ZJXM3G@K|3R>=;332P*."SX5'WLO-'F3 BE)@1FGQ"2C?9"7Z\$=*L=@ M7^!;Q)^_L>Y\$ 5."UX"

 <7CFZ.KM!ZZ^F'NFK0.0K! M"O"Q'R;OISXCMP \(#X-I=SW"N4R%E):S8WH@*-WZS766

 M" X">#/: "GB.:8,*RZHRZ!)L71C?

 M.!!!QIA"C6).62(C<&&R7=S2WZ&\$SSTD^ ^);5.Z\$X^U2ZO2+UY)UQBOR;B!%|UL.^V9GZ'9IS?

 LV^I^QBWM/^RI^>,F.R\$+ \$ MR#WM1N% @9DB!|=RV, ^F#X(<|U|'LL#FSHL9"KOR+/0= Y MV*8_P=H|2Y|4=V+H

 (T#4.-@JL-71%)-%O+U1V0!5Z5W+19_Z>:=P2N# M-T92N'9I7O"O%WGF)N9_(GH:6I S.%#??"

 <%K5X@ML&+">7.MA@W>N+"VN4& MAMS2%OH\$|R,22A.6TV8.RFCIN|D#\$IVTR'^-

 =9D/BRO,%=5=0FUTM\$.OF"@2^>4OZ\$P'LXOWZ^YF>|Z1X^!RD..>)X8 M=J+)_ "H=X>5K0XW,T!L7L7KK>8)4XX

 @J.*+\$EH(D;%##SQ&S|ZWA MAXPIL:5'S-NW;|^EY|-

 R08Q/^D)S\$IK.T.\$:S1L.SQ4MUX"\$@|JHEJ;O>;>#HLPT"4!H7@+21P0H"NM4,AR(&S%M=8L9#776=11

 M0:T)R7|HGS|V8.W#XV|M_DOWY*<A?/"FN:(L8?PP6DN&_%R9)G-P-IZ+;U MC3"H=I:6&QTYE@XS4)_YM"2%?

 M"C|3LIGS?QIA="OR:MQS_&|2"1JZTFK# MOPOJOIE>:KH3QVUE0W@>,4.)K|0\$#0!^8E"1!"7AXV?R_M(O

 (0GS*UMT!RI|=|@SCH3= D^U"V+ M/|LN1B.@#LS|FZ,\$14D.^NXU-NU&XC?H>|P.V(4DPD@ "B?;%69#+378RH

 M_#9!|D.#"/#88;|JY:3&0!-#N|_?@P2IU,P=6%W|D_VONM8%K0W &GINM2> MA#DGYC_,|3=I;JWA

 GO%_P(IY7DIL?'NSOVF_3QUVB.A(C#\$8:KG9#M6VS MY@1-6(I0)|R.U.?EO"N)?DE>,G=E^ ^?PK=TR

 /T"YP|WMMP0-HH6@"D:7N.MIB((#01CP=)E3')KV?CQ@>(KAOSY?/#72(I&O. ME_XP\$ _8F.!@8>AI&

 /P9/,D*)\$V@1&RC/'&,\$:GBL|Q3!|2RC|_Z|C-Z#I.D#W=6D;))?# M8U9G#M,Z'R^?X.-HQG(I2W MRH1@M|

 (Q=J:3FR#|Z;..X7M.-#&S0.1&3' (&:|*MGTH#C0\$W0VT&8NF#LQ MH1XW&^L!ED#1&46-

 /|PF<|9EK|,7*BM@%Z886=^/?2>.6X") ?\$:8^QI@J M--2.S2,@7-/|03@4UU:71U=/H65P3W-TYG|C14D|7B:

 (!XC@FPT0#!NE%F2 M?5P#ZD66FTF"66141Q |5|!):.R8E&?OD%8(-/^XLS"7Q>5|8F%K.^Z|(

 MKQ<7M@F+R;M,3E|SGR+300^&"+*6_);|Z|&GX)&GGB_LOD!)D,\$":*M|32-R'V_@??

 &O93=8#OLHBBHO_T#JL6!;6ZW2D-F\$' MJ^VU1 S 'EM/X#>8EP23-S3*#3X-

 +/7F,ICQO&5DJHMUG!|I!%N!|K&^;RDM M"NL8%B.&C0T_#?0L=B^9F!X"9P>

 |,Z=PS&WW!@* '&0>..88#NZ;:6S&CF4& MF7,V#7\$ _3*X_W;@Z!'C(V,\$1M2LOX(IQ7)1N(I0?=>A10B:9.FK('6-3WQ|

 M@KFIQ_N*,R#Z49&G! /XX/P88V*\$)PNT0=/&%,03(V8CVP)E3!<""|4,7%9L'CU#>#>3=^ M8-J1!#>6)A?

 9T=CXJY\$^H4VAKLNF1^TV.VL2=BBH ?KU! TBQX,7HV% C%! MF!_ /34;@0#D80Y?6NS1N|R'!|UKW@)J*

 'EA43^L _MU^I'R8,@6ONO+, M881|D-IG@;>\$*2A+X>(&?|W9VND| (FV3LE=(TL*|P,(!\$GFC4R9DQ|6&.\$

 MV4CK-0P<85@4)"8H.38/^@=<|S/|!+Y+4P@H&(N7= _F.N.#./+E|2EHF+Y86."@853WEF?IOX#S:RQ/W

 M%F^S(WA(2QL&KF>L)B'6%SS8 D8:0Q(|^H+7,K"H>-H?="C^81T!P:3 MKG|H|+-=M|MY^O1#R#

 H^K,0|9AA^PKPW_5X1^L.D!ZCU"HY|L#FFOR _;T M,4<02K0-R;C87M4L9>9:0V!T9@FIP|Y0ZQ>2D*,

 U>KU>84E" ^9Z4U*9!9R#%?W.^_M5UG_X_MJ2GUN?G5"7X*\$E95/\$16.,F1!;,OM_:C95H|K|>|9Q!:(P:S^)/UEF'H

 M"1^3QKVXO,#3 MRE2AFA%H0E"\$R*:(I3A*9GY+(S+^NA%TUPIE1Y.9>|XB5H\$X&)P7|CD

 MLKI=55.6VGWNCE35VJ2BQ|30G;WNN.#1|+|2X*\$DH./%>0*K|6=P6'W+ M3|W7H.#MNS4J^H""?

 B=GR9'R,%AR/_UR 66L+;79VV#_6?CB^,&GIP&Z|+M=GC B@ (H.8L""#-<8SA|U+;N!D-|\$:

 93&S!LUGHOGOS/"HLLSO?#GD MJH8).VC35&C,1C>_.D1ZYUM2U779'Q*E)9"W:U\$V2>V:Y+73SSS^MZ-I-V

 MBY)\$|9).%<:00)I9DEJC?EM)+*+62K5|E/? XD>Z^<*"BO!P:VK+DSS<9&_.+?|T.6N@=2ECM5RECX

 MML+J567UBG1MU=-HUQY432@GS.)\$KFUF^0RE7T @'JF^#4WAW(|8>JTT M_*BS/B9>3GX4/K17NX

 |::76'6.V?6|T.F\$|L7.@N#BC39RP"J=*@N|_ |6 MV+PJ:5Z1/NZ0^;BH"+ "PAC6R,?>RZR,@WBY>N.(2(*,CUGS*7?

 1YK^+D M.XL;-)W3B0?UB*|3B0?9ALGD7P8Y=TH(GPB*R0(DD*CLI,"G|2.0GBOQ\$ MD95UT5E9(C|1:(+0!)&?

 6\$2B0#VZ+!)FM%XY^8FRQ)#>OV^TN| M00,399D%2>>,<)+G |!>1GRBL;27YB;""^8GR0*2)-

 P(TF@6ZMHJ\$|L=MJO|4|V\$_.3W-M"U/5&21G|@0IU;D)H8_ M7!6>|H67GZ@@"X?<|G>

M DK)PC'1!OD.T=16>@K-"OLB?0GG2P9YZ(SC9IP%I-@U=8NDOH?&\$Y*PHF<5!7R;Y9 MVM;50%E7
FWZ&)G:)+GB:3A9D94!>Q0F6!YW) MCS9Y-T95TK;)XY+0(WSOC?E&-PZCISIMB/=W=K)?!#>J"R)XH0POYY-<
MU;)OGXE#ESAPF4/*!S"E!5!PT!>XL+0/>QN85EX+.CBE<9RPG.-!1RWG? MG7!B"N+R!0:#0KIX49@X2J;:E0U-
-CRT)!S!>8H7U#@DHVNHJL3C=)21C+M<="5BA3Y+.7W7AJBHZUC#0.T.WV^OD
MX<HN5-14YC:6!#NWOY9Y(4!9EL:M>K!J8U!LK>Y!8B: M!H!NPG6D6O!)YK3*6C<9!^9EN.M7?
H"C ID@:!+/@>QD72!O@J"!@9 @4!R ME!0UNO !^!?"!H?DT WW^Z /+R0!U!OOSWO>6!0Y!DEMCSZVQ0T6).0L
M#Y@NXBWGT!BXW0/O@^!<8&^8TH*!@FD^K=/%1KS@2<+2P^F+V?IPN7H>S
MG#%HI@!>M8H=%@00T!7!\$YFG9=CSS1:.*TX)?_!_19+G!M!:=
HHOT==H0!)Y\$GPC:)/AC9TTA9D%8X!>TX<!)W!PCSK;SAID_ 0CQKU MXB!Z'D':?
W2>.QMW@ZWA*MC=C/O.D+Y+30<8-!7(#<"')_!\$ 9F:(\$4#L&.C M(POO^9T@X@7#@.(\$R8)+JR.Z/90RHZ-
>7PW3!A8+KWK@P*8!_8LB?>@HPL M*7*Q\$1.7E!>L?^DX!_!H&&CW:T&>%NW%_VA9_D=%E%?"U_>Z7>3%*!/?
!MH\$6_Z\$82FMHJE?&>=>=JW1/K7:7W768UK M<8"C^7%0X-@:SX\$TH8P.W M+A>UZO?CE'T9W_UA:j3+T7T&
9>8T3E!EU:\$UPL!:@*(K?/Y!Y!W M!_4V2\$?;"XY1ZH8T2A.H "I?K&^ SM'A_QS7EC
MJU)8@THJ^05O#HSB!_KZT#AV"-IR^A/?R.SW9.F^9TETSW.@M8IFDWF!X*0&
MVL5:_9<!F^32X2WR!G>P63!1"?J!VWQ/=WO8?=UFBX#^"P#D,!7RNU0E!J9 M<^<
^"/!ED0D%/2#J!5VNK@S/TA5.4TLZOPV!@DJ>%Q1^9:>L_0^2.5OH@25-M-8*M%+D-
L!BWX/4^K%4G9K52JO=Z!/3=Z!H#W8BS^!<5!+G0!FS!>@!\$+
M!<ULTYOWH>+!+=,^!Q:PO71EMB+7%7+;BO37!;4K?;+Z\$!<=,":!O*5 M/9+7?F
0>9!9DQ!<_D%KSQK3103>RFRM8;V!5!C-8LN)K_K8<9^X9:GO @^F,"BL#4
M7T!47!>7KH>6^>2Q!UZ!D;+!ATOKLEBC98:Z!EQ:VC8DN\$PST?Y@#>@L M/72#-NM?
IK#_MPR8;">P.4%V!7=GM#M56F'W&VM%#T!?:>#:KKQ1SV?6!Y8+ M*BEY0?71!K<(7^PLC?AZ/NW
LO"=Q72L!%!7\$G!O856AB!P^!G%!2-B_ W M^S9VZ1U0O!Z,X*ND5:@^46O!3.SG<%2FB!^W1_5;%7\$3>G"!1L*
VC%!@!6 MUO!FQUD.=P!U%>J!A5>/S4_\$F-AO)&^:ZK;_#B7"/>?7GOP!6N%9>IC MT!<KL-
U!V1^%ZN!2_YY=%PIO8!AQ^9!07W<0!9!8,!18^%#.@94!_004=, MZMWA%&3!<LWA!D?
56U)HA"V!_S#@>%NK:"ES016!0KJSP7!%Z\$VO.AR3 M18UOF^_K>
(!_P!7!<C)QE_#K>N9GN!T9L^!S:M!FO1\$SAV0RR)3+(!?OP#S! M<7;^;
!#W:8XY;H!ULFZ%;JFWPJ0<4%4ZQ>RGWNLN!M!YL+I^GNFQ&Z9#
M+6;#=%C%)C>/GUI^/;;_E^ T2> WH='<9BE!<IWGLD^Z!R+@Z^#DS!B MX> AQC%_8(!<V6R%DQ>R\$HP+W
X"WQ+Z3M>TP"^K-IL99L-3!Z>QC3EK!B-&C8#>88K8#CWXG5&/84/8Q.A2^2:B%>|>F5-_M!FW:
T!VI#Y/9M18601QNHM9)@XP:T%_7W!XW!W 5L,L24LVZ_!Q*!N*;B M!HRS1@'4ADS!;*+)-
*\$ _&CASA@7:Z!NJ^!F^GFK^_ECJH=KE>:15%2M!_7 MBBL!^Q25!%X_7_7BB!U!N^#M*64=):5)53^&;Z)>
%59^Y>_Z:N=N5<=LL M-FGA!R9!<)>R5#AL>A5!^MK7J^M1D.EB*!E3R1:51?Z/^VD41Y>PNMWQ:
MRBX!P.#!N^4?G4!+^!<E-KMMD9*QSYN!1=R)4Q(V!^_3!V:4!\$>823 !M
M66EF.1H!N!>%8MA+Z.XSPCR:P)V17INT?)-RX! M5;Z!UJ@GY!L^<^;0"?+5ZU4ODV?7J*K^2SK+SS!5ZA1?
E\$N99X-^&""EQ M_""!^0NO!89UL_"2_"?C/L_(!W!N!0AD4MF@3^M!^Y+VQ(H_!XG!XV!A/A^<
Y=N)!Y!"\$DZPI^//<-2H&&<1?ZO1*4!H M!HN:|B!^9:#6\$5R)<5MM!LUS03LTB?;\$=_ZP2ZGNF!1U02T^D-!8)-
SCE(5^ M>8^<0P,2HS-&(+!.*R6!M:%O.Y1:V5+&JIB^MYJ5*27B!J6%\$/RQ8U\$LOJ
MW4Y.3^#;MW#NIU/_W" F<5&J8@!^!J8@WG@/LK=KXK=8W#(>W/WT" F&@&C 7 M^2ER!4G#!O!A<@;,"<=?
(>^J!R55GBY@+DISYHIG+TR3%FGA:(T\$^G^K:F2 ML!Z+<#PZZW8!<0K?;_GF72-
_CEN/Y8O!E@64E;R+;P&3.L^DN+5<+!@;<#6G MY%W-5!\$;MKNUVRMS:J?
*3=>SOZO!LH->2IV1+/191JY6!FW!&6^!\$%O M24!+D=>DNI&C)C6&FF=?L4!4J+;3!_J!4\$P""6%95KN!DD %A7
Z+;#< MQ2HU4LX\$K6O?JHCRT)APR>1.N;3@K=CYN/Y80!6PR-Y?B!;G!V_"!5FL
M'B.+4<L M>=A\$2J#43^B!TYQ@WD#>R.B(Y9T^2X(6FT N3S(@ IC!+! MR&_/S%U" P^4>CO.;3>HGA-
Z!K!A@YV^K(PA#S!+YPCJ.C.GONFMX@(.0^S2N M%)KDM!XL8.5-B86TS?Z;^<^X M?GKF!HNT
D*W";S=P@O#8!+G=8S+_4!_0OG%=>9WC^R/L:KMT!K=LM*!\$4SV M6C%EOJ0-Y-)9R!
!D=0%M7Y JUU6XZHD;^6GG0!4&%/^G^E+M8!^8Z-UI\$ M;CDBO-+!@R/(L!A7 !&NA&F!28STQ\$Y0\$=0;Z?K..M
!^B+D4FD3YM308 MA4VMLY5.@YF&A!17\$ M0A0-
_"^%5D!Y/CU4QDN58!XP8OQW%5AN!ZXI6L"*NJF*AH8Z*0!J&Q7UV6#<")XK70=OP!Z;S
M9B>7+8NSH45SM:H*2!7JP1?:(!N\$Q!Q7^92AU-SD>+>J6-&G0&4OPW9QPH
M>?2W=HV2.HJ6!^45C%2_5T/EZPX/ARX??YX3%_!9^H>2J.D6UP77<!QAI\$4/Q@O).0AI^020W!5 M@Q"EF"<9"<
:N_6BL<=:O;Q5>65E*KR!6R@N((BL?KKS2N M<+P!L!C!OKP?;_#7JY+P5J524\$?BK9U ML!+!)7(ZF:SN,E&
Q)!#U&ZK9^4 MAA^8\$!A5R2OG.7T^2<7D!>65DM0:#=1ND7**D4T#0!>:/N5-JHTCN9_Z-9R
M8X0CP1R*#&")*5PN4E<\$!.*!^P6-SSE#,"!CL77)!XJK<#A86.W:7NK@C6 M!+ZZY_#D M(X 7-6%3!RDXN?
F&O6KSBW!%_Q_R7F M?D7RX!8M&2!B6R<5_3.!1\$8=+HL? A M2+KS /%L:PZWM?EY!9M0?23(C+EW
_TA#@.EX1!L^K^O/B(D!+M3S:Q2^Y(H MG6F0BNUBWK?#T<1?8!WX\$.W\$R6!R7?J!V8RP7UE!HUFPC864>Q>P0?
N!7 M+L_K_/TO=A9=.*P+ZN!Z"QYWH<\$?Z=OFZA")^DL-C 0)81^A3MCZ@KBZ3!08 M:~!B>Y!CZC=AO'
&!SIZC!EH!M&J8CSXYNFM@%SZ+!HWXCNE!IOS6*6?C M>N^L9>8ZR!<9%Q4G^AA^1^X ZGLD>J+
9.!8X%@R%2W+!01B!EY.36G #!<= MM@!?!KH?R!FJ_!^DNDM>7?HR_?O3?
M3AQ)!H;_B@!f/S+U5!X.IK2Q5;7OQ&9DA @@<0B!&3/&9<-6C)CC!A8 MX".D@L3_2%E26Y:K&8^X_>Q7\$%^!_Z@
+(:64C.=O.BU151>KH/^T6!@ M=4N3FE0XIW@/(\$\$&#CL(CF82>0)6!8N(V!K+CK^%JTW!@))=K(*1M>:E+Q
M1F8.CY!<=&O61Y!6)H)3\$ &:1247!UB+C7F,0%_TNXG6EI60%>5P:AM941S MFYNME"E!&9JA_ DB31E-PO=5;
M*#D).EEP:A-7NC_*# UG-"W"*=J=8IM:(UG75*K0S"%X@9&\$^WRRFUN#79
M4J46AY'M#M!K9TVYJ6!#L!X*UNAI!(R05!<\$-B+/G!9H6^!>4Q5^8^HGZ M'R3/^BK@V:TX!RRJ-
HL_D_0@&Y%T*=UYJY0.^!_!0<+!@Sj6:MK62P!NWA M)
(X<JY!OY+R#^6CB^@TT;LG:G5%1OP&>G2_X!H3EBS052W\$G2"(@L(V5_0 M7UX!H*L".#;!8RAY(!G?
GVC3!#*ZVSTM@%U26,^\$+S@H6B5)FS:X; M*; NRK73N\$B!|!O7#WZ08.3_-M%+;8+9.P);Q-PLR
MWDWT4*OS!;B-!G!J!>T)!XEAW1X1NV0/G5+NX0%(3!XNECO#N<8#NV4D2@!D!1L_O!/@6DFOD+^#Q_1!0CSV
3-6 M3BHFO=(DHF23^&B\$X_+S+_OH\$\$\$1*2=KP@>\$5X.V#)K8NM/X2/&9WU?H M#;LZEA3H:XX-
LL^R2;ZA=T*9O"975,*4FF) %9L!+GF=87QSJ5&?*\$4 M!_Q!BK"0!_#>0%*1QXAL3B-!P!^C-3%+G!@T5-J
M37.9#;+4H>5\$5!QO50Y/H!N!JSVSW"9\$E\$YP#D)@9K0#P23-N4!^VS6G^F M6GQ&P%RWF?TWLRO7_!3PI
JLRQ!1!937X!1%7!T@Y_T_C8!#J\$VYB!;\$ (M&LM^+D%:_!2/= :OV J\$T\$?ZHZW\$A%0;UF:T!QA5!AA6%<2-
QBA)1CU:X49W M+0.@M1)QA/G!D?>Q=&=K M_&N0<_!_CK2\$^A^D2BM:;Y"H_OHTZ7B141
FB_83>J!OD1G.55XIXU!H!ONJ63:=2WUC+3L5^T4!&=S)@E!B6_4PB!
M*KRBN_F3#6G>Q!*\$*U X@.D%K!W!OWFTU^E+X 2@#452MA@@!F\$^!L? M4EN.P*7>-
WWSO)IPQKJHCFP9,E!8&J8 M;KR+!;3/#6J8V\$! \$2!C4:O+ UU-6_9^HL@K"W""0%A!Q!_BR:3B!@KC-O MZ31-=;5)&
!03-J!"&_3_9!SS=>:\$Z_NMT=DD4KNSC!N?@R>T=>ZO"!MFI!&_..%^(0#!3J5^C%@Q.PU(E5H>HE=
!NB(!^<^>|&6#!_JR MS7G: G9H?#9#(PU.5!X*9)H-R!H!+D IVFO4BV\$*!IQ(@%F-R!8=%H9P M.5RAXR!3U!
EPI9:J MK2!H_KD@F%;PV!^B:SN_16-S!)!6GT"5.&,\$5.RH5 M)=G?(*!\$U_!YZ:"P4QJY!#2WVFO_!Z:(T-

N9P/>GPIWP%,\W45J\$VP//Z*E9R*C+8)-MF(6+V""GEB#
8(158CV&P)L04.E.MB!4M)EQK<9?HT5EX:*P)YQI!>MP! MB^S%ENU29!""%X"IX=XIY*5LEI
@H!6>P6.:9ZT2<^!/?XIC2<3SYH!6 M 6<-I B!1U0!CW0G&SR98,&6\$UG1^A@L8?0((<L!U**!RP,E)>'S9H#E-IA
M4S(RVU8P62@O(32&WB/59YL0C7RT@%P;26TP7F 8.*GAW=L\$A+Z* 4?7%HM.D,%
(2VIZM).S:695W!^!\$<-Q!S.S:2X M%*X7000.A(6X;JK!AI8!134#ZHH(P;FCUC=,1C)YSY0=|BO|!#39:I(!
M^A>84Z*2!,N!@8'YB> "Q5!A=E>PUH8J1@U9X3!8FO0(^!"WGO12?AJ(W*
MCB7*S*#1=C2#YM8!SB//^OO*L3/MK+\$\$S!8RQ,I=W5<-KH7G_O!>/PF;399!M9T^6:3/GOMR
G61&"!QF5SJ";K9E^,UQ*ELE M@Y8'; 37+2?(0YQFT9.(1G/(!?LMUR0T1RYS3(+4UKUVUX
M1&T7U=W31(NZ!H^85/U,M,K!\$42YOM4EVE(78NV&FMR\$^X0U+NAI5SV!"
MOK |QIP!MDS3"E66" |6>FJMKM#;80UH=M;4P.ZBQ+/ZC>UP^!F9M-!WV? MS5FEMB3L_1H
(&IM^@NF(!%C8!^!X!)QDUMPZGGNZP#C5"V1?;S\$A3!S!1K MLNJK9(H.CDTNYWE.<6<*3A35,D4:RHU*F4!J7&I
!MJT9,<>R&WTWK7&09 M>|E>Y,R!9+!L\$5+W!N/V*!62!RT&E';W\$=IG@O'="E5&%<XO+^!EI
ML%485S%OIUJ_!L.6HRO3^;BZQ+KP=S!76#!ZVJG25:2=^J>C/ZH7Y!70@ MZ0 ^R!&JZ6U OGC4CR_U7-J6Y3;J
E3>E-5HT\$;S+^KM#06!@X@Y!OSYLO= MFUS!X!LVQEUZX%TK>-R?FR;H;Q_OBR0T_!2-H&;M@E!HWDUS,Z-
DP>A!5*Q8-@&;LL9;L9)\$;5IU/(20GX(EW! 3>R84&9!S M?)H8*?E2:V*/\$5='Z%PRUC=GE|CLI?1C+4FAT>NXZ
MA>>1%C%|XBK!E2H-2XKID\$N83;S!I@%?LNU-.G/Q.T%012R!|UTICD3D@I MA+%NM;99!<>B4!TXO1?
78SNB%CG>6 MY.URZ#B!Y>BBG(7=+%+3T!Z4=HU+.N+W05#4J494*=Y7LJ/9@N?T7^+Y!O-MS)8/
T;!S.GFVS*!L9RYNVSE<1Q7A>.E.VWW..8"Y@S;U!X M/@GEB2QG(W%\$UU7?;(SH-B!Z M^7B=YYVS.70=KS?
#3G;4*05 P7/\$<C83; <)=CN+X1YRWVPVFMOKXSU.GS5*&^ M6T9N+N!0(MV>K1@&U^0S@-^S!TA&3SV(M-
P!U!>%=+(5 M';=IJKW375NHU<7?7.^WXY.8<1P6UK."3!E*K!79 M(S!0^K8MN.&(>00.2&K(S_-K)C9D9-
O5D0>W2,DX^<%SKRZ8%&\$?EDEF* MXU)L!1JN@Q+ HOU1*0%@L6:&4N(\$4"\$!+!HBE1*
AA*@NG+=8U=;L!|U|J<\$ M^!KUJ0G95^!N9TT!S"9K"!RJM\$KVA#Y@-LQ1AV8Y86;3RA.V^@)K=ZG+ Y
M81!#P*0X87>IQ.;\$7>QH8G76)/YM,,A3D,IE!46/5N56:Y/L)JY0X36?/6+K MB+!HMRXBD=2-.93%V2WZ
;!QFW+"6S!#1A,@!N-#U24COSN8S!GR-O!A-> MR.7 (K"/WT(-RLVY ZU\$2ID\$Y^M)R+!= M!HKM!?)Q
P!MW>47+V E!J8IN M=Y 3HJ^<V0^2CY7&OBFP<8\$;.&+2!TG@8Z#2T@?@%P06!?.R7Z7>\$0!D?@)" MLX;
JTX@S(8ROWFO=R00DFKJE=."R6!|@Z0!JTUA(9097)>.V(K5ZG7\$;H MBCQ.M;>|Y+LEVRTJ!-++NT?<
&+P*;9.*GM,1*A^0TSW!;0W.(0.Y)B_NF M.P.A=(&#K\$K\$P7!))7)+U1=5GU&JO-";2JUUVF!Q3K!-
/8N3!+-%G4X;O!&I;Z!NO=;D4ZF89;UB:6FYT<4>SK0C.%4V
MD923!U!H!MMUIF<)Z;DM5Y*C.;/G8!3R!4R?..%4JF?Z!B:P!\$YR6%F!KD(H-0M220<1S%SCF
MD%005SL6ITV&944+!5DF=+!JA5K/"Y5MI4J^?C40"*4;9UR!@%0!1(SX!P
MJ@R4!"1DP9,"4).*K;D>1>SWYJ0!3(U!O:BXXKG!Q!P%QO:ZVW&Y=*4ZS!G+(=
M";SHY/24F!#0L&4B69/W2P9;#<\$)2#4/+2KL\$=\$E<-I-H M,1UBWP.
!SLPB*!T(CFUGPZUE!8W&Y\$!/>'HR26CR%68P@09B;P*9 M7PCR?G%=||VR;9H*89G\$".RA19/\$+2?0G1<+?
EW(=..=2:P!5E&G!F^/T)M!OGE?C!&2G MX!,CL9!C1VL0FUM0(+R:B-0Q?00FE)&=4Z !TG^
!@% TC%".E.7^&I&Q.T;R.G!H7#12HNO;HZ!#.;5QIU.G!DQ!/+7@!#<-%8>R;:2#3F!GLI."=; MK,Y#XT)Q-
T(Q?Z%XBS6Q!ZM??@T X X)1Z%<|G2VX A M)IVA^W6Q!#UN_K9)&?T^A!..?
7=N^<;TWW3/S.KFI:L\$YQI!>7,>9.T*NZ.I^!L1*TZ"AR/?LEI_PGKHTW? M/-2D:W/L\$+BM,N;%-
K!+O3W00)E>"7TFD;!^M8WA\$!XG_2/S0#@ H-YX! MOF+@? Q#KCZ(89WIKCH-
"Z5BIMWG44&1AGL=P^&-6!C4BUI IR/B@HPB8T MI(C"ZUQ:N>U2>M\$
;1.U!H:AM8!2 ^0SPWDZ!#2#AKBS)7!A@.QG!EDL8 MRP2@85=G+M7*&+F/Q P-,N7NAD4>\$HU_LUP2;7%"ZJ%
<;M9&8N;V58,2+P! MU4'OOIGXWQ!O,EBU1U^/41E*GT@0V(16M!#3;9J9%P8CUUO=(./J7>74BL% MX!|Q! !?&?
P3B3C7)&2-/0WIM!^L?R;2!&B4ZW?)Y:7!Y@6-\$/!" M"/Y!6V.+)>AP85;&F&=>P!PU?<4D_MA?S*Q
0#FSPQ4!|OR> SB9IK7&I M!M%*08Y-!R<#!?O-1=L&"0Z!8D!Q>%TSX/7U#R4.16L.X6*?C8!)A<(X4
MO<..D';U;MZ2=8U@;1^1PJZ!0!T'=..7/(C M))ZMA*H+UYJ!U>*A.?7&./UZ.WU";4#T;1'G*Y0!O!POT<^5P!4M;8JK
M6.3Y,18!5#NMK#Q!CW%"KU0OX7IFAS45O& 3ZKQ!;L7.'KG.K#5*1!<^=B! M#^N_!@2^./AE5:P4^WG /R\$X(W
9!(8UC'R!7!R@;\$4LZ(QN.DO.ZUU9K%' M6R?OY!P<!'CU#!B,TE,PJZH2Q06UW8T\$5)O(L8-7>R?M;'E:W=REODIR"
MM=K!+!1FV!BT7SR.9A""09S!JCM3FBS2^>)3@B!L!B!; YO8-!%ALU#@5YQJ
MJU@M!LH^U1)%E.R&ARHB.36Q/8C/#JVL 7N@/-<@OB!0&C)XI>K_@/!3?
KR49AX!HNGC^ET=GP(C#M50D.\$9>\$OXG41< MP9@L?HU"7BWRK3FAAZ!QR-!Z#D";3X+S..! S_08?
Q(\$>.Y8%D\$68NE7.%F MD&%'NS^!<1V^1!-V@!)Q!1+0P=S!D!>R+8?&Q M@
8W!&G8FOC"BXN;&.C&3WRR+\$K!T9#>|S@VV;(*TGPI&-.R!K\$0^0! 3# MUJUO)?Q2!OZ20"TL%L?
M@U!\$WD!\$B8S-!V!LT_\$BS!MP)8>%^OPD4X ") MPKJ35_OZ?-T?4!;??,!0Y#CR)M;FF D)&.XELW884F^3-
\$MIC\$P!@!00/J MTNY-".S@!;KET+9,!"E&)%=P<+<+0<|=-%\$ Q*03!&87!\$5?2!^N,SK!MK#46
MOUJ!H!GKA+Q;&FB;UCB!W M3%GMMJ6!0MJF)NBHFM&EY_I&ZG\$=|U!F8.T0NY&(&#_WFA#V%GGW7!39_Z
M.\$RF*1UH>@'@B!|B\$+G!V!#;W1YN7NO!Y?7Y<|18-!<U!+4KLE."M!^6>Y MXGG@
!;9R;R)!<NMPQ)@&#NAP!ZZIE(O=^#0L(6^+8+JCJKBKZM-&8F0#^< MA2WSA?7!_0?K^>A:O!P_!NW)-
!<W^_NKV_YWX2_NYO!Q1_Y!OYNR?!!M!^0)2JBMV4M0LZLZ;^+!\$;K.NCB-#Q!4J_#E @6M*3P'R.R!F9;R)^+!1*
M3U^&DN7))@PR#Y6\$_.Y!O%:E(G(F*")0H0!S2!A(UL\$S2)+,"8X%\$ M0K"4A:Z*ZIR-WEVD/-K6!3%9P4+;EZ*JC
!06TM^ZG"@)G?K2726\$ _OA>D M&D;HO.VZ1BC'TS1"!;? MZNF"L??
**&B!+\$U8!Z@N-.7%;+ #OS=1XJ+=H1"/="F3Y.%WBGBY/L=\$& M&Y;/M+5!H82WY*YCD5*4VH!K""5Y5#.ST-
Z#&O:PT% C"W3M\$F51S0+%;!! M5V8V!ZG#%;_O=V.=ZM^W>5<#BW_6"#&+!P;IT"KF90?IV!D2W/93W17"M
M;+P@H !F-^*!8G;T!H V3- X_7'Z*TQ_*XY%-Z_G)>BJ-72WRE:.(V>D2\$ MYQ4F&63:=MYE4C=;*6 I@9P2;.><2!H%);
!B#"AT)!I9T9SSDDF^O<E MNIS!7Q!A>3;(+J 2MT!T!P0!6;&8XHC>1/=LBVBI<;F 55U L".Y=8:TL"87MPPMX'SX
M;LD&)>P6:D0+;W)FR! "/=>||%ZH!1P.O!"*#>.! #W\$< O!&.G<@;FAJ.T MJ:M^""?<)>PYF!Z(!
H<(>R9)!P/77(.00&#>JE;=V1=.;M!F!C!GA?JT!S0>#B+&+JM114*9NP4;^5;(ZU7V47GU3!+!5XH#L_5^8#
MGTWH846_(\$9@NPK0&Q=CEE7;5RVQ4H&_?PTF81P4C434+<<+OA>D&#%I&C
M.A&N@8AJAI^:~%1OJJ%SFY1CB^C!E0URD!_P#0%NK@>7Q) MUXJ+!<H!>H!Q01VL9+Y7!RM.!T1=:US*/Y-
2F&=MLHGO9YFH2X)A@' MJ&?)W\$AT))@_ NLM/G3PRZ;35GB&>J!10^:~%M!|&=@6,*P"!^).#1^UQPB M;8Y?&?
K5YQ'G;."*9X.<9HDN4;C4!"!%;=U.6Z>GX B"DA4\$7+14K3K6XU&E M35.X'NNM(M;C\$<.7G8HC!?
M+TJXP0S_HSH@8\$"36#-!A#U1?-(PERSUTTE M\$K%<XOQPQWD%";OKNIC!^52!MA
A3NDV;&7RD:V'7"/.WK!#365*!-!T-MR-@!PE?Z!FV3>TC9CN5=X#;Z !U!3K5N_#CZAVG+M2(W# "8V!24.F6<7+;
M<3!@C<@-\$Y&;LEJR/T84R_V93#DSMG=F8#PFEQ2R 8_ZH!&@R9?K#;HOB(G=IYDD59%S-
!;M@OLA4!96ZHC8!J!MV_!|U*XI+=+3EDDRWT/H!HQUMU9!H>X;L!C-ZE=#6
MT!N/KP/K#B>3UUVJ!KL (-&X!HK3VRVT5!HQQGWXH1^2H2^+M.F.T)O@WY!MRD!=(FZE'&U'Z-@
OBEF!&!.EJ.WQ6!KLME?^VH;IF*N>((HY%6 MMW<=NS&+HR(L.B*.C).LL_-YR\$S&Y.W:IC||8K!@OL!>E&XQKB=
(PPE%#> /M\$!\$S-TW)!L!Q5!U6W<.(C0B)&|^<4=;FKB=;Z! M4!MAQ.D\$;^\$A&G.?Y8XA9HDNOU!S""NB*U>HR
MP.AQE0%1!H!BZ'CO:S8S%ZM=SL+MKK%P:U!Q!1_KF>(H0=7NN=-0K_U.VP
M=!%Y1Y+1UFUW^*EZ\$&@LFF@G%+W0ZF!@U"J00/AJVEW;*/48!<&WRJ:"UIW MFETC7?NONF6CEW;C>DI

>K/)&0C V5^9E*D"9592NKF) #T:.*^12EMA6&M< MJH54,>Q=\\%1;:W/KO!
(-8+57\\%1;M7;HA_FB%AA3=9.=5[6*#6ZFHH%UOAE M\$D6/GO\$U@/KE7Q/!/^%":4D9\$9HHA-
10N/R- YQ/F(\$6IZ4DR,IEL_RW,&!%>UA+ NMJ) (R MZOO./!Z77EK8*3^('UWDO"H8^<(62-
10"QDEW<:EUJG8*%,"LW0L:FAJAJ7 M;J?BX^X3.^Y(":"!F*6/O1FF(LSOSYV+ M5(-)W@6P%IZHV>V+
913\$TKVPB%GMI",5YOY MO5;.(#%B%YL >O8N;O"Y" #F[H+9E>W2AO: 22>KE7VK_DC_EJN;.*H+
17+F9ZD:LZN%/:^"SQ=2=U>K M7DND=-\$?I("P ?RSUO'L\$.38 'H^F+0@>[G\$NLP99=?IE&QW1+%;51A??/
M%Z9%--1+T3S6'VJMYF3M8O_S;PD L7:'OE MEPL)B*KDB=A9GM^@#D"1AD'1+5O^W?0B")Z2L.) M#L*IGR-
O)@E>R,7 (-K/"WTG_RLVV_ZU\$XZWSPLY;H;\$ M7B WMON6M.;+;S"H=)<;#"
1043);L*UV1"&BOOJY)YCF" H(5ONIX""":8!<88?D3=Q/JT?I7L?0*;V-QM!5/G> M4V2.**O^14<:-Y<=<=!D?4)
1Y16@/ZO@/JU4;./!;O7*6ZI>103-?X=Q8#IP M;8! T@S+)O-3W.\$; RW3B>>^6N@/TH:UEGUZ^
2HHTBCJA1WB0Q>#A4Q>;' M"8^OL>6N'57FCO,M1A83;XIZ^_7K,+B*W(T HRYO_F4;\$W6DH>#:876/V M;
0917966/QB/B'Z84OKP8=EPV^|P+ *O+N\$X;4HZ(Z0>SJA)>5-8_X=\$S+ M#SOK\$&(C+YH_V+;X;-@SF'9SVK>D:
<#OFOT3PS"WBQ3^S&,JU4#;BIV5.7 M+>143@77Z7U4A&19Z 6Z|>[R|F|'+&'J+F\$6M.K!8&&Q'OOX
")^<^7"&CEM5\$7 MM9'87K:HN="J2&BMZP->"-5#ZYV8% \AGIN)Y5X#9%17EN0OW",Z*++7M0S? M;(U\4#
/(AE/JF_4=^_4C'5TZ;<#%|W|RB.Z3;X3|>^O0+@_W.2RO| EF M2H&AE4F^\$E9
1@G/H;&IY""M|H8IQ4KZ83\$L:T.OYD;.&-2X-VGW;>G*_M*CA+=Z01+|IT):V4:MG6A61*H)MTI?
N%)D."0&R^S6C3I#BU4:L.LOUSHJ M/UCG:M7M\$/#)X*X46/E3-C0!AN!1 MVA.P05;@&/(OW-8!_!OR47:
L'M3(N#R.N'9<:*9H/L|LLE#;6%|L4IHV2YIEM/#UH=L22(TZ+(8C3S<+%+ M4O9&-S+6J|C=DK&_=%-
%=&NZE4CS,N1-ZM+9IVLRM>EUR*OY=@?OU""K& M_(.5&<R!WU*(ODZPB#\$J&^=|RZL;L!#;|ZY*V
MEAR9J1JPX(2/3#^XBYUC5.X+ZYKCLMO;=^3XS#"^YVC*OC"/C43;.%3A15@D MV9CJH0>AA^5='X@@)1F'9AD
+88CDH|M7;G<9*8N*EU FPZSMF#;_IX0 = M^TEH*
|RG!) "99(N|0'G!ZZ%102;TL1M4TPZJ'-5UTT_10/4!SG=J/RAREU?M MK|J|J0KJ-22UR^D^|DFJ'A51D)OUFT4
L&B|B+7N-2ZW'17"M*Z<*X;9X M74WG4'4U'_EBJAVC7?I*J|ZN<3SLJHLD+4)^0,|C9C.OYIW+A>FDI2LAM
M#;C5Q^<=&=03SP2K7|RESA6&I86K7,9"MLHMDIEU2T)I-RY|YGOIT_\$ ML5R/Y66\$*A!&%;V-"AB1G8(-8-
_.|41*#"X|X3._\$^7_R=#T"WTL_?M"=;/+X*SM|R=+A8O59)=F;QN;VEXI3|;@^Q6|+Y MX-@|9/9-
">QVQ0/P|LFC8CRFZRH,81)BP\$GM)(>0KH^%7/;D|'V/8^4M4 M6|*TK4M+
(K0:LLCB9T5UT44L;T4;\$K|P25YK#W&O6T N\$9B%5 *57(O)<3
M<"OK%DV|>.Z6|C&S0/2/A4X/@|Q|X0=GW'9!0^))^DDFZ:N-2|=9V+N79
M('PC7V@/PDLH)XTK|HHOPT:NTTZ)H7T2*975%U!^L_"|U '5-M\$M\$|>FG*Y& MVT|6Y?
TP@>%&^JP#IMARE1WWI&J76KDMHKM@N'!\$UIB\$VA6B>Y4BFA^@'L,C M&7K&2/=9,7N
'5M";H5;=&LYTR(=4B96U)>9 MB^M2AIVAG<;N98RNAIPO=.#>|2H09GR+SB.2F?
J%|X<|U55D3ULH+IVZP"N0RH&J44^ZN4(M\$P)I&J 5(7W1=IVXD>J%67@5M.(LNIQ
M|Q*G9X_*QKS+|T+IGG'N|UVX|++W<=7 05+6LKC5^&7/E*Y1B5RV8H|XIBXU+FM;.->3-|Q+8\$?
LYRATCNYSF2(V1+Y702!Y|&G684^J?2=WEXL1=8?;-WN= MXDX^|Q%1)Q+;LH|
(40&|N'M|CXBQTDCL37H/L6;BL=1W|)CA'TOD6-LU;& M-SE17.M'BS)(W^&UBL0-B9)^1T|ET08&_|[>
>V1^(%G&0\$Q|8N^8|Y MD+KR 7;BFHOS7|_?#3M\$E.(O|UY(8|Z0*Z'0V)DA9|ZL-1+K<)|#.#;|+6ZE
MU(:VHW+CL*)Y0C.E1H0"S91TX|Q><3;.@FA*L.%2KH@3 @+Y;C8.C '0I3 MHGLGI?+T?Z:MNO;D7QYH|U+!
|KR,3F')@M)K159|B+==7# M9/C+_C=|& 7#/#IV(Q(=%-W&OOV%IX!_C/Y\$9Z@F#6QAI0AHRPEUNOQX/W?
A&'J|S'7NC9"G MRJV.!@B>N+Z%|WSY. 74>B5?WBPS&_7(3=T8|5>81\$&&9Q2/T?>3&R|D(N|1_2?
%_H0UOA9M|_TJ8^P3FUE M;#D7'Z!;W#7;V^7?|AZB:2G%Z:2IW@L;_*D)/3HH^0:1YVZ38'NJS'XX.1 MIBU-
E,VNWM'EGBFKW;8T4\$C;E&135'3-Z|+RA|26P>7+70^E6'E7S9SIME9Z M4Q1=-_?UX+4.3&>6_!YMSE:7I
HTJ>2(OE\$|V2^NAR.UOEF^8;M^Z)%G MN.NK3;_+T?J7|J=WS+G|&.B0 ^MLT"H2>P?"
(:068L(8O|84W;&W)|H6XM#00Q|OSR)=QG7|/M\$;3P>@ M&P(BV/J V\$W!#7X;C |2AV_A+<6 OMC
)1|K)'Z2H7NFWQ1T?+MX| ^M".CI@MYCN|+!>QB#. Q IVV;:17VP4 MX1\DH M|&#%9N";I!;K4L-48 M=+D*%
<:~W|,0"RC7ELYX??V|B9F|!Z_Q4.2">..3YV_Y#|C|Y_OBD8*.. M?-
=Y1.G48|BBCNTON40D+;D'>FH95^(5^8+ 'WY%/%Z7/|X|\$?IAX#%;|;+ M%2"T<1*YUUM#"W;+OBG;H>D*?
Q*=#L819_1#E'F5(/P_6X-"27KCRWA>818 MF;T) >AZ+|H#U&L*@RE_D0C|=.)Z54QT+P"PAW|C?TAWBOX|=
'2'>@P07* M>0H^@#|@14%A%-!BXR/PFD4:19\$L*7YG^+=A7T!'OD^ WJCN)##%QIM@#WV|Y M=)&_5KAC|<
K01;2P*12G9^#"UL;Q;@#F_Z3U^%OF%@N1L2*ZS;9'ZA2O7 M!+093()JP+YELOBE-W1?<
Y_<2|3DKMA,9KCL=7T.9^1@"RCP'XBF2D0G!O MBUJYA&;=0A|)F0+^9_1K@R\$3\$UZ\$? HW|HJA*!_\$ \$Q
V\$'3\$%&6/<8;N6|(#|&KH%K@)4#;1M13VLLB<0)PBCE!7@B M795CD&5"KJD*>UX+D"9EW@28-
Q;N;_HG=BM&X*Y'U""*|V0;.D?XU^<^Q&WU+(-NB-|T91ZP M2\$4+D3+Z/O9U1&|17JNK*4ACT9ES|.*(%H
H\$+GVMB2U4ZF5^)+2GS|Q' M26I+;|=+2K_)\$'+^|?D33@^<^80|_!T2FFT4M-
K5LV>6+)|H&=^30VHOXU">7H|X>4^|V>TNMUAY/4?^XB;Q'YS M4V7+)|AD G'!WGHA=6R MZL;?
T4MC#U42F|CSC3* M|.*>WDJ|OF90VH*LVXU+M=G;.#'%+?TZ:KSM\$=|4J^_5#)DQ1%^(+VU/<(Q M1_4Y(H1?
DJJZ8X\$W;_M8;7\$3; MCQ)8IRIVQ3+^K\$C--M/DU!M'N7=;\$ (HB MT@:7J|DQ+H8.CB5U\$)#;D|E.&96:
1:E706;=N77+23;H9O'7Q4EQW|2>8C M|KQ6(&%H'L=;=N4<H7WU;TRO.*>(<=JX|W>|_P;CNG-
#BEWB&FL=ZLCS5S6*Y|XW17M!+ZN^O! M28 +;?#P2+^A"/Z6R;P:B&EIN3,1#SG6P>W>'N-E97D;0Y)*V0-Z3A
5IA?M M7-1T&I?=:@:1|CT7MEKEA=%G ^RG%W+A#H+0Y/%F@ARQ62AXESEF
MHJ94.F3@Q)0@G>OHOPITYEHQ%5:(9W9|LG:T/_H\$#J607VGL(Q.4P>;8M/OT8=;*;N?MD?RHSEJ7@6IY5L^<^!
MVPK#^?M%OP9^>)<7@=Q8KCBV;_HJS7\$#;|P|L.V H|Z13|X79=W.C|TQT6;B|Z;K=R"!;A2|<
_QW\$Q<=QN7;_1|DKIP M;=2F>T4V|T#8?O)=!>VVO2PB_C0M2V7*ZX2E(W*WH98&4(7|Y_*L)TDLJ
MKVV0+G&DUP3D)778\$M(SD"N#;5IU&D'5ZJ|+JWZK;S7A:A)'Y\$6|'U2|!&HH M|7%IRD8%ZD=8S'NR-+)&W6702
89J|M\$3D1U(<(U|B_8D2 A0+=.G7CXE5 MIW/D&_64.O.S7R9O9;HDJ|^FKL<3VYT2G+|LGU2=|Z-
KN|ZR+R^8S|2<;MF ME&%3WO*B=3C=#C)K;3|M"MTZ;_!P>W>JNWL0K=-/87+VRPPFJ#1_46QD|
M>_X01SV|CF|365)<^4E2B9PNB'9:0-KW'9|HKV@DJH"";8N.RJW^C MH=Y;I! F< BX*Y-
|/P.8JHS.)F\$Y4Y@*JG@HLY3V,+%S|*L|I9""4="S0 MX6IF+VD;/GFAD3.K(-_L^Q@#5J|KJQ58Q|>)ZL_.AI^IOK-
>R1=,+;106A> MO@A&W2?XA;E|YV7Z*TRZIX86A)|%H; YBFR;P";_\$.D\$FFTF-2XU;ZX=& M|HIO;|/8AQ7Y/U?
ZZD2MT\$|LG'5(T@Y|NLL71M0I2O6^3*=WHQ|7K\$C9- MH.G0D0.EFQ;SG/3Z\$GQPH2-B41#
(NEH)=T|3B3U(9+BA0L;TE;#2|I>0#& M"QM|ECL_%UO646C\$.CO"/Z|YI0!_?6LOT=L_94X9&B5GQ_882UC-
)Z64F|M MGX00#)1B8_1V3U;MMV8N@U#;E8/TWE|HRJVD&P&XU9VU<=3TEB)Y,1<*P+
MT3VP+5^6R@J*G0I0A9_*;+8Q=%Z|C)*J|QC.CTA9\$5Z0#2N.J.Y.X7""
MK|U|K@MM;=>0\$HXJ|D97;_EIS@IP=0;X+HVQ'D2DLRC5PH)3=FK|P=;_TPT' M-IF?4K|SHZH^+Z)@_11@VZLX-
I'*0ACKWHOE7# L?&|O*@5!\$M?993+2_! I M ^C) DMK&*A8SDF<8+/% A)18Q*% U!_R@P1EC^<4@F'O%QZ+
(0C(@0T_F MG9|@8;-&N;F'Z-'=F@2\$WX1G)2)VHR^P;SSB>L^@NA-4^ONF>YH1|JOG'! MB>OI 1%P1-;
(Z";+XA#|T!@)NB|=;<.RK<""-|&\$#_09;_)9.0Z)HSZ<6 MxE;Y>_"0#V! /EW|>SAZAT;H\$AEF8_0^G"7"Z+Y/
%1>C\$CIA2C|/+*O M ++1=YB>Z5!\$7|D;=:9HRN93 /_0R=N|ZC5-|S_\$.6Z9\$ >%CL/H/NOVFS|U4;BF80V
7@#=#XJSP5|0<|N"12XDC>_NGZ|% M|J=O*\$VY_FQ_-BR;)4F<%|J+/_0 (<=|Z|HA:108_7BA-17VW7^>)DR.E1F MY

7\$+?0! B1+Z=1^\$Q^M? M?00>?FY)?PH _?/WXM"3Y@_ P'!9<_5VA("LKl(*D8l=XR@>_@26<#
MQ\$+/GVMAWQ2&GCL6 @N/)5S2;U-X()OYGLA#>4329*1ULR"%Q3!WS_YQ\$ MN|B(.%X1.Q%=:H
RM@.9OPN6!28<Z\$5-N.BY5/P!H"X MOYAU^V8%(RI:DSI>?_HKU58MX0IL1-KF>\$?WRU84OR;2FOAR"
f0=1/XX0"TM"3@F2,ZE4/7&^*2_H\$WT_0F81)ICZ&@:5HZ#6?WH^8!_@561G7*!#45 MZW^U+>%W^
B#_IN^"U>_N08K;3!#_OVR*M%WBC87HD?0X+!P56X0/0U(@9 MYS;JTF*E&9'83_57E"K.ZA&1-N(<>#9+H'3\$'O!
=#:"H78TZ: 36IE M!0M<'H.\$&/&B/0+Z9.*64T2S< M9@-LT-!&KT(JU827T*+74%:#=<#WL'Y8
UX\$8LM,+0P)+JHV-4RC@ U!)G< M!<:/XJ_\$.P B<1D3!\$D4B>&+R.0%#X;\$!RS._.+H: M8Q8E%6"
! "HR\$K51")6&0:@&K"Z"=TX-&16(^V'CKQYL?Z3Q*Y5;-!HD3
M>AXP9L)@0:1P%#L9.X)9R8#ULW0I9\$_9/3Y^.\$)6++(B8!L.# X0,,ERIC MI#VD%Z,,6I4UQN^0!%K"||A*>4P^,B!
(613VM%#MZYXL>QBL M?YIC.?@SDG\$Q#DE."C:M\$7!E1#_YF!-9?=-,ELEL-6^6;<:<|ETH ^+
MJO)5I2)|*C#+=#%NGIT?02!)N^X^P07!C:(5C!+960Z<5?+OT*3.>E-X M 8.'&
<00@0XC9;XL>4X9!527+Q;J#;H.IUT#5 DO>E"Z!A@#S+A\$ D&MA- MZ...*^RAT:&XP<7G\$* &(#-
H48#&C436/J4Z)X)E;H(C%#HHDX,SQF5HD# M@LM&9DT;N9%\$2@C,+>%K3/I(S'2?SKNFTW.%V9PF*!5)EMD==(
_7,+&QT M#UX"NT/I%|LXBZ2,\$B.#D-F3J(UO;\$N0\$POZ":(76!4.APBX|;K2|=!ADGD M SXV:60 WV;-8
O"G!6!O!|@OVJ-5L(X'\$P\$BT-XU>Q08W7D:E<"(9Z;5V M3\$EA0(U%"AQOVY8:&X153&3K#LAL#Y\$!&978
A1BOD.9.<(N.)R-8LD;B#U M.,8N_D9% MS60UYT(\$>I2!\$?#G_ "@JDQ+CN\$BLZ0P#0\$!^*A,|\$UT^9LE
FTGMK|_02 M0%+A8\$.5(1)6::GT%R(!&=|M#F#GY&&WV0)?@4A!0R&G"-#N8""5?O@_T?-"OH1Y&?BR?
0QM V(ZDZ!>2IH%|+^'1-#Z^TQP=OT> M6;5|C(C(5%5BL5.%31*R;6Z*4!10=%Q&I6(Q_>A">"GD8^
_!8889#D@|HMK M^*U)3D\$5976!_X3EKRAH;#A#C4E=*)N%VX!TL@!JD>K#BC10CKF?JC+!I MU!N-"(9&_*
_12BDQYDIXK!+>Q7AW;|&_ACH1=I6\$+LQB\$T.PV!/" U4\$J MR49R"%?P\$S.PL!/0!<=@!%S;PK9^HJ5%@P+US-
2+KS|FI(7HQGDU!^)^V !? MOM!|"NG1Z+.,#LCO!7Z)IT|N!0W,/AM&KR3\$4N<=/(4<8>2|X3;.=?HAB
MZ^S4=PRKF!9!=48Y_@1|(K"H@F?Q(*MJ&-I&)T: ^#_JVR1_ABS^7)0%AI'S M&+U:2,GKP71.#L!)
fY3D9K&Z/|_IDN|V)WH1_.8J 3K(0Q4V\$N,@N=HXXI M6"0L%9L;9CX|H;_!P6_*!P9!P?ZLU-U"MCW;-
FS1TQ"#STK^BD7P;_M9Y; MJ>_O?>TF4>PLCN%/0)P8Z;#|6X"(J2@_BF%P!>F0?H%I41ET?K(SIW-\$;- M XFZ;,
(BC1_\$),(1@!\$!E|&I@!1)X#X|\$P-A""QIRR6IUL>_J1H4VC;9B" M OCPT R=TH#-C-RT)D|RVRG(XZC%P(DA
>S'N_40 MD.E9_!j\$0):2&0R^+^Z^@_1_P1 KH/DC%<_J8AV2!\$HP*PI(P!X8Q*\$3 M+X>"X_08JAL"B&>
WMHJ.9AE!_R-SKS,(Y%G):!GI:943!@47Z5V+H(3L? MMRAAH06"QV@6T&B%V)P\$F&89(DU"(^E-GI%
(UAP9ICE3*8;=V8&9!) M(C=#2>_8I(7CI^+@5A-6"243V5R+;P*"TFQ?#%I%C(HFEHN&T@33R6P;WZ
M4Q_@04&_&#1#|@!%6>"Z!CRFL4C0%TQ?P;(C954I4^,ZP/"<)ZPOC,^3 MTT*5^GQQ"!0-LV@!\$>OY*Z38#-
&15Q0RR(X8!!D0*&|HGQ;J=>H>Y,56MH+4 M2A^=|B\$N8"\$0*_,I4S99-'4VO/8<8DS<_G.@<4-
/CQB_#1|P_.832I"NTL)DP6)#\$BW!\$88.F-3=W(QY83+*E,1K 1J."<:U<.>V!,"<%|/_Z!"
MF^Z,VK\$R(9/SR*_NGAGK"l>KOKW7V-EL/PC^N_R7WQ4!>MO3<>_#M8'Q?/YL3P#K M.@9-
&^(4C4\$HM(8!.%0,9I5>!1N08_?O\$H=0<|FJ4695%(\$V9A) M6=1:0\$0%HKF!9NN8+RK%2@)HXI/A2!;.*1HZI//ED-
W0V_Z@_JC&;_UY@_M7!_T;DMDNC?J)1*!JZ!5H6OZATVUU9#7S!\$EE?Q<4)?DG=-WJ*D;DM1 MVRL?=>Q-
4IY8G"W\$!QKN^7I-X>8G|H3>I2Y;_!99GF@?7KF"5F Z_IDR'
MS|O#^SZ;#=#5IE%*RGH^23!^WG8^!RUXPMW#M<^!O&<#>_ONO-S7PQ|TCSY MS=,GF"+X&^?
(6G)DI19TM\$B_"GUX(WBX3|27)<(5#01R25\$0?GT|P!H/,(R> MT/W" &J*|UOHG IZ?
YV"5:H/=+.#,AW3TCEF3P6S5V00-H6'D65;DPF61>6/ M|>"X/3+<_M=R|;GL,N1R|VFG4_&PY-S3(SG-E-
)FVDRITCT2!_"BO_0Y9YX* M7K|"&IC,JV5C6X_^(U>H)X/9Y|\$^GNCP:C"#N7=S0FB%U!^X*DGA53L|BQ|
M(#YHURNN74&KU@Q-B_7^ID4|OI%L7HJ6/U=IW6?_99G2;OB>#T9O&*GR:L1 MP8SVIG#_*!?
LJ6#VJ^Z/Z/APD/"6;+CPY8F5S";_3S'AM-YGQ03/J?5# MJWZR/_AD982>3KM4H\$U?XC7A9TGZ6CU%'S*?
7Z;7!MK0?ZD.DG>8JY/8)SR\$GC'2?>8FD-TK!!\$C!R>SEYI.OM*9..DE#KM_)5B?B4)'TD0:PGQM+C
M;\$1\$;_4S^!QUZY@U40*GXX%KQV5F3_>Z:4451SM!+>98DJGHK3WD>NK;MOM%;
M2)IT/6H8'-2#'#4!=@4UD6;/FUI20Q;QW+!N*HOKHFW0"W3U_>\$O^L M<|TKANEQ|;T4#|VQ\$G1-BSTL.V#9"?
ZLS7_4?MV=HR#4J1FMZV5Z@|H MR(//_06(T67/QP-VX+P@/V)^V#C"#Z7D4'W_/QM5.|&D|E(2VNF5|XF?'
MD8&)|BAWEH9_!3(\$3.LW/)W6T_FH/RW M'S5%L/"HCD;\$SHRWL_Z_6*V
QW!G.Q\$3(C_V)5EC(9Q)W_.F8.@3*XB&8R>C M(N<'B_.!0%N)O14FC(UM_BP8J.H\$W&|J:7)N:
M93|W/H^QD)B%C;#|ODU>19.?F@|HM'QM"ZJ|6;O6=N'52\$B(*X/UQF53 MCN+I+3C)|O^IRF/
@Z<95S1,0P!8R!9E=@!41C.(4TAF41_L&X(U^3A0 M-/LO!L!F@|G-
F%>P<_R/M_HF(G%4;GPY&2M.%@>43P%W\$6-B(H-M9* C!5;LE@V+24VW2=|_!T?;I^|<7DER1K@-J#N=8"ZO|H*"
_.\$^\$U*EA M|6.R|HKE7/IRB+L;B+VHJE|5\$2XPM*5-|EH"#O<|E,J7YG|*D" M!A)! M0EM9&M-5\$B5|&KRC-NP|S#
_:/QN77")T1:GXGBV_*YN0HE9ITW,IJ.1)/ MK4T)C+0Q|&6&Z47&R'X9CGM9);-"/^|PSE"-?HG-5>M#D4=Y/>'BJ&TG-
L\$? M!_3\$00+5D|H;|_!%S2KMNYZ==UZJU^*^M^?BT<1;^_SBZ=/1L=BSLRGF;|@ MTIEYP\$;N@48(OR&C;^#N@
Z32%DM8.^&GB-|R0#H^O)BXY!_!0%JX_>-MIKU!7IZME98&S.H^BH//GR(&BB&'7WL)SWQ.IE?X^F= @1Q?-
HTRNR0> M>2_P_U+JP14>G;>4-|4(<+@@!/_QG00'8@D8%@<->^PKYBM^(00+HHM)9> MPIZ2_AV#D|XBG
!|FP>76+JT|1=XD?K+/*1H-|?@F)J.57@IAG*S==XM.I M6|@=VM!\$|I60F=KD3'-O:XO&^2*QUE,D|>+L:
>5)SJKDE8VT5EJM|H MW?5HUG;3,BVUNFK9E_-%44=X;)Z0=40+WCJL=LN4V4/'O9O@!9+)%G2JPM&
MX<*\$3&L%GD%G-D#(D#*#6_9_Z@U0!2(16_VAQAMEQU3CE)*0L#|7?L,O! MO/NP?OC%\$68-
_!;#5,*V+R=E4D%90:7E,XXX)1T4I2T.CV%4Q*GI"4I+1; M*JAV M+NF1.T'=Z;R
8UFY4.0HW|N25#G*SPKEFMQ25MM%'.4GAG)9;74XRL^Y5IG MG??#47YB*.JU6J+,"V*+>2*TW\$SNE-
29JKE3JK2=>|;L!A8G M>_&TE|@H'^<_IXMT)Y|HXNEC5A;1N#+L6!2(Q*0)BB(2G0'9*3;0!\$J\$8= M*H*11^!BV-
G(C%P@M|LRIL,N8%5-Y:55'D0MK5*DEJ1U=U,GHK6D3KF2DU7% M*|N%J7C.EI4P46M+K(|@E@.?
4S9"1.P?)OUA2'O!&@%B&Q\$#_U0/!8(MJS MFWQWJK^J3'=ID70=TE/HJ<1+96.M4XRW&0")D:7-W
FC(Z\$#\$.NE!4H8X M;B!OF T12Z;EG+4#EN^|_84(#YYEP\$=_H4'P#)%!1'A=<#Q6HYGL3O2 M@^|1@OJ<
"52REON.XH6/(MP_)CHB'C XIT=G_H4^4%?)!"^DA1E_)_F3L^LB4 WNR3A/&N|!|TW A=Y6I(N M5I6=I;&_M
066VNVIX7.M4PCIKG=;ZLYJGZ=R3|Z7PEVS%"7!=\$_G(G7 ME>O="TTP3&HJHMKL;JNUZXX
P:7+^4B7=JNINGM\$2+4I|ZR8E/4"O45XBS+ M6;8B@Z!@UG*|XLS>/|+_6Y>7C'P!2XV9X0))D*98;
!#@R!PG^RONZ3KM;BD MNTGED%7TSGD(8%N|OB6O=XR_Z=AF8JHR#UP,X;FHH|!JB:(JRKFE*1Q+U
MSA^*T!4;8_9.F;/^ (I4&>IC'Y3Z'3.T>|T)D=;C?|ZLX+1B-@F)D-&60A-M(3DSP&OC(C_/O(GQ_"\$#7O;H!G7PZ%/
B'0W|ESHG%L|@#H5T^8W(-2\$ M<.(Z;+ @L>\$9WI2E=@=^*_!^Z(EX>05SYI2+/#4>|HHHLB;|K\$Y3&SF45+1
MD'V!*=W)>|@!0S+IXDOT82F"5U5_C"0N!CH!IDV!^!|0ZT(N^4NF@RON7|MF+)ON"ZP J
9LTG|H/CT#6&L!0G_B638-C;SIDS20*OF_*0WP-KL MIQCE%3f|@G,P),NM?D8H%#B^#1;)GP^&JZ3R6!-E
MLZMW=+EGRFJW+0T4TC8EV10573.ZA.PA!P<=J8)MIZ;J=TTL 32U4IG1/
M9UG>SJHX,NIA,E:C&B_+5"8O9H<6@UB&3CF M33?|L"JL0@Z\$X0.R_.Q%/??"IE?
|C&K.IP&Z7M5|1=AL3OR6QL,2U02T\$< MU\$DKS0VIFC9X%MR9QD|?MWS=J%*|(3CZ&!*#//SG>O@
MAG!U4M_S^@Q_!^TA#8CD#^00>?A!8L0^CMD|:5"@.06UWM<9E!-B_?9H MZ66%BV@W+L>N:0VMC%4
E+98R+,W=H+"Z^C@C+CBHK|1=W&)6@3T!MZN"7 M0*+C34\$V\$P->">BS47-AM89TIT8R3X(?S_52#Q_HL
1U2M0(R%F2Q"VX5_M99/9!..GBW|T"Y9;"CF5EJN@*Z5A^R/PI&=8G^_?/9,|#!<^4&AR%QEZF#

M/L)R0F+V@_#?#Q#7V"MHD7DD9YL5EQ+6BW):L;C=D3=U,+*BM@M92K9,Q=
M5: 5V5&)HRRV>O*.JB7A45JY1^5J+K<4974OZ.9^0RE3X=EBT^ZS^)(WR@&A;_!L'_'D2_/_;:3J*V
/;(\$H.8L8U*J^PN5/!#H#6 MV.N=M\$W^#E;QT3L/C/C>B(0C U4 F1QA?"V=7_9)EXKT36?2B/!OA9J.53;U&PB^8G6?
G\$!Q/NU&@K-71..W&Y=382?@KM \$G\$WTSVG":5&I-M=#3B0+&7!+T>86
JY5ZIANU&7>W4.19? Q1SSULAODU+94S!>!.BI5E' M9T P1P2W!^G.G.OA4-
_TLID_3ID3P+"2UV^RHG7*JK@5:IWDG2RMUZH!S&"X M4T<>TAQ.+-:
MN">JFVOB+"1G:N*>J%)\$GGHHFCG:Y5Q5D@S%7%::Z*5ZEB>9^JN(.P;W;5 MDD!O<60BNH@ZI8@2!H?
B"G2PY0N_NF!^OG(X6<1V!TR+K=7,%SMCDGT=S\, MW#/U=^=ANK&6E<0MM&P&6K.UK"0QW7.V_JY4T.-
F&>EI5DKF57:5EUCUI6 M.GI+3?;FL2U;/6B3BN@925P%ZYS!6%OX?\$/D,=FPVD!1TK:>MUL@B0^&9
M&,"=O.RIY9?O*Y.EUM-UJW0876S4!TCM;ML-0^3RT;K+3 M!5HW X2Y6K?+M>XJK=O>H;8Q*QW>S(/O*
(%7(%VK)X,3!4WW/W+;POT; M2V1/*3Q!15Z52:9:6 Z=J5P*OE1!5BSJE2-Z4(L29R+!3YS_G&I. M="=E4*I\$G1B.
4L^! BOLI@<*6+W*+LS&8K6B7*C3J3^&RT!6* M-@N\$N8H6+7>)T7D>C93S^XS-4H!VAG:6.7%!!&
!<#W0&-"G9E8EM? GE. M#4"E0W<#%&G;F(20T=E&@LOXXV+!&2!HOQWL5T6/5 UP!&BT*L=SRQ
M+=HJ\$YMOIOM, 5-WC?6ID/0+\$O0 &PD2W;MI">%!VFTE'+)OK#07=MFE?(&PJZI&HS08QL8T\$?
D6+XWR!EL:SIET(^R&.)E# M"!^35JPI71Y!4@6.OTL"K_2#30A_JBY#^ML,>OZ@PU^LOK^R)427:H?P;)2
M#TR&JR '(IT0HJB7681&PZL5U(+R-7.OZA.*H6VB! D0IX\$BJH6!Q^7>
MD-DI#NO0M6ZI!P25C!<.VH>TG*OGVHJALSZX ((+!<?@H62Y.A)\$YGG< M+0>NIA^NJ5LX5>VAX86M-#;JC&+0
B*":(X)B4<0BI&@&(H M/4!6Q_T*X\$JKM!UL_*!F7WW?XG)K6=G?3M+9!X*:U M!=\$.8%/@!1-
H!1169#=#!>2/Z8OP!T!6#H#3!Q-BAG;&#_ 95KMA:R%1A^M-C8K=Q%IS@Q?U(! #8F*YO=QBH4K\$JH-
!8IUQ43*ARC=IN<+E>5ITC0E9 ME>G.YN#;NY_7_RLWPM7!W=/H!OQ_62K!)-!-W_NKV_YWX>D9/OAQ??2!
M5'H#&^R!VD:E\$DY-8>JA3*2GMMKJBW=1 M!7KJGKIO5A*>7.^Q%+Z/E.H M. 6O+4)H;XQ-N-%1D.F?
0@'8&L)?SZ80_M_!JH>K_OU7X?9;^7!%(X!;\$A!-QM-)8MRB2&R^+2G!E\$
M%MJZ!&JZHE&F.GTY3"K\$D8>HO#_K+=R);QCD,3.WS!H63"TTV#X;MB9DV@ M+C6/0=VX*/!17H%#3K8L-
M%M:==>'GPI5Q/'+'S'G!6"@=194DGRNE8!# M(R/B^C"?2.L86/S+J!F4J5ZF!233>(Q<2NQ8A"HYTGLNC!2;FSW
MK8:&J2R75(Y3:>6VA52>74\$?N<&\$ #.X M&NSFE%1/2L7B1&EEY&3=B.I# MC%?(K9)'>#58!Q.9Z!
!F8F6F5W_JZ^W7V^!?!7ITMNV2B^67K7!QJVV0*^)=557MV2/FXJ3B!BPJ>JU^D9;T9P!FW0%BRN!>*^?
NHQLAZ?>XG8K/HWB?9 MO_HGZ?IR9!HU_G8X%5-XY)3^^(M. !L9LJ;K_2"J7*G?Q*)HK36G4YH+E^&DQ-
GX4L:M(O4!FIZ;J06.'S4R M?M22Q@^7+4>&X%N:SQABHD+3>E4K/3#E!/(GONMH4!B!XPV!9EG! T829
MS5!UYR?>'<2"C^<L+4IZ!N!YA!2436!D!V1005V^+Y+!E"E7CD43-WM. M&L\$WE@<11.)C;-D_KUU5:R5Q:
<6(&8M;DMMB6U\$!F3^G GW.&5%Y:9=6
M)X'@YY'EF86DU=I#>RK(G/FUNEM6C.K852H+^1=5.VOELNJDR'EC)U>W+!DZGV>D#+<!(J+!65-MRZJ30/
3>07!5\$Q:Q8F!48"Z4W=YM;A>+K%.AJ!H8J?7EJ!9D=6.^J^YB7_MKLPEUDD@^!H74\$Q@_=#A98+4H^S?
JHNXFEM%U:G0!M8^*)&(%5Y9!3ECE M9:QS8742"+ZSBAI7+ZD'8>HFELLEU2G0LBRI\$B2HFDTIM%6YAW!
!FE)*DFK M(X)7KVJ?"XN!>X&+7!7)Z5!JKW""*Q*EMV9068K*RR).:/ M9R^C^=A.W+ROIB#%)PY5R!#;-
1+JEP:B5=0G#2&8W#BXN!MYXJ2!WT1BG0%R:M2V*N.E MMRLMER&9/EL?D!R=YPC.
23L>EOM;I'0*+TTX:OP_37!&*W&PK?<8 MV/PI<(V?< TJ2@5!/\$4Z!9VY!8\$#;^@N;I0HKF8D1+V8-
XPKY15*7U4.) M' "YBJ+@R A-[G!D8NADB'158EQN;V8NADX"PI!AH!6D/.F5U@2*3QWC5+;M5L*-
,GO#;@)#&!*\$_D5K>C9ZT!63ZS%ZG/T)CM_MLF11D^*?9LL/G;=EV@!S!A0-FW27!*>X(!V?<.D+7CG,>|!P.
M"X!H@K_17^ZLB!H24Q0+DXYW96.P"BB+?QC*BM=&5-FW.*99Y!?=8SJD* MN2\$#+T0Q(!-
)G'40#%E<+Y=-.ITR!LY;3)G!H#%ANU0JA+*GU"HN5TZ6ZE115=6N_GL!HK!
M/>^F!9SOD!PFK/+A.WJ;+1^*3H/P)YM?8JIK)\$29(U+T!GQ_XAF0!P0_MXMGE)XWAW/.)88_!@_X<./40N&
<^/T!X!/%KL%IX>K@E!<_#SZ!X# M;ERW",L#I=&(K.)D8N9,R1"GZAREU) M!K(!+RSZ,\$KTTD1O?
_XR+C2+*U;?8!FC"G>6!E&3-Z)3%2!)!8VFOR\$!O8?I0P27P%N.2Z?FIR@BZ!#4 MC\$+?OQ"">*4KS%RI5F&
<*5/+1GKB*M;Z?D:'&4B!/*2BNC='N(5@.DQ#N M_E!EP&\$H5M 1@/OP-#&FQ'8K'A CPFA#O
@XKBVD\$#!"E!N3&5 MM(O&5)&M(L6=J5A7JHZLJKPKU0EQE2*JO2YR5:O35I4%J;G7#"J.W/B!QF.
M(3;W!AC^B7BOEH%"+8M")(#6BP_YTXO-Q;CH!F/(2E'7V(9XX@Q5FF!5SP_MJVLG?E=A993AZ6!H"!
M"WF684G1%F<1%1%Z!\$%9J>P%.Y-.TGD/G6B+!HK:Q2%!6/S.66CPATG& MNO=3^Z&FN.3DE(M/H#
!Y3J15Y%G.&W.TKV\$EG.WD06'_Z8_RQ+?+ACWSX M(Y??!9+?I40_!S77CN/WL/C%@ 5-269E'NX\$T#.5KCS7!
!5TGEA8;RH6'-M_'SF5!L.48T9)VCWF=78E":7EMYDW+>3.)^A7_@=!'WB;Q?2*+T!D^' M?IC!9/(\4!3?
=,261B.W_RT7BF6 !3L#18QE(S!OH)50(A_//AG3X!3 MYD2_Y\$;\$"7Z!K30D1>@#UW75>+IX)!/&<%7@6+;*\$S
<4E(L/P!_!+0^L3QN3_MHN>@.8KXSHE!>+ K9=@\$!^RH!HG?SE!
MTF5):4MRIS^87O+!'!1LKZF"".'OG"409"3R_Q\$)@'KR"93@TW;'ERY1\$3 M!T52#"AXF%48UCS0!^M;W0_@8S;-O)
Q!M(TZ8GJO)PTP, EUG!T3!V>S!G!K *E1%;!KC0<!'I_BXKRE!WUO7;78_MZ!H4_13@Z(%?DI+JAX3)W\$:6(G:D=

(/V!SF")A51S/FA.DQ:H MZ.T0ZCH4FJ7F*OO:@YC@^X^>1Y962 MA-
'AC4(/!1V#62A5+\$LG(6!6!2(QW!AUDZHB9+/168!7.A=7J!^H>S"+/ M!""*O(#MM'^X(59FE;4-
V5F0V*F!)/0/81LJ;/M<%)X.FW1%1>MU.+FW0M) MD^7NDFW(R).&8E=FL@""LV#.GVF!H^H^HJBRJ\$KQ0
MD=K2IU>EK76ZVA_!IG:O^A7PW*3>HDSE*\$1
%0N04^P32QW>EUVH>55EKBYU%";K71N(*2M=CM+%B\$O!3EA!%;Y2.. M42DV!XWKD^Y3^5\$+ T"; 8!+PA-
@%_HF*4NBTNF_ZO2..5U-DTV)!HHR\$X+ M3.6T<1P/VOK_VSOWYD:1.X%_%6JW*G? M+8Q:-
AD\$B#;NI_!^ND&@20D@:QGZVRE;K;,>)T^OSY!^CP:FX4!P%1> X MU_C*K3\$"!J@AM5!2PFB!6\$!1YX;B;Y*+
<&L+(D%G&6G;F?^C61AU< M&Z'Z;\$_!H#FC;I'+9UU3B6-S!;\$+F*2EL0"SLL)5@'P"!AG3VNA!K&JB5CP
M:23KSV5K!H>#!40D40=3M73=*&_W;+4+!IR\$HEF(HELX2/G@:*9!WO1_F M75%/A\$%D#1U-
3ZB=C0+P7>R:E&OW2!#J9)9P#KB;B+W!8!0Y1T !YX!"\$U:2B!PDT3!OL^+E=:N M&OJ.MAL*3Y(H(Q=ZDO!^TPQ-
@S@:*JD_Y"R#?T5;\$/C""S=T'Z%B:/<1'(KK MOMB DR9R\$K5HRY6!BV (@ME64HM8F&E+VBBMJLQ?
M8(\$V^+4#4(+* OREF! M_UEY!E=2?MALP_*+&Z;_8,7J2!N^0FQ!PJB05!H<= R!\$LV!H!L-7X;.
M#U!_4H!0&(\$\$6=F9!F!N:R=)AZCWH@L TV469'MBV4?>V5(-BQ)C6TWI=\$J6*SD(L2<*(D%7%&@227KEL7!
!11TYOY_MAR%!NA #>I!%/@LYVD%G&/7!4%ZW->^PNXRBI!^!+&Z>+9)5&S'69>U M-/!1H->^!(!?QT
J<7M^&S(0#GJSA@H0?.\$OU-OU FX01HEL1%?=X%=>9
MLEG'A!2H7Q'/>H_0XY#MXHV:;H*A%-4Q6!Y!BA5!H5U73-Y7T/2 MT3KJ?'B'9-BY)9QA6NT+ANG^2-
DH8_EP>"X!1!"^!X2B-XBQH!6R*C%Q
M1FX95_6QK\$M'OC;5YONXG8W5B'W<)47R!8MA^N+KA%UH:&ECKDV2Z!JFEV-
RJ=HV'GP8Q*D9B!H!8@619!3Z" M%?BP A_)?(L""H!T!%X1!..89\$%8P'SS:06<1U;H:(O;&/GO(AD*S>)/!M;
M8>#=\$X&)%MUBYS<=FYB7KJ9>\$;W2S05^8BZ;W#N!;9;%X!FRO1X49!QY; M)!?'^7YG*O)1 MW)ZUNR-
9YE73!K:L?HS.>OZ9B)K&A(=;R:A_8&(G!_
M(WE)F&HFME;ABGTVBWE!N9;91!(*8\$Q>PDBQX4@%:51FJ!^RZ4!2TQTDUC M%>U@FT&OZ(H!%#&
<_ZXE!LB65&LQ5J*BKX_P3GFXEH8%*^MW1\$Y0@DHC0* M(T)\$'-5DBF->H^FKCJ6.N>+!# +368)U!JW@#RU-
W#S5R^2F5/G;J64/N&MY!Z!D!W8!W@ "51;V(INJ6974NTR!_D26W>JL2D;EE# EL!K^8P
M7VS"FOOP=#O.M)!FB3>;#Q5O7%4U;+>D-4BS@&_TAFET;J8X)?L2DW0D M%W+=)TW\$)0033-!D&_Z+

I-2[5VU\0+0Z>JFK5+/E9:BM08(Z.W#+^%K,+M9HS99E^1:1?""MWEL5HKZM-
H2G+&09]@F:~KFI<6"8Q1.L:~5P(W>D%G%U M/JZG5%"T9D&J-UE/;1NB^WX^CYD13.33(OE.62TZLVJA6X:N<I6
D.6%C&X# MTW/DEG^E^KZ5Z"M2F+5#X>_6=O(0(GTHZ:~CFI80:ZOQGYUYLNJ&IB-(I>, MJ/JKH-@=_P(S-
72DWO"X'I=A@;~.S1F5!+ *XK B@CD4 L0@~@S@5'UW^@~ MF.1-S Z36!85Y8#73?DO(N%~C*PEYI6-)FX\$BU*6QJR
MPA+YTNK6>S!FF6K#B^KJFZ KLUIT,~):Q!6%4-YA!T:~JZN M05K3Y!E-<~%?%A%5#;JL-A/5L>~\$BFHJ>;
I(OF8326Q@~"NKB-9WJ@GV6?)G M%1/2/&~.1/G48I'~LGPPY0JB06!K&3HVGR"F0+*MM^6"19.MU86?BLO#1
MIY);OLNJ?I9;_2Y6M9.5@5C#3A!UJ%.?IR@HTL\$, \$[EE?\$_C9]^#GC^KRH<0 M:U!~<);(G-H
2ZNV;W"UP5\$FL#F%OK2V V4CP'UTMCWIN7J>AD#V9MH*;K=Q8
M(O.9T(W.4ID@R5D)G9(HR.=3TAV+&0M,>9CN6!>:9=CVI H<'S'=16X95U4% MK;FN%VG#%A*R5&H^>R>
(2&G49TF!@9*;\$Y:Y);OIS!)XW&12#UMV!%2NJ-1 MY(MY=)2Z "/XM;+L:!/CTYYSF=;D5&MSN-
9UK1YM!6>L9R&9@H10 M%\$;U=+T#N1>V;ENF",4KZOAT,+M&9@E752ZM8;~RSHM=LW8T\$;=)@FU?9?V
MF7D!6;T/IKES\$UL(PIEC'%;>%PTX*I=BS'ZEP^&3LJ/-!QAW,+1-8P!4% M3-
2.^C.M#~"M!%G GU"W!700#35Q@U->=2E*B;_Y(K"1#;!)5Q1S'0M#YWM'Z?S#A0E*18;~"8Y@IV
D=S7#FLFTIF&TFL8 WF/UM*~*50 M<_5/H>XJ&T!^?S.I+DCU /3B?(P3I4D"F@P@00P&Z*TH4M^X!P.3*LX:UU<
M6R2I@~*V%F7 2"IB;~)1EJ!C%-&%TX=-.V.//B/:RBO@~(Z^!-8!<8&*KRFOK MU>=RE24*#.H%[B0%D] 9;?
SB:~%R2#- DVX'7N!S4JPD!9.8ZF M(#LTLG!^!QO&(5N8E".WC"NR-K9KV" &?E!P!7XW&~#>LHB^/JJP(A2HV
M>2Q.69-9PEMP=LZ'OI4IG:70X#7VXX>OORE?~! PS@@@0<3>J6)GO~)W!WBFJ
M'OZ'!#Q>W>JHFJ41H5N.KA%3@Z6;JMN7_8ZMZIK:IZ^~.IH%/3&A368)9PCX MQ"X7IN.8+JO ZLS7W6=A09-8+~
<)>5'KU@X3;S<82D^!T5#)N8)6*X, M@.PB!7#~&T*L!CUJ#;K""O!8@=M I2(=Y:3)+^X! M&@5TEAVKZ5?
L!6B'QN!82'L7WEL K!84Z8S!>~PQ!9C!^9#D3&~%G(2!0 M;=ZF&11'=V!
I%LFF!4=H1AV@3Y.BY%9PIP3#"~%3SBD%# ^(-7M76!L PIUI M.=8\$TBQB&(@TR0>14R-
~UMDEG".M)O(G=GJG>Y9+\$=9BV;W%"XTT09N7\$Z M@4JBRM SB*.ADOI#SBKX5T0=%E!0?
HFC!8A=D4(7!P\$4BH!VH3-B"D@X1\$ M_=GJ;JBC%~H3\$%;B9)?K5K-QT-Z2J!G*#>+;
M5.RHN!QO&O=F^WI2B!S'5168)5Y+QCGK4?X9B-HERZX+~!~*0,+5,*RJB>J
MF!YV.U%2,^~%KM!MS3D'NH%=O7Bj(ZCHU9)S)+N"IF>BLHS)>3UIY 2!"\$
MJ";~5Y.B8MK&I!&5)5Q5PGZK!0\$T7<.PC6-X@X"0JP-NJPVJ(FU0;\$V*,X) M1S8G%\$GW-N9)R2SAV0G!\$X"-0A-
9EXM%\$Q/_+2=~-E9!0:O!/>O*36"BOQ4 MADY4H4ALLC&Q268)5WA!-B#@ZA2
2.0.YY00?;@(\$7&DXT93S)+N.K/LP\$# ME^&9)9PM!B=LN,+9N%,*R/YUJ=,5"?K9OZF^I1+~%B?<9B0A!K00
~U33!OCG2:DLYY(/~!H MO%2X&X;0#FRN4KBFEDN%+U8ISTH

%3W@HX:\$4BT6'(+OD%G&5!G^~PHN/&8B4JXQ;RA7P M)V;\$ *N&V5P")V!UU6>54!P.
I?1*M%BO9Y=1^&R3!ZAK!MVOX!YV&~#VN9# MN00K'6\$EL8150ZN*~N@4V\$U+>D-8.<4C!K@JV=9!F%XD?~
Y*GJE\$6<0IV\$3~.39H!J%MQQ/D+UZ0@=Y.)WAP60+ 32N8B!9#@A!R!>#.6 MZ!5N>D!N M^\$@5/U1Z!~!C*&"+
(B8^E&Y*6GJ+~+V^N(P5%GIZ9!F%528Y27CREAO#RCH(M_5\$!>~!GHET.2'9K5O=3
M6WR8N*!@CP_G#CS8AQ!^126.K84-R!&@2@DT)'NVO"S:6!/_Q=#BG M)2!B//C9R+MR/3G(7%
IN3'8+=&+M)TMC\$9(UP0B)PI^O!*,M+5L;AAF^<.=MSCP;N!64AVWM;C4=[%:#W6J0!T?="(ZHC%
&U;7R9;4P;XTGR.*1-G(^~ MYO/XFS*/9PNF!W~&\$W!#;WF+~182<HO4J&S4I00Q3,Y'X>+~4;~!8! M;)JPOVR#?
U>10LBTDL2Z(PIM&CC\$T:(BAPZT;%I\$<R.V(C MUC"
(~K#ID)B&KEZFSX9#V/I^IZ_&A5;B#_8;D%G\$E7S)2LM"Z;0P'<=TOMU M7K/1+N*%G#T('U4Y*.99X>5I>~!
(^8B>~"WUC8..U;=G9OM(7Y;KT#4!J\$ZJ%*\$PE2DDX&B;AR"SB6>I='9AZ:0>JL3!5;(J48!@1206
M<>5VB*!&77;4;AXRJ#M)2>G_H/#HMY6N!'SHMPT<N^Q!5S2~#C*CN#/M"*4BDB3R?;\$&UNF2TD(RH-@=3&
fM\$1AW)*+&(>XP/45!D0N>ELY9T;T/8LJ MPYHH>,7^T%148!SY?~O!RH0&RY(I?
STPF<4ES:=T4&=14!~ O%K2J2S;&N M+F!M!'QJW&TSRD!UD# 2BSB)850/>H_0R9KPM!_+T/NFI@<3MMU!~D+1
>~! MB-IRN+@UM41\$~\$XDHLXR7K;~9@S P.8C"1<1LSU345\$0CJLWAW*84MJUU\$(TR MR!@2C=JC6JAXTH*~4.R-
@XO&AM5Y8"J0DHXQ"P6J64!L;GF)!^A=BU4#8#L MV>5!_A_XYLR>I\$*"(0E.9R2E)2_Q+D5K&W?I0#PNXK-
NAT=7I#LW.K4;_M4D\$%V9."&~&9'(TO!3%4CMCF?TJOAEHK.(NXF"4VA)7=,\$T845Y2RO://GU9 M!L3N^!&H
G7%Q>*XL;FX!<~8/4"=Y)"@P/_E5WY\$^/F.&^M0)&~&S;~D_8 MD*39VR\$J5N!10P5>~"ROP8@5>G#0..6F8FJ!2-
+0.19"J1.">5PRBW@ZR;\$9 MUZ?EJ+!A6!45%@~!W24BG527H!MWWD/^YWGIV6>LJ<~JA&AW3(9HJF39I
M+!AT_X5TXFD1=[*10U-N7'X>1Q2P4!E7FR M6K)8~!GXEQZ>J3.\$!86!BN.0_1I-
1.B6"2EIQ";MYS86>=D#*~ 6?LOFRI M'4SFD=;D2K#P7CG(*NF&\$^C)PRB"!VZK%-#)+U.VI?
MCL*^~!8U&J8EC&%;TSF(NDK!\$S%W7);5U"5F(*!D'K4D&ZIQ@~R!\$J PR^@<M1%T;4+TG-
WRDD(>>Y!OWH4!&84#MW;G\$;WSO20?J.@W"6&8+K/8BZHDG, M;"U;~*FI(-I9GYUM!
*6S0=M&I6PA6DYR#D;VMJK@ N.INLR&5=#2F M<*BNG&\$UN&3RF988B5TY(K+Y"
f5\$IEL+~MW+O*^GWY>A(=GME-W62N-=45
M!41,F"/E!7U=KY29F!6_E"GU*W@8%~%K!QF;AB;&9@62589Z#!~LFOZ\$#,4 M3A1-PQ@&R8;V 7=L3(>VDTP&
<3)^Y5YF;A+~7_50M=Af0WVC3<2E_V=Z!5S M#MT^!~?K)Y# H'OQV4.*JA.\$O*!P;~@H+~"HJ0-
0.A**E;Z?T3BU\$!~!49 M(7>=TCYDY\$1="NJ_**BK2\$4B!5Z032!B"2+HAJ@)"#U!JE#_3B/M_G!S72 M<HX!U%7
1".V%9(R;H!@QGD\NP!34?>RC@~(3;44LYGD ^""KS/CZ6-12#_!B_4S&N%\$;XZ.S MQ?
J2=Z"V!27!K.D&SFSG(NQU;IOJ78)=3VT&3FW2#W+8VH+~_5<_3'SV-W9K M*)'49#AR#EV)J!
f@C!B34!~3'_O7W!~H_#K>~@NIS'1A'~*~_BJ=Z'!H(3N MD#T7!2H_2!G^!~W;Z/
fWR;W;+!U^U'(P;TZ!H_!COOK!7W_P7L?E#Y MI"*Q^Q6_/Y??QBP^S"<~JH=FIH^0WI_+3/YR.7-
O/R"CFUD\$4TCN@;S MBQA.1\$.M/U;9W(!F)+Y+J_!E1D8>6'V.\$7=CKYZ;G!&).ANC6!R6&F9CJH MV0F(J2<^
&7!V^V77Y2;FUM4L.2WX^~!J9*~!5HNK7QZ!@('6*G.YQ#&58>0!HW1C:FFNZ M>Z\$93(80+~N9_>R7DE>~
>N/831%~?CJB2SVKL=G4.W!G!D;964E/5!~CV!X M)'RHZP;JZ_~1SIU%9U%
<\$34'A%D3F'3K45Q?~V!2S75!U6 M&~;_2;H)!+MKYIN+FMQ@CIW2*\$Z5B!4UV0R;10B%AQT(%/!59B3T*!S 3A
^FF3G8Z!M!@E;@!_C_H-\$Z"B=0%G66HRQ0-1S1,^7W;+!N\$723SF=U7BGD7VKM3U_O
MIX^U93MO;_!O/Q_N;F!/*N4! %>1~8Q A2;">.T!8=)~\$X=)~W4=F)<54@5(3?1@F M+W!Z~#T'W)TX,+>S.L!^?
%RW MO.<~+~_Z)#=SJ MYD!Z;N" V%GW?CAJP'OW45H!WI9;DR;+>O*2HB3H-2N4'H'Q?
M6<@MS3W9/!7OG?~W!4.NJ?9^IR MN765C8(+\$/E/^M3>~GD#R!N-'N4!FGH!D?Z8W!/?>[KB!/~K1MN\$Y!WFX?LT
MH\$X;1R\$H03!1GFA,8?G?/M%7^XOPS+TH/CP\$B"~^&6+BY3! M:AXAV)&H512/8>ERDD;#6#==)27IY!
fVGZN+D/H_AK)~XNC9;S7-ZH!2 M)J!LG&Q!P;J*~!8 P?0S^!~6&Y+)>MSJ!6,-/RR3<3;#?~"&{3VC}>A<-
MW2!M9B3P0L!Z!~^%E!0K@A S67!D2KPWH7-BB!W+D.O!%ZNCSEBQQ#-(8 MB@;R_QG!L9#I
!W29V""E0RAS!I6#J!+3!BFE!%/SW<~!\$3KK)UE*SN;* M6D_69^!~!>9!\$.#6C;~@9DS84?@=!04ZK9^O"4+V!E;~
RGR,O!F@#8 M3&U!A7E 7!~*~(2W07?Y^!L.^1Q/GRF'<~&^3!0Y8<=!GWA5ZO*KV767L#
M/V'3=971)^RBPO(3J!%(0Q%W""%!_!_KD!@~(W~S!7TG<4"+SR"9Y!HS1Z!G MIQ/V>Q^V?./~*9@'XQ *H4ND-
VLZ(VXCU41H1/ MV908PLOSQFD> VFE3TK?Y=^9U@UD=VZVE68#9~ #NWKH5*06'>F=OBLR+!YQ
MRSS8M!>R0!IVQVSJL30Z;=VH!DPV!5B2MFYQO=I6&W'6GU3-1?K*BQSL_+M;"F^H&Y4<7%O7.R&
(VS!M3E)0S/T3\$!MAD0?3"O2_+(-\$KM1/ MV8 4.W!V4.2#12GT!~JM7\$5CIA1);P&!Q'N""0"-Z"A;4G;B!J!~@C2YR=?

C%^2/"V;+U>B(L8G8@OPR17 0?3"-EDF+-SVI3R\Q?8?H*Y\X M93T 3DLXCTJW 9/7#;#K*)>HV%N-
"\$N*JS(Z%5EEL.L"W"EW;07%TXU\$ M21+Q17X&FF67Q\$BAAI%XS*H"@FOIZ5) B;J6C:THY N>Q%L.%M3/@@I"#U
MA/TS\42IH5QT(>; 8\95Z96KB\003>8P/7AJAXXWN(A_Y4I%=-.\$=VK.G%M33@I7HE8:K%7Q)?
E=I3.O;@A6ID(W6"W\$S6X;I;5Y6>EJW?LQ^G3)/@;J+I M+8?WAFU;M%;2;1\$)+9.28IVZ^(-/SM-
U;"M".S9I8MJK1W9S;57<8)/%HVZV5;L9 MXG\Y4AIQ5D>[U%Z&FW+L+9V*K/Z3IN)P3G RG'J@VRP?7SRR^5Q?
AHT>>#C M?9(KA0BJ5?XW0)/DJX5_I" E)TK5UD1 M>KUM_B6A=G\$@7?Z+K?2 "I+MN1?6QP"6I>\$IH_6#W%P
RI6QW.%%NVLHW/ #=I%=%8N)T1M+L"J9Z^,KAO>=[N:>ASTS>*KQ#=&44!*41MV7I0S?*BKH" ME*HS";K?
JIT|=^?& "WKZ-(USQ2V#AIGIT;H=F-L)L'S"=IH"LP-W@^ M+ _FTDP"FNUZ^"++3FW)?6&/@V8T1ZXTF?
FMEQ%J.X#;H8;S/H8R NY\$E_8 MJCMMN/1BR0ID?/S;B\&D<*JLI6MF4UR M0=12/I_7%C(R30*F16T<(IU.1!;G?
11.FVE5_&Z5/LGU6+T)-JCM>O@B MRTY\$
8;EG^E@\$.)DM;^>I.O;D;JC3@HHS^C@.E8MM.QBQ0ID=\$/%+MQQS\$-(%3ISO>><)5YL@ISKBC;_0!&
MGIV(^#/#/81#94O>5_W1!#;D12C.=*LATAN;/&";9^UFSR/*Z.168M.C R M-#&R.S\$N>^DI5U;<JLXLGZ?
7\CISE5J_B6RS@UF2U9MC/>LE.OI4SV&U! M)"3AA"(T&E;^NW&P0Q\$D6"-JG(4ONP\$XM 7_
U;HU&X!>_A1=ZY\$*GW'O MTHAFX;JBWHV=Y@W_3W!>%B\O>WW_IZ;=?
VB77KDF#"?Q7PP^\$U6&%"4K#I++".#HI>Q<7BK^+C MX0=[3.R#P\DA)X,WGYX-
QX0>D(&X_&1^3DP_OC(WKRM^E^0M^/Z+D\&) M3I^P15T^C@X#_7I=7H+HGBKK_N_I2NGGL7#CL?
I^E;2IH7 MIY>3E=+^TK-G@GO+?"(9S/BOK'Y'.H>O3T\;CZ;JR%15L*&>7X_U1.V3B & MP7)!_#
I/GY'1@<#;.FCPUQ5?G^&Q&431AVP)I>BO;P4R'P.B)C2X N94W!;.%JK.7_I MR; (0;C9?W4X1D7QWJL
MX\$D\GP>R/OZB?ELL#?AT0_P#_.6CW&7N;3>#C/36UJ(CP;3G9EUJAY)>5 MB;_%=VEYX?V%X IJ D;I
I+0H'R'H\$Q+D+I&COJKA3.P MH#Y_%+=JU2?I;C I&#P;M9#ZCMT4E=J; (I)M^@Q\$O&=96*"M3JT?6V
M8;U24V^H8H=N\$Y'/Z@_PW6+;JTI1AQ7I@DO\OSIZ\UEE765E""M&M./;0& M^=N!_~^A_4BW P-
+UK2PZJ_IJZQ762(4^=6Z\W^2_UINYYJR*E%1<ZO*158I
MUL9JZL>X34M;VO.YRQS<"MV#&G*MZ_/I.1\$>;*)@!H*);@*2 MU)3 I!33#(H%)U9,=(?89,3GH-
B;>CYID>P!9XWZCW5B6MQ/*J.XPH*Y*P MPW1R\$2-
TRWW)JSM\$Z2U>!Y7QS.A;L7D=VCFSSY>\$L\$_-/;I@P4V""&!0RU MR+JM@WRFY\K?/W9Q.3T8QX4^HSI_S/D
7+&D?L<);C_5&*TCVA;SK(CZ M#LC)B/BS"Y<_=AB2DEJP7M? SR@;DFR/4+M-(2>0~R~C/JV8(MF4^DF(EID M/N
FZ_U04/@GH)ER/0)"(SL.W;C\+<[?^9R0)_0 MMGGH!;"OP53MF^3V@~R~MRTV/Z2PQ;982?+K2
H258XK<4ROE;L5L>V0+>M0QMFCVBIXS;C05,NU)A=1EQ+1(GJPCF;4F_~P#&02L%
(*6KZ*TZ\;VI3IDC&+D6;'KHP;>-IUH2+D;."ZZXIS>! MI09M+62'ZY A<2M#7?;?A+X%#*R(@Q6QZ!&F?
Q#!L\$TNO8""(L\$YC/W_.E8A M)2U>1^MXQ;2LE)85\$^L1,IY=YZ8ZX*MWL &54I;P";0;P4;#!@AI*6J1
M.EY*8B8I>Y0D;J54K8ALCS JHW)*;C0MJ9I;#_JFZ2H;H_~90+P9^~0=D MZFK;^EUN/9U4JE%K7Q
F_B\N2*IP7;0_?Z#;^9C!;#I^L8(IU+\$K*RE'H\$ MR\V=H@Q<+&'8'9\$%"X@I=-B?C\$;..Q*J6GAR;D34G)R4E
\$K9ABC VZGR\<MOJ3TE'I-KB%B;=I MJE(10M+SA.0DI\$4'4L2ZA.ZF3VEHKI&1\$-SB)S%+0H
MY;Q;0D+&0B22)0D*Y>/5Y'W#I^QUUT2\Z6%I;VGF;U&5H?5AIO&/Z*;
M6=E*TE;B;66(HPC#Z?3I@3PWY2)F*VOQR.WBHJ6K-ZC%HI_*\$>@7C+Y#""S M58_1DI2BD\NS1S0M131SZMK?
G)/H@JO;8TPHC?GV020I4'Z^CLIMU.DM0#G9L?2 MTSOKYXANGW\;89K"M5&*EIT'&H?OI6%*O;' +0XYI?1FN=I?
02Z MZ)BN*;P>EH0"?00R/J5K/M6MU-<" MD_/+QP3ZV/CIL5W3YLI1T *0C\5+2/0I@HVG?
TW1*";F12;GE""X4.PC2F5G M@4W\JD;3AJE1SCFO.67L(W;KOU-12J@H4HYI7(W;U\$18JOU.5"C4&M&L)
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IH^0KE^SM84N0(Z6JIR#I#V;IH2Y3?9NQ;2TZ;3\YMNURD_M*WJ10JC%4=D7(@34>*3-
>V2N\8*GNN\RB'H9;M!^*&O+1&DB\ M*Z#X';A9BEW/AY823#_K1.ZE\$^BPPA95% 'BETQ.F:N/&N";^&
<MLPBD8" MZ\$SE..CQV182;_/D)+X%8;-LSW;+F91H*WYR5%OZ<\$VXI&5M#(@Y MRC@)Y+D2\$M-
LQAO7&I%#2>H(2E_U%G2B;I"/PI0RTD&LCFV0B17%2MDD M3\IE%YI+&#D+C7).BV=Y22UF*IX={O)FP5
ROEL\$.U W^#AIX6O9R7+X!> MO^?2IC W;I33; M=6<+IX;V+6)A5DKPY<8
M2"KOUULSGW8P&)2261AD;52PEB1_#M+TBXYAR/31;\$TMX)/I9F_D'5\$45K<*W3^ZDJOJ6DLE LBT1TL)9
M2K2=L94B7#"DO(M;3AK32GG(FU@2L7#ULYJRK!+?=VR;T;I#H>(6^C(AT?7 MW MF_M\SI@/FNAR5&L@*6FMJ?
P<6(T;E;RMFOC;4JCB>ZE1 M#1X"5W*">W@I8Q\$PUEK+&DG=-C26IEJA\I6)LK;7H-D77GY/PL2BT8C6V
MH\IM_*F-8^?OIH#8";KOJ&+;(&^IOMM=?T67< MYP7U_.T91S=B;2TJYZFM/R-\$\@VD@/FR?
I;B(VLE)82LY<&6=Y21&?VD1 M^J0CJ36\$&H*AG*MHCH>0ZMVI-C5U9Z-C>);///7 MQ OPW
V;J\#>4XIQ\166:S8T7/I=EJ*6@CS=IRS\$&94K81LSV'KX)_2TM M5&6H?H^YVU*C7>^BN@>3;FS6L;87-
66H0KYNB3B> 4P^(T?CLKD"TOFL'F MF?K.NZ*/U#V^I/Q A-U;@)Z-
#OW\FIN%Z"MF&4@V5G'5H;A#GK54LEOTFVR M>CPX@N&248<\$TA\30C.FI3NUBY8R;(TFYVPJ)K;!RE+
IN;2B6.10#FI4*)L MM9U=18T9Y>I+;I%I8I&AS)\$(>Y2V@D*N9@'6.7)K6'6S;""U)S7JM"B M5;
I'S'4^8BE)+&RHF3HI;(*LL(VI@JA#50HS>&GSS/80ODT04K;?&2B MJ@4PYPS;_YEWV<ZSE^?>4+1.N/&%
G?7/S4%MOD<+<IY MB'7<)11RU;) M3B2_C2F)=_#3#GJOCJ(6TIP+;2.D/>^VG65R;@YTYR)H+2/GF=M2-
ND>&E0F M%W3FGW/;4 9)AN;7\D?EMC*=<.ZVAY/R"*VFJLWID1I>(;^KE3#NNTED
MDDUBVFCNH5.%3I9C\$+69;)-?KN# M\$?2.VAP@=5F12;4A'YT%Y_ T7AL#8EY9Q)&=MJS
MT")>^FHXAD9\$;"32NVL+FI&K' VAZQ+X&FV9G W K&M;0EP MS*#OD+;?
WI4IT)6^GI(WI=TV@<_AHXC>;W\VI(C=(NRT4#>Z=61@I4QIOR/3 M
C3BGH/AS0YFX(F.N/DDWLULSRXJL=7;1YO5IT^\$N96RAT7ZLDF;F9\$2I);UA\;I_#T5+4(IQS^8?ID=;K9>M?
NIA%6G'3P?U+SK>X">JLY;JQZ^~N/L?R6+I0&7)?K; M\W@DN_P)?I%N%N%Q%N(O)_.\$U+(D(%'D.A\$SD/U;+;
<35S8)BQ_*F>Q89 M^S(-J>I"7%INF=Y9\$H(=*EH>W;Q)E'^\$XPIYJVG/"854 M(?XV)B\XFS_FT9\O;7N6'X(+
BOT&?P\6GO;@D@_%\SPHDE>B7.?? "L3R M\$KX@;I;UI7<.D5W+^0?46V%RIA;H_6I-
TSO9+U18P1;@3V1;38.%I;4;%3' MU<1."AXR@1+>+0C M<4W\$=XK#-_35)G;1^KRA0R/CK0I5+QJ=4.UOQ
D=0%0HCYK(<I=Y;HK5%I3 MRU!=U&Y400\$>P6RU\3^9B*K-Z1H';-0C4;8)*RCJ\ M&."_//#A3YNGU?1
RPGZI@L>8IX?4.00QIM>M%\$3&SQ>"7+6ZJ8;9#_*H M.S1HOI'DZ7+UPM*TZ2)-3^=1*F-
L;=2"N8#3T5%^G#E9=V03\W=#"D4\$;V M1;Y)8O"VI3TC<(A;S@10>"HCR_0Z5W4?
_7U^N\VT>_8+O#%ENK6/SZJIR; MY(/&RP?Z')RZT(+82VOM;V!+(C9Z#5;SWCO/_#HQC(5/LZQ@E/QCNSL0_C
MC\$V@;(@K\$*E2U=;HGM'V6K\N J(C\IS'_3@&L&694IO)H/*JM* DB%&E;F;
MZAf%QJ(9(*S+7J<;K.NPT3KN\$ZYB)Y\K;IS(UIF\$.1A<)>9.ZCL;KJONH9 M^A967XFF(?9?J\$.NW1?
30%JEWH7I8+J)6O;-JI+WY#VRDM;Z.BIVD1M2;K2 M*BH=XIJ#9R@I71OI';5&V5;\$S1A^IYJXRIWRNI@CK-
4*&Z(>:0Y;9P?00 MSF&B4.<U;DO1IQ%)X\$@;J6=54B)NRNO_TKA6^H%3)PN(FZ)*L M35(-DD<(<'K3*Y-I
<4)OX0>3Z?8=;LUG2SOJN%*C MEGN8P>Y QJ7K+WG?T5I6;91"SB;JBQ\$T\L@J*?ZNYIUI*LI@=NC^BG=\$Q0
M(I TVVJF8E8GMM^)?N<_%CX4YDT?D)BO?*034C6(FM@F7T*<+/@EP2P;.#X M)O6HE\;P;QCC89?
@C4*!\$6_UNUL3ZEMP)3PFG;(ZO^W N^J)5I\VAZ1<0.Q\$
M0\DFSVP>SJ/Y\$=^I.PMI%U1CZZ)+5.TT'B\$=27N'3M;N:P1?6V #F75Q0F M"FI;OD3=4""+6^J;I/XV'S\$YV/U0/%=
<@OQTH&B_ B3Y%&%^+QBN*%I%;I M3LK9@&+Q0+EIOF;?>
VU9;^DY#KW@M=HIY=^I^;=Z)OK+Q6+>C+\$P^Q0#K-Z MDRVK;FCXQ0;1LV^_W;BW8F/L;K5_*9D?

J#4B:U^Q|K1?#)^97S2N-R36P=CO M!|=!HKY:JJ=FY=6_XS.:5TUAPQ.8.FPY4.#O\A:I3MLGR"KUK;(\$6W.?E^
MH:V 46|?YBY/XE07KFTI>Q&>1+D#0^:SQC0^?P"G=KN|SJG+7AHWTW
MJF08M+;#K|J*D+N9L:6|@-2RL=;&L.ZB|@C*G0W(+TH K M*%|OK)*_JHR.:326KS@&K1OZ6VPK(&)#FU0X
M3|OB^~^O)^/RP/O#Q8*C.|S|&C.|&O|PVC=L|%R46;>E1>VXG->P(G:8W M7H0EB_-H5@-0^C-
Y(\$%ZL:N;ZLXW#Y%8H^0(D_XVRZ0P@&SZ=B4|I-0UE MW.\$NGRYC?%5P8D|*|N%TP^I&IN4:9C"<5>ZN%T?;U%
6:3XG|G69N\$|L_M|\$RI0Z#|QV% 8=ET07%|NT"!2H>BZ|P=,C|S W=|)\$P*=8DBLE-|<+>R>E? MNLL-
|>F|F6'57ABC|WYCG|J7Q.K5+3@-EUDVM)=^\$->Z<1=M@2N4@&'^') MXB?KG?5IVFH.WU3V\$1R6J<"*:-
#.IP&J\$6\$/FD&C^I,*U;F%XF""7|3A< MN5:<1C<,#=UDU'X|I|KVOZPIHQ 5F+;G.:|=3+YZ"!*?
(24H;EM->K@FMRLRG8LESOLAHE:)2_M=55*JUB@DXE"X3(EP F5Q9|4+V^,=\$%540N#RBH0|&C6/6|B0>B-
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=>D>_CW(G%JV|&9V0T" T^ MS>^"|L?J5IP?R+4#?>=ISY6W5FVOJ8)O2:54^7Y@_ (U+P88ZL?
Z@>N4S?|K63|)VWZ0P|?YQ_Q0?ES3|X6QX)??"2"<=> MVR5E.5Q-%QJ53U5J-
LZY2^V@L^&2GU4310|P%&H7N*RKPRD@K|9.IY+|(E/U M^|QE#KJF_K@|+SY|KEC:S#/3SYPI3R
9.M|L(D.G|@SC2OXZK\$ =W:R|=. @ M_|H(6:QW\$)W'.PIPX#J5|'X@|X#" \$Y9\$B|J JS.O\$:@%?0?D4S26C|8)64%?>
SP3M(@>)3\$Z|(#;3.6\$+BQM@D%|QUUE'F9(*|J@3K>"O939Y
MZ@R#)&ZY_&Z5KH96|L:5Q:U83|7=R"R)\$TLY|B|S|JVTUCV9|WP+0+04UM MLU6_)I=5-72|>T>G^%0:TL8GUB
L=?R8|UT>7SU""HP_?TID_5FVK^ MZ5+U?7D=K^2LMR/BOAP-M|:G "2Y_ (FS|JGQ?>NY>6E)BW"6BD3).<%2^QM
M|8%|>C:0T+I&M/5>V3OR#^%*, "@<'1P=RIS6=W2AXK&50|X'1P M^#8.8X.I&2|:/=). T|^6MX3|H8V05.)!>
8C0"> "@?B1X&K-5WZZ3(NHW0# MC_R7_<'NFI@1.&K: ?X#|W.5A6|= #4*A'MTH60^H 1&1'K'MV|>R'_Y
M(X|@4X;WV2\$Y)EYFK5HT%?T|Q" |V|2?9&D:4DY217VVI0>.7|XYB?OM6 MYM8B|SB@Q_+;\$#>T_:|<=M|)CX
MS&|&LY*ZPK|HUPS|B9X;| "8B.Z|)*VFH 1#*?N%>.WTW5C15Y32" MX-(C7N9Y|ALK&=M:B8ZAG0%0'9'!|O.K-
)XAS5L/*W*77|2T^|(|0K1|! M|C14K|J|H M*9K:G>*|WOCK(D/&XD DQ|HDHGB|H|VX&22|.:>3O7|DD6E#7|!
M5TXJG2Q1T|5;^TS5&XD:&DZ4>ST|B?A)4| "L|E#)&/D:Z0<|Y&|H|Q^Z8/@! M'Z&|RR6:8|V" P@;TFE|B'?&0VQ|C6-
O0TD#%|CQ4 0>77Z&^4GW5ED07\$3 M5_1FA|? (UMWDW#%1!2"X^X^0:K*LY8H9(|H9\$0)ZY|T3|32|8%>) Q0X
M)2*XMV?=\$=75WP#;5-\$ \$!%V^4>|QG?EL*/BBXO^Z#|+|HHS.R6|_0=02P.\$ M% @ JX'6D:.'<' D^8!_!0 |S>68M.C
R-#R\$.5%?8V%L+GAM.M5|567-;9+N>_ |W|H|O-J08EX|NGO!2|G"\$J^VPJVF;FC8\$E87.*(MTD99?F
MU|_H2A1.Q&C&BG0_|/?PEHC\$|9P&>|)H#)FB"DK4|JS M|*E.<3N2R?CZ>|J J?_ \$L_|G+SIHQOQ;SH62Z_N7Y|>?
O_YCSB?_DV M_Q<."2KS_|T G' |CQ^>^R^S3WWC_Q?GOQT<7XM@_2U+G_W+NT|YX\$ M&\$|ZRS|_
|0&+|5|6W90O9BDLNUE_\$>S.S|1?X+UQZ"^|5R Y'_^8Y% ^ON? MGCU;3<=|L&/6|)5_V|>V51R|ING+?
#8|^*_.|81R'R9_3|.1Y_>CS5|/I M8C89YRK|3TOZMX|^_2L_A_F4&+* @|73?OSS|BG_|3\$^ ^3K|7M?YECHO;-"
ML(3B8@7J_S|XE<|O8:3;L>T<_G7UR|I30" &.)4Z)6-W5K%)_9NQ*A M217<+;
|^RTF(.G>_=\$@1V^G2YSC8QF65M\$) OS'5YPN_|I|Z|R.NPWB"|T|? MPAQ?
S.=A^GF%)DSSA_GLV|BN05HY|V9A^FZV6(PB8|FA-!.*KNM!\$ _E9<"1>
M|U|0R8BB|ICMMHA6LME|7DX7|F\$KZ_|+|WQS^9VX.\$>41|C(M\$H@./2)QFMI MY-IG.#&X(|(|0IBKXZTD6!
+ND51PB|Y|^*^A<< K3\$S'R7?QJ>_FVY>MD T M=-.P.;PQ3|FXQS4HD_/2N.5;W|H2?HU.<*7YBG&SR|NG3//_%|
<7IRTGT|MC(F=Z|O|G)HY-J->M?BO*|SLRZDZ+7<.?L0R>AG1\$ KC0'G: YSFC/8- MP;U-
H7#_D**Z|P';,\$|A&S"CG10.)L2;I+?.R#|Q.9*%|9)HARR%15|2'#. M*V
|Z>*D)HRQ|7JY" |LV|&7|E1V=-49,T(|.960;:;@\$.BH" F&(3|6R.+T M|(-79(4Z|U%(CTD@-F;.#1"Z.D;7|9->|I2A?
H10^T%\$=)""3TV2|1U+> M*CGP)GM %PM&%J1RVYC.+1ZUXZ|:" G;R|3" |>XR8;Y U0M'27F.K\$T*M|
MFI9K;#L;GX5|0%|QB0HMD=). *7LM7'>VWW\$?|<#=-|Q GRH)FLOW:RJ<*|AW MLLP69X1L_S<+|(8|70E1_|
(\$B=VDMJ+2#C Y9BMB^23Q|C|6Y_T(Z;7S^V M4Z^R;S#|>UFY=?J?SP>=H_-ZT\$8;#7=M8LT;.&AR!)MT38Z
MT=HVY|K8-EQ13T|I">7AA9T?7:UZM|0+R:30G0*6\$Z|S>+EXBE7|ZX^MRO MX8_|R|G@>0QGH;YV5N:Q@6-
+|?>T|Q|NN&LACK*)CF9>0&_)H_*SD\$0T=*| MG&6|F|)%<#?>QQ.(0YH>WMR|0\$|J(AI&S|94&EPRO)>+F
)#QA_QH.AQ M3;RAL'ESKW@DV??H(DE212|C'5%|M2P1 @Q|#"&_*J'|<5VDQ|4|A|Z M-I+K@T#G|I|)-
"8*31Q&M.3KEP*|N U29J1WHB7_J#|&G;8E&WZ|*BTC_": MG_2=@|BPG49).4F^526R(\$C|DTX
f@/98|8K@QYEZ.FD|S|J6QF_|C5|GB_%R M.4|Q|O;,>R9RYC^C B\$#;.G&R_FPV\$'SV1CI+.SGK=_%?
@AG'5<8QE_>8NGI
M>NMRB)8+3|STP\$.)|8:M0"RI0(G6K05? ML_OQMG'&5|!>A<47>O.3IM/Y>#G&Q>4<&*.M@D)!6A-
|FTX|RS8#R| M>90HE-WFG-N|P|Q-VW|D&-(HO_X@|QC047V7.) F|S) KO N=\$I'V^L&Q;
M|W_N%Q^O:1.0SB.O=TT|P;JD+4;=&| #8|*DEP+VL28)(D+|=DQ|TQ#?N) MX
B>LO\$Y61F@>"ZU5J#/\$4|+9,=%ABHZTQ4'RFDZBB4.\$@*?1|!|.8:9 M6TT&+2|K5LP?LCF1(FN|_#EPG>
(.I.T;O#_-9P46|+0D3 M.E<7(XEB|"4XK_\$;3F9?ZP7;>|")^6@8N2B9(3DF;#@\$5)|I%>">YJ3+
M|S9Q;ML|4B'(XT\$WM-4 S1U:O)1-R&-8OHRG4UFG|O|T.RT D396DM.7R MY(6UHH|1D6N1Q&TA:
<(2D>9T91HL|T)PC;(|AKOTD)"!":9K3|HFI|N&V_@ MVAA27J;PSAV.L;\$|T/VGM|U9#GQCRY_HVQ-
|/DQ@M|K_)O|F|D|7ULO% M+6N8K|>1C:B1HP"R\$|JOHHPH\$ *IMZ@|Y""?>\$;
M;+)8&J_|R|MPPW|M+C|AS"N>2OSZ|USOZN_-SDZ|S|\$)3.OYV?DI^ M% =E!;.*W??MQ.F8?>|R;-7-H-
'E9UQ3|Q^|A|O|X4'E^O%|NY^XN@QQ M@K_|/H0Y(1WQH&ES(?D|JYH.%9S5Q43C'-LY^|3'CKT_Y""VRQV/?
_M MC"?U86|F|T|A|I?!" R_YPNEE6X:X@C9564*6<0EM5+&V9HZKP|CUXYED|H MS>|06V\$?
T|G*1E|JREU;"ZTM<+O0\$^@27C35Z=SF|1T|N|L3!>A2ZTA^Z+| MZ5S@-|?BHI?9YDC@K2\$|LB#X|_|
(8KS3%IF(K<^ ^AG)D_Z0ALKR(&D=|Z_M1M|J<_,\$*U8?IC4B_8;D.^&8%&CX<4)X*^623'D0D=\$!|F" |1|DRBMHR#
| M&LN@PG*2/RCDJ49|6|9R.5:5%F|;|*(FE&E4LP0B07 K=+"*&/|0VS.WGO@
M'S9ALM+DHRBTC+K(B%5'T.%E.#K0&|H|
MS_A1K)EMUJ370EC.^2I+5#GZ)SBA2+@I|^5506P=X|W4DWE<^Z008AU3JH| ME'F=\$/->*=M?
P(|F=Q_G&..|34ZQ|BQ6;|R;(>(<SE;).%8>3TUH9D-Y_JVRD MC=|<4="6.XTFB|07|C""M?|MP9+KVJAO0;6S M|
<+B"SE@|7|_|@MT_|U.ZGAL7P5YQ.S@QJ?87** (ZE+RD9\$X" S62*B0P"7R MP+|EB3&7\$-
KRV@K8\$;V|JPK|TPFO|D|D.JFD\$^=.(=<=>+9ARTKE%#B&\$ MQ
J|5IR&039=JW5S9;8AA3VT4+|'|&2ME;V^2A3REKJZ.#ZE&LN:@_7#-E6 MA4L1%>;H>SG-OFW3?
=S0C09BWW=B&T:H+G^Q\$1.2@B+VU?|;IGQ"13HH6D7C MD8)#4+)|FXW'|VD>F9?LR|=1#"D2HX&
<#YSE9N+^QVR6OX|GDY%1WF=F\$YAB M;FT&@Y@>U W*"- (B;I6ON|ZVN18JQQI#IDK0FI2R*JULKX?
T9#B*QH(O^T-Z/\$ M1?%EUDES2V0KUV06D(|5Y|Y89KVO|X;|HK<7+@_F>8EAGGUL59?^VX< MXGBRLH-
RRBB3Q;#16E"U?P01SHT2*>@C'RON|W_EJ2|O7BRX*YNFC1CZ M2*NY&UEP7CD-
"L"3|U8S8H9T" &E+@.JGG;NUJ&UQ@|G;<*2Y_|T;7-| MZX5WD'AR9-&|'|YFPS+
-6/:"TSM|Z_NMYWWVO|K|>KT|^6WQ|A.9MIK|PMR M'U_-=/LK|C'|H|K&H2H|1EH?;H2P_*A62C|D5SUGK'|X=X
VB^|CNMQB M&O0BLZ6QS_F|1|2DFKLR1P)M.(@U;@F9\$T|_*3U8E^|?I=(|V.(6G)QKPX M>_J;\$6!#0;^8YD+6?
K|RVQ"<|NH|Y;+LU\$D8|A+(|@R)EVM..WK+GD.".. M.20K=&O0X2%#<<|&#W^Y<95,U|ELVGWOZE8|1R9DKO%F
ML28&6|G %T;6MV\$VV<1%>^?X.H8A|;<#Y7|C9N^0Z6YWB9?S>)7A|2&|H0I-MJ_|UO
R348R"U>|Q8+Q6'2VTOAQGU;4K5)3,+&+KX_L|H Q)OS6F0(O);.\$ MK|H|U%|ZW|Z+E\$Y/3KL|P|JSFL;+4=(L9;J#|
4|&YF" |\$P.H=J;S>- M'D8UT"O|OJ1|Q)%W=FKL5=L+GU05L/ MPQC2Q7)K9?7(0C|V>V+3KDS'Z5P)9/7&;

(AXU;I6CBG%C"5...8M='6M2X^MT..PAG1=CCL4WHS=CIZQS#XG1^MF\$X2D/+OPD\$KEP"15H?7,Z)?"R)7KK\$
MO&AMJH\$>-J?+^L(W)<^<-ZR4A06)F7D#"'&PHC.WL)2H;U)5,@9IU MR9YI;9L7BKP%QI
NY;L+J!)/_<=2W!K/ZZ2ZKL_N#;+&FI"8V!QIKV%-7K+;A^9IX?T..1M6NB>JDX;\$AG9W"/I MYUIQ?E*C54?
*2#;OIN#&J0A3A/6(4R)KH!"\$X)0^ZVT0N1;MJC9>/Q0SHA:RC?_::WCWO-MD<=WT\$CV2WJH!@G>.V3(67M;
<@;8HN6I;Z6&B7#E>/N1!_#%\$U)0^<^5)\$J&VL MR;YX3L?
=%MGCGO0W6^/ISFI+MW).VN/JU7WG'FR.4=:B(XETB\$R)7!4C1&UO M;,%\$XXLEEZ T#^+9"MB0#MQ;
<:*11/ZIT&)8?'DSF7U?7.5S6'G%B^H4E%'MVA?0J H!N=WU 5W?8/JVEV>+6HNR-OI-US4*ILOTG+I
I3P(6F4L/"G04?";MZXNUC9D),Y:B=46;MYI=6MT#7H!U&3EKHUJO3TBXO\2EO4"Z>QIN?MJ;:0\$ M#RFG#-
QIONK+\$1P&\$;0@%\$9N<:6#Q>4(=DJ!;\$NELZ#00NU'9GI&L6 & MSEZD?
YV.YWA_304ID\D29QJR9AY4L;K(4(O@0V;6>I3)M';J=X0XJ'8IQZ)<MCU)L3C6"M+E\$5A65;YD0\$6GHJ2A@VB Y
-(1141(E>L=HDV)Y\$Y/5-L2XJ'I M_QV9:GU(L6^J76L*J93T(I#1*12A59!"@6"<@EP\$M@.UHY/-(MM#I8BT;-
EW9S)~7#M5E-LHHY3(IXE)G"986D8>#1@0#15QZTG4#V;8S=
M#2FX9\$;K!,\$U9^M>Y.A*OKQZIFT>HW>62Q^!+@Z(CC5^56L^\$7.J;.U6T
MDE;)UG6F=L\$WJ+"7QS*N6LFO%PWU>MR-GOP-
XO\M2%>_Z0B>NV<-5"X00FT>08_U(LZFM?..NU6K!2'#FXT20SFNY77UC MXY,?<#Z>U5I;-
=P.7^J_S_<7I70R^<A.EG_!B6^;IF)8C&6.6N4B@Z52UMV);\$.Z0'S3+;E'.Q=;I7!<=88-
JSK<1!"K>M.N%B4*P8LN7^DI&*M7F 5 M".XC"YFK9%MW(ID>W9!C0;15M*2_S9I M.O>#=1QSJZU\I_OL>I C5Y-
^I0015/QIT_.B'78FOI0\N-G'>'4#1D>;C2*EQ4HR 0'T3F%ACCC MI=; HW8VJ>I-NA9(+*;-I0;-8,X\$D8?
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MK">W^<S;XCN/5;JAH^<U)EM.0_HBP" M;:VYJ?>9W^?@#2D32Q(Q&DH)8)/G;
XVZ;Z/4\$EZM4XA_ZY2CXQ1OCB00+JN7Y^,\$\$V4Q&F/BM.7X^FZ.GR8YC>(&I\$FET2K!Y=>L_(AG4;8C
&2M2L9(72FVN1'I<> M\$FW_Q!TCA!XEEJ.52WJ413.%R==S&=LB>0FQ0:ZW3@I_QZY-
/=F587@#=#3KDK2&25RD+FWWL9\$)KY' M'5'3;))A13);H;U=P9B+;4W;M^K6%<>=fOI^NHH#787.C9020167!
M"Z9KPP"LAW@.6!HF#*V^9.YUU8MN&-1%XTF0N21^NWA8L%;3V)10D.E3LL>'@C"Z;TK=-
ADQ"A5PX9%U/PD6Q\$!Q# M8 *-YH8'ULGY.X(0D+Q6EMZO.^;%;V*M(\$D=I MXK5;Z&=(J*IMRQ.
<I&=SLT#?!"\$100.6@>WXH!"K'E'QVJ7FIEK01/(\$3W-;22:AM7IOYKPP??EM^EBDIDQ>N<I
M>3MD5H#*)=1B40J*J#XXQS)3K1.LI@35%!(I6S.EC62;) ^25BF-UV-.IV.A4 M.N+1VL07.UIG7-
NVQY("I.C.WL8.Q=I&G>?*;BZ3@<;4*EU^<=4'8@?TAZ-"*GW4 MOB!RQIV538V9;R/ #'2IA?>R04H/-
H#1AL=@@;F_4H?10443E+I MTCN-9-6SIW!-7",##0-&D DEJ%I5P0D?@15FT!54S#8GT<.P=CQ7_2%(U%A8
M;/HP8U5.UNL51%B#1%3(GH(Q3&0;#FOC>&B;VXF!85TJW-&I N! MJ8R/5+U MSJYDOZ)K2+@ (761Y=V!1?_R4OF
^G>"LK.IOU4I4Z&;EZHT_).ZOI9A-FG MUF=K!&TK@_8Z/XWJB*YOD&C#C#2""NXCIMGGZ?A_B?
QDQR_9=PUD;^"H5M M.+L6Y1/I*P=KOUZM=^?OM*
fYZX;&D0+8G&B+/%K'6H=Z!#NB(<5Y!/*;Z'7//8Q*@U0IG=7PSIDTK>R)
M0GG3#B9DX\L776.78(H9D2&K/(0CDE6I^BJSZH'W4S'M@B.9Q0@UPG;Z?+ M;/T00AP-IQ?
OX3IV:S_Tf8R!B=I'LI-I.TQT@!L_7'WCM'5;DIHIEL.L;J3#*K-5Q'-NF@+"K(I@B;?E? UfX,G+O" MM2(EH;
I99+R#H9(DKZ8?Y';R9OIV4V7\GH93PAIF+E&G MM2K+YRZ#NR;?XHOV/Z>+YD_H-
7OY\$GJ@'4LK1##>U!XOWD/T/\$.("I4- MVMGFQ7&;!^"T?&D&+N V'MCI-6&GAM=9#6//3GSD*UFH
+9ITXJ#J9(BSP8 M5*YO4MZ%;4A'J8_*NR;"Y+^9IAWIU?K6ME_4R&=&)>U8F>GZU#*^&_NUO M=AfTN+:69IN1-
S(^XOV.%8!<4X%2?I9KZ1\X2I@P!45J>2Q-ZOW>66=H
M))M).MY'Z9V24%)U!05WX)*VP+5*0D<1HFP=#;ACNM*Q8@CVE>JU=;OI#; MK#H'>G.TV114VAF(LA E5 I?&br/>64AIZ""CP4XTHER'4.0S)Z6@GZH'D^TOZQ MOKI+YR7(KE_TL;15;/O-7>)%O<;3;-X.YX2L=Z-OIV+ZWG;
<+Y@MPQP%QK M.;ID8.R2#%I%\$ISF>O6P;W(SI4C1SS[9V%/LI.)1LA@HIU4@CP6EZ)1VJ
MU\$0*FBI"SZ\$;4@;2D_7%<13473;..YI!6&=W>E)+2&14C\XR.NEK'XF* M4T-PM8X+TPU+Z>Z.VH=-
Z1^#YD>AU4MY'>T8_I5Z9O+P^KU.X<&H&(JJ\$S(F2@6J-MWR*5N;+/*3;2&EHUHW
M7GP0U&\$%PJ!^>RDIL).YPIY.9_ICC6MACOBU_KK.7(R!!MH>'S&A2B/%H@ M
I*#LE+9\$#0/N\$VDO;Z'/M+FU18K5PN%JRN3EBT*5HLT?";.RF/>7.#QI2>7!_ MVJ1?>30LKGB?
TGN%IQK(2%<^"M4C2&JD.BU7" 4NQ49=479'N=YVIX%KAD\$)X)&IP6!8@B==I9;7K1D7ESQ
M3+R!7_AAV+!#U!AU52D=RRWX;VG=FC_@-7;=ZKY>ZRA;34 (JK_IJ M?UIMSP>U=>I.C+15_=?
W3H@O_T;SL_G_?I2<1Y+;77(>D>OWA_NNSZ!"F MD2"B6D9DP7KWJ2RSI(IX@!"R2\$6%DDOK765'B(=NMG<I
IL9S.J&"FI922R@ MW+J)0K1)IW>2F-Q3KT*P= D)*R3;L_(BUV9_#^EPYI5UEJ.O=DMV)HK
MMU%@7D0UOTB4^K7SY M44"MB&4*O).E%N*TX".+(&DI>G"16Z=C!+CP7I>MU.F.("97;=DH\V%I?&br/>TL3F*&QHV1!H5\OZ;?OY^E(M"2UU5;JPT.C=(T+U9I5O*((GQ7M;C_/WG.T0I(;?B#RIL.%XOLDGPAB=I
M79)MIG4VK17(9J4GKYM)HTBEAT.V7%=O+073;/I=@UKIT9N@K! B;1TA MB^A E<@&@&Z
4N;7F&PIG7GZ>@&#6DG/0);6@BF-5NZW.+>ES_>QN9R;KYKSO> N;.*%*&FLO#AJD\$P* M\$(M5@\$%SIS-
A)CUO.%ID0UIQXSX*AIK)J3F'KNP*=TZ"SF1*E SJH6&M\$WTW!&QJ+K&IW#%9!H
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IX"BH(6F= @(25M2Y*MM8YIV.FJ<)H=%N6 MM)3(A8^+>RX%;ZO#RX/NCI0!U)K,I#>3&UU+@"
XECR0+;L=TXQYTSJGH!"0IHE>^+?>95X/VVVU.W0=SEGEV M-?
W<74U^P'FJ<.*9!REDX9!KN;#57;1DC+810<;X24&(UN>0AV(>TL8\(&(V M\$_-1R?EB?==3U4I?
=_9E0^/6!1H&LERWT-IX)(L\89;#)O?3EBFGM)36 M/23O>T 4;2GLXYN<.X.9?
FA;#"W9_1F;.XSQD8VY@U_9#.YT9M8G%+DI+J0 MJH.C(#*EP7A;=,UN#*U-G4?
GL;2IR^F>+8_7S\>5S+VB!6I_AZO.CJ38Q0 M>"LUV13<2D&N>DI_I21NQ-W:T7P0U) LHB-S95_1I,R8=85+
Mf60%V\$;A5AB+4I'K<>%\$92?)8,,>E+0A.*I5(2A4'W@!Q2M8\C.ZJ5Z/I@
MV&6%P,B\$88F0;E5'7<\$APPA&JXD\U*5W")FE4G0?&=J*70D3N4I(@A;JC M2I4@H;
I#S\$HQH!STIHFZ>U(AFBQI_B I^3W1+ #)3U4Q0K/OY?7A M*\$FC/2U L!HC**XU1*XLX,@#DR6KPGLT.T.Z"-
BZHOU\$Y\$YI\$>8<+&8*U7 M"3R2Z;@80DF#@&T8;V8;QY^%M M\$>#I=&+I7OGEXD?<8%S.GIHWJHTOPT
M3!87"0UO9O-WLS"MN2RT2P;Z+W.II>XR@I>@I<I@!/?&1.F\$B!T+I+;\$/V@M MO#OO'EQQOO)U?
XNQNA97=TX&;(6D%2C*SR\$!"J;U^5*3?6%).W/?-04LX
M0W2K^Z32GH+HCQDKYUZJ'DBOSYX7@UI0TZ;C0*2LIX;KZ.RKR
+KE8N21Z)M!U!9*F\$3PIT3OUM^O%_VAIZ@'>'!'"J#_J+T-LIQ M.#V8!;9 HC#U9.%#K/\$_.7BH=2)YI>
I@QF;4I.#/0X6RI&N3#>\$&GU.DYG# M!S-^O<;_9I?S;.Y6HSYHG;28E;6E5CVOT9M!RV5ZLIS\$6CZ!KQ8I81*DT
H;D@R>G)@IVC(H)P0JY-I UDAF.G/I0H M1&0IRL1)I"UB8)_8CGIDPZ;.)
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M7XI=9;O(D=*U0ZH@D(&0"4%8'FV<%,7L)QB4R#(TUW@V@_N.Q*FG2MXZOLJP>UEZ(?_7>2*5
MFH%\$GI+NZNXD"+8&QV6!IG@C&X=&f5L&&I6%PID81X^82;MMO_PL7XQ\ M(7LM5X5F*X11;ZEX*!="5"KT-
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/;\$;5)7HP.7M04F9P\$CG42W43?;>I5TUT2W/59#NV&QIKFSCLI33#*W;=1\$)DV;M@8T./

J!U*/BI'MKS@K2MDWY.V ML5O^>G;U8IKK WJ^U^GX6YC4. ?IB^2K.YV>TB=3@<1P)*.3S7<LA89GG<-8
M.\$)#BWW22?S\$UBET6P\$.&JGW8.*-2F7-A=&.Y^M>46/FIT^\$Z.*PLZZIRYI&M.@HEI
QD0S)"AZ*BRYG6LV.)B*BY:)WFM"VV(1U.-V!++R)H=&>Q30%12Y9# M_H@)B@B.:=%9;0^Y7"/JL=MQ4I/1(-MYO
(-^?R6ZF/-8)FJ.DT.(#)3-8I9<-KL\$0%CX(H&GUN7=9P>PA^1\$T M6/Q136G;H^?S40C.)F1C0(9B;J9_!
(-^EUDGTF+FI#F9KA; Q^""YI W\$NN\$(M#MJJKO;FJGL^JB||> C>1VST2ZE^C+Y.29B_2OT_<=<
MJ_<%1SX747A&*AK6HS19"OZ!..\$'=TR)ZTFCN&%)M3C2!M M+HI.4+UM0HKUHD A;JSDE4YM*U-
Q7=!"54@R=,EXT5VRf0=S1\$ _RAJ-:'%'O9
M15^/U"D>O%)>7FZ&\$^Q^Y;@F\$@V.OE)*E'5K808Z)5W*AJO>0ZE=469+6-
MR0MJA)VRA;".L>B.15^\$I&V./TJ^G#D16?;:<<=<B))>D.GINJU+HEMG#VV/ MKL\$;."1Z4/\$NAD)*@+9*&)&L
G)4.7!8FDAODL/20#+P%LJ?>@3!0F M4@VRZY%/754LW"RG3LIV5;^QUMHKKUCZ?D M6LKJ;:OFJ_!UO
R3KKIG9)KS!\$ X6ULC.7*NLTE@D@M:<%2;=T!
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TWDTO?IQ G^d)5!BZ(069#DAWKZ)W\$+T2=/@18&.0:55&O> M;(^NU8GU^W*1P/IJ=G)2>I7-
TN\CP3FJ8"W03D#NE.VUJY-(D RSI AZD^I^Z MOOM^1\$ _AAO=0\$MUU"MU 1LUO.C8P?9A?I_.F6&2XKM I-;
<(5T!RRU)H4112Y MYO^HA3&W052OZOR17 MX^..B. #F15K29H":\$7:&@9N%B+ICNF6E_\$/HSJ^9R\$ M1&4U-
9)5.PX1F M1HKR5(IXQB@IX&JVTDWL^K8EY)BOIA.S6^@I@3S%.Y M6C.FC61Z-HX>M/R+=X77\$FU1&5*,1=
1'(X>^7=H/Z38432(^4/O.)I>50DMF-J 'D).2%RG\$YR5Z!_92"+9/VGFH>U395I_)&
M^3*WIV(ZCIS(^%JCW7)P(<2*FEK14NE9:Z7/1.30_UID7T2&).!<+!C*) MXJ(5^#WL%2VB);
(-^D7.77V/Q4<23NI>C432^01T4+B3M290KMNJH&5DK0C< MH0I?;=FP1R^84BQ8PUYLYGUB#A(XBUW<77!IJ=
(-^12 M<^82\$1\$H.010NLI=JR.5; MCMDHK&M@S8N!2016E3Q02S8^FIWEIG0+0#@GL.E;J1\$C@JRI9.KD&4M,ZUH
ML\$;".NMUPS0H*Z;FI#H>2UI8M! M_GHD)X8% _OU/_ Q102P.\$% @ JX_6M2/7_4LR@_!%H) !0 !S>68M M.C R-
#\$R.S%?9&5F+GAM;RIV7*;29(F>C)/D: ?FJGAE!\$O;=(H2=7(1BGI M2*JNZ7.#B15#PA0(: !0F>RG^P\L7_\$22_P
2*JLC\$F\$. (+!^/^?)ZE, I<#CJY=48PQ3S+W_TIH^F7I/#7_XO&O^S_R\IG\$0IF4T M/@XMIJ_>S7Z?C^N?
_TV_44PH9E!61PCH R@11?#6 M2(^ _WZ+P&_ \$2@+^"P15.8;.64%2F667;0LASCFID% ^_J J3IBF. O+WA
M9/R7 _R.3KJ_B^ _OK"W_V|<X^OOU-/IZJV!. KKIJ|A6'_SSN? D+/_ M<^ _JKI_7GYTTE_U0?I_ NO_ ^OW=Y_0-
SP+TAY-I&^K 6CX/+WAJ?1Z^_G M?Z230K_IGI^W>C^*8S!3TXA5_6?J^*^N7^H+X%7(#D?_USDO_R_ _EEU_F
MD@OG_IX^1.67Q_>OW3V[M(^IKJE_INOB,I^&P8_0S!YA>O\$=_4OD_!9 MJP\$NW_LVQK(6_7+*%92N\$.J;H?1^5W
M0<82S@23AHQO?G=30M*.ST&IX#M?W0B#MI(O@;^BCEM^Q?&IUW N0=Y&6+IR M+KZ@#K4O)/QSB-
_C6=+R^*TP2C=^-"@+F"C2XD/0L3! MI-U>QG!OM^&T/IUX.ZR!1EA Q+=3)OT2LG6L%0@:B%_10A6I7H1Y RB12U
M\$G=U-EER8(+IKU! /WZE47ZM,JJ_S(0UUJH8)^EM>, ^CCY\$N(>SD680MM M6*0D1EM7RN
2UIR+M^PPE0N^TIB.=O_W%=Z2S%>SE#O-&RUI)?QZ^RYQJ:C M%B;X0P_ ^67T3CCF.P8^M/L"?V7_!A-
_K7Z:C<IQZDD%4O^C5(\$PF^IKGZ2C)!6?_4DQ8_Y:59L&!)^RO^*BR MFVY^74X)&6.6510TB.G%N6F_Z<%VI6NO!
HB6^EJE=-_5HZ:N.WHO<1Z M5VLI_T=QI2^O?A("L/Q&/_U.^DX5FPV(&I@0CGE(!^30>J@0TXN16=:_!#K MX3QZW;
<2=0=/^QS:RY70.#KBHXP@9\$J@%"?;ETD^3%I6LBI,<ID)"U;.">2(I
MV%4<40D@JG^NEB^0+_396G9)147^#_DVM!+E4,"E)%"FHQD(FI.5IO+MKHJV M.
(UVY.3M++J&R_EU""^&P_P^(3?1^+I+^E0(J_UO: JA\$=GB#%FL"JS2/8*
M#18W4>7U49^,2G<69<_U^CJ>C!1XC)OP_R:K-!>8D7XY#_D9>IR(0PX71"T
M09N%"PYE;J+;&^&^>7N+LS&.^&K<IH(AM_W_4D*@_ _%YBTC&H4%@_ 'PHM M)@\$#1")5\$P6O>4TRWB?R?
VP@M>-.AUW\$2D=14LFVROXT^9IWG8F%Q\$=&S MH\$ _@\$O4LM^"BR_!S="B4=H^M%TI=-
_*C5W.3D=Y5LJH3!QIC_1^=S#R!_ M+E0AVUXK7ZTZ!CXF#5%Y#.&R6/QI;M2FX?
ZK\$1^!60<2X5UUZOW5^0F_JB=3 M8MGT?3C#GK<8F\$1Q^H()&M)SBN0/_M?_&M3E=X<18FH=0!1WE6M
MV5^U;X=I^*9%8S;)&67COU>A!_U?OHE!\$4S+,<7_)H(KC0#B)B+2F!%N" M8J+!;=2!
(Z(XML)^BXH/XI^!+<2)MI+^E7_CPQ9_!V")\$0J6 _T> W1U MTH(#8ZZ\$+JH!4#U@S_1^320KAWM>
IVU_J+G.UOX+T(IDC.Q MH#0AKX: ^&EI>4>!KHB0!7!NH%IMKM&^3M-WOKI;:EF!&NT/E>8;\$P#Z.
M)M.P^/_JWV?F!GT7O.PZS.FIS^D(OXI3)=8(KDX)%!MNX^4^K0@2GN82@#9GX4B>UYTYI
M>1^KI^!H+A^GWM%NIZ,0ITE_ GB+(X&/8DIR!(3<IH_ MA+0R\$@#P6%D7(K^>4YK21Y@KU_L@1K4X MMIX?
8M:MA)SM.TDQ6B!KM2Q_0V>R@G!"TII" _&-3/_D4>^7!W#?Z\$1\$V0U\$ MNR+MHT'(ZNUPBN.0IOT?
^#LPP)GSV\$1@O(\$3_H%GL_3T8)%P(6K9L<M/*T_ 8GHO(%H5^B!0@3T?#N@ERAV+VB4W_IG!_ "8/#R?
\$+3FTOZ)ME,3@#9A8YY4.D) M<#(HC")P^HD3G#_-/?UHQZ!_1L.Z^7*^804)6^X^VT;?QN/_IA^>S4Z
M^OZ&%STE6?)*6B2;<(E\$!ROY>#%(H^D\$236XB;ORL&?B*+W%>P^A>15TUHF
ME;WI#SI/SZ; C<>C;L1;IVISOO(^SM)0PQ^2)@S(JFK%2@'41!T\$%DFC%S
MIMXI\$9MG!^W^!.C5WUC.*UC0(_KIS=R!9>DM((IGX_ 'G!4EKUZ"%EJB,XE
M279#C^R%;WUIS\$>OY3W%N\$*K#5^/^H^03^J&8S^M*>IEIYD="98HM\$\$_I-K%RL_?
PA@G^ZGM3Q1#&W?="7&4XIM)IH1^@HMBM\$P517M!#_PS0!^C^4\$7=.% (3!%Y^R\$3S3^4@EJ!
MTNUY_G%CN\$>OSMV%MT^3.XX7EW9>D/O3^HB6J=JB<+1K*\$J98)(^Y!H M)3W/_!5!UPS^Z%7;0J_KE-
SDEOD3*=(1N^E6UPA((&?)" M;)E)BJ; _ES^10MN;_XKW+8PI>/_C5W8CL!0!EXQLP6D67)\$5JP6/_U
MVJ^U^RYF!J2!H&876?KJ!^=I@CUZ^NPINA0+W^GZOXHL7
MYD_H>:_!@HGPST51>X@O!5J7\$2V MNOMZ1/_9HJ#XN M<#(J^UNR!+TTU&Y;IKVQ;">Q9E?=-."JK7-&B
M_!IL%D!O!PT.%EX38DO)OEB\$>|+ N!5R_021;_2K?_*LJFDJ+X#TC.SI6 M!IP@@_RL0IMR1GU?9OU>W#?
^H4OTME#G MJ+&8&U;.%6H=14.%N\$U3;E.G=0>G^*_3E;/J^X/1^!"48P049*UJ*3)@T MF;#6*+)(F2LZ!
MAI9Z^1U_*1W4_EVB?#^_K_L_ ^IF,ZWJ0=X8?_!-4GZ1:R5>M^T9YB103H/ MQ3H\$!T#S!@%EA77SB>3!V2V(4^FZ;
I?S\$W8QB9G1XKHEC)O\$.<@WXW""<\$)O MO_.P05HLPNADIH<_ =*H@=O46E"?E);B;U@VI3:LW_A3EX
7DW56INEG96<(_>["5PW^0H MR=QN#90G8X/L(^.W)O;L%I C!H&D/ZT.G:>YA@A%146P#(8J!WN
M^G52FGN!LOS;#Y)93CK05JJ>I^>|DY^!5_W(T^H_ ^J<#/'9ZSEK76B0C^ M@)H=F_186R>HG&)&)MEHJUH-"
%YDE28\$=9_!0^K!OEI^R.TZM=*9(IDH)B M@^80KEI_CIE(6>%#H/S)? M3,558SQNU3:58/?
I^A4N;_C5QB<0R==F6BZ! M\$QC NQAT\$E&00=+MT_U\$&-!4T@TKI;V.!?HWN.T^XUW2N=<3^YK,DPIA^ON
M/B:QDJPC0W2CXZJ=C?TK+\$^+ 7M)NF%QI;HV?<)IJ#>X9W=)7HS^M<#.+6@_MEVNT_!D.FM7419!)%
H.*F)17CMFO-I@:5V!P*.UUIN)K0//?585M)I2O^F9 M4&X;C29X&3!M=SSP9A:9! "CO(4(R(I5Y=G^GY\$CY8%
M^0BIX29^W>RXL=R\$0F^N9618YLOYE^OYI^1C6DLK@852PU&2DY\$B#?CL8C0D M).3%F;>_H@>+6V.J)@;(:?
WHV^_QF0N!TEA;"Q!"_H8^0%3.D^P1^Y6LD _M>I^%5ZYZ%;!\$!6K^T%7-
CR^\$J.FMYR7Z(N\$!)YC3WK/5.\$S4GL/"\$"%QM;O\$^UG>I7#_3\$5_Y FAT\$A^Y_ ^+(4V\$JZ#0V_%8!N1!B"
MIOEPH0%#K&O4>2^!6@!5RB6L/EG5.L2P^L3,OWW\$73#OGU+9.1""(U?#%;G M;QR..?
H>M+YY\$!P)^IYQE)0^Q9\$Q^KAB/0MS;K^T7!&IBS0.0>DO!(4V0.0J0?HDA7X^(^7TU5^<,+=I
M&14OI=P&IO!OX?Q/O!\$&F&8E^5_7Y.K.AA!K!OO)CU!@Y\$TU!H M6@Q70K&& W!%O;&M\$>)UB&PH*
(CGE7;NG?S-DCYXJ^2JB S!@YIOB M2IAY%=DL_4I3LC3WMJ1JXQ(!&WO*>_7(EI8?)Y T)X=5H2+O;2U&BQC%
M;#AYB;1X+2Y?^E_U@-2\$@2-WQ^&|<7.3)HUIE _;@M. M>IGDI#32\$TJR
663@2BX!FZUS3+R)&/I3+B54X(>_83<<_FY_VS MV6C;)1%RD)6&1D)0A9^T^9(JA?W?PPT
CU!+NXNS8=OOE6!>_C1O;T>_M_&5TK8!RMJ&QI!#)-^Z@5IT^K;186JVN)54^+AUKQ0^MN=)"^>?AR.XA/

MBQ^5=*RJ?D2H(6TL=E8L|2BN-9*T2)\$-#4>G|.ZTEL.V"1..\$9:YUDLLZ M+
(^>)%\$V\$W+*1^3I@ (B1SN8E7)@O:N>&|UOA:J|)B MT\$91#VA->R%W\$.*^#>IU2W
^Q=P3.4=)+C:XQ&I.I^+@!4MUHD(H^W7.K4V MUT:YHMK?1=!KHJX^KOSW90G1C_7ZWK7"6 U*-|HH/4
GQ>2MT5!8Q"2L%Y MK\$JHK+%,#QXE U^, MYG3LHH#Z:|HH#B/"810&OQ-
|2.)G.YD# 8E85*|L@=:630.OD^(HL:UL M"7T6G5&(IR\$OI.U:W49Q(8<"M5^HGL+7:.#NY-WT=T:!)90|_9S&R1?
&I31:N M4R)P9Q*L0G78LH&M|@+9HIX3AT23%8;74 |AE96#8|B%PP",+K5|VLUS&I MC>/09\$V|P>_Q9|O9-
TZ|_MPLB@0|)^89X6E_@<.0|;" MU1YP)P #I+5C.3BC.*;I UO/. Q:N6VU=2H:S\$W+!W;W5-K;)(Q5F0!-I(
M^5+T(0/+C!4*AG)0U>%1A^Y!=%,K"W3KNZOC|D)JN=66G@K36U67G87,1^N MM'
4QB19HRPUQ4>=%>@=.AT0KGDXL!|V3+@Z,>704EJX |UO(IWCEQ:V7L90 MN_@6PP0H) \$XSQTXZ:3./CC50"S?
(RTMO)5>|RLMO(U2.J@3^V(RP>GD,CR: M!E%CB\$7P)|+1\$H^EB3.\$&\$+1V14H3>NPTT\$)W% M4|
:@^!=J>6COTQ3#7 M_ SV?|H|A*=@QF!3%-%!BB/ SZ|V%PCCWFDD9N(HA2D%9&1?_MA9 F\$4-1
M7AK6.BMW(V"")\, ^VAMU+2H.=I#8-4WH %G0GA59+6|FMZU|LUH""G0OUT404VJ2L7QZ.FP-Z!>
RQ<(D: CU"M">+ MP6#T!|U9>?|JC+D_G5|PT6UVIUCM&T:|T1BZO>2#*EM?|W%&H^ MES: ^-AKE/ |J#04^4%!'
2)S6WNO(#DLGEXFE;0M.LK8.JL?;C5NE. NS@ M*L:.*C1|U_ ^!F?S4./S:KXO+;)Z59J(XGKV68)(C_Y?
3UC.+CDMA31@:/)8U#DJ*36\$;)K MPS|J>|JQ@|N^R MQNAI%2H^R:U
Z2%DE8IEG:PN,ICF%3IW@/FH&=*U6CJX%:_@L^4P^266^SU+SUY:HGL"+L(+PNKB6|ZX?8^R/08;Y^K6)&I:7ERE
MYNJD(Q(#^VK?B!1H_?^U(S|LJTK*)+&\$4MLY^#=U^I MS&5K@^5!4(?
GTD^50^9/01L==4"BNR)8@3^&D!AMQ%"L2/7RB(7H7_#&F277 MJ|/Z| "14J=.:I#DY+CMM:1YSSHZ#=V0"*)&
(U1YWDZ79)+%T+RCV7%:_MF|V3%3M)O(CD>CX=&R\$X>4414_1JN""BR+)1^">W-/ M4|3)\$#G+?<
6=0.)B)ZH2=-0#1TL#1.C6LP57*|\$E3|J =*\$&MQ-KE9=K8E\$ MR3@?
Z0W=FA^7AC^" ^AMJYO9|KAW%VH\$Y|1F' =%X=BC3\$TDPEHT'FWE-"XL> M@H@*6" 7\$7EA*,7.F+DV_1/3|&YB|>
9OC|+7BC&*|Z: MX5^K> " ^!=N |OLAY)KPP^!CZ^>WP5?C>GX9|SQF5SZ|Z37N"_%J1 MK 4O3&W>
f0Q\$;NB^MR&FPCA WK7?RAU\$!BXT%GH^AOLU1#.WEA:K|V|A5N|O M_|"K|J;OIS>|9f0;U41/H
M\$_.KIP\$78\$;Z2V4O|O|^GU3D|Z4:QE'F'-L=:NLK:.)J!%:-(\$%VBR MQZ^WKE/Z2?
5#|Z(#3^C+&_/D?^QOS2/7#.DOM!Q0& NJR A9 =Y>|O?_IBM_?YWN2MKE|P7SI+|X0W9 M)(J^YR&!9LFZE
V7HK6GTWGI>Q&%=+5_1(@Z0\$A8RLPK8\$GGNCA"2KDUJDW M)U/Z?AM|/E#Z?ALOGDKI^|LIS)^B:B"/AK.R6;6
(Y=:64=6K3;|EKE\$%^YZ7 MV8E,24;"M_1^4^08!DSM5H|>QYF!|=Y%8YV;F!;U&3G^1+YH8+>|E^#XK&A|E|:
(|HG8HG|K0ZL|OZ"MO>3 M:;!2^0:NS/"YYF-"VH|>UJEZ&|HX\$<8\$S|D|N98Z2I>P\$|10JTDW>1RFW
M\$ST6f%@IQ167_.MU M*::# 1>|H*7,*PA"1-#>>&E+, 2URW.HZV"> B7:2+J+!^*G+9(^.:? >_R#R MCL|KK9ZO!>C(?
V:YA;F7,D\$:/D4@+&7*|T.@|!)0=1,>>XLL*UO^2W#< G M\$&#J3B\$=6!NU6|B^B*/OE_K%+8)H|B3:OP"?
B|25U<3)86S&\$_.MXSSY^_=Z,D@*H_|O0|@T=6#^(LU8XAG6XO76.#D5D4?N-.E=1V|C8=W@|9
M7X=W+|=(&"FC=B^N.).= %LIF*8?<=P?Y2L9S|Z+I^QR.G!@O&8K.ATA<^HL ML^1H>P.AHUB60^U:~L
RR.V.#H1=T_-=A+|2M| X0M&S=NA.H(31R:~W,+ MJNRABM;_3=#FAGFZ&D=C4Y:4&@1G*4?
BAE3DHO,YHTN#9P6>YK^G@@"7-E& M P?F)6=M@SK.F5"5 %B+(Z5;DG5+&2^"Y=E-GA@QZ+17D^*,C:S|)S2J&
M-V1+7#D\$KJ|*">+GE+H^|5(\$PF^HL6#AW!)U64A8&S|D|68HT&^&^"(C*# MPD?4I7EQ'5@^K)VU;0^03DK^~9/
&:(.HHFG87S9%3M_93U^V3_#;R|J+P MR5UD.3J6"^?@HS&@9*WDF0_ "+#XXJUC*L7G#V0-I?|
LK;Z5OXV(.RF6.N|C MY.7\$;"(A:9&*!> V"U I:;#U+4+~1<-ZQJQCZWH8| Y?|OL7VW=*.#;1M0=- M)&|H;U8"4U|3E-
S:~Q- &5#U@E9NV2=".=C2YXW|K2Q3UPG@+@+|A=UYRF; MK_L_ ^AF^>4)&
f.=O88RO.0WH|E7+TB1=1RA)AJ_28;10#AFLAF7^&YVZS M_="XG^0_O<#>E"! =TF>J|'F(1"582
f)Q98+26V)P|DA10Y-(ZWV<37(^> M(V^W_E2,H,V>3N9G|,R02N:CV7_?#N>A?XT&@S>C,9_A^N:
<.2""+6*ABA1ML8|,H&^L MEG_3A2RJQHS8\$N^C9TJ7^ND@(+7B|GSVS FM"W"N2FTE0AZWD&0@2Z^U9L5A M!
f>_CU^XH%/%/5S<8ANI=|\$9#J=7|79Z9+1O:)(%84LM%1G(22|O:6\$ W+G MF6HF^
&@*>M =UEW8^QL\$FMIX^C|4SZT^FX+|G-3S_9?0QU&8H01AK,7@N MH.0|"-H R5?G
2S90DS;T|F:38\$ +3)MYXR+6M&XL*1I?|5Y7(2F\$)GA\$SDC|4.EF^"ZVD3|HEFNK)FYJ;YZ_/: M@% ^+ #PWV6<_7Y*4
M>:3YE;7>NOV7LV7T9H;HS/D|3;R%|AVY|X3OT)+H+=^V8I^Y>3R+KP#-(M6PMAT>,"P=%23#Y'(&?
2&%=MIGH8|H|FZK^UGL^10MOK.R?L#H#E|,WXW^ MP/&7^V^X";^?C|,WFL_<3|ACQ7&8K(<0B3|6+G,(&I/+Y5(2G
KGFERRI80 MGS8%N|I7P|D)DXNR&N KU)7Y>P-JZR4C&=AH\$BA_%D/0;_3\$Z|B\$^C2K4CU MG=FWFX_V-
G|D:3O|L^MW3;|BCE1D3|59A|ZY^|ZY-EEDQ^3E3%:!1)"> M=G,7M^VE=3F+>^~|3:~TUL-
=BOAF^+D6=Y_ALMD;8SC2)JD|^L|W^PB;1% M:HQ9Q|97"J|=A>2;DV\$<#*^4^R20K^CVF@QF*SGH5+~
Z7>3@;+*U%|/PG@9 M3>M%XZ&=6/7|3W^,?O3D=8CH3^%L.U03JH6.H|0F01MA|8U2^.#>ZB6R M1W|PTX\$".G
|UZ"<,>Q7(&-1J))#R.HK4+6-B4=A0(NL=\$>80M^PDV/562 M|""^M?Y<1|6GYZM56#1/6%B^LU(V;X=E-#Z;N;H?<
6B6IC^Y.8^~RE0WA|T MGG6W FI4^|ZJN05LZW)D>4DP#.RU90KBJPV0VN3K%7J5+ EMWIL5P+9>Y%+ MWS"?
#Y9ADI<7LU^FUT)<8MXHG4&R&O;+9_ XJ%DMK... #JW7RS7P_G4(6Q MH?
WG96LD8Q/KE#YG6L\$T.OBO"P0LY"@SD.(|7L>HBD&EL7FIB|Y6M+=V MQA>MMI^Z8;|8;
(+HV5ZTVDI=#| ^UV476|V*|(P8 R^M.Z?)G#J|_F\$=%PV=&I5|B3UM:3HR#-^>3XA&=1N@Y,|L^+%-1"P(=?Q|
MOJRM|HHZ%8-E|C|D_|87Q1N^C>H4Y@.G|K)5B#"53Q#KS/ EQ:X9_D51S MY^Q>1^NO(I?<
F\$| GGB4YOAS|P,D6|N;+B|L^7GYL;EB7F^""K3U^V3_.* M&".
\$Z0.DAXF7H!+FUO=Q6N(6|H=AR|LSP=2YW|DG)5.N-6K|3B=|^~; MW;_OTNH<5#TUX37U/\$"
(R0+)TWEET|2Y43|0T5KUHQ-) X:&08-59*ZH9 M*\$ M^VAL@^IE(ZU2(Y0?^*)IAY0_1YB/B)7_#LE 4=3
9ER9^+F@Q|S^T71 MQ5NIPT9AYA-3_GW%| ZI^RVDNU;G79G(8=*?C KY>Q;C&:"&8/Y^?G=" M."J?
^U^ ^)=|83B|5O:8YIEH>N_#>#PKV+6^4=UR^+9F>&^>".62X+X:=O!|- M9SUSWXW"-CFV)K
M%Q*X>_)L_.IKVS5RMPZ|70| WHBXdCH6X*66C)'<@12ZV^Y\$GQJ MG8#|+IT'((Q>|7SV\$9SAVK7L FFG^T)=E?
C)GT;=M^!H?BA>28/-B#8I&J3 M^LF 3%\$/UAAF<|G)B_.W+1|G.X FM-A&|S=KYQ&^IE%&|2JD@|4|=/:RA(
MH6P(B3F-K6^/~Z9V^EOI<*=V^MLHH^5|J^A^!5GW/>.YUB3S3/MF",5^ U M/0#*LI2S=3C:"J3%(@3(=?
RN@P|^8E>_I29.RZC?;U8ROPGA=6_UM(|#& M>ON=)5Y?K9<|&E|9FBM3|HX4^EPB,87B|JSF)
(FF""TT=V|0PW8/V%GLH08R M:|Q| A|^O-8D|1@X|R 913V_5 EB9K7 "K,|Y|SVB6;|D#RK@ Z")6WL|PZ
ML(-7;.KT6_WVQ6%A=0\$6N2X?RHH|SY:@P^ABT=4&%YQ\$02L2+4&UKULRT3+% M2FG>%K\$)|.=@:1U/TQW44-
IH\$NNG|B^VF02^86%FDS@.'&D(Q|H^PIW|HOUC MK;P|3J8"-K1/
/GAGDP^(2#6MC|T(R|Q6ZM|ZPC6"5/X@9#74V^P-DIO:~U? ME-I2AQ_YI^*_/^1F.ZUGP_)UX|6HTJ!
<%QV&P.&Z<0:N\$8V 3DF4J5_#O ML_#3N7B5N.#I5M6GE<5/MAKT+&Q(RAU=B=)"Z_O=AND34_T_"U0L>L|O
M20B)L7I+|(Q*JG*_08V4R0K3NCK8:B3/B3P-=+U(M_?O@S#?X|OT_3Q1(> MLYES:R^B)R^
|VDFO|T+3))2.LJU^C+LL+7>^>DZM/7X5Q MOC9C^JW6I^MX4_1C7KUD@=5&26K^SHHNM2:4L1#0)\$
94G8ATAN;7;~<9|_ M:3K52P>NY^JDI00CA\$1BX7^@ZJA^83(|L^#R^8G>FFY8&S1
M*WH#A"TOGVR\$Z@@^749IKVT<^!7.5WK<|);.%M>:D@V^YUCW5_P(C&SP|5XN
MM6@VRF7;=W.ZA>NPY|^="Z^6;W6@^I700CGM3A8WO""^9==,P_-JO0>f)!*>3
MEQ>_A_|L|LO^G8VUKK)%K@0M1B&JX6TY (WNG(|LZ:/^I&%3>_~|WNE: M:QW4|+P^ZA70| ^L|FQ|C=GCKW
7L.YE4|S730T.@6IF5AA0U=60VK01TY!*@^RMNU)74.|B65H,3 MV80*=&"US(9^H:0|R_ MA?&0%L/+2Y%)1U-
S\$G/01\$V6@23@.\$~K5*)J%:WZ5?C>3P)D<#-8V:R|@#

M*^(V*MHEYS\$HS*)D\$D_165IBU>FIO#\$4*!U8ROK\$!+:Y\$8+IAO:4HC.KP.MC#A(78_&ZFAY6>>BK#K4?
3\$8C/Z@_-F>&S(I?3/D3ALEH/MJK?3S_?MH.M/ND3!_"%":+L&80Q)*\$-P*J%2XQ-
XE0.X59+U4=MX>XM9>>C=&-83HJ:Q.M%=?3GP9P6XFZW&B.(B>?SEVR1SM#VRGZ1KK:1&>8(K9O/I*_J).
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M6E.S.Q+?"CY+MM8@0C#61"HTMANGM@?S/C5L9(ZB"W29RS./8>Y\$./L=.
MC/M3>E1*ST1>>"WHFST2ZIOB^_0-1\$<3"%FV?R88FN03XQMAU'677:9#KV^MM.ITJM:!!^P.XF)S(SG+R1?-
%J3A18Y13A:D22:XLO6*2)17/9YW1_16COW\$M_.0%=REC&MM0U5L2)VV6*%[-
1G6.X1_H%>PJ#R(0'DM_"5(B*MMK((\$MB>.&M61XNK^P*UQ/C46251OQ#1S!GN:R>1-X%_2^7K*
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_(O)791AUCIK-OU^('E%.MP;IMHJ:&N=DK<%Z)Y6TFT|=^?N^RWN3B*G+H;W@=S^UU?S*+&?9J.MNVL8HX+
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1_J_&2"2XG+X\$&*(59N1N6@TV.M28?><53:/1X<\$)/ONGYQ1IU3"YNHO)SB;W?C1_1JK1W_1*1+E4.@U8IXQ
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*15P1D3=1JD=\$3OG_1V(M=H_.'&W1?+0L@D%OW%0DS&=Z7&1WR
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MSOTW7^S6MZU3%+8_>=B!^MF?7_34I>M^UW: 60^CH58\$T8X>C^>0_H@9=WR
M79_TFJ.M7<|JN9^J!S(Z>8HQ;&A-)J92NCI&F5J7K8^@Z MK=+U&'.(*0=%00_."PAM4F36Z.B!(ID^61A(.HP=F
I@I=,+N^#S%TO4Q!(H71_# M3O_FAI0OI?(N)Q?K7I^E=Y>?_PX7ZSJ5_1+>+R_AJ@B6=9=\$>9'291&09
M>*8LL%@T5T9:1.B.>>B^T3ZPCOC":!>Z_#S^4X^ZP48)7:+27M?4P16^9I M7TDCZ)7Q!G^D:I(4C^FEK)H?
SSUJK=J9C&:MMZ^||SUH2RJ2QS@GU%EPT M_9B-0123C4ZMFSS>=W+%)H_YFE69CGIE6?OWJIR>D7^C^
MM+^#^U?YQWP3!_N9Y^OSZW\$=|L@H5D>D(%5=1_9B@Q.P_EL^1MR<:GUK>% M;5=P/AHY%Q3OGKIGDR!/_B
MPX7V&4U4^H^SZXD?0#) 24:|U4L|LDN\$^Z3@)Q)Z9JTY/3W/MH:6-0<^I3.T85.4DI@9.G&C2M9V,>|CL?
TF09^GYV_!^*@ M81|H|U^L W>_E/I5YU^NFTS|HY=D-D9RN6EW;T^HW61D)?YO_!4_2DI.>
M+P^QOI<:??ZLP|VF91.0X81;"21:GTCCK5_MYYZ-WD1\$Z3)/3P=5J^F2I7 M#|_OI(Y(7/A)"K\$V=+PGGFZ:02&Q
TE.94\$(GIF:H^T6_@GJ^.(O2I3MH_MILM?/M#)OI^C8&:R^/_DRHHW|(NC=&>(WLRRJ);_"I?)"%5<81:"NE F2PA M.*
|JX_40L;HW9#-L066\$1.R@U#T5.5<|VWOF758YGI?T|OPXTU|>EKPBI^P MDI9\$&J
3BM^XGZ)=^(I9|BU>OEWAZGJ2T4F#_IPHZW2<*>.1.5I MH0NDTM!^VFL=9I9!EY;<>R:JHC_YTYM5%<MQ\$ N?
3:0-9_#J3P8)1?/^P*;!O+9-TE(A;+NR=0T@=JO0=ZFY@R!5TN MZ^:(1V/MN2_)8I5H^X8.J%#&1XL2.X@:2E8IUHJ-
BUW^_X|249G)FIFE@ MM4/E3;)&&Y4R%&%+|26H(63GP^2BI2.9S^3_I_M/&EP.=F9XF,W>*IXA
MB_A>9MHONP8!>HS(7D^H^VS_0&KDP^C(YI:08I<\$50XMIUB%|W^24>C;2 M\$;OP_1.2#Z|H8TB?
N_Q4^8VR=J|9^DT#IF!8I\$R25%K9+ Q^VBOI>9IDGP MB#+3,>Q_-"&9UL.R=;!<I=^64U_36U7>182^I
<5|OI^PG);=1D/RX_2%9 M1H\$R%G_!_9^9P>HB@+|31(A:A9|Z|ZYISHA>3_-.1\$DD\$Y3@NNA?LED(?A^O%\$?0-
+E^UDW_N\$XXO2Q?=(A|A_Y/PW3U^4 MOYSRNI&YH++7QRDG@*=!15F#3Y)#,#:15OL0Q_07^2-1GZB^34SG
MH1R^W^97^#^#OI^H)+S^OPSFXJ9.#B@\$TND I7OLH>0KV(=%KCX>L|KM1=HT
MMV2W15JWKP:_)BU(7L.A!8>E^M=:M<7T!;3+^#D^2?HS/T(U?GHT#YT3!_% MN^?IQUB9-
I&9Q^*85.B^YK4A R0E@P5J,7 MA)^B>L17?^2A1&XJV%HP?/%N_M_N.6FM/P^?2%|UJ>_7U_V5<3)&|OPN>
^7R|RVZJ5/(Q.HA R0C:DW4X5) M1ED^1&^YS=Z@>_Q_XN13^P7+7#N4M%MPA-\$('L>H_>D9V:LVM>X@>2JH
M_6.TJ5J|QBZCCBU?X>_#I7M9_K^"1^I29^TEG.MA^9PN9WN&<9_1^E M85VB_V.8/MJ0Z9!%?
(^|XF=CE^*+K^37=@_6E769.AG7A+0AD#.HA\$)7.\$2 MK-
0&R:5TTG0O.GUJ&CR&|YANB>|P^A2\$=X;L(K\$H1SC\$ (YGEES7A@J+RU
M&IY.\$<4G2!<=<P,5^5Q_J(J&|D:\$PD+6J0QGDx).CPR9Y&UARJ^SK;-Q) M%HLVM@CW9&J.F^R-
Z=M#8^XO^FU^HY%?KLP=;!B4PAWGN@KVOD;?I^WUX^A)"\$L|@ M(9/726^&LK5SG_-=8C\$A2Y.?^W^I-
>TER.>I>S^V)G^J+^_!XION04Z1BNY M;I.6|M>>A4K1<4!NLDNR!^C(+O
3S#X="O<<|A@A=/T:7GWX^>7R^>PRX3^R6^ M_EI63B8VU K^+(-L8A%RS4X-\$TP=&HSW/6O)84-
YIX.PS|H1_!@V_MX)4 MC;_# @02\$YD/Z_G3CLZ055:AV#&+*2IJ(^2U5L3F?#P3+/EOD9)%@R0G"> MG^M\$)#Y
%IE5KN:>^E;H@W5MFUCI+L+2)H9KA4I?S|ZH\$^/H_UK,5GE>MRH54&IF6&8S.&91G)
(TB#+!D\$ _DWQ3F<8\$!:#OA\$%6LZ\$AM.;D!//DS#W?4
MKUWKI801*)57V4+1B<1H^J.7BPG002O)N4BA3%|FN/L^SDM#)R!YF@\$PZ|54 M#VB;0IYI:RV?75^0^*
<_!"!\$5!D#>0468Y66XP3!&|+>#_+8_R1UFYPVQ9 M3/69MGOPSIQ_7FCC\$YFN:1T@C+XY):BOHS+8U9^39
JN<<^SDMGIZ^Y^Z".MJEH=J^V^W;5V^B+ZFI+DD:2CG2+ Z5%O^6S0UR^B91VIP6#)LCHC\$Z-Q"
D:3T^PW)2\$QBSNR_@?%1V M(IWJ&R/T.R72MB?OZZ\$76/^O93.E\$58I^Z0#J4P\$A\$!>&X+A^Q7\$PWCN77I
MJ^UPGH^MJ5L@YI)RID7_ZTG@N:B^*YKO@U^POK^+8OUO@AZF^V=@.6!
M^XBFIHG50_EB032!6450E9F1.TON^BJ<@%?WLS(K70VY2GWV&R%D&Q8T" MOT_I9RR(4O!T^C|H|H|A02)6I=
I)6/RVD.0 MM4NM#Q\$<8XSPV2 +=R+KUTTV3!U_2B^I2N^V_*WKN>-DO-I^5HO^C^K MFB.\$(VR^VA7DS3+3Z?
KP5YJLA^7AVA=GOSWH? "1.A:GR8->&LYH)1%).E\$ M^*T^YJ?NGX_S6G(4X>2@YO|L25YSW^UO:#5/ISONCG|H|?
(M848\$BDZC|IZ MI@,D)HW))K#0_%IE15#GY(JV96AJ%;IS(P9|1.1\$#H:W&!>Q_%.%CU&8/5CJ<
M94.@)H|I6D;OC5^U.B06PN<2H23K:3.FK3^W+EH_F_!X)@=7F_&D^X!O MIZMW?
^,%AX>H;D|2&P1+DM>2/!=!D0D&P2@%7&JM>4%OS9")LIN2+WITIR_M>7-)

01)*JWAE,V@)+^L1UM))2)X=>)VWMD XGSSSBM!AN M)C#YBA/2+
MSSL'H/*,!06H@!%>/MV#\$&YV:3<65L.837V8VZD:NPAI@-L'=HE="16WI# M(NK:0S4"VB(@B4+_(!?T-.*
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<Z:S('R,N!&T&EZ!CV\$NWP\$7ZX> M?N/IW9^XL+:03Z0=))G(\$,*BP8<8P MRHJ))S)L)?
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R%+592>98CF3GRAK9VVG)'CF(Z0:\$2G.TW)#?X!H!AO2)\$ZQ^82K4!P-M'D'PB-
S@,>Q,DQML6!&6PMLW3M'>PU!:.04VZ^A!+D(U3!H=S@/=1D/RX. MD1OL51*Z!P,(^%#A1#(\$
8TRM7.UOZE^9X;/(F-,2186)G#?Q<,'YO21Y M7WBUPG9LC*!M_O1S<"(R:8! MVW?J!0#3B.2*;<^9!6B!0?/4KJ'
!N'Q+=BLX<4_77^LQJNSW2WQH!+=Y. M%W(ENN*.CM!G4B"FXG2,W!IS^Z,VW!H?2R5"MMZ8RNKSNGWMWV?
OWN?%!FA M!8N!8221-V6F-?%@.NO&?..NUB&D#K@\$=-F^S0AH!Y/V\$V3H6MO:'N!>TV
MNIK@!-.G^*^!>M2J:W:U,TQ!+@B4X!7!-E;V:Z')4R:?!WK@=!|=T!
M26T#V.60>7GGFJ9@&LP&P>1JE>AS!+@C3U7Z%R4*VP5+?GGW.*G.VJOL:6 MV:##
MM*\$9I!-.%=DEUGE(PK8>.=/=&ESJ6Z6M!Q+2IQ=U7&67/QC?K5Z7ZEXNYI= M7OXR93>Z_9=.*
VDH3@:9:~E*EW_U)9!DJJM_RQY 3*&P&^M@('19)+,E&WV MS2OW!H-KEX^RZ9)@,^F_TD_YK#ZJL1G>7-JH*
(3/\$\$\$\$K6EW28+<&@!2)-B M*\$8\$IT3Q/9Q^!4V6F!&L!DIG9D!K?P445Q"5 FT8;ZV0B!SRVL^Y KQQ+CP
MV+RKQ(GDI_16LRY)*F/H/MK(!H%?2!Z1B'Z5 74+!N! M*H<12S"6P:6 MU994(K&Z(X2ZE)*J*D@VR_)YRD(7:!
<*)FFPE91UDQO53V3'KOR>I3*Y M#7GJT'UL2_!-)JW=B/US>G>)>E2@U9%8!(F69P-6.2-K\$S!VA1#=#7<53 M8-
JTKW!H!L.W37F&0\$S.L!R\$!2C!1WW)7FL&NW!T#3>WT:XSJ8@!0L@5*2- MVM2,.N\$RE,P\$!XIK&R:X*Y!D<9!<?<
2HS\$!-!>O!RU7!5:~!5+!K:(UCK M))TL#E*J!Z_+%E!JLNL9E%BS)JW-I6>1W04AM+^!1Y6EA8L-\$!5>KIZR59S
MYW.\$S!NO81HEF4&\$%\$'4&N0Y@ 4=8.THEM\$X661XIR!").@&Y!/"UMZ"GOB8Z> MG_Y!C9= _SO^VR+C*BSJ!T:GP-
%H!XD)%WS)IW.M7&& 2T0:B0H!6G<90*QN\$-CIEF8W!3@V7-L\$Y:<79 M6_XNSK>07NY>[!\$)=
(A&+)"3#Z2!FD'0\$D%+%XRTD94B&RO(-!P?F(_O2U_ M4^O1!2LT!+.WKO-!\$;M#)!!=6#E0UWF=O67,<
BYD.V&U:2G31*D0L,S!YZE MU@-WOMVN!WU9@P9TW6=ITY*E, !+@'56P@RYXAO"(0DXL\VSC G?K6NLZ/ M(F-
8U_DQDIRPZWR13!H?S\$)Y#11S\$3'K!!"P67JS7!OLA&?327-?Y71EN)FV !Z\$=A.O2(1VW!S! MV=R5R:PUR8=!,
E*DAL0/W)+7,U+2,\$W:JMRIZ@ST!INK!YO-U=W^#G&L _M!<:DGJ2KZY9"JBI9H@-IN!BRG+424<-
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MJBO2"GLGBR:\$%"822 J(XS55@CVO4"FBYK!Q!4A"F2"<9,K&F43M3)19P,^
M%C*XI58Z!B!R2!D!>4!ZF_7%>'OA:1 M<"X6KZ!#LO\ M!^O!R!
+S1DOR7M(K,Z"QE1'_&E)6Z;E%F4PW@V9F;@_DB/N&[7+!Q, "99IAZUX4E!#YA,K&%= B9CF#!
M6^8AB_@>.,ESW3Q*#@!<^ _" M&J:,"(E.#63*H0:(-C2?HL WX/MF)R:;H!A?>* "4M!V\$3Q.
(C*"LRA!#)AW480%*N5A%!\#Y@T)ZAS&P&0..L\$ M3#@SQBFE(9?L0
5&M@U+#!@/(AB59!YM;Z<3..D+S79CXM#%!PT9Y+6FZ(M48!*+(&W7H,1*/CW(3VW0!/&"RG^8TY*E#!2
H_K!R_5MYDR-UMQ46974(M&\$'70HK*%!\#S"JP)G.7!1HC6AM.@X"=HT:U9ZQ#P?+=W6GUSW.^N4&J<JA_
MS:C.RPQ6%#!1>5YIC3CS@- C!A@Z6TO(UK#<J+LJHC#G/L<4G7F(VI8FLD
MF<5U?;UNL/^UF*WRO)2+0ELFF682 _J2-OU^!1IC0/8LEEW>W7!O;@MZ\$Y4 M@3K1T4PN@D? S5;O? A>KF:5!
MAF%69Q=.%*<<IB ^Y!\$79%*P#F)!*46 M4M!^IOF@!>< G:BZM"-AJG3*5!Z+US.JASNU/JCJO5!>EZ^O?IP 1>?
YV7= M9*;&#>_60S_Z M!J!)!>J&SSW_!&'%ACS/&N!96N7+9CN7-(J,:\$ M^7:0AH,1V_&U O4!R'FZ90_C2TYVVO2-
AD\$B!NOCYG)!\$X\$2 EAJ#H) 5\$K^H. MZ*1*EAG3.L5L_!OAS(WY4^&2D=;FE>XV5-E'S!N?25K_!I="2M!5Q\$8\$!
M2!B"-^!S!1R5@ _240.2V-EV8;E%.V)IO+O\$S\$78A.MN*,\$9)W2A!C.DQ. M4!OV!JC\$J+O<.X!AS KIZ*C=R%B &6T
%!&Q0>11&A!1%7)J!7@ARV9R MG1@A!0ZZV!OJ?5!YY75GE+NP/L#1:Q0*483.*DQ"P0%CO+G58(LHM<25?
Q=0 !X! M+!9WE6N'K?P6!2.1>Y!-(1A(DWK0E519JVR!>M8ZC!^*Q.X@S0YV_-L< MKQ@=Y M\$,
!X&A!EL#K!D: !+ J@AY1-2:ZU-MZU3A!C.&TR-Y+PD!95WOW_G!
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CX\$@&H!1ZLA6#YW*"!AM!\$Y+17KQ!E2%3&-!6!+0G41 MH^?T6#(L2ZW>D3&!Y!YV-O!&L,B"S:*QKFS"
<5!^L;>DG!)OHZ:P^7!^:7 MEW7,&EZ2:KZ>+O;S_2TMEQN!KA<BN,;T_ M V"=EFZTYN&HKB#L_JAHL%KF:?
&A4.GP+T8<G!"E!UF"\$6M0""=FRTPM:6KH8,.%UR:GTO_-V&ML\$?Q/C2\$4;^TT8LAR HQ#V*;&ARMW\$?
VTRB&S5%%"9+!+U)0!+.)WW M9/K5JY_0VBK^5D+8G71BC.0G"6"+P(U\$GB"4ZKG7@!MJH2&K9)2S3G'6.OGI
MN\$8HOAZ,80!1KPM1R4^EQWJT2HRHA1\$PE3;9_K(KGKMMB4R+(2.0VZ-#_1 MG/E=#
(!E!F!95OCYQ!AJ.XM9WX44!R!G<1X2%\$U:(8KB P&(Y:TD1RL*MX\$5!RZQP2E^RY&1OTO.??NOTCW!#GS!
(!9:SAH7B=V!A?!"T#@>"YU!27F2 M'<^5&HIG@S'2OH>8P 5?I \$P@PQ+9OCH4FGC')*7 MGS3!M4\$+N;=A-
GA_!_0>ZGH&"W:VB-)U"JD(6"&4%ZIKAE(7#>^@+!E%MA M!0Q!6:A@YZ!6H>^?+W6?R)BWH!_!^D)TSIPO""Y-
)F#&&5")5-EI M^L-&9#IB409;AZ>>1W1:~M%0^AU,A2!KOL%SDQ1">QVM.1:MK*=CT2")&1>J=93+!:"2V-
:"/S#DGZIT<?>*W^!&*&"!2?A_!_U?P_ MANK!/UTF2,YWFI7Y!7W !2D++V(EVNF?
FIYJDL9R3!GZY?J!OUOIX(A44G MO:<3LE8H)XR G%QUI6Q!;UD!-IOK5-
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"CJ5)P#.+>OWY"@_!5Z MQ.SD*7NA"N%8M6P,77W&SW^!)M FLRL_H+_CSW1!J MC2!H4H"E.A@G.)!583HHG;)<
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MA!&99E)E:45K;<D:0!>?HRM!7(R<+!8+L9ODF*^!)!+M7!\$0B_U0D3X#%TR# M!K03.U!UZML@S<+Z!B^!H"O
DZ:P-\$5V*E3="NQMO_!IA!G2:3%T5DI7""M+!E.M1'5HE3'V)GT(W.1Q!P!4!QD-W86W(XBY"RZXU:&
_2&JR@U8"@)LL=" M!WOT-D!X*?%-QMRGU+(Q=#7N&?
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NYAN"/DHIC?@HMFAL!3K8G+O"Y!Z:X.G!+!ZV!HE&0D"7P2:) M=/(YQ\$QK%_JH-?
8XYAN;L6^J"9?>SF(SEH!8BD@Q(C2AP8<)R.L MU=HXQWU
8P98IE!_Z03&YB1\$S)M(L8=^:K6)6=RO^* KV\$(9.ZZ#IQPRHHF@<6N_N2M4XHPW+EQ"VU%@1T:*2X"5:1ZR+?Z?
!0@+WF M:KX\$!D#C-5M0.4 HN>AQY#_%X&RZ/G5H"AD!>^ CRTNFT,.\$)7YLOQYTFV ME D4Y:61FP?
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\$&;85_+R5U+K%~^XW)P"OEYSX11:6M#5'8.C0K8!@D^Z MD%#JNVB>A:5PT-P754EYB -DE6:TY!Y5YF
U>.UY^#?-"9Y4-2@/)>DG+ M5PH!1@%2N!R4,J+(UOV0GT=T@FK2D(*^Y@O) KRF!P!P0F%LEZ#_H!0@Q6B

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MZR-@%;UKH>.:6YM<6S4.KO.OA#K)N);ZV9=L&SKW Z<^GH*AMYOT&MZ920Q MJE#8#0TY1XI>GK;4?
A/Z9O#@GU>!=OXOB=:#-!#15Y)#A)UUP?9B5+S9(M&9N88IT)?;^_LO?&(\$UYNT?)*D/UQ_NFJFIX V14S VT&.:B=-
>8C-DFQ2J M4A(-A#P!>: ^>NBTA^+.8I^WD%ECV^8?^_!0'CA*11%^J<2+<=:04:6YL"2
M#C9;:KUJ|=H!H=OD+R=9=8C+ JK\ RF5HQ+BI@T65\$L@.+*D67E'+C(HI;_M)%Y;EHLI1?&MVS>-Y NCEN,K1
^K0P?@ZE6LL0738=(+J^7L61784^#=#MX_ M^+F&4JX.Z8Z6.X#I?0XHC!#21EMCM<+ M\$N?_Y70?
0;SK=J&CE"@#(2* RD0/J'6"B"FO%*0RY5%#XI;JV.>?8,U'E#46 M\$F.R=O"
I_L+^#3H7YID+M4#3VZ_SJW2HO/M35_TG_YL8VS4R9B N4+K1@LNT MXJ#*.*J)).G=8M)#;A.!7/?6!93!#[G2,Y
%4GSWTSHLX/I?LSJH[["N M#GH!%G3<61=UY&-6E?FB1DLL%LZU%*97@!9H!AT8(^4.W-8 M)1).T8+W58
*Y(SCM4""@%AY(HIT8FGD3K3/PG(*8_ENPI@U^5ZB15#;_M=0/HH4GR\$;PS141/D#@LZBD"EFB3\$-
TBB=.ZR^J=.%!Z 3TH\$6(F_LV+M>W65MF%3V;&840&DFUUI61 4QS\$HKE166*,<8"U_)SOFF6FPNR0QG7U;L
M79+;X1RW6PGO2"#FZ I *KL%SWRIM@ (M.2ZT3IR\$@427OPR7(ZY805)18C M5.NIP_\$H#^TA_MJAA*\$Y.QT.D>&
(+W0)/DF4-6V7@H.T.I\$'KC\YK%' MT5F9O.M6:YM;#ZD<@NO0:M1F&YK.O&_>^CJHE!>DP^5^T)%87.M
MF\$XB9S*R"P>G,(*QT8@4.*O<_J&6B'L77:OJ.4IN*E.XIS)=U"QU"=D+3 M-
D=^O"JBI@*4@LP^G;.TIG4^GC:A./T=I") S!^U!<|U>(5U(EUQ4/\$-A MQM9&/6)\\$ 64-3J("*
(O+EW^>7QAWWS=^/CB2>[FS IO,U? BEK, #%;4LP M4\$KMZLAJXB1 J^-)M%D@/7VEOY"L)<+NIO#NAM0I7=Z
YK7R)BH">E1 MKEA P.NDI..F*Q*ZZY#YI\ MSN+;IN&.:_8RO/LROKVA#*9KI9!-8X6@;_M89F#YRJ#"SGE5#M_Q-
:AAFU83N.X;B+IP!51>90FT;*RI;/-1-9<@".G=/
MX6@9CJH#5RF"4CR";\43YXQG)K.SMN_MRZ\NZH8CH=T3QDCU4-W3WDV4*NXE9AL!&&0Q%&WS5"D J!"
MBR*HHJ;^|>>PC*VR\$!+&-D/%W6PA;4YYK";HJQ8>D+NXA\F5@JLC ZA6 M)K%662_@KYY-
(O*Q4QJ_PTKP2XI+!UT8(R4)TEA(-HN9J<=\$V*D-5J.\$'A& MBIRYJ4TA".29I+;_8N?%%)8QHNT>?P=Z8*8&?FTZ)-
HHA('DU.X%.DX\TE M)H\/#ON*M-I#OHIV=LI?^&K>5 OXSK7*M-1G VM+MQ%X)-6F:I8VU14BY@C%"DJ:9.#H#")Y
V MR&^L5C.IQJYW1W1CI(^;.*#2H9@PE*5C5V8NK:BR@N9)&5W.8#6HED.O&BYMI9:4WQK6\FIR/A:C\$%-
R/D6!SO_(G^>7GV97 MJH&=&W==7@KGY"%#18ZIDBZ 5_2EC=(Q2>>A\ZTO1YX%-VMX_ZN*15%9@B8);.:6@C(-
C.R>_EK.Y<%00E+Y&C.XITF+S\$SBZ\$P_1BYK"NDTXT7#BD:9SIC4J!HJE.)BIOG^~3 EVZ*Y M-2UF""YSS4L%
M%NR4R\$;XV_Y^\$-G#^TJ^WE;P34\SBND?UI%+;.:PBB4<("4)9LEF !H@H8@ MD";R)4;TOY^ZP-.@_VPFL>PIVN
.:/N%AIKFM<T\$A)8? 22<-E_G5NT5>) _TIAGBK MVD_ MIS_.A38(5(YIN5P/A4!C7>\$X6-
(VQ"9K#39G(^#*D8N;_60D.BS\$. MK%HWIG8.G D67">8^>)FS3_\$GCY21./>U#SIR;.:L\$;V97^??R=5CICUP7
M;MZIR7;^LZXN2BV")0A03;UK1(GD7BK\$\$(IKX-F.OF89U1"IM5(H;)'^X M(RL3Z=#ML-ZG6,D5U_D?
&VL;UBNB/>AN^H;5L^N%RJOJ6W9_5M,2ET9(5>)"K
MY3*OEJ^NTJS#%6A9K4^<@TB_7HUI2#JPF_SJ7=EZIQ.5O>Z\1AI=A\$IQOR MY.IAYR!
(8";R&I\$<XUGY*FBY@WYVR!9@;1U;CEMG8".D7K)5EU9%-72_M2"JSU&+8R(B))3EI9<_A=/?Q?GP8W@J=1?
0E'8H^EE:Q-J) ZLF<:7I|>?I M+CW&ANB+)+S)R\$-7)1H44LP.FC*\$W1SMP-I%)7"+G
MS"A&KJ%IJ,Q+RW_K;#.6\3ZD6_0HC/ES@5?+DA=5+&_SXM,LTD)_+QO0+JNN+S?_MZ"XV.6
MG8ZQENLXS(G71\$'F1H9NAXVNZ9J*2S*+D"!PYD%%"#5L;*76L4H MN-
+>M.Y.=OR: ^L)!> 2*H;4'CG&:_V_Y075S=IFL7^8VI4)2VB@R(2*?_M>F3+I2FS#IV(F)@+P8".@2
^H.=@U""X<^AFISZJ&^_!<_L.Y<'KQ.+Y M,ZD=8AW_?+MN\E0A0IE7.R?BY=OKD&:2904JOT.95*SU7JL3P64*P*
<|IR M"5*R(I0V@YHEC*J(EMK(Z0N07X>4_YHO5.WR77V\WYR>O D* M(X_*(-00#2@K(Z R)"88\$20*9ENO;T-
IG?&M;P.Y>RMISSVP)-B%30>@8L MY% [?]>8H-7-/*Y11B;1U>>.:&6M3*Y(ZU">3-C,874\$F*N9E)8;6FMM
M>|CJH%VE6@2@F=<^YO:7^>=O17&NM.&H I%1%NCUY_?A#_ GF1_WU-5MI_ MSP3CTJE"@;R?&HYFH
Z*B^B-#M'E;J'BI;#. _JM,6|=J5-"1)?_YE M\PV V.E&0" UV4M;9VF^HTYJ7'I? J"ZA--06X31DA?J+;@L+\$2,2MK"
MNKDZ LT90!=\$&K/LA??GKE,R*PB).R@QVQ)M
M2JFTKHL<@FMZ^Z@YH0,49B\ V.EPC/7AIOOSUHL.H(>|_OK_I0OU^I\ MKX MK!QD9^AM246_5TH"&?;:OZ0QA-
ME(8A^VX-6:QIY7I)#UXBO>N0!4 LL;_M15N!MPL:LXD&VK*5U3G7S;00LN!@"IA&02E*_W6\$P0_ ^V3-
DO&Z=5G;\$ MNC7A<NUP!R9:GTU_0R< M#Y(J@#*LO!"VC;_M;A4'KU"6>7U;^>;YXBY?Y/N3R=0#F(COAK!(>
MC.3D=;.\$"7F4P)-GOG;_9W4.Q3;I@C6E5K#0!&G%&G?OTJO5%UFL
M@W<71GH5"V/5S"=DWM;B\N(A.E+LR5!^B>>6GA>>?R+RID2E;KU3=16,*>B#VVEWJ.#IOUI^MS;5>0AF=IS
M)/_L;U@;QQP.2Y%EDXWMQF'8.LG"V2#MOU<(76N\HS4"12X2K5G3\HX\G(-MUQE<(^.29^>YBOA-!^+;+T+JY
Z;.:G(-TM&CD?OSZ*+A3;21H83.R-K1 M\NRMX6"TB\;D)L\1B=H9XT)&&K%3-AQY8?WN/5NIR<7=U<CS,7E
MYW3OU#)RJ4?9I06U<+F4#%\$SLHJDSQ<*<5K4/FJ>BW6R6Z;":75I0;1X""Y! MX+5;7"ADOWJ#(-/CW
H=;.>J6G2>75K&Z&Z_+BUC>#^6+BT#XY F1TI?2;WRA08 MA:Z#ZQB&173#HP0M89&<0@H)"2%A:\$L);IN>-
O/25E.M4:PJ+\$>6H8I8V M18B^F'5Z"CRH""GYG6P0BG=K1'?MQ=0'D7DB(#R&!:ZIO-
NS8&W;.4VW&T8_G5!5!;KSSP\X&:OUW_18WYY^?+1I/5>[RZCP0V#9KM")J1*VED%J'VU(C)2TAOWV?
+^IOB_GUQSJBX6Y9_MZVY3ZY@?ERW;_M@Y*6R6A.YD-VM'DS5+I(X'3RQ2+D-EDUNW\JL7
MA.#&EL.!Q%K=7A0B786AA DO<^INDG-O(T_76R?#L\$U>2AL"KUZOA=N0I"Q M!+8>CV1?&_L.F>)%SE!+;@**PB(-
D+PGHRH&\$WFK2.M^\$X^/5+;I(29I#L M* 0>J4V/_V.YD=0;HIV8SH;HE %5X5HJ!;4Z3TK+ LA2
M@AQC\COH\OI;G\Q3*L\$+5Q\3Z< 8*7?@_FV^FLT7O\U77QJB<4S(-*N7R,*2 M>TIN0P@J@'M#5U803L#
<=^1_6;":AA MV8;IKL/0 %0-YV)O1W/*
(0=@MF'J^CW\$W++\$IGETB>4BK"5=YX'0>8FKRGYUO/1WW8Z3;X93_%RYF->'=:EY6J-IO;Q>P#+CZ_ MSEM
M.EC.UZ9>.:J4M@FBL@;(7)9T6F8.*J0A#//6IQB>_B>U00="!F(F:T6I/ MC1H"JGNZ;T0&JHDW(6N@Z>
I^JV%98A04JTT_2A/1_ M3>=>3K7&L#1Q!S;GDPL9&60Z\!\$%K)WI30>>?2"V83N>P>VW8@+_U&3CGIB"
IL#(IOPKQ6W=.)KWQ M9?J7JGCF028(@ALB4GWRX/^JA+F6RO+BSTS&K^*L=RG7JS/FMY!"%0(E4 MK*4EI@
6S2&\$&3A/V@0.KM3>53H80UFOEB+^3X/\$-A+M0PP"H MG3RH\$3 /C M3_+6HYZGE#W
&L*S:L^O\X4M>*Y J32@+J08Q)8,+2BR M^&U&DZS6_6J=G%U;.">IN?XT)Z.#PHS1<SK>6^H!
(R%;KT_=Z)Y/OU6^+>JGY6KV 5?Y\IS) +@33 M1)\$EINK'4P4W\ 9?O7UVE^C\ _?MZ MI@DOOW)6'f0D1<.:4RIS5I2-
G67OU@<=<| ZIR-Y' MM Y'X;H8WMS5JV\MLIK2%GJ## F.#>_%K(JF7 K)F7KF3G\$9V9'C6DITO^
M+EI5(L@16Q>):4)8K-&J'EF:X&-V"AP#E6==VNS34(\$WWJ\$LNHSDR)&M/4
MX8S7D8RIY6RSCGM2<2Q10ZDIX947\$GQDH?8.UH(F41NW>WT&3AGICJMB.G1 MN'M^I>I\A3I+
NUB/7T5F0LH%G4\$(:5<XJ3.1196F>0;01R9GJR/QD= MKJTFK/OEK>P9^NU-;JV:L RF:26501@J?
2BC>IM)1HD(YT I+TE88P">B=B;T M\$?Y3I? MM;_?MZ&+ED6I+J>) (KJ&DAR@T=P0(-8YI9DA_/_E6;:8_Z0SU
MHI'8-UP8IFW/I\$=^5QM*SI>?L5Z=?YRM/05RO^>QOAYIWy+OSZU:0.ET/6_Z#JN\LV7@I4D-2_ M3A)1+P!-
96Y!)1DR;"8K2G:>8VMKVT;PM^I-T%G\U9?ZH_J)CDP2^F- M+06"- A*ISI\$+RA@+&&0RLD0_-D(MR-
%&4T'3)"^%'LW"%@CAC1Z&./=#7^0U"=6Z.'44P- M*_:?149^AHT<3.&1B^19M(LG1>X?OKDHVG0 M.(J/>3-
AMNS>1"IE+B2;5GLW7/7 0MD!:/OBX Z10I2%K4OD3J8H7_#B
MFH\$Y<IOAORVI"C58@&WK^B0)6RV2QJHYT%_E;_H1\$MUW(-E@=APZ4\$7C"& M;C;VN5_%S/I#</p></div>

UFIUG/32SF+YUA=QF-IV./HXAL;\$>OL9EOOSEEUINI8<@ M99'&
(VCFZ/FB:/ "A_BU:K5RV+FHJ0)V^_M0)#.U#D3)O(M\$.2=M/UGHKE&J. MUH\$.15NOKTO)BZL-D-
_B*4/U/N0A0NE9S(6"#S185B(?C@ 67OR.ODI6F= M K4WZ.DC.<=R\$SDMWUT*IFZB(&&Y6F!
<7104JX.;JLC"/(S;"XG9I((MEKG6.;V/0RO,NW#18<.;ELX%XGSF@^:P;A:996.,=K!;(1M.;B94JM)UG= M/OH
JK /!90I"6_2C3^_2JCMOSQ+LW2M;JHE.9IHF.2K6:7F%>TV;.BI@ M99W6IKD/AA6/7>LDHV?>G
3=>|NY2Z'BPXVL9C |"GY78+11%SIV&*V1MJU: M.2/X@NR|89*K7\$SK:K(709V\$.C22>8 *7'\$DFD)(G> M@/%*T
88+7A.?RLD*JZI+K%Y(187()VO6|N2JP|&|19X%R\$5'41@ (Q99BK2 MDD-
6\$82VP0I9BN&MFT%O@3*|ZC2E.)@ZC)W|S=Y"ZR-FQ_J*\$K*M7I6TROA
M:Z_KK!2(=%+4VS"6I6Y>^4P&T#/'5GLI#=?G-19
MC\$M:6F="Z|%/JHT>>A3HUXJB#FSX:|.8W("47."Y)BJ1A9@X+2*C A9<#B&; M(IH"VH"_.R5;VN.ICY+RQBDP-
J)!="J9I%:7V=" \$"^6<>DE-2.FV94:UC MFN-1GI6|J|K+9XC. M_I*A!5/|C+A'Z"Y2H(U520W9U*|@43AP!0-
(%K3U)2B4GH_IR_NOGZ=K|SR0950@"A.PC: "(BBN SDKC@^&6M6Y@- C8
M&2C/(E3TNTQX/!(9/S68)))F=>1HHJ.RI%@KESP8:Y\$7EJUBG5R1P1C/0(L-M\$339&?2<| GU^O!KC=J\$J*CMT 5%<
9BZ"\$EV,*|D*R72>YB@|QCN#Z35L7XKZW1@. M_I_SXG?"(A?3*VLECPQ%ZIS673&?M;M0V#C=I'D^'Z8-M7I41
JO/=1W!L6!:\$CY%\$D=ACK#EB%#"7X"06*Q|D|ICYVYC;<|+SSD_E| ^Y M|'ODPCW"1UI^YX&?A;D?U1WX>+
(\$O&5!.;M5!9:M>\$9HF58WXGTYE.(I:0SD(M MQ@N_1VK^=GC/4D30I*BZG.P&I1 C#;-
X%X:3"+\$N"G"C<9Z"%K6AJ8/# M_I0V|>DBGL1GZB|^6L=I6+DAO.Z".4I'=@V1K*SO(-00G(Q"M9^:F/C)9R0
M0AZZV\$GMI6??=&S(^MFDGYO\$+;=2*^<=<* M/;>'SWUUE=;#_-L21OSZO;NXN%OK+MZ_4D(7M'_>_H441Q2 F
RA#)_! M.O#6%! %51&.9^U;3Q|NB7_ *4XI8+EO>7I7+;U\$.@JR|A?)WE AD94L:|U
M1UIS;+E^W&_&#_"RJHL|TIBG.Z"FI000GZ:05OY'OJQD)_@|DZ4|:V* MSJR;/D8/?|N;25CS"9P#U|2&I4.
0*/=+!%E119V\$|+UB&%X>@.U6'O)HS MGX3!#I>#% 'L031|!| >_FNPA_&G4HLBD?>8\$2C \$Y00' MY|4\$VN*-C(L6-
E-V*7#%*(BJU*Q&Z>F+(5KP0C_GS4^?/OBX+R?SI@+MTD'P?C31K_6W
MJSBK)F,*3ME(*50TW9J&RF6"V1012E"Q9Q.%YUNPW*^=D03=CJ\$D3;ANGTI MAB#K9#UL1W48*Z(->P-48@_1=
I=GD%8&!>H3 \$ADZNY@'10.LN <.;M.&6F%HGQDB|@RZL_1M29QCHZ%O=#S+@S\$A>T\$+4ZRZD.D'(+ -9Z M+YU-
0=H06|NMFY%;U&TXFK>7-M)T8|_-\$<=<5U%!9.\$ F4|D@&E'(0#_> MF1*T&52&|W-C#J<=&C899
R|.31F:Z)MSF1(UB:MBLH%W\$|&J_ =CI#O-W0*YSSQ8&R"X5 >F1T)4 M6;-;.*E*N 6?|_ZJ\$E+R_?+XP1:H?
|A3|S:\$)ZAU2(M#KHBYC>Y=5B%JXKB17V#_ /U1;YXZMU.D6O.|EDK62MZ9EI@ ^*@O"U6SGHE_9(
MXVF.H6W.3U1M9K5?HG+Y>|E_>1YX82=F=P\$166R@+ #J%<Z263+&:C\$VL^M V.3D;ST|>?
^_KS^BDWGF50HB3F\$NW6L79/M|F"9G58A2BLQ\$R&2>L PS-P M)IMIOC??VZ>3IR?
C8|E^>|NBUZ| ^T\$-1K9T@QZ4*+&J0GHO:B2X =%; MF5|_ *V|+&|%<_ CIH7NR_5B+FD B|1S7; SQW'M(
J)U"3\$ _1"_.TU(BNOIGV M.60|C1:DI S6G9).00RJD.2LOV 0/\$N<&65Y|P8T4|'_0@QI,O+|B+@#Z6|S
MG7W|Z@V|E|GA2VMHM|<.;K.81\$Y@9+T0+);.K0^MO:MGX%\$S M(EIPOZ@:7Q>_?8|+|I(7B_B>USF-XOYNP5^N-
GPO-8F".0=KHX^ERH2(&LA M&Q&="C9H.>@Z|(4KX^T(3L4;"CGED/>MZ*Z.T|X&H8)WP.R_21PE9|O:@."
M>PA|DJW@+|H|972.;#*UTIE,H/GP0?7)A41F=;#;.*C4X^_O|TO:W+K1M9| MG_?2.|B7EXDH2|9'-VS+(:F|8YX86!
(2IVG2|)DZ_1Z27"IE55U6-18%"*7N M'+G.DGD^9XGD0GDLB-X;Y|L(^&P|S_Z|PO0SS+Z0+OAOB9J=2B-KK6-YT
M=H=+!%B3|Z2|9GG8|G'.YT#="W9"&OBXX|X;MM/-K*|@>SB"V|!G?6A;^T+
MIK7MTXKM.7(L@C:|'0A<"K7FEX\$0A5#S8PQ59MC/PKH7!R#|M+OT'OD#J:M M*SP 5*=SHIV
7OBHZ:#%S7D)O.E=:GA3>??VZ|P_ EVZ&9SQ;+ HMZ)I.5O|VDI1YJ-@|L+P;CZ93;| M^'G?
|R9)MI%QI^QXEL"UL6HLR|@ LU.P"0:@&0_1LL MN|9=26|_.+<=<OG2I= 1;76LL.Z(13XBB61=|S:?
A^G'=>OF'Y<_YW?PY?Z MV6H%UN8YCMOQY U==KH>ZSG9=R% VARIX#&5'3GC|A=TKZ3=0|5=NK_~/
MS3%NX"Z92'N)-XIV%126L4M@;_4E|G\$6S8R3J/ C|F_7R.K_7^J65PCKX M.=OFB2MH;_ ^LHMH
P^RR24("W4>AK8:@J\$@Q|F;2)P2K8^>(^7CM) RWZ"5RD%+;B1%&*^CX|2DKC1H_6|^LZ<6CN) M#KK?
1|H|3F@NXV*AB1IY'&4%)(MH#PEH%2Z;&A0P))._..021/ WPA=CR5#;12Y%E'Q4T M|B|>U2|KM4;Z+CT%-
"DVARB5L)X9R293NY4Y@%9'L2#)YR)JP>>R|Q?"G> M5Z4|6)7;X|!;J&|S<>??QXX)G"OZN^
R37XYW@Q:H;_9F;V5/|3|BT|?5WSX";ZRW50"L;6T!)IOM;0:AZBEC|>+D%(N\$ MAEGE/*?
PH<79S^V"K=TX|EBG|606>/FKK^&OV| H2 R" |IX :VLC6NE@5#J M#+.00>D&->9X2GDW'_H5*N_9.NMQ)7.KOO?
U^/XXS2_H#^=W(.<+H. M'W\$D=(RQR)9)0.*>S(NO\$1(P2C_0^VM+X|'H+K9>NL2VG2M:>Y_0T;KR% M|9?Q?
R|KR4|MEK;Z|4X3TLN 1A1G@:E2JP.\$)1H7 0:SX|B|9LUGH@Z=7X;
M.5SZ8W(^M;P|>5RL0S3)Y^'.7L1.P^0RR^COI^1Z= JTT3Y+7#J2M@^4G
MOT2.0Z3>H<+V|OR_ADFESC(B|NL@:8)8DXR5BPZUA\$PH3.HGO#I@8JEP@K M&.>G_ /VEVZ'X8 4-
PG0.EFLN_0XW6%;_8%&^Q:=1..3Y%|E| K:Z;- (0&2'TFK/L MG76E=>K_0UC.@0M-Y-RA_&"WNWN?ILIHS)34*
BK)Q!#;HL.G7P"C54|>C M1|QG:2EZ.*0A\$L<|S_M_&N^)^Q*A@CUPR"Y0%48@&<^|VNLRD|L6R8_
_0W9_BLN|AWR*%MO/8L;& 4^1%:IP%O& M("&5NH9W? MZ+
(#;:61WBF|S8.B7FLY"XJ>@IYW\$|C@D|M|G+VSUQSIQL:0WE(+)|2SSD0Y*ME)(T!0PZ@<(.D3AZ95.2|9+U/S80T-
17_31#U4GSO(>?APH?'HQV;'% MO!M_+1B9\$9:V"U>|6D>L/5(5Y%B25UPKW3R*|+*0LZ'KBVIX|V^? M??)=^
T>0'7_ HP6X|)ZB|_FDT|VCM<7LZGO|RN(QO|H(8K2_10REUSK; M:4)F"#:@DRE\$A8+?YO'ODA'_PU|_5T-
_N#OVU;ISSGK5P7H"|^FTT_TW+Q MCOYIWL/?@JX=GO MZ;JCZ9OI8CF_7%55KP8?2
Q@4HKM7//+20L18>W\$S&9W|@:OF MA2"6MS9/SDF+!#|P?2FERU <YY^FF<_IA5^!7JUQ00G= 'TIU_UMMOR_
M>'B:C >:2GU_L5 MKCQ98L SU43Q?X;Y>%6')X5AT6<%3F>|'O3B@D/(H61O:<^)^O&IV MY2/@SH%X?
32Q(-66=9T9_F9*/^*| #N0E0%D4(0T42MFN&C=^/_A->^23Q+ZAU*"G.4)PF2|ZT41C)H6@'3G+ |YG0X
MCMDXJ0VD/S?VD7L3A"J|>.;|76C3B"EI>C+;_HJH=" @^V?).%>R;-UN M_!; |HNGB_#C7(5V VO!L"H.F< ?
R^P#!RCG(34?(F>;_V:'F129 M+*TPDZ&)'J+Q&H+.P:0LK;M#PZ.HN@G;'H_>|CT|Z07=|^QLN+^B.0H
M.7(Y."=6%JN./(Q)@*>|H(34)3"R8(HU+QI_|_QISCZG3(VDWN?D3WL-\$/ MV|I^_+M>|>|7.#|RXNIODBI?
EEF"Q^G|^C^O+|_L_LLL3^9T7^|&|E9
M_I<2(6%M4AD4I\$+1B1/*;_B@HNM4W5;XC|^Y|HQXRG*4NMQS|;JYG;JPN|
MD8Y)19TY(=D41U/U3J3NRTU3U9Y9IO/+D\$SCD3Z)E"TW|R<0_*GEL9(1W M% M96IZ/H\$2HO7N2|V.
<+|Q(%6+KL|S=2.Z9!N+ND_@<@_5SW.R5".=DB N M&G*L.EP=-C'GTG|_ 2X^.*VH86R M90TEW3?00
'UY|DL_S6>3"A.?C=-ANG'<9S@VLZ- IDXKS&|8|VMT".L!00'XS2JG?E7|_+%>VL=A=%_J@|<"Q
ME(")R+7I#E/0J;_H#Z_FCS7"WTC6IO&LI5P.UR|96K.Q9S_B5-A-J&B(3
M%&QAR<&WOHEY|ZW08W)=|QTKURTVX '\$EOD|>(D"4OH J&-6&#(LN6BU&9 MM>
|_!B>_TC&WCM2^_!9F9!)=K|0BF>_/B0G5.6_M2|_N|V MI#;_0Z6_H.1_ ^*I7|YU?
U>O3!#SBE9RW;5"H|)=V|*I3V6%)1*!.\$R** MVM)&D-FAXP%;1TUJ9= '3G^X\$%HW0WJARB3|H9*"0C9AR;=6*
|XIC3DY+|B M45LC6K>?/*?I'UT|IPR:1YGWAESMG"H|@WP +6P(Q" 7AV+ S|@0)'D8|^*^D+N;2C'4B M3
30>8#D50CT@W6ZM8E|_KOV71;_I^U5UCC^|J+G%<:67R8/8#NZLC+ZL 4
M6G(5F6*U_B1|Q|3'6\$H11)WND0L2.Z5|3E'@N|A%C7.%NMECB+/6KA L#D%)TIR"X\$>!CH48S| MY%SK)
(HVR(XZKH+C+X89KIY|>_ /K6*WPG|?<."GFP-D4#EB'9ZF0C.(6T M|JG0_*^LZWK\$EO@_DI+@%IM."^KF-
YAODP^Y<1ERMP*RIHVA/_K-KT2=44#Q9QT&F2^*B*Q+ (%95@K|0) M>;7HG5:0
OP"C'Y|:3&6(Q'N@J=M\$TK<^?XBU6/_Y|S&H MUNGIEVGG|X^=HM55S|/&FYYV_@

IFT+JP&HIDG6>@8;7B)%JYVFGE#16(^M^E*B=*DO\$SRFT%%4X/2C.P.>O\$E/12M:Q=;/=/!OK/UE7(SS
M..P)S: ^K&&1D"BVG;H1.%4/1.4%R2D;"Y>G3I%.(#14!^S M9L+LD(FT*FE|AXOE?)S|. *=U>2R/SGK-(F
2=9J05!3KN0C:~FU.MH6+UK5" M.X\$<7>=&/<5V4G^0"B15|EX)|U|FL_)CF->CA0/JA|H|H|CA|_ZB:~D&K|,R
M^V.N22R;7-FEUN.S/D<L^S7U0PM:A@4!^DH3"PDx@.1\$EV/F7M@F=32 MQ,,1/1/\$"F"&HOK4H=B|~#8MDGB/F(X)
MDJ|HP=>/%+H9CW4"5?2(FTD6D1>|W|H|Q>|M#1M|MK/~/MLFL(0>:F9
MK0V/EJA8|3"J\$%&XVEW5%CB^/P'8|^F3AV+XW.VHFS82!;4PW>D^LPIVAJ.MO7^MDE1N!-HCQ=%%Y
@ZLP2*90W>6 K>I3"8N2W*LB?"D*>?D*A:B=_KZU0 M.ZD|3/-V2O :Y*NP^\$0?OL=TNDL>4*B|'Z,0F5:U18:4H38L%
f86ZF3P.MEF)M9KD@,~W!@3T>?,,Z\$7^+C7%-|E|~#0NUL)Y;#;S6NBK_.\$1/EA!SDDZ\$
M:&^JYV64KP3REFQ|*78&R?N:R%M)AZ|QKB|QL55YK3C>8*D!;C"D)99^146 MQ|D-"DP(OH>1V/6,L)S4X%VR*.
|@^T:E|RX1LA29C)\$(M86|D&D63208Y!)RTQ& MJ?U|U8SIH0!PF^8=,~510BC?.RJ!+Y(4S_?
1!AYR5JMN*M&~JWO ?IM-|V\$+F5;|T0"SJA:R4QSK=*B= M/7741F&)WNRK|AW|.6^~
~Rk8^TJWAU|C2^1876JH>K#6G|V2A);3V&4@C(MJ2Y7|E!|"O"B>)|H+(&W|KLO^A9T:622N|SQC7)B|CL4XM1-
DXG%A3P: +Y ML8E66IP@K1F|H|T|TK>>".+P%GRX/DBO|H|OWZ;K6)UNMVJ\$|L&H=\$ELW~"2
M%OT#EMD<;S06_?OY3S0|1?3,/^R\$@=,8 MV(N,((O)T463N_~G?.N:~IO1DDC|UD)G(
M9&%KMS=+%C;X\$&1T06G;NE?X U#.F%*B7T"1KU5|Q2_::O1O^8VT* 1YB;
MT1(|+;O0WNL4@G.I4U"~&0@HFF51|F\$|8|C.F23-EL.#+P274!;0:Y8AQ0_X7 M=R|C'?~KCS0?NW
V)X\$E:3A|_4|X)X"Q9'P1IU*XP>F|5|WCH|JL#G MS89W1<94!"H:"P>!65URFF05T
MOL8_XZ;Z'9)GO(^FAN6:/D?;QR.~LJAYQ22M)C^~.#F(MOD+4# TZRP1OM(V^GC|6K9?839,NOT@9QGR95
ZVC"RU0OU~W9ED(,~B>#%;4K(-M=Q**>3/5>ZAXNR0)?K+;/|QB?_:@|;~IOUG40+!;C7 'MO:C3|FN>LR& M5<.
<+~FLF|0_?(NYBVA1(#4.4.2+4;TR2@QA:\$DE&ADZVR18Y+@B3%4Q^+ /E+NH|OW M.1W|YK_~
EE>^!S.U2H\$[*DE4+PP""PRB%Q\$S"F(F%N??=|~#QF7HL|J!;^!+O. M.KR'3/F2M50)D'.42S2^V D@|R29L*3L|~
K+MY M7?6VIR6@*);B-HG3'92U|K0H!'+Y+IUHW;~^X(6R)'K>&380=0?%U_KG MBVFN_ COY?
CSV%25WRQ?|7F|R_CZ<=_ALDEC@IY0QD-K==9 TH32.>RA5PT MA")?~TRJ.?(BDT0X
=WQ(*@."00BP".6F>0* I=Z +4H=B^:I9T44#S_O7|N%A6 M6 EF&J;Y'28D.A|FQ>O+^UTX#57.(9<
40<*G(M7X*S2(+@VPDIOR:8^D36U MIT_2@KT%6V~/+GV2S_~9Y.R |N+%B00;'HR_6"(\$V1K"L)&(B>):UR\$FVGB-
UX_?% MM3J?~!&1>.W5S5*5N=B5PUKP MJU/M<8CCR3H+99K?+V?IWIY|F\$ _KN174?EU^NELJ"R\$&B
E^;H|'&OTI/(=<M>^>D)&J.P=2G.4&QG'=U44|CWYEEZ'46KF%3D+UATM.\$(KCG04&RB)P'
M%FC#Z6'@;V|X@2NB+MK:9?^?~*HNJ|~<+N4-JR\$5*TO.MQ=^CY:~.32R("17;^~|8X|686)
MA6C1#FH>|9456J/E3+EDH93;_DWF MY& 59QOS\$*Q>(@O^E,"ZWW8<6^A=;|
MB/ZD"ZVCD.6|S\$B&+\$M83^H*0&4H.S~?MQ@_KNW9FA=9|Z7?06.(|Y'R|&MLA MJ+ZU0NN|~
#5P+/\$SQ|P|S\$KC\$BD_X'W)|J3#_0N~|0*|N819.VS_HD^;~\$E/^L
ML<3M=;^/=L76CO&C@=..P@E6+P2R|J"YL(XGGIP'E"CO|19;|Z6/OPNM M|Q'F\$0JM4<1B99T?
\$YP\$1.J%UL|5|J'B;/GB#DG" MNM=|/18C0P@~."B8D@,HDD.K"A<14PFNB&MV?~^|(G?KS|K|.BN@ =MP4D=
MI=0|X9|FL|^/~CZWH/X\$#D<6&T|//8NDQ66FXQ MIC 0\$;4>5&4|/-?
@*G)6<>|YZR#;2>;E4X4%YA+8V4X\$H@VEJ8_Y9XCX>"0H|^~K(80?|W*+A.X'B5@
M0!\$D.NW\$H#8\$)Z~|9S60:Z |?;3;6>|HK7(4?~L101#5L%KP+ C@BQ>&" MJH?C5_*.+M|Q_ M7M-|>U'.?
8GWF31U)?'X+= MF"90HL'(;&|~#'.XL/LW=(\$4D:3_6Q ^S?;53;)|11 1IZEFP4VHU< "TTB5+=.XT'Q34
M8QUGS|075WZ'I/O76' ^W|H|F M*DI>H'JO|?7^ZR?TCH828(UQU|GE;_28*X-8%R4Z*8L;~&6>HG .EK2"O
M0220N:C\$~J56V?P#D|V6G\$|5-C|>~U^7"YRA7FVW4KW-2.BN"KG?V2D P M*D-1S-0V!
(6G|F|)#|AG9S'57N'~60NF.K=*~|D^<~.Y%.NT MX:S8UAWL3FE"X"E3KZ7J.M1'4QRK?C>3FL'GK?
EA|L%Q>D4.25H(F6 ZM) M2B|@A.B0\$ZY@E8JJ-HEK3*F'L'PG4ALU=;BT>FKC?Q7^~" #A"0W\$@ZY=#44 M-
1|V59B&(% #,HD9;?DD|XTH;^B_7;|/3K%>JNS0+61X#^&RYAE574P7N+~E M79U>D'1_E_6+4 K=37.L?P|?G)@.
FQ+QX0UMYF"ZN4 W" M-%G=YS4=4=);Y\$)#KW&G^6_9?@@G(PNT V?|^~R<~S.N#X1Q.M;JF99G
M+Z.B#D=H6|@K7.0@4CC|UC6HE?W|9?P_S?N*R+N~%2D^~)6'|F_5|9;1%Q
MJ>W"\$I2L;6(FN;1;#T|8&^39,NXX:NMP@K9|33|+M_) +L=S?+R%Z|@G\$D)M MU|Y|4+7S&
>?Q>=M2_DHEK#6H+|GQ_#G6464=+'&;K13K|4HD|\$+(9625*J5.)9#"U\$DX\$/L\$DDZR7?
3!"E|>BP/2&>/ZLZ|J\$#@=~PZ8R, MO) \$%/2^~1!26M3Y?T|UE+J^LG(I*VUB 942;2WD|&%D#."1IV\$;
<@|ZQG\$#4=Z|LPZ M@@|)!^1>Q#DIPF7|!)\$?/!@>L6)V2LR6JYIS;^~Y M\$ZZSZOH>+)
AOIRG3V%|+|FKV|1_S*9KA*GF~@9H@;8NYF 8 MTN |G24|@J.X5(CQ70X;=C|H|OHI#)=5)4?
~7QU"7G|RC;Y'+AO72|H|W16> MZ1G|'=~DPU'&0:L=A9@YO.T.O&>WEA3P/E\$JM.\$H.@?>M3>|H@+|3|D-E
M=CC>. P|F5DICU%*%L'.WD;~L"~T69M|G-C%M|E@T8V*D#YOMUE|EW^.=L M7N^9WZ=/'G."MW2|~
D2LA|CVO:|+~P@_L<;GER"/O7|E|6>~WG:B;8X1 M%\$9#M*677_184@HN>~&S=RV<(KH,G8&V\$ _8QX?_P9?|+~
<~^+GPRD00(L=#> MERG:"%P)D#;QA%FG-&RTR3ZBV|H|H|Z8W=AS;YY69Q6|+=_JW5N-|QMFN|F
M1>MV<~DRCYXKT\$59VCMB|N^S 1U?R_8(H&-WTCP:&^Y_4/M-4|ML;W\$6|CBK|CW6S|JR@VC;"(S)D52(*.R%1%
3YJ M158M>.EX""H&2VP^|N?PIX@+AG3675H:OA& (5YA1@49SU\$^~V9CU:R>5 M7^IYRV+D:H*(1%AX+IU"1&
OZ;9*-5=%R2,QJ MOL4:79CF|77K&F(-RNG#Z_*C|J+P4;XS+*PMH&(@QX88#=\$;~|YD4|J|H4= M8>>|>@SHL>~
A1H|L?T1D.H|H|P|Y@K|IK20A~;BQG MS|C-Q-ZE\$=I-FFI0U7XT.B.9J**A.\$Z^4"H)@|I%CC%*SY-
QA*RK;~G&J+WBI%&FD>=;)!"SFL|^4Q_~#KQWAB7 M40U^Q4&157H+C8|*)Y9(670G;+ID3RL#55X#"F
MVD|>A<*~|BZS>;CB,Z00_U5T"/+K@069K)391Z<&^\$'-+U %FX;~!<|>6CL=3MD>|?"L)&="JP36 MEUL.K"6\$0
B#BFB*RL(VSY@|G;~;0G35-8=3M?NXOIMML0;0|'Q2LGGZUV5
MB;6NW"&%|SH16L=SXJ|F&+1.ZWL"TKDRXA#)|VB&>W?1(|Y<~D5%T,Q0\$%K#;~|;3U\$|~|LE
*PE,CD+~6+S5HEW;)R-R@|2;D-/L(8TZS;#9-S" &~| MT|?X&2>S/ZOMV)1"">~|T1ZL|\$=\$17K-(S,'GK/|C.68S)W!?
CNCR6%/^~H5 MW4FP7>Y4K|T#Y@^36>3V<AV58E2L33>O~Q_6I<|0A~?U.HA<'R|+ M1!
<+~UDXYEK7!@Q|J53L;B&M^Y_C0/EJM=;1.34 W8^C1UY&-VS&9#&U3- M1|11@PLI+~8O/~
>~M0#%;2C#_GJE=U6C|V:U=SU>~M>;G/O?AC=GE=C|@~MPBEM0;.94|E11L54R?2T+1PYKSHE)#1\$*2OGA;11-
^C2^V|5=??Z\$D&+(- M894=)L;|(8#5J6>=?Q?NIFEV|1|O|"KC#U>5#|X)S0F<|H;06|CK&E=61
M4#P3|XL2R09>9'MGX\$2&Q|AV^IPH>^(|P|."&~|IANA1^~RS>1|5#>\$20M. M8X#BE#16!)9BZP3.6P#;4"/%~
~8N#;MQ7LEI@^I?9Y_~%Z;~+O|^~|TU MA_PR3|9O|Y,OMY^~JUC|ELIO?MU:VRE?* GN=^|5F?X.N>6F~
#1A>3R8U' M_J+|GNO_~\$O/!~?OYCO%RSK#\$F<3,+F"~T?|~4F^~)0/F6*|Y6#7;~4M(C'DE
MLW(A@P3V GEQWLKGU+ 38?|<#DT/G+Y83X.T|>SRWH|O\$&3<|B|E|7#%EW M\$Q%B9A:P;~JW2|XY'CE_C>?
IDH.E\$#?R;ZOBMWD(C. MD<5 /EQB\$100!;SB%G0*EHRP.GCWK'NG4A|X^M/43 M9-#YW>\$6(QHO_~MK
M@1LP/(QD)WF\$!)QA6.AOG\$5H|/\$&.*+Q:4ABKG|Q2>JDH/6WS@U^U6@Y?W7 M4ZV9;B>Q:15142N+9.4A<~
AVR+TDXYS=RODMT|7WNBBCA@|0TC|@KE=9C/M;3|^Q>%~|LTO@LF@XO_5FVR9;(07>9@F(FL|R4&9+O=?
^;3U;9|TJ@8;B| MVM#"?D^~?0J3"! M\$FB86^OE8/P+L |H|);Z8V*+(&1B0(J%\$6\$;F_H(W~HED'RHAW7SBT|4
M&P>M_~|W587\$NV;SW\$-P".X0"('~/)^32;<~F'3 M5|9F_-N9PH0'(!H>\$10 T%P);('P#@OWU:~!@0!(\$@\$@
0(\$@(' M\$@;R^0!&A(2&@X>%A8.%A8>~?YG089'1\$)&0H1'0T~1T?Q|/PR?ZJP"A MH*
0X|&PD9&Q<3%0;"") KOE|1> @TD|F<\$|Z(C P%~" X"C IWI|K.ZX|P M|C_?|0(2"@P@0.P.Q(+~_OWH+Y@
M<0(9Q>>+H)\$Z"15;Z@P*1D^)#2@LZH:QIT7B)*=F;"A_A..0V3BN#HT(- MA(0

@8'FG06"IF8A%DY7IC(LT^>2>@L7LFP9_H;N-I'0#_K"8"CC*JEN:NCX
MIQ<#M:IC6N"5R1>_CCX@1:P17U6(Y1A:5IZ7>?OJ:WR5I2_&IOZ5-(S':5G/W:IC)QT2>5I*!\$#@#6>\$IAC%|@VHJ3>
M\$F&X;:I5G\$|K%NJM.TN@J=VLVKX0D@NEES|ZY: M.%Y>NBY^YC9#,1<=X*R-=3/D9IF* MEE#(3GR&5^
:R4#E!IX6,7:U!P6GV8=Z=9+98I8>4D5"23PI.Z="4I:DG&O72.9JR M_8FEZEY2_XOJX?C&G
I#TP1OKTU+J3)/5V80Q:TX_Z\$+V05G"TG<.&M=DP+MJ@A*@JHDHW.Y\$6:~D5:E9NQF.\$+191TR
OHG8Y@6"FHAY(-83J-N>:|B|OT.TKIDL6-P+))=4JHJT5C-##VT M:M:..@@|8Y?9(^D|L1+~+C=Z=Y_A(PF"-K>~.2-
T*6PX3B|XXWF4:.*>4T5(MT&-5E8PTS7~>L. NG?E,6ZL1\$N=>=|BON3H6"2E;3#L ME(%0&.&P26_5+|G(W<S-
W<<7R_G_\$M2O3L(Z=J^7G.NC| \$+%4W@OJP=@_6(46I9_CY)^ M:G&1VMJ&Q-
FGT^!*WJ*#8W.8EQ5'F/J2F:8I7\$FQV\$LV2LW5YFE6)>G6
M:4=CW3SYV:Q6|A0:~I&R5%FIN(6.XO0F7:F1G9RM\$G4S*1VE:RFW)U^*100 MWJH.N%OH"JF4LOJYH^D
:R@Z>JH\$|Y:~AS:~)EBL:~E! "@ MW|>QG*G6^XLO@0/#1%6*BFP@E.V-E4HAF6J(Y05I>|D&KL:~F(9K3*TAZ:
M)@<C%2\$SK*P3I(4CP*~%G/5K/39F.MD*SO2@G71^H58W\$R%\$OJ:~^1:7 M_1 "4KKZ(U\$J.5WD+YZHSR?L>-
\$Q-P1\$J6I2="Z0<|N*00/N/ 83 MO\$Q#I*ZY2_~KKIOZ)\$ _>?SX:OY- SIO^~TARD:2:~WG1 DL:~J3-P+X
MH^O7:~K)I6+9?Y9|AY3GGS|C#@/U^KWQ2OD:~SEX:DO)W<#/~I+>?9"H(Y M0:\$FHJ2?
S_W^<7_6_|_%Z3GLQOT|D."~V.DQ|Z,^6NG_j%YIY40GU3? M-"M:LR|:C%49*|6^7S9;UA;!>>@9-K:?
AAMK|)2ESI=\$3_IEMZ6E+I/O#(=U+I4YWQD^?G+FBM|H(G~2#K*B<*U^|O4M/19*?&C|38 M:HD&"8PIJNCH)^I%:
+~I%*:(I:&*@"C>WE8NM5M=Q.9U2 I*MT(B "@ M5IZ\$SX%0DIDS*R+S*&|#)I J*Y?9+2:~
Z&14\$1QR5PIX+^~#5ZS+X|)"^ M4&2;D#)3>P+HM-I?B+;~1G@H8(@SODH|"G3GQIT=02M?IB^/AE?<>26ZL'O
M"~RQ-8F?2+2MKO5I4:8?9RJ\$UXX0SUAXA#N6@ULL|4L. "2PK%E)C;_~9(R+% MIC%7FOE4_WYWMZT"TK'GT09
|*~RQG>15C|7F_I4I6:2M|)Z.V?W^4=GB. M.YE*Q8NV"LIU|@CL-
*F(%B+;0:DA>4\$!:=BP=K"^+2.05""NJADJW|EP&# MF 5I\$1&I*6OC38A:B@?>?TLIN-
"KK7&YV|=T2AZ|+*)%&R3H9EXG9.R:HN M,+LK*+GX=Z>H|Y&9MIP2:9W=,9F_~""9V(?2T?#~S_~|B|J1N9C;~*9C
MCJ#K'T-\$9M95C>I&&#/2(S=N8(1.4E+%;1#472;I(%."PM+Z\$;?|^MMNZM=+U+CE@^9X^VT>|!P|C>
I=-PR2DPM' MNK2AHF|JR-.C.?U^)#0~."1K2B?S|O7GPY&..Q|V YH5/G.8RYFM) |3.P8N
MS.ATI#=.25:PTKHN:\$&|PWAD#D|:~)GAB.~|LW#BZ|D-X?<EQHMP91%H. MV@((*(~6U5%@LS_&M_1)
3NF62S#@J<4_4G:~!TX%~MCTZ^%~M\$E^A-X|KNR M"*8H_P9MW)-PH6#Q)S7B/>Y/@/>+>W:~7-T3-O^W
40:CME|65%~I|J.3E M2B J|>Y8R(Y\$V_5LG)85J|)9M8M|E|E F_HHA+!|"6?F^%7+~H|F|RMJ: M<?)?
98G277J|1+~|J+1C8O^~|HHQIX3DH7W59W?<@FJ86S>VA|E|LG+~#F).Z MZ>430&'K)"UF9SUQYL0H-
O7UN2Y//AXN'(L\$6W=J5I2> SR)F97=93H+D M^@K2|HB=AN_6J%Y8:~H4?4 X>WI<~> MK%T?W=&~/F.-
\$)S5+AI<=387J2@;9%U_QW\$|L\$CJ|.#@0&%!>U&|;"C:M<NA3%3I=(CG)>XZ;/ M@+.WWVKB?
W=JOOZZIHS0*W4QU8G@|B):?XV## (K'ZK1).1>JWUQIWN@V#W=
FY|9R)O%4%Q"MHNG(S|P|YULEJO3.DSV.*VJ7K7?F M1&W79-
^9O=L7XP683RDTD9K%|VC/YF6#BWDK>EQ|54I0?A"D\$CFI1~*;C>~) M97TB:~!QO=*Y2>&(45K
~|=S%4+^~6SL_~I6Y99(=V|_8EJ=V-VKDAC%Y5J6
MEZ\$;B=W&4U&=/'|L+UOAX *N=FKFTAGSAW9VX_1K++|@.MPIGI&0JIT58T
M@3459:K0LDI:271|0PNQ+8KWO2T43'ESUIUIV^TIF> M(U57+84:
K=F))W,BEY7AZ.FNM>SJOIHE:\$OJP/G2@|KLO5X3FP)FSC5@PXW MYFT,+|O:JR@U\$=-I0E7+?
S+B:75=6N"WMJ^\$^=2/ZSW7/7=?HA%~J59T5>C MU(2K|:EU86J163~W|3.U7_J) ISHJ3R3)EFO/-
~.V|:~@/ 4Y@#UZYV*| MCCR7*R-|9G'1QU"5_~8PA*IRI*F-65|9L:JSVF1D1%YU+2C0Y0^X>LY?+L M:~#_+/Y'ZUER?
#4|Y#^NN*|S>~.@ 'P>/ %X1&7*U+ M/@&0<~5%:DLY5ROMV6NKLJTFF-ZF M+G(C_2R0K51Z.2)?
3STE\$HOU_2_&P>S(D*I\$#_0^P=3-C5|A4L|C#3\$ MU"PPXEX4G"TA?
0.5|V0|PC:~A?:D\$N'KS=@FKH_B*7OKPT*)LO+>J|D_TL MEG)GQ)(W47|A'9:AAAH\$SW7R+ZH0!_4 MK:~%
JUN3CRX#1L|(B#%# #^C0LD2\$<>GV+2^0Y&M^S 35CTA5O6I+S)-HK*35
M4\$6#5L8QPX'V2QWVS)>P|*~55A60*PS&E|T.5Z-\$~XZ4XUH*0*~>N2G/< M^LQZ+>J|YFRG?7SL?Q#-I*
S414M=KE;Z|P4FZ>64I8HK=Y+9LT\$%NZ:9;&B V7NH|+UD1EL:Q?#O?R026?#MZ%|
M\$|Z\$RC)"4RX"IG^1<~|VY'<=TZ|ZH'1CS6(RQ98T&|QIE6T8@G3=TA MT+1N2G)5?~\$RY.A#XRN_H>J^= M_84\$-
Y:8G|~Y@M:*M=G%)1L:U0AWOXN_Z(GE)"#DXEIN%J0.FO+Q_1.8L0I M>Z70AQ|KQN1&>8R=.%U_+0'KVE17*"UDL
1H(3@?0N6%E>52HY0..Z %WKW>D3I"YSK_DE'S
M89@0^|PTZ>~%JR=L952|H38,I7<0)Y6+^S6%A#>'U:SD;FH&0YC>08,D/ M3>2B-
3HF*8)WJ*QO93NG&F\$235:O:~<FQ:D Q8<=W0:N1I1=@7?~DJZ_~7I MY.%0E:9HEE!?
X.5<^&B/6Y@2D079>5O#~/D%A9. \$%(IPL.\$YM|?~135G'XI MZC7C:~LH1D8PZ(91V)RJ/O#?Z..P\$%~;)FZG~:~N
M(L-V&/(10G4+VMB9DM(AC>F)2KSH:~UJPF,2FPXC%1E^S1%U^Z(QI+TP_3HU:I\$C6^BVO1 ?EIMU'HVT#~+J-
"%O_0@7GT7/00 M.V3V#94=6"18G|(KQSDIP38>=C\$OD3|4IC:ID,R*26X_7\$Y:T39D,1#@J M3IW>O3|E
Y&~/BH2L2M|D)+%# M<~HC7'KH12ULGUCLPFJL")3IG)PPHQ'4\$*C7L|5H<4PI"6IX.Q)J1W@XTPL
MZXB_YY0|S|3|YFH"+ KM<(*DPU:\$TX:A_.\$JT0+OX'J*~V0<8/2'GNF4I'Z&SU:T+|>SQ&#A|?R1F'_G0.KW:~)9
MOJ?/1 MUU9Y MGSU9N8O6UF|N|T\$)'0E^>3DBUJH%~X)W\$V<5|PU/&5GFLDZA/I.2Q
M8W~BZTJC'M XUP++~7>~%VPB=3+|>FM5H7PX:10<~)KI&+VI&#KE2U7?FMT MD)Z_0Z?
ATD&"A~I%T6L3.6>L4@7_163:SG69:Y:0|5DFZ?6@|(F&2|S|S_11 MB)10>G'188%PJ3G>)-
%8|/G>T;L:~Z+ZK0Y2PP/O~ 85XSX@6LF"PN'_ MJ+Y0V*U|@?/0VHD-
YSD^BW2/W*+>T:~#FW&>I+JNQ5"M(Q2<=8Q)H3E(?U_2 M7/2JT.YAQ(-"5=O'Q9<>I\$@4'R*
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M7T=@.6SL79=\$T40UI&_4K&H.0(^5LXH0_G:039CW\$;+|@Y|5=/(5UFQ6'+|M M834'-
LPN7KQODG/_S*~4"1TB|~@C%NIJ75T"~H-78G.11R_L9)Z7_~D#7 M?4GR.3.Q8LLJ1#?NFJD:~?6W|6|>>~(UIK
\$DIJ-57L~W\$'T|_H|HL'GP" MZ?8D=J|I9_~B @Q>>5JH?TEHJ8805SZ|K6LL|+Q:~!A\$H|@D5=G@#_0(&CWW8&D"
(|BF3M ^4+V>B22K064M_|RM3&A M+~.5C|(>RFL2SW%)@~QU\$;)W/W|J B>6&A5OYMF\$2%8&JH+Y3L1+~I6#-
M\$Q|WO6:Z|&A25UKYCK6L|8:7_Z?RB532G!)#8,<8|+KE:~SY|A6?@\$@ISP"8N
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MJ5'OW"2MWI.87U:~|A>4_H07|)^K=88_6%.K#%CC'L.#P^WO..^||+U2SXX MUN9)>~9P2/K
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D%SBS<9A%~%JX_~^3ARW9PA_M_QCD"CVN>~.DJ@C?S*4(2PI+5&G7KTN539_2UAM^Z5HXP|X#S'V M2H-
"LC^1%91G/34&O4|>+<CB5Z4?YH~|U|~(8HZE6)HG|+~AM.>)-J-3:7!
MN/5+J_~3.O9^~1SJ?T6U*~HU&OT|6N+M%16XPBJ6(72|7X=5&R41X=FAI5_M3PUNNJIX|7SS:~
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Y%~#0_E3#B'V_< M:94T@%UP&T2?@SNJE!U M*~*1F/ 'A4%:3|/+2|Y@T9E|~B+ZZ8^I

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N1YO!SK^D)"5D& NYS6!0_MM&<,>7V)9;1)GIGIUOA|+A2%?AL((0lNCl_N#lCY_9OVM*L"&MK%>+80/Y
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l;Jl'CN0C5;9_l%N.VlXV;=Pl>/ZS!^T_\$RAL/M8F^;\$ (5(H7G&K) MNZ@*W/3X>=C4HH=U.VA 2;>2N\$9Ql HA/QA-
*R87&>E4RX:22F9l@9FZ)R9=,l6lLMZ@_N4: MA,@lL24)CPYTR'2=,lHl!UlO7-HGAKTM!%, "8l#Y5P(l^V.5NA;7%
(S9%<MZV300_K&M2(Z^TS;#<J2="6_M'Q=C1X^ALH2^OVM9P?@5-KJ>AV(OlS9l M?;6WXl52_8XH4P!lUFE3*14_0
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R)PRN\$7C M(GJ\$HW6;9V8\$OAAAF&F=l<^>P\$HE&-9lT-Wl8<6ME.%J<&&ALVB%5ZX;-<M&CMI1LH-
5.M=C"3GUX)IK#H7T0##+^#R)l(2-.@64.CBR(8Q7M=NP4?2Y*STS M
:0J9&6W\$J&91J)J#872V53l1G5^"9O\$6>_2M!O4_6NCP!M)/MS2J'DF)8IU MN351.&VlHE+PC0?ATlK8Nl^++
2+"F4FSJ" H^A?@+DlY>(l_ =OBON%5;4 M8+!A<@N)l;lFJlC*#2H6ZFFJ\$@G#;GT8l2l\$*V3>VMl;-4% ^E\$
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XEk%:U97U@ \$Wl2WUQ1 l?T.HF!R:2H2#Wl M\$ _N>R8l0TE% KH:4XlY" T1@3>C&_N8:HA_(TlDV>K9./G0 TNJ>
lAl>BZV3 M84;IP>5!D)O7=MYPBCK&)<+C;*)NE5\$S!4N>(5Tl?;*(HMJ!l#&\$;_.\$C&_M;E,^&4!2!D^K/7l;
(lSF14MF=lA=UHQ!_!WN@l%Y%#FA^5E(EW!32J0_ M7EH5--Z)8_YV%S;V)_l6=*l8VVK^PQ5+l^#S94-22'WB4'&-
lC%ZX2NT) MQQ&SCE/W^B502-T:4K6B#_.Bl(OH;0*(E!)45+3LNLl+(>=^MA!30?l59";
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MG&N&Q)Z77.#8O.^6SM"^SN0l3*&4L!4OH;C?Y_Hl7"W=N@PE6X=l4YT&_-R M+(U_N/"lO\$'^*=\$
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(l\$AIE?Dl!>WT&+8>KG^YDHX&.3, M).6(OlMlC4!>T>5X<_#R5TGV6-*9lBO2+7C+H7SB_l4W2(M&IW0L28Jl
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l@_28 M^CWPLS)>_YCB@&8U8.2)HlO;8LHZ#M;H2TH+;?ZY&5@GCS_%lZ>4#l M9@R4LW0P"E@LA=;) lH7Y6Z??
M.Ow6Z;=.OW7ZYSHYAHSWJS"3\$G.^CAT)J+^#S^WD3l+!KZ8^MOU1_ W/GM,Bl Ml.XlO)60RP;l;.
(lQV;G#=#Pj^>T4\$+_D\$S!A(X#?Pl"lH:UD% M2X+Al%9^EP\$/*l;Q836+U\$=^Kl/>KW76W_!\$=l%QO^6B<V0+<
l;l.H4D; M>POTUF2=KlH@47*;!ZPV*+LXM;&8N3)N9<5-G+2RW3DlM4OUV3&7^<l'=K. MR.P?

+PTR7:"NQ([P%6!E62;Y4AE%ZFZ-OG2T,UE@1E B?,*P:D#X\$89Q_31JW-L;3+G;
MIR&N>W!E[S:G9E0F1O3'+=.IC"92%2C\ M1&;46+!DURB\3)FZ^!URMHO
MS%&6W, "T@>J2,.)WFX77ENI4G\1))&TWR^Z@G"ZV*5PD\1-B/YP\$18,7K MR@HR#PC&&4PF-
NLM9/6>\$K\$ZX;3DHR#GQ%AH9\$)Z,HL,K)-M(1S+D_O<+<@, +3G24@T\$P2IX=Z;4B3>JEI\WYDQGS6KM<-
N^27NVN.8H M7P6H4V6^.,@0C.9YLC=^M\$;H6#FAO) +.02# 184P;K;C:4?SB2J;= MX411R17<35(Z4Y^=(
V!>X7OOD\&0:<@BRL"K'B\$FT;:,GI52IH6(&Z)D=< M!)KOP#F>^VOHL= N=FE25P6\IZ7ON+C)!?
*)#VC"Q7I!FE\$BT-&I3&H4MXO9^_DE*G*|S=|W#-5EA8_P1 M&=ROZ2+K\$|_B->%7RX<>\$5&ZQXHA,W',8(V?
Q**AE8(?)C@%,S%)R M",>"4>=-E;P;*M:IDO9*M0=JTB#/4.H"/EY'(_//6GQX\29N6(ZG5XG;XQ>7JHXUEF:TW+!
(<=<\$@6 M%.,GN0N MNJ<'&*LR FMTFJ"W\#.(Z|B%L=VPNIGQ\$446Q^?5,&)??=N/8VD?C91Z%UG=
MG^UW4=6D<*NHP#(TN7&<'!Z<9Y\$D7IE\$H:RV%AT?1VU-/5?81FH/+ M QLI(O*-
IFD5I,M3G\$S<4;=1/4>\$1/R\$MP3+IS&0\$3^,BT2(\$32_T&D,2 M9600%>USI7W\$=9T!&?
WN8*WXHKJ02;8+8(A**^9;:0D7LJ=J4WO)S^CE0F M15.QGR\64:(C #U)FU7I/18-KM^J;G+65B@*29E-X+
RH0'3+A@ENOT:WK4 MEYK7L0).OSFV/@H_?AH5Y IE +B<=F5_VN:CHV3JB3IVJ->X(XN4!A:CJ M;U*L\Y B0?
76*:6N5\6*:/&>QTI>E&\$|G=RW1\UIOB?YH\|L<'Q:(B:OPOG2J M/,?G#;/_Q4"*8YW9>B@4*50"7Y2-
MLG>Q&ESUEIX.#)R5;@= M_%2I-E_H<F!&X@B\$!.1.IUJQ\$;J*9\$=|<"0SI7P/%9WNF*C/522R+H^5 M-&_W9-
ELZC\$I2Q\QQ&Q*7;3+OD4A+2E6!2?%=FTHB\9%80%,I@ =6/BK\4 MMM^*|3A=YH0Q^+ZO,W=ZTD?
KER.*F^,CLXS8^N7NN:IT^O *)ZXGOITX_?I02Z7:QDU*D%<0WFO>C:4,UE(+6ZAU
M<9'D\$Q_@S68H+|+|^%>57NF>'6#M?O^G37QN"N\&)IBX4D\$YIVXQ.3'ZZ2\$
MXM90PL8,BT)7:A,>N&=7"Z8.=VXXI2(8\FIALT/Q8=;/C1<(W%66*R)QY8,
ME Z8#,#0H14/+X3J\$H2A5E8_E@2KUDD.QA2?40QX*3U<1#
IV;8\H;*,0.A,!=@VA!"E8ZGF=F\ S/L*/",M:Z=UM: ^"! MDY,2WA*>/W=W68N7*24T(CH E0MIB>Y/M44? M?I&
<\$C)/IR\$>JB_8_*!)T1L2W5"DN/65@F*=2^26T7&*Y3/UAR^10 TNXOD6-T#N,\RZ M56RC(E.^9K5KU-
3WK=^=T^@!NVSD!0:NDJ2DDIDIX_W4"S\$MC3FUXE9RMCM MKK85 OBJ^8/4?H&W3U1Y\TU!TFT@R!W;?>
21FQ*%8+ "160"O#Z"@18VIHM M,(KJ:88/+L22:=@EVIZY^W@*6QY1?XI9REG% PXJ5"4Y8_2_"I>VD^0,+5
MEJYL^*H(^,-I>W")A:D-6:T8H7F\$*W-/T-N")1?UU8Y&ASJO.7:3"NH[A M\|DZF1>I-
"V^!=I+&58KLKGY=O.G2@DAF8>NZ>%U%H^NO+W?WFLT(Z;?)6< M5BD\$*R;+T#X&_|@'T(SOA+GK1%J6XK
M-OHSBN8!&N\$10.WFO_P\XIK/!%,10#AAEY@#'.Y0)DB+_G4>16_,&N<_GEMT9
M\^6.)@IX'G)2T9SXZ2^_03R@I@K8J8>(O(K_O_8*YI90X#VAKY0&: YA% M2 "%\$D+E=,
11/HBHUF\2W7\$UC#>X1'L#)XP&L1Y@!UTI"O",_O5@S-W M><"I>GP+62#> ",!=GNE,"?
%7TK0,,UH2'GP;81C0/.(?)>P.+WR:-6G5 MYX8V&MT<,>N<9(S\$*BMCZEWE^;:/>K_Z@O<#>V2@EXI
M79TV@X7\$=S4JP5LL\1_V MB"4&:6L*|AIR FDYV.+2.G!=P.,&HC+&53%/K_J&I/UG_3^/7*/H+_I-GA
M#6YL; #==@&+^3ASR;7^G.0#T/\$8_1\$M3)*H "80101L7XC1F/6NOH\N5X_MJE=W/O=|WO>M2MB+*UJV!
1-9#V% "W\$ SQM^@H;,(4:M<|>:R#KN@>\$>8.MT MR!QXF!-?RUR.@T@/0>E-
TS:C<'A'4CA"H^G)EGR10")NXITDF&H9,BIF MKX4H#;,%I^08-F&G)4^=|F/Y&NLV??VZQ#CDK"C=BS#FC7#
VZW#DPE3RPR M\$:#4BS23AKJ%R9.UR;V:RAK^C++>9BO,^K9\N4CSH7'MBIWEC"E@2C=(> M0<=>"#L*4
A_J8+|B.Q!#2*H07F#^NJ?^/AWGWGL:ICE\$*.'B4/QX^(>R^ MZW+<|&I14^!T7'M=V1W*^550RQI^/26+L0(*Z:C%
(.!M"9CL'X0_Q-UV= MS^TX^D+&8;..|\$(S6RP5DTV\$XD!^LZ79&F.%:4=9;A'=AGK(1=,8^/E2H M"O<5S\$N)??
IAY>,S?_O49<(>C%OW=Z,-VIZPM/!&=&R5USP+/XB(Y3; M^#!KK.#KGH%=Z_PVX*ZF-5-
>C=+'CEG&QENZ7CG0+A%HO*(I%XA2 M9GQP+7%-I3>#I<\$K&99:Y>4S^8BU_4%NL\?7AFU?
U1V"&E\$K5F>L\LS*TM\|S M\7:SPB WIA&.:GN5(5ZU1ZJOBP9ESLOAV" IX M(1WWD@8N:FF""1YJL7QIT5I>:D-
<|W56P9F\^?ZAL,7*QBSBD3%10XPK2G MC=2VJK6R!"TC\JJDH8YA>|I?
%FVX;HW7T^&S.B)1:86PVNZ,M(K&=D W)Y*SM2&@I7+!7YJH CE7*P\ M22_MC0\2K)"F%I.753.1!@|PIW,\$&B&
|DBS7#I2&"B4\X>4'G_VH)11=H+NGX@2 M^*JH-\$JCO9 -|2B:LGRWV%+L*FZB-
T\13|JFS61=WA>XZU,\EQZ|>>1L>12M M8X"+|4H8V(|#&LJ18HVTD",1?@ZESC!&C99PACP_X_M474-QNG-FG
M^E:MEW\GZ-MB9EI>R8\JGO)Z7?5EI#|X*UJLHAW71*EMAS\$Y9_ \$^S",GO>G M=C?E>=&3_6N53Q+7-
%N_B;=2:H(2UIM+0EG!2_WD#4N18P5#CG1B;S3- M9R24L(JSE:F=Z?>69\$.WF:ALN\0@2|@G*RV;ZE5-/S06N77
|MYUMHP(NS MM3DXR(\$M!U.P11JUTWV)#,*JHP?;#F,9A)GM(Y'BO'^^HE9H\TL|>X9%
MC((L%6.B=NS5@|T8SUGP)\DUH@D,CMWP_9_X)9\HH")ZFW\$^AA?&YR MW:?
IH4!4*1.O6NK3(E="RAZS\JYR!+RY\$*PL&+XJ&WU-16N1-X3*)C MB?O9>H;S1;D+9:@B\9PR42M@FR3?"
:A#EXX88X+\$@UM5DP4K2QINLX1*|IY MCCIYKS1@JK^RS_YV%RO\I5P"H48!%W,1^_&+ MB?5
GMN1SBFG:9LK%Q^I3-Q.R<8MH4;JU8QP4E\JFDHCC7:724|B;.<D/MV<#PK_TFY-
01FOFI18+=Z5V:TH(75BQMN:\$):R4JLAR@F;A(51>UX\|8: MH1V+,L*)CX/2%NPA:X.N\$C5%5+|O\$_ZUDW?&?
2IM>I27LJ'>@'I(L8I:">F M5\^F2H\$1-IG)/@.WIF_H.NFNQ &+=H F6MX.&@E/G^ZJV8K07I?=:251BC
M=Y)%C\$.K8SRHD/KTO""6E\|DS6XK-Y7R321%3U_S+L)V:ODBG:\$&TY>-EE MQFABY?N-
46%,4N^F*^@W.N@ZPU=3C1GR.W6L)\$.=LNP-P:R01GGX3|B(7DQE8%_/&*U/WMA";&9\$8I7L1300*
CFJ"NQ:E!^AYN+U\$M;OUPOUHAG6J)\$*=@,;%"%O:XCG' MJ=@)(PF1ZHU3-W89/A>|2RIVO=*LSMG_AR=)A|
<:;=IE1K""1;LZ=2^ MQ&ICL*2;3C^A7+>WNS.CHJVM\>S.:5|>18VG904K?&:(?OCZT=>"O\ MN\#|>|?+=6@Z,
<0_7%CI.&0WD/^=8U/<=|QQ?"Z#V'Q\^H63O\7M%+6KY
M\$'1XZNJMV/'_59GB*Z&M\2:0=^XIA0GNR^BUTTZC\%QC.DB\JH#@D# MGFV:N)W8S=
(>YW\),JRNA6OEAV_.,A_8|> DD M\P:0#,DLGLO63)H?T
MXAWCCSQ@"@5G_#&K1)C^4/8S'H#T)&2)J)1FJ09!OQK/S94=7:2!-RAEPV M_8EP\TD"N\$.<29@H6-
@"VO,V\07|Q(O/&H&3|B>:5\$("6T=H?T+MJ-MUXP)U;_%9-R;"UZN3*4_X@-
KUTZQO,F11>6_I1U3+T,+=A92M,XP'C^U5_ M;?#;I?Z/0+!X QZM69_VTKQYJ|<#3I
+|H\$PB58JG\$/Z<=MW1T#.EHXW1X MP\OJ4MS1Q\$Z0I9\$!)/5(119\$E8<^780OYS-;7@?M78|& MH@H?
|F@BLG2 @J,B^NPKS EQ^IQK7&8;"%T)%Y1\$R9C>70/N=8_IWYA@IENQC VW"U>|"EDCU>F&8@N0:#^;A7;U
MY_%D_)FIT6ZG6_KSZ?M:WX>./CQ#_VS-%J-FDC MXO,+Q-M@OD6M-
BF2|T@5:PZ5G3W;5HD1K\WKRKMZ1R5"Z6|Z^LH'6M'OWZ\7 MGJ7|WWD*/634U9&E5#I:
HU:W^9C:%B<8/M=,5%|D+XA3SP>WR30>|_K0J_MVY/_^5)*&_J8MABPW+AQG\$N,UK"8J5"=T.S#NQ)K*LPO?
H;:O4\$O6NEW*# M1_:59#2^8|XN5#ASQ M=I^_KC=HH.H\#PA_<-
_YK,1&8D2\23*R1&GQ""/EUIW)Q)V527T78IU0MG ME1?+_X\O\$G^WNQOJ6_M76&A|B^.#P@=U&)2+;7GBZ-
E:O\$Z79GXK^_U7C0_M)7WWG9V\3:_RC|F^L5_5E:IQV;38:P^+N-@^@99QLC&JU6\$DR.=M>JT;M>("H&S-00#?
WJ5+3W=>:Y17?Q\HNE:TB*_LZ5TD;36;=U6LEMDIE")NPG\H#A*)TZF+1 M6XP.+32IX-
DOR5S=/'C'O\FIV@3>5)\$WM;_)/V?A@O\0BX*|_ ^:D3-EK M>9;/_|>8#\$&P1;K0>DF<8_H)T?SB^I(V3-
_NV7=K3|'KI(D\$UCOV@3(#3Y?H&S=0)T#Z9_MZ7D:NE2#RFAJ1_#6TW\$;TE>U+|Y-
:P@("11%EV7.)S|TIA)'L:5L;AEMU& M/H5NX_O'HAB? X\$0MCBW58H@8+ OEJ5*OP5X9L#-R>E|;#C|AR.M-
U^X,1#9EF>D_?E+FE.V0"#? M.F.F0:=|:U^Q%CW
+S|W;CP)V^Z7_3"CS>7,M*DO=\$N>T1IG1;_VDM>@JY,48|*:@A:)(%LS%G<91=-+W) M_4P|E|8;_GSJ:(0)5F/2D!

<7>KFMH2.8!V'P2\$AC-OZVL<\$=;)R/Z:P7G/MO@9_IHLT:C 2A#8J'P\X;ZI7KT.Q?MDM!K7HN6\ED1+B%
I2452F\B-+564G M=0=SJR3U;1M?>U&P<+,KK=L5I\#&.H-;8B+.%F'9J.U..<*3W.OH?YGGWN?5:
M#UAG/1S.9B\$5U"(JLO:BJ9C7\$JF^IV(((\$00&D".1.(048'LOOYWF-Q=ZOW2 MAUQV\@ "7M9K/-7ANEI?
5#AKQ9>D51SH8(>Y^KJF; ^H-2!8.S4C3#NEYX5,WAC #AGT+RHF1-X%BI\MK+^!IGFXUUAO;
MBU\N5UC5KY(W47H^FKI=*\$G;OA8C#.*1J\&8P#>.(JB>N("N1POI7/-..U\$S
MS4@8BUSCFK5BV\9/J!TG@44WE@;400;) \$V=H?DA!..Q?;T&.%*B+WX>*G?<; M^&)B%?"T>*(KOK992;/IP*4!?
3STK?H"*1..2Z\$JF(GC-;E\$IT:JL-GJ'DC" MH7MJLA)+M19>2S/:V7Z!O3NQ>9^DOH#B15!S&2WA%3+* FQ=^L60CT/
Q: M>I&L+&C#8-ZN)K.5I8E_=.C.85:UWL0-6_9_K=GXA!D:6W;PA<IN=QHFI\I- MLX09CO6D7GN6%13-L>?
AZZ^:IC0DX>GV..+P07I>".*9Y#NYFI\A\IR3R+> MIUW:\$^!0Y+X>|^14RCJ%0\$VFS83JH^!J0:EZ:J\T?
&I\U%8'V99=@26I;B<) M'U-;S)Q=QR^C%'KNHM\$0-AG;#NX@EI;B#TAAR\$?MCGA73(H@4-7MMH\$.!\$!D>IQ!P8!
<69S_!^D7SVSQE=H(XW)P7&5?1%4C6KW\ M; ^8@B-CG15!JT-C.S>+DS0@-R8ZYVA\%HS\<^&J)!^&-
'SFLT7V1)OS! MOYUPSM?G\$^=S14;'E!&5""H@+XQ;\$Q.S.2;Z7IR"76">9EA39\&J\RK&+N M\HN+^!?
WZH=H<.A7%MU6LEJO:JQ>GP3OU&K#3.7Y0)UL?B3;C)\W15)&W MS-DR7UYF",TO&A\2T
SC:~8M6'#2X^!^ (0I@.*3-TWGZ!S-8JW'UEE);D#VWND\$H\JL>.) _M/./>U4!>YJ'OBGI'+*BIL\#\$M(AOW%
_S2Z>2%4NZ%3N\SB;.*PO\UIW;#+8 MP5Q/XI4V%,*5:S2*=5JJ=(P(LH'N!M6=(Q-XD9))DL#HUIHJUDQ'CF: E9
M&LC) 8!+..GUW"\$#\$SW+*#YWID^!T>|B6\@70L\JYF)\B-OSC(-;0WHU/U7+.\$F%"R1%F\$HN1ZD\$)><
M:0(LLPUQQ# 1(=>73F.'J'X "XCG"M/(=7-3Y%/<7!N<XS.(FD%4; M:S92&7I-^>C>|..3H2TSY.Y?#
M7)CWW9>"Q7\$ 4#WY/PK5;3#ZVB8:@A76=<>J-I#;SW\1<2\Y9&J\$>GQWM&C MUFOB7?9%IWPX<9Q_Y9X\44T!
(I-'4X\$KPI=3<K.Y13N\J-P^=Z7EX;5-X\ MD7 ^V9Y5)H\$*9 _'\$FQNI/JN*/^O:"A1HUHI*/AP(N(\$?1=PI%QEWUL-
5AU" M13(KP6AC3C5Y2)QF13J+YS4Z2E:IGM&S;.>N7YXHC1L'#G5QD*.(M8\$!YFW M:|<@/):Z:\$CF
WOR01\$X\$)V+FO%@@HYK(G39+)9E+CI-X#|ZP\$(1A5S+;X MTP9Q0HLO8KU'L^?
GB.O#PQ.OO'B>W)"1@.1-JU))_24TU\$%% ML\0X10HH8OH7!LO#T:3CEX\U1\PD-N JA8.M;-DIS)P"Y\ZK"-WJ5CE\6"
<0 MN>VKI);E0DSU?^U8A\)I&?0L*%AV*Z2/YH<2^!4G)LC\6@:7?(!TRKH
MIZ.8)EGI\H5: QD97>'5<4B\GO(W72#9'-(I+ICEI6-6 "4T'G(N+\$5A
M:N/2D'49;^)^PF^B\)LH "8*OXG";Z+PFR(C)'Q*%ESQ-!B+5I.YD#%.C\4ZY M=6>>|>QUKZQ\0E-<1&"H"Z.5CNQ'
M=F. 'J\X(A'BD;_S.OEH;@UHN4<|5/(I-^>@CQX MP+
HO3R@9A^&1LN\H38>|9S)PK5*9#T<2;#>2_Y"GI>R%?)OWUNPK+PFR(O(%OME,DLBR0U?.(^M011%?
OIKL^+@Q"IBK6Q5Q+4W MVL#IV;1%3-U5&\$5N5-%;#;'W..^6/ ROMM00I_E1-&.*<6ETYT. 5H+7N2DE5)H\H8
MO7^+^H^(R(X?#KM4_QZ2_R&(@3/YHE>(Y2.QS4 X)7.07IWB" ?WH6!H%HS M(^!2#&MQ" "%L(W" _2\$P'F+^
C<6?I:8@*3V+PK\XKBN'+\JW.?F%1S..TI MKV"3_F>=R8@M_RK9TA\$SKO\3!XGM*SNX6 @-EU/
:JH7Q)_O"YI\Z6O6&=\$ M-W./C?L*J4IG#YZH"1+ "H\$97WE-88KER<\$P_HIQ+JU _DN'I@PG94YIR-MU@:<&?
AR6.Z77\H\#%RY9/ T&2GDK\R7(&ZGGY\E\CC14?5);7'#5YE%C MLJL;+RI)BP _L(=^S97EH8G5;7RR.8G9+>
{XCCG\O.O8 M\=/+7E97#NL?NQ*3Q+3JU>F#<5RIU&NN=&CTV+O?S\NH7FI "FP-QM!= M.;L004(006C?4?
#F.(@X60)1_NDH\MJ\Q'8TZ>U?QS&IACOP\I(D@Z56%@L
MG0=10.7S@.(CX5+^'U+O&7MZG_2(V'9;5JR.O>Y\$P1*G\$7O\F\K4HW\B\;C M\$ YF@M"V.IZ@B8(BY4DAW'+)
V: "A 9!PG+O8_OP@6A09=-E VAMTH_XOZN(^YIF>I-MA2W?8)+?UK(;@WF!6_VH#S01I"KO%W\5D!2V/6@>M>
Q^*;M9Z.O:D*."@Q M;I#&2BS.*"Y8?ZD8!BV,*0JCUV6\K=N_?@DL'2^!QNM-!0SNR\ID#CXGXE+ MWN:UO&+J1
<@<4U?@\$4M9NW<3>Y!&*OUZ9/(4I2S*3J4I'AU\!6#>N;AH8-MX\!25_-(KAY;^+Q-?
N:Y ONA' 9XARR6_\$ _IW6A_SZD8/3+*T;+2 "S_6(YTHJ?G7&9_8^0@:/H\$<1@(\Y%IZ^>T M2NCN-@N-
J:"F^H3KYRDB*UZM90N%@K0.L% O"G1K;J6XFOJOQ*+7E%T=JM3?E-MA5/RILU55NGL;#WV\)\$EBUX2KY)_NFRJ
%63=/O?;_O';Z\O.LW(Z4H M^76*&VX-K;PVRWQ3UYN6#881\$H(BP.YL"5&=VYB7KR5 X77G\{HIP;%(:>|
M.88M@YML\UK15^NGC8A\ _2?>S4(Y9=69:RSU:S\$S\VTJ<_+;Z9\$SXXQ9TRL^<
M)MVHQ4!=^HZVFAHFJW.L6R%<9W\A850K=,GWT5JQ\ "K#9L'#G0MH? M'XU^*%2E^18:9!
^/7D5L;HLLW6Y.OBD&+N\$+A.EOFJ#DM=E6=H+/B75N MJO>MV/GQ.KM7RS\X\^SH; RJAPV+^M-
;^ZX.=*6S30)F:2.150KXW1V3XNV0 M1X/M_9L1>|VK5+9?BE&*5UE6&)8AZI;J&N'U\8^>?CCS=O2HM*;U:4M6NF
M\9VQ4A4;KO-2N.IP%O+K"U".JPM&<)VU4S=A-?R>NAKO1<.*?WM@2%+V MZGJ^:SN
^8T+.\$B\NP=K.*B\YFX9Z>D\ BX;\$!L.0M-HD7CB%>9C&M=MR8' M\GP+.%*W\ IX:K2.UO _DEB26QFZ07%;
&*)RF&!WC\$03K)M\PVX\\$.JU- M%+F0&@TKDF. _*U8OD2/<2+HJ_ZC"1 GU-D\$=BF<*2F6LZ+C1*M=Z+?
#M'MS'1^U7M+7K)U4?RI?1>5 MI4E*^NB(C.WN.HB?K;SR1FO<|FT5A*BU@X0R.FJ-1>1 S/:8%
GINZ\FQM0M\H\BGU\H\J)OGL(CAD>_W+!A6U96=;7.EESR^ \J+3MRKO)9=AQ\^MKH\@0 MVLJ2NNN;;T#2X
WI6Q/SS"X(2&%=7FBYNN?+Q^:_0:GOB"?4(MM:@WW06+ MFC+U;S&/_Z@IN70"9FMA\<D* S-
/LH\4QF@X\41.O^FYB=A>JK"9AU*.*A M@^!+@R-K487M3;\$!<X\IU@:UEYHR+PYE?7)3V\?07%*GMO8Q
M'OF_#T.G8HJ1."M\$3_@C.?&,>|<\$91QDMF(CVY0L.NB\&K@9>V^0U?I-1#D M-U\3H5M\2-
JN\T3";OTZXR9=E3XTI&=3@Q9PR35\^"Q 0=C@S? ME001E-KT.G\T _%0XC@R)%!PNQ^M&X)?
^..77J*Y.9IUS9=>9F2?Q4? MD0V5B/1^X\$JLPV/88A02NS@R91=|1<#TJ7.X+@URIUM0?%I@LUGM;I@N6JH
MBJWR8?G>|_E\5COH 6V'EBS\98Y3Q8A>^B%JEW KB:HK%0POFV@Z.>?=/UH M=7+BTZH^21K'2_7&Q!:=@
2M&\$19T.<?B3X-H147U:UWAZ6UDC?&:9Z M&67URW_7XGD_=)VDEG3&92L56U=:QHZE94Q\J*118%BR3)-
A5RI:UOQ*IVI M*\$&B&JF<?2L=(X7/>F)CQ\=6M?A'YA-VH+T\CSR573X?W4)4\$ "EO-1S*=R M9-.9NQDF-0
DE<\$Q;)^8FFHF\G>1FV? T\GN_K3_4K15#/W\IAOJ<"AWW M'JQ3\&OZ'?#=[3M;./\$!<@O<-C#?8ZX\Y."AZ^S-
)UO. MP!U@\$3K<0/18\7>F;J&G6\V%+V.>WMPBZG_X/D@ZZT_OZ7.V'U&*T<6Q3K M1;J9"Q22&&<'M\$KVGHG4'1?
OY?+P C=OI#HR8IU>3? _=BW W\HWG 5>6EG03QF>RB..D"ES9=6>Q
MB\$X\ID:~I"FAQ;I7FK.OP)UFZMUM5B\PT7Z\WVFK.?Q%5THEEJ+Y!"S0+N#& M52F _=@J::B\!D3\JB?QNSK.Y\$;+
Y:D9XZN\JG:<"HJT6^@*QN\&%_22NU-MA\$-N>&MN)!*Q-YP5@\$3J4@(\YU\! 47/+V\$;U:J\YVG47XT8ZM@|?/?#;+!
M-BL%10D'~10A0?33_-=EM#A\!S?M2@I6%E3B"\$9@K5=CUJ#1EBAB9=N-EN MP:DY_-D<:V8\AB'X@DQ+ V5-
J)D#U /QO? _<=BSLW;R"7Q-4*PIHW+3Y M3&@AJX_&6P.S_-Y6.LS WLHY2R%5Y-
H6BW+W\L86D\5'G2(85V-TV>Z\$;7H MS\$WC 8Z'=M<|A\TBZRWWRYV4G-%*198+)|5XCLEPM8EU%(9QZD\5.M-
^JM MDYBZ;!'#W'BCK.Q37T\^>9\^HOMLXILSXX-0O+GMK\7#1+LY>BRM^&-&1JU MH&" 5Y6RYRGU;H("Y-
I55WNRL3!S\!65N^+^8W.#10BP3Y#*#6\Q#Y\@S0Q MG;/9Q\CBR\$I2ZY\$^U4?&
("Z2L)"17L=@FFS++XE8DY8@;P8ISX0WZ(0IC9\ M\BOAK.\$46.PX4<_<B3 _T*L%8WF "&'K_DP\$;PZD>&M\$51JHO
I:53L)Z-L M\YPU9249*2?VS-6MF.PZD@3)L:4(240TOL=4@-7)6.H<0@Z\H" MAZO?I9XX*J\T+9\5ZB:L46AHL_B
SQE\1LIREJL3G/_HIO-Z4_?@<;Q/M\JIA*G+6=((U(S)^NK;FKL-;P^!JE _I\Z\MTJ\IMU=\$X_Y*FT?TQ;H4W\V3\$DF-I
MX=TE'5L;3...&4N!<0^>6AZL7W6>#*84\5U6_PJAR3G.CR>H%9W=H(-58N^L3?ANG9MY9\$4C"
AD8EHSMJELQ*7S;+JLE)I%KFC#* M3SA=R) /Q\N M-A=..33@/..494Q\>80=Q\!FPQ\16=^Q\!W4\$N" M-V\GZH
(76VYNOC161)"IMK=1>259I*O^B%I%J\V3-RZY-6QLN\$TN..6ND M6%Z=5=>X@ MIC96R8 4C).LM.D9+U_7.\$-
UMI+<6!F5:~GPSF'O=C*=S-G_-QC _ZNQ1 M@5%1:~0P0C@>(<Q^OM"9FCMQ/R>|GO*IRF_I_R>|N^>LOS-
)2NP#H3.X4A6 M)@^X9=>JL?S\TT68M.C R-#R.S.%?9S\$Q+FIP9^V\!3Q4 M_HLW?
B0I2U/64*HB"1%"IDVA(0V%9E*A80DV<8<2W;.\$-H862+2)%M)QJY- MIEV-L12R5%G& _^G>I_V\^?Y/<3Z?
7Q\$!/_=2ROJHK M?9TY\NE\$^H\5)H;&A@#?2\$C\@/H\0"-E?LON5Z\#%P&T(L/Z0\$. DOX?EV_

MOBIF=2WE_558.E2_J7+!)8M^IL27+\$<78++EBT77KY"Z->%?B.\$MX5JL\$P054.8W5"X"E6?
GOI56@#5&/VM_!H8.EJ:\$.&ON7B5M>M\$%1PD!@1\$/-DN>*!O-K)8TV.C3LOW@A<(20E049&=M-
F)>4M*H:N!1W!J\$Y M>,C.T.BPLMSR!/+V";H=!:(!%AX1&WOS:L.M7BJP06.9VY+P0MNX@H!
I9+!(AYDE>Q0G<8;DQ1M-0E<=>F;F+!,AYME M_S;# OI#EOU_AOUWN!H!\$7X^-'CJ!P\$B1MYBP"3&VJ0P!)
(ZY&8LTD6PV<%QM@_AT3PKF\$4B*/E.FYPO-MX.TBEG!2RZC"%2U."Q%@(T)0\$JX3%IOKK.RJZ,!*AF"+
*D="!"S#0=ELTTB M@/EB>,VG_CF>%)4;H8-98((!*9Z0M^XN%#KQ&@/V=\$1?F/3G!T^J/3YV^MZ/2/=;
(*&OVFP\$R(R^X=,;UUO)6T6NO!^WL(QJG%/?ZYV(",G85@((S8OD1L_*0>64V>>H";,%!-V(\$#LNP%72!J^I^6W:9^
A.4_MIR+>@CH!ACPKN(X@_S74H4N,/,1&XTF*IG8D_3=^!L/L6=K;<[H3.3!#)M7#2U#|^!V:~N)!R0L#?
Y_+WLO:LTW&08FV_KIS6<#3)KOAIFY0656E9/9LZYT_MJ3/!6_K^2YP^XBY0>DPK<<7FE3S!_KH
!B_-=,=N?..2VFZ<56Z^=VNX\$TRAJ_XAL%/:R?UVWCI:|JF|=3@U<+MJOQ*MH'-V_7U0?I6L++L+24!U<,
>3TO.FT4DY7D+9V^RB M>?%&VMGJ<<[G=255R647Q2;&=-/25E:QUO!*,JKWD*M@128N1%_BU2UB!BN M-
>VEI!P;Z7):Q:D=1G&A!J7DQ:W&OZOG_K-8"!#H3U#E!<#8D6VJS+(!^#ODY M3E9EAM^TKGX.HQ-C)7M!?:
CN:S>;PV/W5NXTU8IK%L&5R.?96N8V=KD_!MENNLI^W!0<+U/D5=E6_N^!_32OP)L?N_02^N+.^=OC0TT.^VIC%
HIEC!35= M*F#BHPM%6@51&S)(1=5XS"NSE;_9^M3F^9.B_\$P\$45<-X.;06QZ!KQ!0ER
STU(R5V,8.X1\,2IH98/!829ZBSJICD.*+6 M!X>8B,N?I:C"E53Z^7.3V8KZ!8=+*P!FAP#V!&H36GTF!P7_H!#-
YQ9K-MM\$>1PH8_7S^KN42C!1!_@Q\$_.UH2H4.STJ!N:AZ_.A!WQ(1^72FD53!@
MOGBM4PW7JA!7192*OO0.*SEY<B=8P?^Z!SC.D(TV\$;=V%[52/*(1T!^M\$+,6EU74.*QXS'-G2IX@!(@V)!+0-3-
XWA/CH:7;@6U6V-8?@WI%#;Q# \$*M:AFEF^KV?_GT<77Q(UL>1OI?7DO)N_MLKL0(L9H+^+*!+(0BOX;TDJG4Y
MXB3AS;T?I!C!KK7DAW_NM;=>7MY_-!H7BJB-0I=4UVB4M00Z_706MVXJ_M-4L(B!;^)/<=3:O)4H%
!EOC;\$Y_!JST?C80=4M2U=7+!7LS20_!5=7@L M^!^_K0!4.8ST^_!H23XJ8UB!2CE
D3ID&>N;VGN6N;R_8ZRLLRN*SI\$HP\$ M/K=9!E-30<"F5!Y3BDHJ77?O/ <\$1PHEK"*)K?@!P4 \$N-JPRI&HP#2J50_!M)
A-GDN_KD.L5!P^X(%%!OC4B=_%O3(<-I@;P-9.<|LFUK_JHZBN>W>R3O*2_M0\$?7*&T?UZ#OS&;
M=8>*NQZ5@KW2A!?SPE?YA'+%*.PIR)=QL/R;+E_2H;HGQN/7%RHM-676W&
MBV).Y1^Z:~RZ;_TD/6#@0/KC!VMB;JWX9EU#%#=+PJWD_:B1H!SW_2N5W;@K0Q!GOB>?
<"4LGA!B4>U8UTM0!4BUI_M+5BA5X;A!FGV""_4WU\$G*M5QJ.5C!=[T2K%#OMIS_>UNZU)V)*R=C%!R26N
MYJH0Q0B040W0PE>9!X6=L54E-KMVK79!G7YUV7?%2=VU^=JW+OHV"AH82%CP M+5SXI*TW!103R+ RWL(P-
:(F3Y7!FL J-(<A9""_0L3W&W0\$12-7GOV M_:86!^O3!(<6PN")3==*RD6 WEJEP;!1.(B^L"^<^
KRJ5S!L!HH!=(GN&9M^PL7@%JO:W5F^!Q)W)7R9T?B.4CP" F75\$(M%CE@7U^+!#17&0&Z8*(^!@W*=FHM"R!REW
D)!\$QD)%#E_Y%C-) &9A4EU^L<M-8A!G'D<%MIK/H_5H!\$SP&.(Z!C+R\$?V\$E)BI+UM>2!D!IEW0V#01^C_!TG_MRL?
QMDW!Y!TYI^&(M)4(<_WU-H7AU!!"R3WC;Y!OT_SL'9,Q9Y8!1/1!KGH M-WMJOZ75M*1?
H>#NJR8R18@J^*V(L;7+W=3U=?QK+W5\$S\$M=\$SOR!M)K_!_R5Q:XYO!M?D7S#&MV!8N?
FX>Z\$@!H6%@9S!H!&G!<1/HT4K&WZIN6_!Y!"?UGGH2W3CV/M_9:-
UWMFLTHC8L!@SAZAO_T!1ZT4=^NG)O@+*.*?^JTO_#"J?XM4P).9!X^@_MM5B53HKR>\$!PS);#K!DE+F^6GT(
LZ;RX!J!S%*)SMGZLU!)?SU?JL9X4BV;!M9/>%K:2Q@3Z!(<+&"*E6*22/LA3+2;89+CKZAO_"/!BX!5W2+JK'3IDQ'_LS!
MV!O&E+L*5JW+NLT@SINY&H!>2MS(E_ZGS.SKKX7Z6ZJH!XZ!_SR(R!HZS\$7_MP>5N7WIE@3%!
<.:^IN7ZP*E!JQCDT!*")(<2?G6!VT%9RVMW\$^R8CJ=>_.'A6C""#=#N3#7?D)\$_.VW_FSTOZB:~+DH3!BFOZ
M6OU+*J8RF\$;52;J6S4L?>S>6.^<_!B13=;3Y.9F^6V@*\$X@Z_N=-13OUP_M!0N6!HF-
!>LE253^Q.SL+!4VF.=UDUA;4FYOZS5=R+10+^C@E"S#G M;I?6;..B"9K#VQ2"AN^G7_K!CH_MYM!KZI!"U?
+Y(UBX=,J^U/.*!^ V!_M2:=U>P59MTVD^CTKYI2?&+>(V!LB_OR+;26%)>*(.*!&@BE\$9<1V6+;U_MMZU_!^
!_9+31=K^_2.S7C6*!JEWMV!_!5CHN)W&Y!N.J3WEKH&>9<&-5_E8_MPRNH^U!M9F0F>P,B5!O5B76>X7!>X>2*_-
D;^BE.<&YE_..G04/60!@HJG! MW(.N_KL*BI=L!O!FMAIY!>-4=>=>=P6WM_9KKKQ_*)^U67>==*B5IE_P%R,
M7!6JHXNF_I9Q B<?7\$SR0>I@86^Y"&@^2^FQE_000=-^!H!^WJ^N0?>VSJXJ_M/9^!K+!%ZP=6^DCC^X09:84<
H!DM^J_!9D!0XET^M_?IBU;6!4RUYB^TV!M(M%O:~)G^*00^2X^T2?QF>/M0.3)6F!<5_ZL1A
MIZA!@WHB!J/Z6ETJO!XQ%ND04PFV_YBU-/K=O@NY,!/G?K/\$A!VT_M_!62C_>,UU_!W&!#8@;FHS;<.:!@P?
!N:O!+D0_M\$ 8N-84Y_E1:52%"MI% M%7HW:7X<_N-PN?H3!/9O^B)FG%Q_PT0.9N"EY=^!F^N)H5-
N8A_R/!^A=O^YKYJ7L&9/>9@O26X\$MNA^_9+G7_XE M>;U=J!CQ@.@30M(<|E7->.4V!VH!0=HX(7A:BOQCB\$-
QXT40\$ M&~)7ZMCB;4L!5%@.8&1%#NQT;SV!^C23_1AQLCH\$S!XVJEH_O!^!40_MG
)!@*H@KRG).@91D:9GL\$N.>&Y;C6N!HH^X^N_C#0\$_G!YZ@ZR>9G_O!X23!7;!PJ9
MVEO!XAUH"=MF+9HD0CJY^D!1@(\$V)_P_T_!1FL#-MR+OO!A3+V^0W@EO!4-U?Y%6OU_(RO%1^>,R&5A>5
+*2!6)KZT&P3!6!%R_M!H-Q9-10_U5XU^LM;HE.6Y%)=X=0.4<;UZD#P/3\$S<Y8WXHDA4!T!Q!F8
M4^FDC\$FXD5)=%@-.79G<<8(0X)D\$Z7D?.*^B#*(DDGV(M_3U+!<4M!A^04.1 M)=)5F)W@>,^#*\$Y!_ATG?
B_T1!6/B3140+Y";KY<.#X.C>XT!.;_QP8CW M!@\$RJN>ZE5.IK3OG(>74"!?ENHT2CRGM\$>I+!#\$R_AAJ\$<.M?
KA&40==V!^Q_M33@XZBK_YE_L&X(50\$0^!\$M)Q2H#3@F>&Y&
M!W@;_M_<\$"E!L&X0W!H43""9J@/./Z;@R<8.M1K&Z!DE="BHR+NNMP
MEGD%3"76(9V)O!O1BH!R!CXDO^XJN=;!YX!J8#UY/R^R#(!^"SIHJZW/H@.D
MPSE<+0AHY;Z4U/Y43.98^_H6!G!F<=\$!U2?^=7.1W;97%KG3Q_FW0.O8X*Q
MLKB<^%Q!XD;^!H9VQJH!&7!H<9D&?EJ;F MU;MGO^_VG2_4^8?
&X(L.F2H^U3\$A(C3!#U>#Y8GEA/7<8!QY1C>4\$# =1P.MBYE>TL;U/6.^H=GL^2M^3(U0!?!&B_M3+I^"T" "A-
!/>)GG*#M8>*Z!F&V2!%41)QF_MLP0_.Z5(1>7!U!/-!H(A#_M)N!T^F8-QV?<
P.2Q=2XOAX8:K9&0VU_."GNX19Q&^&!A!)X&JMH9DFFY\$6_M0YNTNCP3!PN&-.6!H7FXDP1?";=+)(.08#+NNHT2)?
^IH@)5D^5UKG!QMY_M4N=J^B1M\$;R4K1N^P)(4^UQG7C6CF;"08Y3/>-H+>TXH!L!^!S!:=;..2!O/2_MMJT6R\$T!H-
R7!^AV=U6=1W3J^>8>;L^CZ/M!A.X@!N-EU2!-2!L+LJUYCW1 M>F=?
0Q.GN^FFU!8YG\$N01C!6*OP3&RNC=;%WXA_O^C8<)=O+EIR>F!L)+N
M_T9SE#/_OEU_J4&CVRH(F5R!V98O6Q@_!N9U4>SA5??NG,^N^+S@_M<_ZZ,709GRKZ3UM%U_&>4^TP-
S6.*PSA_#ALV0AZ&VE=K0^2?K=;7/P?I M^!>TL_T44O!O4?KXXC7T33P<()9+?UR"J\$^X!KQ,!^!FN=0=1^<OY
MBIZ?18U\$=DVU4&LX+;SHXA\$J%*V<_60Q!K2^JG=GW_48;M!M&CQ1;_J= MUH!J=N!XUR'+&-
_P"!E.8E.8+X#J!BZAFX_M"2L\$;X-"Z>1JZW.X_7&OM"H%!7_6M;N8P/RBD)!T3%-+F_5G\$NY^C#5?_Z
M!IG@!8+@Q\$RL_NK;CZDV%!/!>!)G0%WLGMBF!+L&A:66T2!_XH^=\$!X9Q!@_M!;H^U;=*Q!>4>B;RCW&E*
!!=5FSTIB>E=X\$NULNW_!#NT)*3+(@;_L M#^@^<*08K4>;N7GK0V/_!S^H72->^?BW?WG\$""=UR7O07\$?
_HGM6T<);_MO-3KB_#US6L&-5S9QM_MY*XAO>/!%\$GN@==,;%K/X_F+S^Y)"10:\$8?
B8PK>UVLD2W8NOQ!J0!38_!1 MIV!YTW_^CLOWID+DY32@>U1A.WLZ!@LM5YP6&M^W:E.?\$#R-GON:39^Y!9
M/5PHP!<^48I2T&+0V0.2)9>#K!TH(QT^R/;;!^9\$RI>?X6!Q02<\$F!STA6(D
MT=E\$B<H;T!SR&*VN%!/I^6#55A3&N)!M0Q_26N!<_!4&4"&_!GBE^B?)_M"P0H1E!O7%!(0,)JW@MTG!9N/9/"_#4
M.4XU.L_7!L;GU2)!T_F1S!;K!B6_O4_+=+HM:~RIK%;P>Q!LZL&J2.IE^G4\$;F
M3.9S6%5H04Q^BVY4!YXM0!E%,=3*2KA_M9TLZSV;ISE,%8*>F>G5VLSGV+!A&Q)(B0R+-A!A_!#?A4Z.PZS/_5
M@HF?"?06H.\$!/>@N04Q5CN(8ML?GDA7Y(L?HT>"DS3BMT_N@W_DW""9OZAB*
MAH<*35PAL^VOI80G!XT>=SE1(M?8(3RLZU_7Z_K6GS!6F_2X\$K_N(^M;#"#AQJO?HV.=TY3.VY=4?
CV;!BAO!NTD23-A3)F&A8F_!H-MKQB;A<_!S^M+J^H_!T4C@SXP999S!5&-!9LMA%G1?SOJ\$^_Q^0X.P.MQPX?

*6T^YW2(LB?Q2I1/TMA7AY%Q^OL10M1Q1O)(X&#15PT^RI64&1_U6:5 M>@2PHUK4?G_SCPG=)@7FHF8LF?
FCZ*%-(0P_%15007?D7WWTAOH:IL%-. M^GIH/%T&\$&_Y?WH1^57A.F.ZZIK1(6,ZC4NE.*"LW.=UP^1L;-S
QJ>)U8_-M@XE<^"UMZB;SN9YL6@;#E ZA.@U! ?6JP:Z:2LJ9FCO^D6M_N!|XNY6<- M2^PCW^X",^OI3JS=</
YIP\$HP6IO<^102^CG58 ^9:6/NAS(F MWD\$<?1_QF"/41=PWKF^HJ/= O?=P^NH,>2\$1^ C+YZI2:Q)ST1-9_@L# M_-
O^VHNBQYHAS8N4HK(LRF&^1B)X2^?#7-F2E<9791-5S19!41W^C2830!& M#WRM@X/P,6WL
4OB+;JYKP59NRL05,R\$HLB235K^L!"(4=X MT=3!\$2X:&1M-5#@8_^(?
W^H+E62F=7_":M;H#^NS00N9*6_Q7V_1OI9:JG MXID/2AO@/08-5#\N1L+FT1@60@ QRB69_W*8'7;1&
(.^7=A+_V=1?^**AT?0 M'D_!BN^**QB:=F#^JC>(^OOH!7_1M|TLM,S,BL#\$WV^VX^D*?K)^9X;17FY
M63QGA3D^L.GZZ LO:(Y61=3?W1^A%1N%1EBL 1/30 =EH=<(A3?4XSN! 8 MLT8BD-H-9^R28X>2ET4Q
ISSCG8S+4>?^+AGIJYJ48+19&>V@Y^2&^1G)9K-88MJRCGGH)!1CR@X<&9_B=VYN^@&@ M71^=(
ED^U^%L.#07C56PITDB)!D@:QD^H0@0G@>+E;AV\$H^TK0!@:3H M=^/_J<2_66%10XJ0X1Y+G6
_@57H_VOYV1VGO+U^.#1U^/G1M=^5C4>+1M^SERUZH3H.>+;+P PXZW@DR1WEHP:ISC 8X_1NJ2V 8^\$L!^*P+:-
%(IGXJ MJ5AXY0Z(14(M,C+1A!OHXV#01OF63N;)OT/N<J^&J@140(L\$.#1Y \$J#N^X9KC<\$VA MUR^@R<8.HFE
M+3^V=9^F5F.XA5HM=H?UBP42BQGEI8-14A_5/F/(@XFPIL>)C1X8MU#L:C?)Y^AF7>&_) M;E^OV-
^,GP!":H")/6NB?%KJ5/*7 (LO0OTBVL11\$KTPA.30!_7N,%159VP+L!PN M G#-//%_?%
U&P213Y800FVF%Q6.M3/X^Z4B")T;K2/Z+?9<)QU9X1?Y=^T MI0N5\$1D!^"3P/Y^3D<+GN4H)I2))2L8?WB'^<1
9;O/DH^* P+) Y2^* M@3WIK\$N0Y:QRDH%R2N8 O^K)"@1LOL 2+"S7A_3O+FLDM %<7%>D)@#_1< M5&Z;?
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13;H;@?ME>)EDZVOFIPRQ?IU(9 MO0CP^10>3SA6\$0!"G>NXX +DE!26S6Q)?L-5X7^FN/2B_*98?_2+EX7O_F
M!TE2RLK JP0YH2W!^K7J@13G=1("BS^JQ_O2B=10_1LUZDB!C>1WC<MY<\$(VFOQKBR\$EJZMJO&F!&J-
5!YO1COU_#WZ1|&M^XNO/4C:@\$IO\$W==.Q MV;TB.3LH1^SHD:EQ|UR=OG4_+=%D^34\$XN@7N;JH7D&H7GW?;?
V\$G2:NA)5 M/F48!^U!L1U)>??
7.*944/N/E>Y&TZ\$4#XND(*)IZ3UX+>173Y%73S^O^V7J+EUW^%*;EWF9K!S53&7%*:87%OT1^*7>JT>KGB%>
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1\$N8M^KE3 M^0OHE)8L/1!"@+L;1\$0J3^1*1618&K.U<6@WVX>H_?PA/G#(BWNRWV)
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D4AZP-16O4#6RP^&1-714SH(2+YRY(<=W_K=OR^UX16ABROZV&HDUX15R M)(Z/1W(KY.^E>N6/OQ-M?
@RYVJVC%#@B%\$S:O5>(&@GMU39 RV1++ O%O:1 MDDYOR\$!J4/&ZFOY!54E:1YNB:2?O1#J/%ME?R\$R18R1:LW
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M)_146FLB5W^BJ^AVYM+^1L7P_MX10HC+3MQUT?SH20J_10WE)\$%)1%<K(5
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M<@3.B*D!:=O2OA-V#+;AL.W?;RK9H/I>\$;2S4_JRHTH!2)HXGT<8)=@E>ME+6^&W0W0<"ZT8"JPY+A5V_43QT?->
C.F-IWXTQ+2.9VS?M29^T.7^QT":M;H6%:NH:1-K.G4N8%UXV-FWLF\$NJ57 M9VQ=+;IV<@;917AA)G;"@VN>:
JE'+)WH M3;N%W;MAV*8N^Y1;/4>C"-?"MKFW_\$6EO"^*(M8\$V#ZQ#8=FJ"Z-Y""PH"<4C\+7^%9N2+6A=?
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O!H@L!>9 NC4R-MC9%Z.^M.2) L2%4T>%C%*T7\$*V4ZO(P~"L=L%MW(WV1*!48E9J5C0-MI74 9.S3XVX7:?
=W5J5)0-XT8>X).31!GZX%-VE S!W!!#6/88LZ.+O6MO5*9Q2AN!"">IP M.UL;Q_T.=
fPP"A5Q4!_O.#>J4MW\PLP\$IH49>>\$;6^S!OD";UW<., U4:D-MB\1(3*%J"%
!%2UF4^7@GSK<31S6TF6:CGT@G7;V^?TQ?<+7ZJY<=W\H M.AITEJXHKE-1_LQ3?UW3>#U'M8-
^/MV3@G7Q0J^V.=Q94H78S+ZZKV8;I<# M=BDAC49TM)!-RKC3SX&Y?NY72?
S@!RK/0JY#6N+NNLR(N:5^Q=D/TF M;.4.W3VMHMF)5V7NMHCP F+ESZ;JAM98M\ M.
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+1+S@L(MF29OGR.K7M)!;PS6L.^T_U0RJ.FQN:0@V2IMKTI5I MTG8L">+<-V+9PS7\$;P/4\$XZ2HJEE.P<(H?<
WVG;^+L M-14"Y*ER>+>.,57W+L-7+1F\$6#Y?W=NL3SG_.\$6;BX2@*AH3R<IVN8XP+UF(JOOQM*7
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B/HLDKJ \$+I3>8^F+C!8=^SSDI MB(1F_NBN_3-OHJ/J>QR5ZG!6'K4TJW6/Z0%;XJ> MPKJS1&3?
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C(OP=2O+=!01HCJFC:HXP.R)HOR@%G12F> >vB J@RK.M XP M;:I@;/6S *FSGQ2)&80LD ?
IF&XDTSOZIDAF5HO&-US8#1S@H\WL#U=)K OH-MCNG-
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ILO_T=3CI?3%YQOKQIYY8DQCL1P\$/OIF=ZN_ (86@^I_0TFK KX+X-C^G/A% MRZR^L.&T4SLC;_!"#
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EE;Y3.J8V.R;KU;*9\$G8GHJ M<=IL(RS5I MJ1*Z5".Z>\$DU0E_V8-V5'P;"17IRIW;%.7KE#11HIZZJ^/-
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<&@8VDI>!O3RO^LK"/.44I4T;DQ#W"#D;T'5 MCB)6LIEIS/R5XLHA?NR4^YTS8Y1DISTZ;MG9
MV8O_X'F;U8JBHW2P*,<7#I/S'K9GB;2G7_4 M1*GE;ESN_9U=ASXM90%PP'.UQ/A(T.323-G>C9EWH MA3_4.
_..01R4^*NW/UOIYPC5'\$7.(L&EHA06CQ0;SW<YIGK\5QO:Q?=-M2?4I><@=-4^+ "SDV&"9@I38H=+4E;
H@'B08KTJ)T"-D!%26T(T=^="4^BLBX-Q^R@JL;=P7EOYPID;7 MSL2R'E2TPA0.&_XL0-
'PH"HU;=7"8E7.KPK61JU\MBW8_XXR\$9NW1L MG_HOFU&HJ!^'=B!8@!DE=8\$0YP&1R_-L) 8.;G
(S_S^H!2OFU^G'UW%C M)!-CUPF\$=+7@>X/#% ^/J4I2/O2+,"^2F!5I+J78 MO;JPC.VGD81< MJ4ZA@KPB-51
6=^T.%K&+ZYWJ_#TC M0Y(N6=U5I0"Y6YTIU>%9>ZF0GC M_ ^JE94.M^<(4P)2IK;RC\$CV&C;"0X8^I<.0N+!
I2B*\$B&E MEH/HJ@P""N4\$Z&39_%DQ^Q+*06S@ \$B.V)OUK.DNI*9A \$P<8=N4_9<2 M.UO.2 AL;N0 \BSI\$2R??
^KN\DYI\$1^_%D"=/#%R)S3Q0E/?=TV&O7O"% M>WRP2^M<=#Q7I#^@XT(#'6DM<*17Q!=0B+ 7PK8XI^FD>
fW%*2DHV&5.DF5 M=)N""DZ.PV8CC:Q AD0V3Q&I3Z)@7ZB;=_D.8EVT!-E*0(UU_M%-(^RZD\$MM@H)WS""
NAY8\PIRX0#I909P@H&8EYN6)R4BXY>D0C/Z* M-P9KQ) ;:/?S0?JTI"V'F?-=8>0?K&D\$&2D#4+)%I%-
RZN41@#\$J(U\$ MLT>1.R.I3\$3ILX?F==FB>_E'7M/W.?WP4OMDUS-0L1AY#Y>L"QI2><"J MU3D.T)C#

6ZK(C3D20E2:\$FB.GRQ%IP3IVIU'7D\;0U0,7T3'+3/VAPK-M;29(KY=JJE|<&1?_R MS?
AEZ3=-6A;^N.7^>>4|/>W7H+/-/H.+09|\$/#T=V(T'''7WPG2V''8(7?_M1-
0GCR*Z>I3I:8+>%FR%>6\$OE*B*AO=D&SLS)6%JO6\$5\$>?/%*9+|LO3# M_EGTVWC_7Y43AN\|@%Y=.=M*Y?
WW<3(**OF,H^'''715BB?>|(+)%Y|*YFNDK M\$OC,8.QC)HHC1<_S%),K1=,4S)O>H?
XG,K)SXJ21XEJ3|C|\$,="GG_?Q M.CR%9F@ (H2Z2P,%>?&Q2A0LSD"S:L;JNV\$M#&@&6|SMX7X0&-15|"-V1U
MOB.E04*A%8'KSO7=S4|=-6|'|O&?YKP2;C#_J3\$)|^6?%EH&X<>_?8?(40D6X MEX6!F%IM&:B\;DGPV8-
G'E<&L0Z(GM=5)-DTNS=#|E5|HEATTFT00Y0@&%+ MO>2%.0 &47SI?U;FQPAL#
<%0SL,\$+UN(7H0J|@+7'0*9(0HOR3,0RT\$|GM M:;|A|C8C5I^<%C%#J0<*K"P0_8'^(&#*YP_1|6E@:QEXG;2H2UDA-
@.6U*XEM+;D9HF"ALX@)_F;^O%4C_W>(-@*T\$%OXX#|F&@2.E1%C-IP0+AUJ9KD4*,MILW_44*
(^%OW,5#9"N;|%,X<.;|1'''F#8R7=|2XP"S0?^?V\$`\$LLP;EY! M:;\$41WE|Z-V3OL"B?
G8JV^0"N;|E'''Z;GM|<^1EX+9_#H^K7C8|CLT@_V3 MPVX\$U9U7MHDST@T_J;2_Y#0#|UT1F)Q9G')Q_Y/+?
X#>BTTL1J_Y^+;GV_ ME026FE|V_V<^&A<21_TQ<|MA;0R@F3W:;\$3Z_/5S_#AG->ZG!KE^Q_
MYE/7L;1;5'GZ,V3M,3PNV<_3KV>,+_O:_MH1)^HW\$PY/5BF%*|P>G)W.Y M-GHG|0%H=%V^_Q)JCC79LPE RCQI-
L:("7'<4-K7_4^AF9,E6FY7LC,K&G+^M>#|VJ-X-3N^RCLT;QNS'P|H1XEAV/S_V"B9A+_CJM=-OHT5F6-M5*)C| M(I
H_6I:./O&*|QZG|V0(VA\$DDZ7ED:*BIZ&\$K89QV)>1#|!=KQ\$M9&9RB M@9&* U?N3J_M4=-X,5NH4%:FJ.Y#N?
406-H2|<4-H DB=5+Z#IM46@O|3-) M&B%\$/L2&?/ GG1P.7+5&TM=^>1=-3/5Z;#&NH0;|@-JU^M9_*&@H,1L%I
M"G|J;ATX;^++&*@INSSFHZG^,GS@Y"A77:F|?9/AXD\$MB5?(/_MV(S=9
MC7C|W^D+VZ'7+8)UZLAPVB07);U!=E/P5V\$SZUU"RP|B5BX;8>_6@P6=9_J-M&:K3+P?
G0N%U9U3+|/\$|R'Y/C'|+B/K1C^948=WT48&/GU;E>0>A?_KC|*3 M\$&#(2("S="KP8N\$;
P7RYY6V'CE+|)JYM@7S5)GIGNN-^ (N&S&H|?>I3 MZK4N0"<|H2A 4@*7K>
<8B'1J2@HTU5_6_5)JO,U4=3|S>%F|_6*\$QV-I_4,8*5^W_-2^N&/VTNX%,6Y%NHE\$#XIY8UX71+29*JQC&C\$F%A"
M#E1|E#ZVEW)G7:VKO*?=-|B?G)-F?OSF7<+2H|_/3\$7@^IEPOQ^E-9|^'N M#*:Q_OQE-+)|2|K>K;?N9T8|
P\$H|@>YNK/Z(DLC=M|0G/Q%P49TD_M9^\$;FYB7#2)>9=&N=P=/#<<.;H;8)VZ*GCR0T#M7|^2H,F=K-)+LCG<
Z|S M&|@S@=M3@DVW8+^#TL@U5E&D0G(T+\$NZTRY;M42*<%+H165VW,R2E543L/P
M1H1=T*#NPTG_)2RDWAH;K=&G?;1+*?;NO_L73>8|52YE3O?BK*FWPS0K_M9XY MV8;U|K<+7VYAM*B?
NUEP8|,26=O-UAD-|'^?KCGME;W7;8;18|H|L%O+|V|5L M3_29H7H23^D)IZR|QJC#0,5X|C|/7*COMMHD@K7H;_?
NO_MLV89_K@J;_6KTWHT8E+VS*DS5F2JN-MIE MEN50XM>_H0R/G|3-
CO:5|_VN%3894(OZ|MF|N4SL|6;D0P2Z(C5)_M*16Y8T|&@65+5WKL97K=K-PT;?LX7,W_KP8M=KF*R|R2N%VG
B+G;?^9;UR;#CG5+L@^*;#;HM2\$WBF&*IP5/Z(=-_I M_''?(4U,@:W|61|_9)OG*A*27PRN&?5
ME8@USE>+SK/KO(U;F-|FE|JRE3NV|=\$-_I MB;Y?W%HT>R;SZJ;S**&/7!NYL5O|_V^N)+
(HY;F<>O|=-FR2N(6;&9ZV'I MX2|S*9MGN_&_6"C^8F(DHTBF^1R<1G PR7=1E"(1F)%0?/68FS_-B53ZD(
ME8(5Z!H9H%9|EO|S;RHC&"-Z?4=N^VD;\$N%S('KV*&1.?@M/#|J2W4 MM2+|KEH7/|RC6SK.LC
MO0M'1|=3PP+\$6BR;I2GMCU;?OE8LL+F7W;%2X(C ME(X3P^?MM07'MI_9T.D7F%;38>1J4&)_7NUDT_05'CP6_Q-)
|,DPQ|;_9? M \$@LDZ77,3D|W=+RLX|HIMR&|YTF(CM;12M\$4,|<6G\$IP&G?(8J95QI=L? M-
E|_L6|Y<5,*C^IMEX?NC1^2#MIK_&_ZVUAZP<-YA8|LSNX\$RQ"A^NI M2;>MWC_6V_X9E/1Z|AWA|;^ (VX|UEL
U8=E!A/HK6R)%&, VQDFKDT0!1@_M|8362=XS\$GMFKS_14F*ZI*1ASMK%^>C8|L^|US'.W4Q5|9R(22|,07A)&%
M/\$|=^@S>/FE=G7*370-PMVV;SWSO|;T|7P8S;| (U8|O7VAH-1)F^V'KK; TT.3K>|7D)O#|TS M9C=B:#S/291T4-
)8ESY/H_8OANN/L-3W+5E\$ZDDKLY_QE_5JLUS*A/U|<;C MD>; EYL?U'C.PFYRN40A5:1>48B^RZ&|KA2&
|*D6=09>LXTH&0=V.DG7-F/3@D;/9;%2H=V|BE;ZXHTDE"+_I<74P1G05&M_G^W2GG7
M,RH|>|GH?=-MS>F&P|P|UM;|2|G-|_4(IX^055/01|&OA/SQ;|G3YJ*1
M4@|/'=&R*>=^DR\$HAB^GX#&>)IP,WK8I'Q:9:1VR*0-2@"RJ"EX(P^|=R! M|_*
|N1M|R4JEF|69.S*LB4|F>\$+>I,O'91')|O_7=EGUC?2JWV-GYH MEGUN'F@O47|4=H> P7&5 M-
f(NSE@|N)Q/\$^4+KF*LI5T@A4#(GZD|MR|LP'F\$#<9;Z(V>ROT;LWOX5--
M6F/UD'16#TF|LJ3RXMS;+|VT|"-E&&Y(4%3@'B&|G|F3"QH%|ZT+X#_ZD M)PX-G|_V7%N?>)%P&GS891|9
ZD|J(0LKT6MQ;J?=-YT)L>5W75;W''&6=94>3W#\$\$(- (H.Q.N0Q;KFD> M#DVK|'5G=.KP
Y5BKZY)^&&9DW%L0|Q)T2S;L^53&V4WXF_9VMA\$8V S\$DN
MDDXU;9D&#S\$12G\$'_6T?933L=\$G;SSK%\$4K;|W;E(MOX_#YC*=Y^\$\$.((G3
MSAJ'59CHWK#2U?%;&ZQC#D6Z4^O.KL0>>(Z?XZ?Q-\$Z7"\$5TVL|H|LRC|&< M(5L?IK|Y54NWFK16QJ
@;E^9F('42KV|W-UJ;2B;")MY!(NYG\$X@O)"M>>W"\$M=DE++S*_
=2HM8S0*CE;;UUF|9%KZHN&L9VZ"E5+WY|A+|5PN7QJM)T23;*20_09FH*TF8AY(V0|D4Z*A)OW"A'O>-VM?_%
|_WV|K|T>C4>|H>|J7.C9_\$DZ=;JO_0*&FJXN|HU\$P^_4986RF"%AY(M91M86\$W>|00\$;H;9,3#@B-\$V1Q|;80^R%>
JPV@Q7=^Q=JB)":#^&6#RL_MIO7VENOC142ABJ|F2J;_%1K+|BM%I%D|TGFQK6%;_55"B0%+1(SAUE4)_C&
MY;1415H|;/:. P|JK_YA29KW|L4:4='GX78OB;4:(^_*8Z&5;0O5\$B/ M8'H+J3?|,25E%W/HK6JG4%9=|U);N>^?
|DT,R|H+4YS06TZ^|P3)BTM,5D|_M_KX.G|R@D/NX&=2;+|00.U5_-VZ+X|=-D9VK|G2|W'8;|H;MG-DF|;B|I
MH9;@VMB>@K^_A>I5WPT)&_T^A|O|PQ'UW+|O);=8|CQ|WK7|M|G#>"
MO8V5TR&H\$4KK)_E&VHGR4|F(LJ5T1E'7P0>|2C@T0EL39Q@'W,8QR@*F>; M>XQ?\$VF.D!<'6
NVFWXFT30;^W-|R>|O0+;^W--;EG|RR|RL;|<@'0C
MBP,\$6=|+|O^Y&G)Z8W<1NG|L23AXPSKFHBGX@)R^_P902P,\$% @ MJX_6D;HBOH2,@_U|_10_!S>68M,C R-
#\$R,S%?9S\$S+FI9^U"SO4 M;OW0B*4G),811&AY%3)5&)222I49)Z2D#258LJ8E0HY)0|/F53J2P2^?E3=-
\$BD46+11G MD|HJK"HB(BHA-AB,8E_|X&|_V3\$A>X*1XH(K0&\$981\$9(20*@"#ZBCZ%-6\$
M@_ZA(1%%HDN%D/5D\$0GY"YU1<10946135&/PU\$/P<6R8C*KMZT<|&<_4FQ M-1?E#8-
B4L0U=F66*QSZPM;N7;>EO5|'R-C\$U&S+5LO=-M5M;X/39|?Q|Q<'0Z>NRXVVGW,QZ>7F=|+U_Q|R=>O7;S5G!
(Z.VP|_A|_|B M\$WY_D|B;|N3IL_3G+UYF9>?DYN47%;955%95U|2^_"OJ;FEM;V|H|+R>K_M.C X-#PRRIG|_37-
G8%FYW|;|02("V?XV_-)8/);?S3|V(|1(2|O|Y06:1 MZ;L-BV5WVHN=O"BWQC|'(7'Y73\$IF^1*-S8?8"J2SI&MIMBS5?
H;#;5M|;N'G M+&GC3?#;N"S_254> \$\$.H%&LJ BPQ@7D'''7X''>=2GP00|@|FDH|H3YZ+ M#-(A-X;
(^M|O)A<6XL"CC^H3J3BD|<%:V'P'''T3F19-9F29?C&Q>? M)V#X#AAV#5Z)-IR+
%_W1<Z9;&IURU|BP&5BJ37|\$@M1T'8O2QT_NYO>' M;#ZH|HXU(U'D|<N(D'U/O)(N7,"X@|O+L_5B01G2T?
^GT2Z=?OW2Z9=. M?ULGIYNC?6LX|?=>|HP<(A;|^45\$|^TS>W?Y*BQ|/?#5E YM&|D= 33(KQ#@_MY'H\$F'(I*;
(R4S@QTVH@_JH4RFH';/Y7\$,\$B"W)M)T|'WCP+4|1.7M_W\$` MV0^J@ZT%3G%#8008KJ% ^T>&S/5|FZB#|Y\$
MT1CXN8.M4W&_O+W5/^Q0F.WN_YA5F<;SEM@A0-I^VNY7|_1BTQ';5Q9"@8 M&P;10CQEI(K)Y|OB0|H5Y;%4I-X-
9W3X3!_@"1RR=FXH|E;R_W#U8IW ML9IW\$|_3BR|R5/W&M&*RK5)R/_ZN+^4T\$Z4P1.LB5\$W(A;T\$O_-%;
XU1=>ZS_9H|/O|RO M716PQ'Z#SJ=16L7K P_J-R6&+3;PCL'QY=(A7>W5U+^M75YS;C=-FID6W/SC MEFMX&I3>
|#JFS_H_ R0E_LXR'E4|N7YHL?XC=L5,95R62F|@Z+^M0R338M_M9%H;TL#|H|G&#%?)?
XLU+G|E|53X|O_VBO+U%N?E*U4RS@3|A|_9V-SQ4;D M)MAFB^FS?3)2D19'D250#8A/<H|4J=U|UO)2K6JU"
7|V=8(6>MUKB MS*;^|M?G4|1LE.KUWPUY82|?W8'=J4T-P'|,%%J9@APXRH)_D^>29G6DV|
MLU+O3=BS45F1H9WGOYSA'27|QM|VPWW#%KJ.#/XX7P-R9DK?P\$M=QMQZ)/Q6_ML0L;>KG@W+DU_1?
WM"S|A.OSVW+^%C5S_-EX>_CX7GCP6(Y#0<-R^G'TL_MQOXQFAU^\$;_0L|8&U_#9|@+MLW-
|KTMH|_ZGAX4_U_L#;QG4*|PV_|=|KKK M6NA%?^"ZFFVTV2-

SBIC=QIUDWHM8YRL=5GVAH:LK6LX.W<)"0=N=UAU1@0Y
M3E'3""1331ORH4)B+\$PP8U^41_FC=,M'E'VJWE%X8_+X^Q9\$^W);G<_.P@MG\0P4"02YEDF<>HTQNV5IZ,
MBWRY9-7WG3-15PY*YWX3C\4:FG_B&'&5)JW3291.2ZXIAU8M+>6I'F.M#M%LB_.S;W6;4:5A?_L#X8I(Y58Q
MW4+EO6\WL4MFA0W\H?U.PYC:.'%:5"=X*(3)KJ5STD_-J4E7R@55;2F&BS_MSH2)I)HE,-#R-
38HGRF-7J(GCN%4&6A23_M7RJ>7I@XF&_IH_K0I@142605WJW1=&U(GQH+E1W+1)16FX"J^\$FY"==F(=?Q
M0=>VO\URS2V:YWNVA;'_Q6X8+L.@P)_GN7I=I-GB9)LN4RO:._'X7)KD\$"MM&.\\$*SGVW^NX:E91S:
<<712^66R-EB=___NJ*JKOT55/>=,!(.Y2N,?F\A(MRZ&JDA_*9M8/A96L3H>N3=@TDG7"RCI?&_YJHATHB/UX?
FVWI.+Y(RH6G75_M=YA+(-"7(ME1&V".#EN4;/^=V,\$6\$8_VFWIN'LD!@&>G/5U*H5+=+H=6#
M%K"ADEXC8\$UF66B<=Y,X=;4XCu,,@2XY*+(\$*_200RD.#IYU%UX6Q>4=SM_MN\AUG)-
OO99W*,1*@NW180.NZD)TFUX9"
MC).F/5;C"6\PL3E0_R&T4T)8I#BQKK+UQMC:4P1K),Y<1(HD%P=U5;5)SWS.>|>PO7|#OEMOO,^D5G#PSZ.ZH+
|P#F9)NYMT3|=.H\IPOQ==JRWBU3*G/89_M/F&I>7MTC\N\^@TSI4;1E_1*#AN:1_9/;:KL5W3.7(I=L9:.
:2.H\4Z-C-WH\$07*M-XY.F>;?RW46S3<6%#P!P!EIRIK)[^C1?RU(?!>23R#EB2E.32SV.V:N.YMJGSK-
(+.T(<|E@N\$1(U#3K0_2\$=6@N\$4Y&T^,ME)0VPO::L>7K^TOS3.BO\4N>.P@X,,BK5?
|TL^<^<0+G>APW|\$M|^UKD\9&:YDU_M43LVYZI@%T\$7_M)I9P%F?
>XQ+|KQBWRZ&C\|_G3AH\4\$;Z.*WBEV#\$KBF7IBL@5#X\K\I=9*E_MLH-17B4^;B_OM^;*R;X7?
^3"+Y19*/4+YIX\$^5O\3G\8P\$(C.IVLU\2KL\$K_M.HH2&'/#M15RQ'++=IG_L>L^SZS+OZ?<3|+B95;O!+0B0:1>.
%X&LD1_UIU@CJ0+VR"Z_M9.V@06B)-S-JVT5Y@V3N9%I4=L4ELF5T2:69AY305WS^2P2H<\$"U62;X;RZ9
MAC&FZM6JE&OR%YH+82+4X@!^A80P.[M]+C0+?YHE<7@U-UGX:E2)^*(I_M_)>B/;.GG5RO#\$I_O\TG1'U-.D!^:
@|00"QJ_9+1_B\OK3>C8#^+T.JPY<@;5\I+?QJ\K8G5ZQ=;W719K9T.WB5EB;_)XB7K8_-IB_R>1SX:S%^PDZ/Q?
M*FY8E+>K)WYXZU()9LU49-DCMB6#V\L&0UC7AREG5#W4I@1DY.PKFO:12Z' MW'8F\6&'15=N\CKHQ;\$-VEIYY-
*>,P4Q1W0M"9H^@SO\$&O\OR.YOK.1/#RY_MR0F:(ST>^@(%|B<62TDGBB\$MAIX-LIG\$@\$3KU|?#?
&5_PS:CHOJXHQB&.'M_/_GATSBW?N,"?HV?>6AS,#3G;Y@Q&1%Q
MAWA\0LI\CA&+NN@IFH_EM9@S\8)3Z%L1R@CW86_AA/R0*DBX>(5_X"GI\$16_M:L\F;^#)
RC?;6B\AQH0W4F_1Z>9#B:~>P!^~V4'1HMT+!181\QZ""R*16T
M6\AE)^~FK4;1%MF:VU%FI7>7RZ8\^IYKQ)71FOCG,U.(K2)>#_M\$K"()
|C\$0\WF2Z\H6P=1*CDSEF2L#ELA\K2|=8278E969T5_0=15.7Y-DJ_M(OI=JP^*?
<:RIS9TIK.TQEH\DI>AAKXC\$(16Y0QF\I85O\NS0-NJ*A>@;:P_MY=L.%<>A)HJ(>*\$4#9E^?
CB<_NS9_@R\&O9I0<|F=M'9IQOBOW=&1|5.-\$M^X%T>MW%W90GZ^/*5^T?T)>^_60OL..#8%V&0#)@&4709=
@-;W7;|K4J>MEP%K22\6U_/_&ZSLQH5N^|S22A(+^+(&Z_BV+/BDC?GZ"TZ_4MP!%CXLRC3^Q!@_A!NCP1(OK
KS\$M(T<#6I&)X\5U413+;#S\M-N(I"5B/X8I4\N_Q_@%ES*P&_3E5Z(^GX/BF_M6H)#".#0_IN(I9UJD0%
5(HL'T5_'D7_0Z9I<%(Z&)\$S7\Y").@)IOE8V:.)JB1BL<@|<^*_.M"."SQI8SL\JE:~%2".FGNSF"-_8\$XX.T=S?PQ_V
M9(=TLA""TLI#FQRC\INS7B=FI5E4X\>Q;W@V*F+1E=JISX8?6\Z?AZT^(\3_MR^;"M:DM=I0_\$)9YURKPJ0IS/LC
_50\H&?>3KX%G0EX_U\EHOC:E^VG12;QW1K\H9: M6(AWU8J^@ONYEBW/09+82&Q10@*\$M,\$?&0;FGV5H!
<=1\$#&+CH'E*=_M8DI<=&U3A/W0\NY"(0H1K\I_MKVUMU*5I0;="3MY>CLVJ89\|THK52)=0_MP\$K/KH@+16N
+L_I!<+FT/K.H?%P!^VG:(I-A:F)6LDIS1+!A1>5_M4-8S9CIC;C>=A0:B-\$A@>TGLXV+8Z\|N'Z?A|&-
KWH(A"@Y5KZQXLT_M?BP4S?-%@UA\$SGV5N\SCQ_LOZXJ3D,\$U(>\$5G\L+1;."N0I7ZF*X/OZ2A)
MZ=@+^E:T"\$V)S>MGRW\$FN?V@D)7\WQB^%LNA.G9E;=16CFFEW6+H<I-JN\G*
MYASRNK=Y\0<>S8A/R&YS\SKUG""^=WSU6^*;Q.L2NE\$0G8?C+Q\$D75YA0H_3
MS(J/82;M>R%Q7'7OD*\$S+V_*3\MX)=Z_OW:;D7\.(D+SP@1A<I)#ASBX=13P
MK79AK|=R_3F)5N>>^4/<75P=,97HV<+U_&0:VT\$&08VHQ2(\$G^/ILB>J
M\$|F%:6=E9N;TKPNUN."3FG;+N"\$^*JH_?"4DMN5N#S&1;"^JD16/83
M\6#4JFFP30ZB+/ZD)Z>|X#=-.A8BS@M1P?EN81QC""P\X+40W<IFKZ_M_-K-K3?
H;9CNC5@6X\:"E>O!QPVGE4IT8\$>J3OP3\ZA\0_M'5SB?!G7/L;\$-4I&@='|_*Y\KB.+0L_,7X\QU=L-RH^I+Q\?
7PFC/#Z.(O58+O)9E\I-E-V9\ M@<\$ /16^B/6D.37RJX3H"Y\J;V?V\9_/259>HWLF18
MKNVIBVM;OT8MG8JU04,/WW_1"Z=;^J3X\$R.H;NX7ECPAC;FP9Z_HDZ<I1_MJ^G!;-U_M""N""|>0!""?
_4FXD)5EOT)W(UM"."&C<;D4L)HGM0@6>*KY3ZV>M)M@9'R.M*9M_ZXU_F4&
|AW>H.EOSW>XG:NAQ27H4JE\$L(1@.VL*H*')X?_M'Y6\L\$R?5E1E-E-
>=&%=@TOP5P7M#V&3.RP9)GP_J^MB!!Q)".%C\&X;B@R
MYGH<7+135;FT790%VE&ZW)5M>*6>LYTCQJY)ZRU5GR\DI&7GD;XY"ZEY\5=ZR2_M
\$KO)8\N1R.4;YU&O=%D0L;=4*ZILPTL/1(15F&I&I99N;,*E2Q%192_MI4&)NUO5>D7Z>L)4)CJ760MK*YIQ-X\$;-
6L|=2'1'3\$7H\BP@K>+(IKMF*WD/(Q\PW/2L6XW=#L*W(#3>1\ M+D'X;9\$5.F^
+0\$M%G@.2)T9G\;M=_8SN:Y\0_JFIU##^88%M1(C;G;JX3D)(K8?E9-7/=P_TBUD6OHDY=AE_YFQM(18!>U78(?
+8BB?21WA_MHXGGMI8&1^/?*%2&0U_&W2D5">|H1*1^O\5P_T"12X\$(C\5H_*#_P1\$L?\$/M,_Q-4Z4HDBE
_4T&VX^#P2X_ZOB9E^B!+M5;2/!_HLOPCJ#0E1_ZM:~)
M=^+!E\!O%0(X&PBHKD*N*#5=*FB0\$YRC<4O)W5.741)9&P_V\$2XEZ1TE\I_M,\$"Y;3YVJN1#P78N1
0^H\TAJ93QZR19N5L\TM9V_MZS8@;H1P\^O.G\OH/0W)I^Q(I7MS70MY6#W0LVO@;D#A9PSH1YKW10ZP\3
MD\H%5XA?>.MEWXLCP+EV6RO@_GT5>_!#N8\BR(IYE^!#J=|B7U2.EJWV^=I_MRJO.+*Z+VQ-KSO#PEF)XF+V)
<@-^4T#P_IVDU8C&381#).K\>.'=0SZ?9V_M.5LAO2'40%?HG;Z-2/@8BL7KH:~!|DIF&:
(5<+*EL(#6_MRP\H\WKXMN3P_M_I<;4QW#|G|\$W@G_-9L=4HC;BM_)=-949@18G2E8HK36+2=ZW);#JVVWU#
M\O*W7\I_E_PM"&<46S+5E>Z",QGY%>&U*VL.F54MI=S2_!9J&#.9^MU=(M_ZK'6B-
H3M#K>=RE>C\NT;C&NI=17T\$RO\1N(BO<+*7H\$-QUU.1V9)G7S9DRU7\Y\0WV80:V_M_97>Z&IB#E5-'NX;)C
M1;CQ\YXFL%121"HM?3.1%>RP#|L?KKBR\XK"M8'4OSU\$ZK'GHF>_*6I@_M1_Y%!'C<_O4*N0!>D%?;
*_A2!^|JH189>JCYHWSI31CW0BS6T&T@_OX@#8_M*4I?@LDX>\$%>;M)GMRL\N:~%E3;P;U^0H1
4&A!=H%6B30>+M*X1(IJE<>_MO&C.#?UQ"?Z^\$264^Q_V(T_I=BYFSIQG-#MC4T;M)HPI;13J755:S\Q6\\$_-?;
I*9S6;G\$X"B4M"55@_M-V7.Q2P-5Q78(FEW/CON\$F\$W0LZ&707\$MWN%G>-7^U4DGWW?RH<<1QS2VYI0B0BC;
I=QD\!@_0GN"GIM=&TO7;D.2X"0.2)20\$+J'_KCVQ_@9A@!0N_MG;2I8\I)O\;K%K)KG"JAUW6YKEJ<
@_V\$Z#U;:QSJ#(YFG_M^U_08D_M\0Q="8JHI0N9K^VW4Q\$>+;Y?H8\T-?S#|U3>>;KNLY7+B_Q_@K=4C?Z
MK#%-"S(I\$8306(J_?)P^F+B=3J6?1F.YO*W2#E#PET@55F%#;@_UT%)5SZ='=1=7BKP@XFB_*\$?
DM5.1;+4P?8_/IC!_MGB>!"FA2?K"WA<-;(D*LC;XP>8@H470_(OZ_H2#A\2JIV^<^5_72'QR66&:-
C1'0"1*168V_1J:N_?MY4\$03_PE#1/UD(=<8(W<+ZJIG7L.913JAE@S9*RF\H4YM=25QS+1.19\$^2<4\$7@
X/7%*@FMD\YDM\1FGF\@IT*(PI?_M&_HJ6NQA<^#E*_E8%_2+C_S#1&R-7DA&C&7A\$?%;@Q\>0S_@
MZN)HP6*;Q\O16BL;9M\IQAD21\ACYL2<4Y^2@R/"#0I%2W04*R'PR>+^0!_M3P7\T
Q)PS7\0(\$S\$45W\$LM%"NI=#9&\$F/YI"NE'!(AEI_M_/4<P1I<\$H8L"NF_M<6\$'-->>)H
|KVG\$+|VPG=HQ!+A(FU9\;D0Q2-;@T8;0J:6'_C*2,*O/Y_M_7W7(1FE7DG49P&RO*%D_M3O_3Z==18T=ST=
1069UE;8@-O;#)H%6&";N"WK*(<I?UVS^X;I9B'WU6%.M|BV(C@SI(R>\$Y0U?*)=WF'YF
I(B\H\X/H_/#8S/4.2T/F_V_ZC.ORG#M+|KPBS+H@R_*;ORO"+;ORB#+|HPR_*\AF95"@L&@*D.^IOE7%\$+\$%>(Y
MHV\IQ_?D\H\QYJVC1?K#W002NU\&UFJYYF_0V\3=Z_R>RRLU?JE-.5PN+S1_M8Z-U+LK4.H0@Q\$BP\;R+XI=BP;

:R^I40-6@,"5+5200")8B9%(>)*5B01 MY0C_0(KWD#HWNV>Y(4 Y:NO?%O@PC^D*(3N>G@_2("I,C2-Y,
SE/TVMG MTM/T71#(7N)PD/RN7.=CEV3(?@4H%T_<0/H%FXTP>_.8D:7@I_BT"L%^5 M*.NV-
9(8IM+_T43G8D0<.K E %?WO*G'KNJ60:VX19EC|RD-Q+IGHZO= MTD(S_>300(WHXFH5H:O#S9":
I1)0W+2A6(YF#XZ)>PT#2&26N4-J78"+349/I6WG2_X_-MQ1Q_T2G&15DVP4;ABJ/_1Q/G*2P(7:/=OX.9/P9N|DS"?
6:P|B(L_7N#H M3*Y\$@_4*+215VTN_G8(DRV(|CUIHC.26R(-I=ARU6X2G((-W 3>L_%"OSP_.\$@WS_/YEP0X9?
^|M_0Q56Z_7#T7_MM+2|A|:P+|<.P8D??F^2E|8I3A3KCD8'A|!^+;^#|+K29M)L@L1(#3X)S!_M<6D!#/X,D_-
@)P...\$-#"T2Y9-B;;W_J>.#_/RGLABYG;IX@D:Q.\$N80;I1H M<-)W%K=;;Y?
U#E!|G4D^%VEYXK,PM>6N|@_JOS_U.KS:XHQ/7VJO.%QEL|4T MY>|4C,<#SZ:./OE/T?AW
HFT;P|:U_?E%X8Y3L#E;(H;2RT1F%R(I|S K1 M|O|A|N"(L|=|SC=P20GL2JS<>_YPLUIW: "S2;
|2YU@/O|<F>_F#H+^9Z M'MZT+.#<:0SH_EF|_#_?^\$D^72G:DJ&^1E#&EM/UZ)2-F9TVQ4?UXEXAL%
MVG/NZV3:X3H?FVWFC<+>4TZP^H6+0|<XK6|H0JYUWTI^B4|>*0@VIGJZ6T ME/GQL H\$F)-
FA08CPH_N)A+Z^R<|3:3%Q|HY>OA_4VR7#=#JKN73PSMNO; M_#DFUHH\$B?3O)-
SFC>KCM"_:8|!XH:;Z5U;>5^7)6S<(W2J>GY/2|?HV M-6<_V|2VK=|6/1+X*#TE|HS#9"1T^5#EZ+&
|J/M%L_<BADX_@|*|@U_+ M&/ZJ<@2H1C675&+2|?J;_*);00Y5V9H?OX%D"E_KU,H9DH|)5*#|X.S.|E8
MCNSFAMD9N^|):*=DIDO|3)840WYHVQ(;\$V8|D|8_HG_B7|+P>:L=UT%-KH: M(!B%:H&T-Y*1@-EZI3+|
@XZ5&_86>255%DV(GFI2^ZE-)||K|_@WH@0^R M<N_@0|B_N28\$CX;3^<=Q+U_M3&O|7F|JX^%Q^FP|YD?
HM07#%L:K>@%_IG&AHTK(G>_#(X<#C95*EAR MZ_NN37XY7F|GE<|J2IG^LN\$B7L;T1F!\$S^6U..&1>_?<
WX,Wf2=/_6-(<| MB8>YQ8)\$DB|KFYTXA.M7BP9?X.L&C666ZRK%<9+3=-O#1VGS-NMDA3(4-6?
MW&ZYGVT=3;@H=SZ<:/0^IG\$N1^N|B|_O3.M&%(L+&AF@M+EG_#J|U M1R|Y>Q9I2OP0#(P|S^K^7?<-
"U0.5Y_XZ^9K+|NT|8B:U0K";(C6)\$QZ|6LE_MR|!OR|UE&^*|,OE/O|G6G^J4=|AD&|_||YU:0^GZ/L;Q:\$
M@8PT5R%!)LF&|)T|0U^6.R%;G*&8?RF)LW1#=#@O|UJ^TFJM0YGC;2>GW>|Z M)G^0F2.#|S E=H|W5^RN_G;
MY.(I7P6-5^LG9|S2?6X2LQO;"I?|KKSK\$;NWJ5=P|WJ^;Z&3;N^RIN_%; MWI72X=;
fW0=")HWVZCUF#1I.FY0T@0"!A38H?^<K>#E*;<4!.OK#1S3B+^4 M2#N|T?R&^*BV4,N?OA#"58YW@4RG2-
+JHI96>@U&N.70Q%5,18\$)DW2TSZD_ML_1=1SG,?WBRRL|P_>.9R_(2|Q>DC)HO&5W^NP^J|S:ACS1P|C:"K\$AD
M?6|H8Y2L4NTW1O-QL%Q|H(3&Y4OAGU/NZ|H:G6.L!^E^0|T59G(DPT(T>MA)?>0)G;Q|(+M?^64K0_*_|L|G
YJ49|VT>MA+2|TSQUW0)*+0,%;|!LH8N^|A0L@|(GIGD:L^*LVG9QDDP^T4>D_I7&ZW-9 M+
|!^AFMO^XML5|:7>70QB(%#|8>_(T;IG;S^NG75)ZGEXW_>(?^N|H7|8ZQ:4%+GQ\$_|^6ZWDHC;
M+|V;GRQ>84X|8| M>#*+ DNE.M|?>UR8|)W;6-|)Y|+XNS%N?WU6UMJ M/0_Q@<=V8Q?K4^<
MSJN|=^I38.1N9S7B?7D-OR|Y>>.WKP_!/@H(& M<_!^*?TZ1!A^CQ)\$ZW37*LKR|<-
W,WRS(89|=)52R9./=O|XITL#=#@_7:*BF^?J(7A*;&E#X MD3^&HJWH2HC_|_1>B8+75|9^<(8.F
KD0VLU7L|0YQO:A.MD1%;\$*|_<CKB? M<:&JMT6/3_-"24:"(%BY_VJN6;FJ^WC_3XPR9(ID_%5J=2AHOO4WR\$/MS(F
MOHOL805ON^Y_3^VDW*#) @:5L0D5>*7QG(2WT=5DY;=M&IFQ)\$S6<|>I+?&_7 M_*8^T|S_#^5W/|_<|K=
|_L2U:;%OJDE= Q#KV|@2\$=Z2K^EK_X0G-DV|A< M|N:X3H_VJ)+AA>|?R1QAZ^0=+<5|_B(7)/\$4/#?<
Y\$?^E1:6E#6%|_FD M;_<"C 0 |Z-)^*>^7Z_T40H^9,JINY=|0L\$K A+^A^H R>09GZ9)8=QN|DQSI MV^?<
=LEH,J^<L/NLS_2CEH3T4\$R.(IP^O7EUN^H^XG)|7|S E=LV^QH|Y\$&@^X3T^K;|493DS3
ML0%VL6T\$2|H|Z4U.^3F^<^3#3J_RTY>5KF|XX_|F-R7/>6#|(|2;P#Q@L MXQL);C&@U;PCT++>8X4<_1)8L|U|^<-
HPVW^?A#UQP13-W1W+"3V7E=\$->ME)8&R|(\$@XZV;BB#<F-
U2K=F^|Q\$Y>X+>V|K>:R%4>)|L/ZHB4Z;8I5PIH: M<7;W?Y/#6Q;GF.UA5>LZ+^U+\$|P|VF+^2:426&J7-
&31H^LZ1B1R|_S|2 N!\$=Z>QU)|1-ZA!#Y@8:|UAS.%QY54FN^B4.V.A MQ0E|27G;O;H+&X|
|=3Y\$;RVFW0|6%>U/RA>8.R&(|R9I8OK*HO.3V1W^?Y M+;_6G;.2*^S^&_#6371&
<|>A<=0(OU<32WJ\$;Y;"4D|D=S;65A6\$#>^KK#X M+ELJMDCO0MJ_4/MSV^*E&:ZY%(2T%4?<-
OU^*#=:9%)O.S_"VNO-WR? M@TO_J_VPJ6&/SGJC7+X/3V//IYTA4D)OQJ=:@J|<GN3&EK;FE;6T?2V0UC
M+U7%M|5K0|Y=L;C^<^?>V+@GDVJ=F:=#ZX.COQJ>0X80EA&275.23WM&N N%|VU|L-GSE3:0;HS%925D
\$3Y7G>=J^7/"H\$*W?GM5PN%9;< M37S=JG^*JWZJ^JW-9Y-9JS_-T(8F(D=|_|"+>Y8@4HAZ-\$VWQ^Z GL66Y M3Z
|!%UD1H^X^<8NZ?;5V@P^<^31.! MU:CS/^G+P4^N^5_>CE4;0C9W^J;S|V|= _E M%3VM,N5^<@4+Z|1-
S^TMS0GB1V|<^>)60^_2>F6T9OEXC#G|04N0DYO_+&^ M7#ZZV)*R)<10VU^*HO-
^<DH;?2F^XK=K_T7S<(|A^*L@+NO&|B37977=D5Y%2.LJG=W6+;:KW;ZA5 MUFP4&|8^T|I8A<"+<
(&L&=:EI9;UD5==)\$5|J>=QW|&VR|=|Y7^?<K_<K:X M^*XOMCXR?C)RFE6F(B8B|_J2|U?84SE
|+Z^4B^<85)6M|^I6TPIQ/DB M;^HES4)/K: MG^&XQ3RI^4SPKKM347:1U^*X;_<^S7_<|H_9?
&7^*IP@APBM|JN^JH/TQ MN0L|J^2E+ZL99|(+V=2EA=#Z|I EOND_R^P?
2;.%4AOIG^AWY|KAIDEG|T+279R4ANRY|Q(OU#| MXUA1+G_"81E!&%67*%PS+Y|+43D24|FHP1X/85@74?EZ&|
(N?9YC68#647 M|C+&A8C*8J.82\$RF_SB.1X#?R9)6^5|S;1YWD@YFMW<|?+FBL@C_1DD.8<|A
MN|5\$|_!C|N\$WCA2<^E|E^+911R_1D)L1%@;_@U;A|R+<9U^B+0\$|UJ MW|J#|6-
2%<%=986")9V^72N18LQH9O";@B>*L56T=UXR|L8\$7YI+S>%V>NM M/O%NSUB.SIT@AR6G7|Z(CB=I9;
Y9@67PD3>(IC:#\$2.TSHBE3Q)IK/YRP MRSOJ2O_&Y^91?|S G)APOWX^K^7F/_YRE|73N3+N^YYW^@YWFN2M;|S=|
\$2|<^3C0M?F M A4^%=-9M57UR^C^KZIRC&5^F^R5^S|9R>X+|\$@?X?OU8|>2> M|M|<-
8IX^Y3;5=|A;11^%Q=H7^|@J3;:Y%>E;7;PYV23.&9||+<N^|_MHS^|7(??
@1XA|B5FA^9C.W|C5N#^E^<: X|U>_U;S/>3V^9H=RMJH.STL M^X9IR*7+G/QHB:IND3JQ5?.S7H@4_!%D&
<_)OF^CQ%DH&=&)2_O|79|@L M&9E|WDSH?|C96YON/!L_>8V|+%0)>9MI<:TO@2
G>YX#Y)A=:_GOY0LO|F)1^P3N7O_)GW2G??H M^#ELWA,%P)S(O)O#>|<-
X_EMJ_Z4OV/Q#C^E/I+3.K5UPF_RYR+^#T^|ZDKS9 M\$?TA<6Q+EE/8| DGRX(RYV|A;W;GOQOY(?I0_TU)|XI
MS^#E/XB\$%52!0 MR(|S_BP%&8TG:70FP^|W:|JO^*^F_)KR:|I_<K^Y^E&#" HB#7RQ;
M:&R=K;_)BURCFT3QD?|M?_#^U|7ALG5=4_5@<Z?Q?4\$|#!0 (*N# M1UJ;DT<+ZC_ \$A>4 E3V MG<:0LHS.6;+<-
S-SW_<X|Y_S/^<|G^><|S_O|;S_<|H+A_+5WW;_W^OK|K M|AFD&QD\$5E@>L#<V^S^2?0+P#Y#DCN|2^<|0|?<-
3B0_H \$X^?|H^UXSO_MCVN9P^<O|LN6^2P3^A02^LL0%A5|A|^0D(BXB^C8CPO|24)<3.+>S|V^>E M_((
H)BPD+^8O A^ZD\$|S3X;O^"O^M_BE^<2D^|);(O**/@7|2B_?|H M^<66^0H)HV*
(HQ_*5J#B^PB@0@NB\$J/_#4'_#RR3\$|I>NV6OD(RMF_"Z<|DZ M5^+31%3WY5;)^6YAJNF?/^I55&RE_"H%Q?<-
4;U#4V:FXUV&X?<=D_VF|S_ M+2R/V-D?<3CFZ.3NX7G^R_NTSX6+ 9<"B4&7KUT/"X^<C|J^G7_G,2GY|KV4 M|
(S^3Y^E/GO^<N|_2D%AT=OBDN|_VKKZAG?Q?V|M:_^H|KNZ:4#7|9^?IM M=&R<-3TS_|>A086?^C%|PCP?<-
EELEJH_F^EW^GR+V\$JUK?3UK|^J_46S^Y|B5_13 MFOU?Q?Y5KUY 0H/_=9Z_(<#>|I0");SA^FG1AJO_YD%(Y-
W@NR0#WDR|A|> MBNCEA?(_U^I^@^|J|P|3;08-UQD&5^KL=/_Y3Y(0_K2&YSQ^<O^5|K6K MQM|FG1|@>GT#<-
LB9<82Y#|D^C^W31%E|>)>Y=IC MF^5X>^IH 0)18J#-2MNIX<:_^UT|H&@>2^*E="!"_0>|6+2;|A_*X%6-
M0_!E51NU#D\$J+-%E|5C<@X?WOT6 H:PQ38U2.OVZ9Z=;OV3Z)=^ELGA
MVOCG=:RDA!?!8X>)_L:7^M2|W4N_K;E|KND*Q93>HNDB<^J^*S\$;|M(P+ MNML(-V-
SD|F)4TI@|74V#55AH8BMAP^WRX<)>D#Q|QR|D_1Y|6=M_W\$&^!#7" M|W@.I94MZRNMNQ&VG+|!<0Q
MVG3;)>*RMJ;_L\$ NH6|8=T^I#L|1M4: #57J_JR9(E0CPW\$J6YJ" <_@!^ MC@+XW|55Q|5'
\$O%BM|Y|T^WW06MS|L0X_HX9N+0;@?8FLK^PPZ^X18ZA=" M|A8CX-C^7C2.9|H^N
|V@L\$Z+8\$>:O_<^6:;%&6C@K@^NIS%U>1H^BY85?CQT M20ZQ#Q9\$@^?+|18V?^R_!U#SJO.19TY?

I7.\$!S&K)S8MG@A8EC8^!S' GS MUZ-!1=I+W\$S&(I0:+\$D8U^.^2DF%-7<(!/X#6!=-Q@&DZ2+\$!M.CJ5*STW3QA
MA8NJO[YG'U8VJ]>I^ZW7TC!\$@X%.*2P0*O.-PI/#"J:9-M\$>-UI:PP^AER!C%\$540J^<^OWX!<.^HS-
I8!\$3MX0^7!GO> RH0IR668=A-7 ME,08GT5^T^G^8=&I52^N/5OKV3%0E#6:GR=!.%3;/BY9%?E==,T24NR)Q
MUW^7YCVI^"/8)R42S5(25K4FBN-TGR5^/.)@RJ9=HKH&6CU^+F>L3Q M#Y<%E7/7!;1%2X(=B-/> ME-V<-
HUY<\$US^:/R/^!D!20V^B5ZL) 4XC0*16%360J@K5D:&IV(S.WQAI
M)UHOQKCZ&S@Q2^9KTVU\$3ZN1)/DD6K=#@;AN-)#!M0&^WOID)#%(Q3C9Q0 WPOAIW4^7K1
M5H%5^!GJ+&?S0J97.,GE'\$.I=R.E9L76P\$73!G&G78TDL%6U^,P;N8)K7GS M,YA^5-^F7OF&G0!721AF*?
MB1U+3D!^=ZE%QO/CG@U!^*WROS!IVG C:NO:6W MLXK U!AK3L),LWE6!WU,,*UTLN?-[VA]?
*ECGG!)X%F: 2K@)LK(^\$AQQ MM3YYO!^MIXV:U 0QA25J\$BFFD->.S"\$LQMM8IYE@
MI#.4JMAEVN@:Y%#80I4SNO*8OUN)NM=K\$B IYKU^NH^! W 8ATI908BI> #;^@*0@#A;C7X4 57M
M#T)AW^PN&G Z^%4@/=>(UZW3C%65PLJ8U^+449G;.7+EN+5^LJL-ID/D MG0NZ)+I_8T:LOO/QC0>I&
IO^U97Y<^!/^/S/^@:0H?>72;(>R7.0;8#Z6 M#C62!)6%#4!U!<=4;/^FYD^YHD.DIU36A9T&F,R47K^G@!K-?
E<(&=S!M@6B!R85-U0.T%Z%Z#.AO&YHOFF^8^X%DYAD6L!LA!P+3@O77NILY#W7+C)YW>NWAM#W!^N.YX
MZ3GG"+F.N^"J7T^N%/86-10(.VF@V\$T!9RU!21?WOR?^#ZLW(1EX-
I,Z^A3H@DMR!Y.^9C^CHFRNSGRPO;^?I7>=O M1!MAU_6=@.=/>PH3#E975+ PC%S.%F*I,GZHPF7*JI7Q?
4.#PO7@!H(D5>903BKE+T;G<4D(XG/M4YD:CF@Q^V6;29) M.3-MDVKH\$6%STHJ+47;*E=-) M&SFKX7=00;4T<
M.;>IVP\$O:WV^AU^NCQBVF@PO&L.R#U.Z+!.^N.BR#IEKKB(>R\$;7SV8.W:TA
MHL:YT5:1% ^5&MN_I30ZI%=2FMSJ3#_2^4.NV\$+I/-JW@KG_#RS18KC^8 M\$V5DLPB7.YE\$.F:
I FI^TGVS^X)U/BT/CI9X:@I9\$CZ8+VS1AY(J_UFFS0=<+Z+!,UH;B MJL/(%3)0^MLI
NXS%ADK,U4!;^*K9(7^7EXH#^E;JQ_>NN>.SK5N MP6KWX&./MR!JJ:(2=TSL68UGT#C^QJFKR&N)E-
L)U0U=^UOSURZWYQ\$(@^QRC8^04<./QPI#2I0%>=>RFIC MIYTZG+(="Y2-SLC/IQD:Y&|= % ""JL-UZ-
%=8^BO!4_V?P^R. M(!-L@8D0!M4#^H(M>O!Q#@%\$KCDPYRMGU^@*.08OU=WTX!WZ M%^8:R%=2%U7
Z7L!%"#_#&T1TB%Y!#H@HJLHD(=")FW/U42-WKA.@)41^X
MHT81X,0WRJPX:D\$@>6\$U3ZX2K+\$EH20QHL";\$S&08!IC3FP-9F?S3!72!/#%""\$2#9_5KXR^2Y+)#BAC.QFWP
M#>U@P^H<^!#CMX!-=2O.;!U.*RAO\$-^OZ_HT/LB!_J#16H M>2T:V<.,IAITB5MTO(IX<+!
(7)KBDX^6/Z^%5&Y.^!^";O\$^KNIX U6^L: M+PWM/UWY;=#T-8W1!=DAY^7S!8@0(+A/03HQ_+,X=X":
^MS6!6A^JA^E M9&WQ(TW3>SSW-%^!H06S<V)^.#;#>I A60^!4(X^S+R!\$7!E;COK!^/* M"&
I3ME8CT:U1!NLHFW2!^2N<1FFJ^FLFCD^M0^06>^HJNNO=I%G^";2ZI^4\$=Q%G.Y+AG;&RRXF^P0C_)PWLH+
M0V!PQR&TM.^6*HX(<(XZI)^@^\$!=0J5.%^U^E#P9.HL!85N-R_2!CR?<45 M>-6#T50A8VPOGB0%2;T@!64=*B1?
1^E47HBKR8?Q^#^0.?^DW!^J^2_-=MLN!O+<^DX 832N(G;&G-Z079B&IH^X.7W9D\$E;4>9X^Y;EI^5H^>NO??
%TD(M=;=8UF->(8+9:=U?P)IB^".ISL^+IC^IF%-P@JN-\$-B@M#N8/83RGI!Q;&Y% MT2^K^V:0^Y-
6Q5XLBLFG8<8)7IN^GIN<13Z18DQ!\$!Q M66-5CCKXR!C#2R%M^X^H^PK."IU!#Y 2S)Y^O^F@MAU?
2H!^K7WT:U^4PV MZ6BH!3JC&4IFQ8)4G&?>^WSZ&TOJA^N09@E5^58&%187QRNZ@D3@QW
MI@X!KI?8@D<^!A@:ZIK=YR2U^_LIKIOZ5_E6(PMM@:GXX8I8/(S\$QE5LPUM M,H4=E^W.&H\$^UZ!L4=F%
^O&=&DD1Y3#@LHZ7#^6^&6T!4#^#^+JEIUA5Y! M=MG^G.ZV7OE!;XW\$^YVR\$;M>^7241.>^"
BURGSF9^HL^3%\$@V)^#RKBMS5T M!^\$X NOIVTPZ>Y+.^RRD)N5-X-^H!NPP!P(I%8&-&Y3KQK UE,DZ+PLW.-I
M!HJNKRS.I^*S;IX^/(N^G/6LOFEBV+9NYVLJY>F^BIC+(T??
RC=7K97TK2V7M0!K)^.6JE@O.WB1+^;PDH2MOHF05!GM!M?
A&C\$<=H^@D6YUJW&8@8!2!R/1G1NDD^+SYO4=&^V;ENIM;ID "F&\$?9Z MBEK7=C3%K%8+WXNK-
USTJTBBC4Q6X 5V=GY7N!K^%=IM^#ED4M^XK:U=66K" MB:H,BY\$ (0#3FA:I!&K(2X0Q?4Y<&I;#%J(50=?
ZN8NKD4/1S7TO^!Z^N9+ M<6=*ZN6VJ&^6V0A-7.4.;T(-U?60QY4^E.IKEZBY^APY/M1K9Z?^"G=VTN
MB^PIHJU^IZUT^+EB@UHQTO>!@D/-44@P.IJ.&^JW@H4<(24Z^^(TXM59R MLV-QS0HWWCW0!JH\$M#??
AKEHS.IY6C^R9^3ZF NQ!97^5301W^FZ! MJ_!6>8;J!0!0H=^!TL3U!7F!2#00JRCOD1=KWA^2RK6KPL
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3^OIW+ &".7(2UJOHJB7=^P-!A 6!MCIVD8:J^&WWL^@!<8-(K\$3M MFK7N:6*7LV@U>\$^H!=OY%;^*2?
FL%4^Y=JP5>X^=0XB\$!#41 MK!\$)E^JP(#R^8P8UUDT^9T(F-4E4+ZPX_#L^""#_@6/0XI^!VKRD?^CC3?
Z;T2-TSB6.WOFW3RZ/QS5@;X+B/QKY)3DNIP86+H M=:N+WKK6@_HW9HQ%CYTE&=9ZV8;L!^+BG#L#-
YT17^7\$ 6;@287.YR/T1E M".71FX3ZG2^0!#W^NRH=^J3>FJGGY+3I4U7OU:9(DV=HH @^J!^=UUB/<^*
MM0!>\$FXNL0Y(VN)7MF_3!R?/NN9H!4#^T:7SS;1UXP:0T;Y4%..\$/Q.R;#.E8FI5<[P^_]::M4;MGYMOQS5N>";!)
MO1!6HPI^YHP@0)5^A)QZZ6:~&5!)& 9EF=?
@\$7.4^KQ3+0(C.BO@I/^9G0RX!1D).Y5K:FZ4_E^/I&A#E:\$0/INZP970!Q^HG;&I-EYT2\$WZR9#G MN7>K11YAD@?
1FD)G^!E7J!>?B EI!7T+HY09&I7@^@!K.69;-U(Z+'WT!&WM:.)X+!^35+1G>NUOZ;)?^!1;2Y+
MY!2IG\$Y2.R=^5^7YW.AQ;9=+ATFWUHW0F2/H76\$;0\$H!>=U=S5SA:K)U?8;^!HF)O!DY=S\$7.5
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7RRFFZ2-I^JRF1>".LOP\$W^_M4TXD5_<^!05>%?I=>7U!IO>?&257+MAX?F 1\$%N30F H>8870680ASM4QK
ML)(J^1ZZ;2+F+^&^EPOSY^26&T%):?E=ZU^\$+R<^*CZ3W0WZ^!N0W#/N M\$5ZND1!S&B-).HJSF40!>FZ-
>T;=A5OKZXZ>[NE#^VI^+MJV^X_7K;M9K.M.JHWF=;#70PKS@HBN(<7;T^"
*PW=^!R6R.@!I=3(!I=L4;^#U+2J3NNB6= M=NG7SM."IHQI"(SU ENGOTO.7!
(4Y#Z&IAGY6K2)2IR_-94>IV0^LZIK8@^MIT-X#C7\$."Y;-S+07!!4P/L0ROD-CC^!&@M;AGNYV-PM
JB*W\$>JB_V@).7 MF6)H^!1-^ZD3^#5M&^"3@./@^!CXOLI\$6)#->0(J9U^):2V MZR!&NG1P+!K26M^CEJROM-
P*+ DB*,WP80?0P&2(-6^LA!40BV?8R I M!) MF JG.M!/?%RNP0X_8U0Y45SBMS/;HXP7A49W!Y?72L_%S_OB%0
28 M7T JX+BA#65.^7^<^P)+KN.V0HRCXXDC087C-D:OMD4WGR 18 UGRACO=3 MIU&^MT2IX2U)J^XK!&65
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!\$M30:6Y\$U=FLV^7T=AH MJ4EP9LKS8E92%X\$<IQQCRU;O^>=^FJHM^V%24IQRU49!26H^ZDX2=+NH5="!
H1BV+L M.^8WTWR8^U=^F6%?SEKG/HG!)6/F9?AF5 7;=03Y^714!_BO/5=T(TO1Q6.HJH MALNU_!^"/T^N908T
<4(S>YZA>T7!PXDMO^069!T NZ@L.OJEA.KV 7GIF MXRGE,+/-6;O-2F&IB!>< 0NVUEA7V;W;6Q(S?
A5Y.NL^C.NNQR(GYJ;=695S6\$^!Q^&9A!6M>Y78 M9UG^C\$EF)CL BC^L Y6(ET/XAZL<8-FWH;>E!_8W6VO/O\$O?
(NOSO6KFD_S9 MO6!S.L^"Y^I&L!^PS3K.K%DK M6(CYZZ1!7".
(\$GO!PQ!3W77#)%O!./H!>9;J:4V2IZ;LGC?^VFY\$K%OO-"B2 MG1H_@H/42;_L!5RYB!^V1.R!Y.IPD?K'
MG@X;3L;BQO<(!&Z.^@!W VZX^#?CUFMX!G7Z^+TL;#=%EWSL;"95XMK83 HSREZ^!P^"Q 50R3HIC9HQ>
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IQKK_IVT).L72S(G3)8>^EM24H7?FN(FS!CMN M5!P!Z<+VZ<^!_1JH+!U^L1@X75+MWX^PW>7&+/-);N)BE+
WCLA<#H13! MUH.XCHG.LQHLFO\$931!B%0LO70ZC!HOT@_OCWGADJG(W2C930(CF<^
M_JG_<^WU^Z_.AS!1X6L0U/MXU=P7A@!#F \$.E8BP+2=#0(4H?>+4A\$TE758 M0\$G?3Z<?_3^X)+3D4FIF?6^49
7KQZ-K!N9OY^CBGDVM^H1DW MI2D.OW!^BR!PG=Y)0XN199-(0L9C^! M>JC&?C^!G^IXZI^AV+!F
M=CRE\$M-54<=<H\$>^H(++)UC_%2+IQ.E(!?JBQ TTGNSU+W;XQE%!;?(* M\$H?K8Q
!P.&QPWWXIOCYTC3LU6X+RX:L0_%FPY6ED9E^!L%.^QK_@^3_8038 MF_-NG^>.EX?ITDE^BH)@0:X&CZ^8R
4ACZ^M;H0\$EUQZ4MG27I^1ZV01% M&^5!HFW40?MRNL2X<;P;U^!C7#2;W==3X3!MEQ--0RZ4FI3GZ&IO+

FY:T MX?I?T PIPU TINU85 ^R% &?N77QM?N] UCX6#W#=#\$8VPAB2PG] S>T*1(BO6XD"CBXV;+(;#N/^&
MU_3)A(_E84QW\$ AT0Q)37> ,IT36V/R/1.9/98/P4W@DX&Y0;T@VUG4 MI'8I2V-2Y33'
WS_ \$HJZTKC>\$)4U:RY!C:~!@F.K&^!F\$#LXG*RF<,E^4&O M@I5QJCH>1@^W5IM5>YMY0B3./8:)5.R&1B>;%):
JD=^Z2&H-FQ4D@6*N M:~0Y;:S!H;KB+IKPBS+IH@R_*,ORO"+,OP-
RB!&:~*01O<#AVUMKE=&MDZ(RYX549N+0U1HZID^4:H M3+2.Y>%XJ^\$803 (8'&=<0QXA#-.)00A;4*VJX!!
KI5-X.N5HM1)<M@0"LK6!U-H3:;O_4/@2HVH_C'@3_ D-N178@MIHX\$A%@F!9#J7KRG@;7CZ5
MF=UTSAV%;%&Y!^0S9WJ.IDZ'X]. +AD\$#F\$9N%>/S3&Q((Q)&A:P1@9E4H MH*
f8U4QEVT+^(HGF5#@X>VA6ERMKID..?7MEIUFR_+&I1ARD-PICHW;ZK MHQG^J/ : H3M1I-0)0->D>H
7^W%P+)L+/D&6>;XNF@'M.*KS"-WS&MVK(8N-A>4".W"+ZI?E8;&U"##DC=LA=DS1WT.^ \$H-BE&!<<
MR<,P>E?3Z+#+9<-W!B#@_EW&!?K MI+Q'F.TG.<5\$X8LU_ \$<5EPC.B_A)'MQ2"IRR8USC:(L(A_!XB/63+!S^*#&Y
M!<K%\$N@G7W6+1+27=J^DE(MIQYSJ*6*_Y:48"3:EJEW%683Z5*&V(VU;M8*# M)P@%"P_MHA-I?
=IC_SXJNDEU_M+!E_XG?6WZRD;G&8%/4-V!C9LBT#M M;^*~:SE#X(TS!P1XL'-)AA:(0^G\$;Z6J;(R
M!Y:VS^V6!@U60IU)/A.[W>43?TH+;V9G/IXZKTZW9EHX'^^J_I(K<4.P!3_MHF!T'O')!#[YVC+P*)C
G!76O@CVD#;/8+V0BLED%I9;S"15#U&1XFS_M4XC6@B+/+?4W<\$P\$SC5)9BS;?)
<_!G^2;*D3%SL.O<_!0X\$(Q:P<4OP MIOTGR1T8N#_M_ZT_#(K!9X1LO/2D*V'1.V)ZX?Q!D3*WORVK1_!E6(F*)#Y
MF2_3&4<;_2RL#)OY?6<~8"4*VPPUZQRJ\$^T;*IQOR9^B4!HSP_~K>SL;,) & M3E'5"+TFI'_<2X5_Q?
M=5600!U.Z\$!-G L>3R0;=H9@.=0-"XQ!\$Y.X
ML0F5C_!1VMS!ZF0VG9KC>7!66SZCKQMNY!W>2?I08**!84;FOUEGY9OW&11 MI_/!IO;GC;OJOD(>9J8EGK*?
CB5MN7CX_(W)X#ZIK@/_FXJ99EQM?_0X.W,1 MRU6NOH Z5?Q>3J-)H;33CAS2_K8)!ZYU\$
&7(M'2'PL_HAU)U!US8R!Q MI/6;%N.MOR>CG39).NFN%!(J.B@094/";)42JU_7YWX\$>""""=
M2&_@"0ZAD/=XP\$Y3W_B/DM#_.?Y(#6C0?"LKG1ST^95L?M?M'P=.9)J*-!DNG?@
MP!W7UD0Y284#WD\$!4JGBBOXB9;-5V-?4_ \$Z X&IOP_NOX.WF.%/1WS6%Q
MXA%V*2^%=&%HE!4(9#;L\$@<^QS>./94;K?);P#
<81S.O!IO*WOXIL7P!5O>0N<_+N_XU0KAI=F;S:S;SKM;L6("IT36
M&C_O!FVB)C;#>ZBK=SKUKMK9VGM*J0.)>!0DSYL#!=/JX.C!\$A4Q%ZH!>0M.MY-
IQ*XRDI&D9_LAIW.KOPKI7FVIGD^!VN +=VNG5^CM!0\$X%=%,3!;!%I-C M-
KU7S/9IP+!+@!JU*!HL\$HP/XVZD5ZH\$5R6ZC!3W/DFUOY2E_+CAI=OHL" M!S-<^7BY)(LA3-
@!3;)@B!X53WV=4C\$PU@+!H=>7.5HNMZ^XJB'@!^STUE M*R!LP9JX*6XA!&*UPA3*"P;P(29B7S+W
TK=B'L_!H=9/H3_!G!<2T MD/D77G.W=-M.O!EM36(-!@0SARL;Q_9D63."@CAGS+(-!Q\$=#@Y(O\$T>_T)
M*!_UV.LY\$J!9IF^ATK^M5>VHMKP;\$#PBQXSXCYP"4ZB0IC9LDIZ(HV!B6J& MQV:CJR+C&GSM?
_H^5<9SEDRG2)&=1L0-C76;3; KX!B:N/T^_J!3W/AOWO=WA=VP>E2OG7(U3!6_/8;2QO_9Q.>25Q*Q
M'=E;4Y7!+C&H?08F.VU<5"^>C_Z4=DM+FRZIV#_H_KU25F"B1*L6EH1!MU#<-!8!ASAL!O!PNR4^&CG3%'DR?
9UV_-MA+LRD035PZLE0C;EU!F?GVV)"">OYR@J!_5J7HB/IR5W_GHA73_ M.1&.!C0-9E70W!9L>'3"
(M<_MOE676"BP_D1^P?K5%<G7/3;A.W.R(W41 MT590\$2)PO?T54?#IPMQ4/\$A5@HX3NHS6#FFPC&PCL-
ZD5=^6^STCW.[SU<& M-9UQDW.<\$-6WA58H1MJJU?<7!+YZB4^Y+X)<^15.XU.JW&%)YOL"1T4XY-Z
MR5ZFL'8HAIA>3+E*E3X!-3OU7CYR?SDUW%U9(77G;JYMIU4G74^EEV(-0_ MY3"Q@UX*E=DI?
QO4_BZ/R/P87XTWD10A1Q:MJFD0\$^L!IH\$E%*,VMFML_=8S_M0V_#)>JRIWIG?6?NLT>AB\$RPRJOB
!\$,%KW/D?/>_)F(KRHI+V^*XN)HC.V MOGV5^NOY!Y.M;7@_!Y>Y,FL*SZ@X!4#";#00;D<71^.;[30L>-A8GT
M=HKUIT4L_!;_KA)2&-XCB4W?E4!_Q6*D4B;VYIU\$@_%7)HPE:LXS4Y=U#W*+BI_MZXB!SEKIZ;5W
M7!1+\$G#%U=:C_3>TFVRJSW!V%+@?@#<CJ5PYT0!8(ML_1@S!"F=D--6;X-?/TFV:=Z6G+RI%
!CDD!7S(WO;PR@!"U.OS\$.ZDMRM MO.N#T%J_.239X% C.VE0&JW49!7X6H!+=X3/JT'5VO-F;MIH23VA:H#O5PP&
MK_!@Z!5'E'B9!H3>=<HMS!C0*KJ" <3!S;^N<=3>+A/5C%J9RZ^FFFA!MYX0_!@QBM!EL/LQ8OM.XY.P&J6-
KZ<1^0_J+E>F9!EJX=2.PVIMNHXIOAY7>Q-H(M+O!9QTK.X.(H&)QGHU86KI?
OL+J!&8AT/4;=%BV+4EJ_OD!X6RNGXWH MJ1^?05*N!X.C7JV"W!\$*9/W^B4"!S?R=;
(JO<;3Y5W)=W=G9_!M%FO%@M_MLBM)HU+S!BFOIT(2H39/O?K0>81*K0Q+&ZRXPF-D-V4"X9GU=?E-DGB!;9Z+
MJHT.MV#>;UY7ZTJ!XHNUN^YOH'&E7A9%@GZ4WLS.WD51_W66?T.0T#ME)OI M'JH!GC)Q;-+^SY&FM;
fZ:H@CITE>YVL=<=FKFJ>XOI#18CF_^JBRPZE M2;:DW6O+3X-6:C=MGA)B)S<9.SG.UPIRN.AW(X2AS!(-
X*>GR!HN Q=/.<M UD%;M(CY/T<!/>H@&E8F@LS;/'W!>+PP#!89<6>NAAG"RD?_HC6F.Z!J+!QY4FO(
M;H"AZV7C2TN+!+_PHW3?Q!\$*B2L/U@!?:Q;B+>H+G!)-P3QAKDP1>C/1 M"E%BQ;%RJ&K8EY*!QH!MNI\$!NG?
SEFV/IN*+;05N90UBM^VK"=6JPGGF=#0# MXDH(ZNHAQ_ =UL*!?" M_PBPY4O_X1T9-
K6IC+ZX#^E3>P7O&0<@1#M*!A9LZATW7!J?&HT+~+VRH/E M\$/ZX0RWF0&=V=
<;OI'S>^W6VZ^AWM#*SS..3_X2(^3A+XCP!F.Q^1>O&@ M;+9"OF4!TR6ZBDX1)1X!LDY!YH/&!Y-
W4@*_3!_V"#PE!M8>L!'^*_D49HH!P\$3C"U\$T: ^A.N:8PY698>&M'\$Y&Z).GO<4?
VZT0Y_#V?B!B!M.AW!X;HL3!1!DEU.P.K3!_RWHE MW\$!A6A"NX_F.K\$AJH92&N&?
\$6W!WC+9.._L6DVZ92.A*GWE'C_6.L'7"">(&M*5CF,<(5!H:APL5<1Q!9B=59!2H+0_ _IO/!L/5ZHD.T
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FXW(11AIK'9LMQ31WSHK.P9A+&2^V1-GJK'6!&? \$M;JZ8B!ZL6JN"22.D<4K#(!??Q5+O5(*HT?JG1\$.ZP
&V!6CR/M!<;_M4ULM_P4Z.V.)7Q@!)32M!U.XXJJ"0#;9B?22*)@>UW=D MD%+
TY0PVU'R5ICL\$3JV7HC77A!0N@\$'3H.K4D8F\$!D?&73YE4#^L.\$
M)#;_!HUU=0ZD@<*/G!K9!6!;DW3!T9HTC_@Q3ZK9>E>TJ!IBK!JO>?K M!3+O9!+MPI?
7;_!69!>CRJTC?IQ95+G;J0&-_YG33Z"";P4!#T!Q!RMC%*5 M2;LK=>Z<&JFN3.+Y%!UCT"
(*@L@UA%UXR!;"M)NM;"4-%O'5)Y41V"MX=TA*G#7D3TZ8&A!#/*2C M?JRT!>44R7M-
^L2JU3OGBJY!M!2P4E6&>?%VS>;IO" MOR;LGO!SZ/?ZBQ MY(F(C!7U/U_ DQ@%/!5SU)OLR8X?;!ILF00!268M.C
R M-\$R,S%?9S@FIP9^U!F!3A4_ O_L2!<!*%V4M2R9)MDE 4.9L4)DF%)% ^5 M?8YDR1(A*<4(L);LE66R2XJ2?
9J&?%S S&86;_!1_O^U>+!WU^W^O!WVO M_7=5S/7(GN9_!2NH_MR?^YP9!<9)996^ZT!+BXN8"CZ^?<
=\$S8Y!M'W_#W#TXD+Z 7.FVO^FG_EGKIX>?9?^7AY>7CY^2CY_S8\$A 31(<#/+!A\$ M4\$AX_D+?
+5TBO'3^EWDATU_*S/GX!5(TEZ(329:CZ/#RHTGRHQA_O!#_M!SB?!*K-
YKQ2!JH""CY2&VZF'A'4'E;48WTWG::BLZQA*\$A&5DE!O)JZJ!M;ZO9NUE73H!@BZ'Y=@M+JQTHK??M/W
0=ICAL.MQM.QG3!E!^X!/?/R#P M4GA\$9_3EZ)BDY&LIUU-
OW\$S+RLZY>R_W_H.'CXM+2LO*CSQ!5EM7W!#8U/RB
MY6W'N!ZN!H>ODJT/"GSU!&OGZC.R;GHDST.SAW!F.Y0@0N0FJO@_+\$(H.8+T_81&/-7_MZ84_W-CP-I*4"-
_PK!V5!&JVS>W>#>#9)!IO M.BW9*~(-90)>0C@L@8!IESW"+S!%*6R4R84P.2DJ3NH"/ES\$T(D%OUY_W)
MPM=TOU2WADG9_X<&3H>J'4=>;KR&KEE'\$0@V&S'R!9;"HT">&S.SRCZGC6L-
M;7HYH+Z@/W.UF6B@G+*4EP=I@L_!O2V2Z;RT;9)NRRRGTN6:2ZSCEL 7.? M.JW;L/4IS!KO6^54
*_D8+@!@RW%>4H^!MVG6?_67V>@K.E*P+&SW2'RM2X M=AW#1^O.F!F60-RJER_HM0\$^<8S5BHGI6=+<
<;YQ=7C25L8=N^#<=9Q!5D3 MW!7;>LCSO8&).F=;E;5!Z5K@L6Y=RMYPB;3=-J)-TJ64)5!@_MJP.5!N=?NY5H5>?
WL6;^\$5 X=D)_D&7XH<-IPAI\$9P2!^O*BI-MNMZ*WN M3.VAC"/8HO?
O0ZZK>SU0K.M!N/M8PE)^^BP8F2HB42;ZW?!"\$S0!<H\$!;! MZF421!KZ?#TD;K!-V@!;#RNXRW'IR?2?7H!<

@7>C*H%AL-?=:@KH_C_WU MR>W=ZY(FK202&CU/9 C(H31^VJZRIRI QJ:49I UFS3)\$6C:Q0X9I-IC@JE7UE
MCL0)ST6 IBOXK .S 4/LPK3>):0'0)DRX>:AG+BR.D WZ8#P'NBN!WXEZ1 M QQ9@\$96S'ID-
\$!)&=C4P>/I96MOEO2P?MV/Z=-I37IGDJH!8U<_EO<IT M;.^9P6O-R?XZL:BL%
IN(I^\$P%YW5H39Z^1HZQ)5*ERPH?J+<@.5:HDB^FHG> M)J>RDG#P802/G@09-OY6G,JOMJ\$)J*IH_Z
MN9M/I36F#JHIZY+-TK4ZPBKQ:6@E0IQ1W,RV .2>W)HW95\$.0 MROC8L:K!#05MMWU2AR#DC6N_DIOA?
=JTI*+84F\$!4/C""0H(@ISV=J=?" M*)K1I=K:6XUJJB/GK:I/%3 @/NVM!&PL\,=U?E9#U85AYFO<EBND9I39%
M9+I1ZC3>D)8:&6R7ITU#2I=IG?2XN!S@(!5ML-IWTY1"ZBJ,,?P2-H:VL>S MFH,3U<9PDIN70-
@4)LKN'C1QJ*R4)14X/I6I+I6!5_2;O(SM1_!3YQ0RX> M!"VH@-?=(&:6 ?
I=9C)94IC<="MI7ZF@O%>:IX)D/5IXNZ@4 GC+7#KZRX M,GQ-Q4MK1\$B>7+*+(C)-@32QSTLXJ<=..?3TVX7R)+?
@PWV9(P CBXRTUFS M-JZO3&?6QLRBC#I&7KTJ\$B"(F2^CXX <=,&^27IDG9I+/NJ6HK>')>_DZ(
M\$0&"S=P'O>=-3BW8:X\$J-F@W3JN"Y"Y"WOQUXHG\$?<+ALZUIF2T=G!>8M: M3I:S
MY:S1*LR6AU5"Q"RY<QZ5D4T=Q7&TLY""OC9PWO1F!NQ,<4I7"<1X<=")K MBAS83'F<#W6(&?
Y.ZXI@3&T)ID&-5)HVAP-CSGK:I/%2+*RT+JIT,ZEJY> M8Q^I\$PHJ#9Y0N> F14Z*XO(^\$1I-N6I'?
J<6/I39=D@>,Q"FMJ#%:MD <8 M*!UA81Y:(7926L:,QM4>C9QN?2&-I&QJJ@2KVIN&>1P1D9N@^BLX_,GF:N:
M4K2ZI3OA3K#4KPI,*SOX7M\$BN+/#DVS'UC<@!"MI5K!+(HSW*XQ-(3CBFI4 MDH"O+I;F#N
D4AKXKM>/U+KOF SU^V>J1^+MWC>+KSOHSEBO'FS@FNK(I 6ZH##X4\$-\$ZYF/5>.3M&(S^OJLZX96L,I&
M_4'I&M!5\$-!@JJ6\$R(S!..&A6^@VYSCZOG8^F!&Z9>OE_ B2F@_V/J. MRIVEL384S.@RI9N>@H-
A0Y:IMP^6RS3'_I:AX%)LY!F-P(MD@6 3>O(^SMTA6J4>O)I MOC+U@7_8D=Z 1Y96C!:=V1V9C?F'+#:Z@7!Z??
IB"!+ S-T(H V-8RN@N@ MUH\$=\$:6?T1>.72^ZO W7U-M@KB..DMNB>Q:(WYF^C@^N:
I&I PQGMKA@9BQ7.WQ<%U<2&I.ZI\$BOK&JYV0K" MAU3-QIX+I7O2_-NJ?GL%>,O#>_W6WU+!Q.W=P)V/
MP*KJB')!T'1'3M(JP@U'U<1TD)9IMRTBLWNE'XIZ-.68OX.33LG>Z'A_K
MJ7=A!Y=9!6YV7VZ@%&KZ"K*BDF6AT<'X2T-VBI'4O^NASG-/SDRP39B3Y_I
MF^I47K_6H/AESU:QJRZ/MS3:63BIT:28KS@W0?>@"Y-FD#+=N<.!*CLR*U8
M_N(GI<2QL:V2.7HBC6IMD@1N7\$Q>5!G0^3KUTIS IXA@4A"LI GE1M2I_ZC>D M^I9=I)-P7I#-COL7?1"KY<
MA%#=#^RZID*V:~^?V=6I)>&OYCC:,!6I8IF@B1D0:Q'05M/6H,TYA#9#@@@ MU%V+Z9VIFS-
JK!JP..UYQVI^P4A&V@E?&-58 TURG=(CEFA6X@*:'D(1U>O M_ZA)R88"^1Z!/.%3B/UOG-E
T=IPI%I%\$S0&62*X(1H!":Q:*,W= W/C ME,&?2DUZZR AD>JH&:*T^H,_'?Q!?LH65==J"J T\$&Y%?+C&IFB @/XL5(6
M6JOF0E!>HBD)*EX90*OHS5WR1KU5LIAS_3.5FZXZ/WI"76U!T3M.60Z+FA M61J#-8AKT%)S,C=IUZ=I_Y!%B-
_3)X>&:3ELMR.123^I_2.*TQ0!6=O:A! MMVLEI%3PI6-N:@D\$0?I2%ISLL-'=YS>MSL1N+5" MQ5
MUK^F6)J3Y8UXAOXW,E."B "6NH3H:4 /S/\$LZ"/P>O#".TQ 5HS&SP;/<%N?
M9FVUQC0LO#ZEFIR3:ZP/FJ:F0MIU#I_YB?&O4^WN1J8J81Z:;L/Y5)6H>I! M:I!"^RP:,C^\$U53@%+D6
DVU+_5.F27+O7!CD4D'14SIXFSONS7ML5*QO8\$Z! M.N*24KE6A!641G7OWR/PI7PLE^5!:+\$*#NSH!V!+&C.@YT?
@.G=P"O7 MI?8U=IOE/DD=EW-ZK%G%-H"+IJZ!3)8ISQL!\$0!AV(A'#4@I.PS/JLKD??
MY&OJURRK+DTDYI+?>O2WP BL5PRM%D!^58'OU7&B:34:6RQ5NJ."YJOJ+H!XQ>^"#.O*K-C#J.XY7
M#CF23:=,(*G68NM:(1WUS<74I1P!^IJA:53&2)N-U""OWSLTRJH?EJ/
MVL@/8U0B,*.:WHFA@UN<IP6GQC&>OOEY!2 S\$ @G=) #EJE78QG3.O>@!I) (B>IR4MKR4:NH M3NWXH:
<3V!R8BI/KL#=1EUL'WP. >Y!08 UU!ELCW(\$!-*>77L=RP1B\$<#* MSMD<-QD?>SNHR<\$!VN&>K\$:U?
UMQ,'LY:B!Y0T.ID)RDIOW8JH!^VN X9H? M3!:= -IBNW:5HML)V R2'0"Y*\$=3YPR1H!/F!#F_OJ.RX+@BP#BVO7@W
HJ M M"RT.W5@H@I6S <I@X\$>*X.6X\$((\$)!IX"CB.OI:\$S3'Y'U<.@FI0'G^M M%0_K.O))@24V=
P<94!F:Q0@P(LHJ@5 FPM0>4)(D#B?TD-#%V"C2ZZUH: M 80U088+YU(B KS1PK*YL<-^J*1W^)^78\$31T6IQ(""")?
#_7&:,PM+>/N1ZMJ3IR MU=Y">FIC8,3"6RN\$U K:,G!P:7I4#4,2>UK%W3T6S%:%SX R/M,Z6F%K6>N MD ?
Pl.9J5!6OJ+JP:FI=0<+EMGL2L M*1QUI73IM-T\$04' F3N#Q4 "XY^DH2@+S'YX9@#3IWS/I@ M<6
=,8E""=G5\$96I3?HD7P@2L""!4D3YV:'M:%!+:!%#Z2_18UA>4M MC/K<*I(-&&+*V">UGH!-G9YR>*?3#"?
J\$^JU#;C"ID2TO#L)AC6&TX M.JSI KE+C(IW/D),_V)TR# X-EG/OZ =),8-.2\$"
M8IO+X92/N)\$JPCFPOA\$<'IX'61)>Y*E"QK_-E 8#7R,=YKIX:P8S3?&RWY& M"4CM"9 *R+IEC%9HUX(V..DP(HL)
(0ZL44: X;H!;*,^I4TMM'I2B9_MY* M_DC8-9<4HT\$RF F+T/8UPX1Z?/2IV,%Z:= MI(+I_!3M>0M!"81PL>3_%I TDI
J M2X7I0K-C1%PIZS -WDVF4&VQ_Z@2.OP"FSBQ)=CYW:Z'SH&AONY42:P.B\$! M+:1PMX-J?E7R7V++4MDI-
A@68(\$>1"YI?HANU..MS5EISB ")L.Z MX(O.5P@P.LE.Y"C4DAFV@^1:_"I(K6V+DN?QQS(U\$+ #'Q>" "ZSX-0NZ='2
M87R1-SNI8H(EUHH 64=)3J3I2S7>LH!5IP "WL;2@/MEYG!T+?R=&_ = M2=6#8DLR^F9L9QFZN"*%0
(L#""+54@) %M?>Q2:O6_386@0A/SL\$E D@ "WL-FS"SMV_BDJUL: 64QBAY<3AQO'
M:GM!G"IT7Q!HOVCBN2,%QN^BQI6W"7XN#HY!6WV!78OL_#*+G"HI@G-L M%/I 2QJG?
S\$FY:)A@=CDO*SOVPVFI\$XL)Q" 7L(>(XD7^IX@.PB^_0%5J/IIGB^U"IT% ^T9,OW\$C* HIFBF5B_XR!R:I
M%IR:=" /IT80(.P)&FOT#=:E7IPJ!G0FSW#W T6X2I+PKURH79I\$V/;*J
M>&I^AMB%LOP5C"Y_43J*8J^IX"OJG<)OC_B+\$OM:%C%9POPVIT+2=3/# M50<&I6(FHQ2%B(I
VPDS1H^)^7.(8!(VVO!TWRO#^U!0V0V8.)G9 AC! ^9 ME53&+L!1^)\$ ^BPEZ<'%R(I?CT:I2)))+1 M-'UT#0'F-N9-6?
_KGF0GTQ,+I706_X1CISM2 M8#+V!+:!4A/H_!*: W4^<S*F449/HIT'.6S!>3DAIW)(6/T!FX:V!WRFSQ
M:~L>3@+I5Z7T0T36V<7\$=D%=X!YU07N'20^SXC8GP\$SN!B?FQTHO8"3YK
M^H>H.E(2@V!^!14GYKU0'OT5MJVU#Q?P\$?WOZ1ZA:)E6KEB/&S.M^L M-:(JAS!^*_G,PO#7B&_3&P?EYV9O
B-O0O M>XZSB"0V@-! *CG7.@Q9SICOU.VIY>B)3K3?_7/F.%BAD)Z'?@C.'6)AL4
MI(^5I)O3JF@^<TS!ZF,*OYN!WTW>IR;O=Y/WNIGIW>3I;O)^-WF_FIS?3=IO M)NI?
W>05LW%4LJB_0EIJ08M^AB02>;7C&8/S5J?VX+AG#NSEI MA%PWZ8;*O+)#ZG&&I_E_K_95"CLZ4P\$H*"90SV%
)%?."@&:DZ MA9V910_HI3MY\$!>L@TIRNS/ 22%8+0\$Z0%F\$SD@?P4:40@0G2DJ^I)HD">5 M_FGDQK"%Z?
U#A%M4!(AP-GISWLF04DLIO-N'4^I-WWN=^JEE_&9I0JO2BHOQ M@33/*1U8VJ!..Z<>*<
L+K_ZI!A%.M#8X^F,\$"FF702CMR>Z.E/84CXTD40=, M
H86_HT)?:&L4^0H"A=V"M)HG:XZ8(4MIATD).#&L.RU\$Y@E.V4-EQ* M'JT5(I7#%
(Y\$A6H9!MPP!Z+KE70!O6&&87I(3-I05Z\$PLG0<'8G!DLQ M>S !&C:>?SPL#//L\$JH+"J08O:?=2:!(C"O
M7)8I>L!H%?SJS@<8.TPP7G1RIHOTQJ-'Q\$BOA:<I_3#I*GCBS7<\$&\$&-@%:&# M0IW@B!8:\$8-VJ\$I-
IQ=K3NH!%VFV, CF.FV;L<6G_ "HV7^1SS>'>.0>Q_26 M&)'KV E-"UR!4.L)N:786E:NN^QV%G?
2LH@:#74I&7PV_B0-Z55C_D_)W";#ZSP=:S:I/R5^<ZG M!IR!68VG)RP5.8,,PR-NA> &&I99<'&42
M5XALZ_Y4.W6Y5NNN-2>>MLU:9(C'2*+HA&=8%MJ".QI*J?@U:I" 5&G-Z M9I5E?/B5#1J/^6S_'WUS"IMJ!1 UTBB
MV!%M650(2C!9EXIA)ZM_!1N!(/ M+T5):@O;SO^F!LQRV(>XZ!E!1V5_90T6!L0D!U*WZ6BDLZ\$SN>M:OQ6+19
MR_'S!X>V4*LP?P46R<*,?>.:K70<%H376*8+W&UEJH5>N: (V&JN:&Q MAV51<7WG3NLSW_N#"RF?SY)I-
Z&_N1+1" \$0#I-Z\$ACOU+0""+4.3.DI00 MHMYI?G%5!Q<2F_ FN5H\$J!%FI\$VSHD\$PV(CP#RI6BC>I?
O7E('KWRKIEA^ M9@4G+=B7:F0G"%D*2: # "MGQQZ:SIE4^CIV9K=,=I6TO"II5#(P,KU#I/S M733+!&I?
R3.Q_IN;\$!_12ZY>HKGV+!H!8_CC6ILC+ZQ-^?H864CN<=ZH< M?1C#OU-E"O
CA5?:S7_BV_KK3*:U!H+)TNT)C!1_O0>^DP_7.ZAVMQ* I<MS#FR=@VOI*3S)C.Y)6D
JS:&KH6#A858^E_Q10Q" _Q6JYH/@E.J90?I9Y1BO MZV+QUC++Y<9TS4T+>SW:WZ^AQQ'TX"6J
W:Q1%FV/BV92A!07N.R(FA M.DFIYQ MDQ>C:4L0AVY1K>I76KJS4H^HU.3RBY187LAX^WQ87'X=M>2.UZ9A>?

{QI" T M0MVHW: ^ ^ CRYV485F6SJ0C.100S0-Y:ALZXLGPE:QY"U.KUF(KN+LMJBJFIQOLC/
MD78SCMPK9@V.W/+WW*Z>/C/7YFQI\WQWYIO"2I?#IS.)=EL% H\$0:1H8 MC8+&.X*PX?
7R009J3G+U*JCC>;5"Q09/9 ^..@ET7S@)@%YCG9K\$JK JS<8?R M:E ^\V3>HNB+1%FV_2I
M%&S.I.CO\$2AKQIO;1B;@S9WI"-\$B2'\$Z7I'DV34F;1"EOI%;7I9X ^\ "0A6# M#PI6Q6#>M=C?7+M
M1^G0BCJALB WIK*SC4*FWLTI=I@UN%6L;7;QF;3I14B0?E\$46D=BF=MRC M&4OHY(A&CF^MHE**9-
R'P7#%6M6.SXT<+;Z-."\$#D%4 #EW75V/9C!I(OK MQBXY-@4>?0TSO258T<_2C=JB*A)V OIR'&?IW>N9_/X.G-
P\$R.YDU(DZXF M%?D?F9ZO2"?Tf@P39N,%;(L>Y-0D=I^ _[VIRB'O\$XL,'>LWO;1#T-XKCKYWFC?@:ZH?(>
I#>GC%37G05>UM"H;+AOS\$R93D*+CO=\$/(4+ M="5>DB>Q)2>9)A#.W7>(%'W6T4\$IW'G'+F>-
^*HOFZDP,EL,J3?IM?RTE M0Q&!O@U=&4(=)VIQGOES@1.3Y0-W*| (^Q&_BR>7V =# ^%R62/9+X%#P? M=H"
(H1WROHA9?IZ< (N7TU0GXBjWOM5%@.OG.98?F0-RRTONZ2AAUE6?M1X8 MY_*7X^4Q@H6U68;^Y4QCM
I9" M:0M0C@VHYL^>7V8D+YE:E*4^MPF(+ MN035DM=UQG&3"\$ M#XD/3>9=J)56..JD)=
<>/GFL&RSMYMBJ^&F)IW M.D(?5N'.C.W7N9G>DA8P8.I=3TB='UZZ'PC1H^O=3Z2V14Q58>LIKJQE M70.Q%
I(2:HRVUUKM'5'6.+^(L'A(XI7)YP"W-.Q0A4W6VR?+5!6LL.G> MZ*IQ2@CGI_3\$.R5^2I6=?
O1"2'W0OL4LH6IEGH,I6"HIM^8&K1^?8I2.M MN_10DKDGIV/+G?
%ZIJ*U8X"PV>@8A;9+6S)8G*X^AATXA#*4WFDU&O-6;E5B
M@L,161^GG/PSYVN\$IC0>DNU_5"9<L:S4P*Y.K5=>6U1," @FD#10R1A?W; M:IRUTKY)T:NC2IT5IA:7/+%;?
^#E8IFXQIEZJ*SGF%V%=.V SQ& MZ\KE-+MC=*78"E-WGQ.GG?"-01RV>:O\$)16TU5W"PT"Q+
MD:U9\I3>7?ID_-KD6L45Y9NTPBC;5R4%I#D^2Y+AI9D>^2+_/T'\$#F0A0%'N
M+;C:JF4UVJ9JA62WC8#36I,I2Q*OF<>X16Z?OJ'<@T1:8XL(SLA"&3Z=AEK"9L'9\$ A.Z:B(LZV9IU-
MUG"PI(ARY=5X1 BM2.Z8-POC(5^WD8_63OG3*1Z7W#N>YZUJ+ #O7%Y_K5 MP@&5"SM2K+8^#"ZL-
2JU522\$TX>N\$.NU6I\$1 CAR\,S)#J.%6@7LX.TIFSN MZ#8^H^P_9/X?JBFX>
(8R4:6F94CNH;('75G;=5)08%HK#:A&Z%\$UH3>/_ M:-Y4<+R;
IDHJ\$>6=7S4='TV+':RABSPE=YPK(5 _>_0>S:3I!-=H5.?KJ)KV\ M57DBH3=W\$,>6 JEZ!:3@M6BJ13E
^GL@EWQHVQ?;6I:TT0;>).MOB75!:=MV M1 _/UJVM6^&Z
B?'^@5KQ+\$GTH,BL:XHM\$C5'6'3S9EZI&9#7.06Y/CIS M4O#)DR338Q_YISA:U"Z-) &P?I-1DZG%A3V=Q+I"/W/
IRV*9OICCIWWRJHZIS&.2D^KKDM,#,= "WI^D2E(T/IT??&Y^/;\$G_40 %' _Y9BTR,#(T,3(S,5)G,38N:G!G!7P+
M1%1MV_2;202V563J'23AM9E9I44FDJFZDDFOY_I3*\$562?)HHVTHA\$*9.0 MRE:R%Y64O1B#4,B,S5C,S%K_W?
OJF^>AI^GIWN/ GOIYOK_5<3LFUKKN:WM> MYW40A32BI9#L5G+= (6<(7\$)X"V0*31Z2GW_
M.NWD)2+;_NHB(BPB)BHF-@_EOAT";#Q<0DI"2F2WZ_P* <94I(SOO_ENY#_ M>2;J+ "PJ*2XF+CD?_K"7T&S)
(2N3+LD++00FC9+2'B6\$%X"\$8".HOI03PCZ_MGY?0-&\$143%QH(84N""%;#J@O+ R4%@4:@Y_Z@9I#(K-\$Y=0,-XK-
MGDDOO'D_M_+((478IN7N& _;M%?)28)O!@4!G.%AYH5LI/4- M-V)E)MU+OI^2^N#ATRII&%C;5UJ0V-
3.ZNCL^MS M=T_OEZ^&14>X8.CIQW2XA2%CH?UT_M&L6L&O:IQB(?I=+;)K7IOMF8BJ
M&8K);_01/W1RIL)E'R3D-T7=S2BGW='P:'@96@^#IG1<6BA/<+9XUJ&&B+F>>#0!SZ\$R_ERK<
MS42=#""8(P=P)\$BS'(<4+/B&UTL)_20<E:_H'IR3(Q^&L2P4&2,TQ'JX M3N#;\$MAE)\$5&S;=5E1,9V"Z,3S)AY3-
D_*E7T=<2BQ=8>B!&TX<36<@+ M!UJZA<3S&'PPTIB4"D_#LUPYIS#(DC8YN!";_YW&4X%)W?
2485L6LK_30WB,K;_V7 M_UFT"C,7\$+&BW3C46T:OT>\$/<*[S(R?H@HLL.%03N8&P87)G2^MF-
E9A6\VDB9UU(S&0O(W9WW8IC+=T&HRKCD)XTZUQ*\$F%L3EM. =89/25P96CX9#Y
M2LA/B*>,O;DY/"E<&BK2D\$T/0YQ,AC7;5N%0Q>0+Z;\$#WL@&S/YO^TBH_O M;K(=4B_)HQ= JHIBV.+0DVLX-
&&8-K+U;UZ>ZTO MYWFW_X=Y?Y#24RM _OJ7+KGNWLIAI6K;1@) G;OJY3Y66L)6%!)@T7M;
MH/&X#01HHJ!93X)N-NM<>='UTV,C<I*)/_O'I'BIN#H<Z"+\HOR7?@%O_MIST<;S^OMOIK-
ET:0Y\$?/"F;H*Q;PIJS'K-5Y%)0%+;%/SWG4%\$=I?I- MIVG"OG:"1_XBOL=K?37ITBB6USN(08>?
7>XN+ME9*FOI{Z+=&G#@72IBHGOR M:IQV'EI;N%2,P7)9.0PJ858V#8_FQ..>O(B^=KL;1%^P7;/R4:YGSK&D^Z
MHN!9LW'HTV_YBT_(*;3+Z"E*G@%GI-
AT\$0=");Q#\$J:86W+W>7%#YF);IN5589+GVJLE*&2N.%J=CIXK:CX3R;_ =3W"OG@!JQ_MOCUFC>6M#4HXO-#
(ZUQ@R1&I*S6=H\$>&TZL'^,N\$CSP0(I1+YS%H=E;I!;7 M6W67DT\FH6F;W(OPR,7I;ABLTQ;V8&&>K
\$WJER;I=GC\ZW1"KLSTI-6>;U2U+0)LW"" M)\$*2T6HKME99*+*;&XE67IR;8.Q06N-%FM*U_1^40: ^Y?
LN8PN/&12+AA MN%61&1>X3ARX_OI60_M7=EFI^3EL2L_W; IEKHNI:Q\$ZIO75V@2!MXCM8
M'EN""YB.);#HC#0TN>8+/0UX3A&'M8ISK=C=Y<7OW6M7W6U(K3*^Z*4%;T6 MM='@RE+K0.TI@1@DBX/;%
4G!YX_CZF6?5S+=B\$P,2)=3R M'=A/56U2IK_'Q6ADP4/5+S'-FEN9^;9ZGWN;RL#;NHS-U7NN+8PB-
GU^TI>;N7U(I86F_MZOMO9_+>#>E%5_D'=I+(G+EK?&#K/+AYIC_U5S+_3;##.9Z0H%/XDI% MM
SQ@0MLF4Z8>IHJ<1=AV1-I/29-SKV+7;S=/9*;3-CS%HG2W,+758AULZY M;6C;=GYI"=*\$+;2V23<28ZXCHU,G19A-
#?U.*VL!7>OAF3;3,%4P%#IB@&IO\$03K8ZLH(>5M(ARM_MXFI_-LX-V!V9PM+;8YOG/H4NN!A0M/7M+Y?
%7RGB%"Q*\$ T\$JC0MTD;G M(CO'J&DN_S)^@>#HFT?3196>I&I-+ ^RIEUQT.*IAOWWFM6B=%WW!!X76
MGI"D WAUIE"MMI0*YIZ)*R;2\$".IPO.XFC7JHB6OI;GL4H.FYC0EA!12Y M#TH5D=/4-NT)2.C2WBGCJ9#V-
&=;A(+>19"D(IU.+08A!@5R^UKZIL^M#E=X MZIAMJ 6K;=/JSM-CO#Y
MY),2CA\$H93A4=*OM2;@BS_+Q5J5OH7=HVIGMT;Y:OA4*\$UMI2_&Y7AS:3T M=) *4VI-WE7WZ9D-
#YB6NXW5-^V2?MK8MK;#DUNKC\$8ZEP%#KV7OC68Q
MTNSI.FEW+ZIFL11.H"UHCMQBIR+58^X^@J" 72/S@M^6RO_"OQVY8Q;9.YA-AY MDS."9'
_XR(/47ZB4Z8WPAP0/C@PQ9O4,2R5E,)7O*AV-9'(>2#V7SE1=X MN79;\$*,>_TR99P*KNIU*O:S+E!HUIR+?_IUK=
IC^J24F_7-U1HZ M0V;!%PFR*XY(%<6>02!P27NG@M(G34^PAUUFUFRUCJ4.+5T>-Y5R,_R_K9&Z!&3Y
MN93^&MY*_YH!2P5HCATW+IE6LNFFNR*O*7&ZINK12D^(ZT6I_8KSXBV7(%;
MLIR12;VN+F>T38=>&UTJSIEQ/I)Z5!;\$:"UC.0-SQ0S2:7P5F\$ _IA.6B!! M)NAIO>_&)\$&10^SW_MYJFV!@FHUI/?
2;KJ=L^&-3H76QTM;_Y5+/D*G%BH;9N+R8\$9T;>L7HIL M("S"WA.>7B^#6I2Y^C4%_ @N/THUF#X6H?/SW*XV3
MWHRCZQ*WP;CDIU2;2# M1OVIQ5;SS*EIN=O7@)Y4FI?NEMLT QBAN&65KIV#0^@=U02)4PIM!7LI-
*%="V"O^;FGA>400?6&@U=P*HYJKE_6Q8_-1\$- MODNMI'9@1H!8Q;432QAXVXHGNYS/>7578UI7
Z>TGP!G2IE&3=VB@2I M5Y&>#(8-V)K;QU_U=N\$8;".I,629Z^I5*2YSG;I>=<_KH10);_C^9&
M^2.)#1#1FI>%/L&=K.^T*;!*G;L=^_D<'1#&DZ3OXM9MN3I!?'U(FIY)2 MTIO"H9X;3;3E\$TLBB>P9LI_?
+2.N3QB">WL5;P4")A'T)Y7O@IK>+;J- M_49IC\$IA
I5YD58"O%@A&*J%WJ=L.X5V=AEZC'K)L15F0RY>N1X\$5+F/JI MZRYWE-Z@T5T39(R?#HHSC)H>H@TG6-
M'KLC!Z+\$4GW^847+6Y53.7NGI3EC MM%BMJ_I%|_NKA+=O%>&I6)E)&F^!T^KD*?/_U(C_2E5VF_6EHV#O#I/+
I5* MI^+(Y9YW76%1H<6G5A>*6HHWT';(1)'AJEAL!>=^H<H1,>8'\$,2FDS'SLN M"6\$G#;0H/B4%_DK?4C(^BZ
M:O7C3S=(RWS\F;E;H=OJY_/9(YHHE5R2"2^LLM(2=S<[X!6=I;8UV_(ROG5_MM4R4,O@=(AVNXI#>!=U8M#
(9=IE\$;VPT-MM MGY-P"SH53K;\$X1^N&L"2).DYIP&ISOA^1A1&AA=LU4_/6X)#/_#HWI?C MY_Q4"ILH?_
QI+>R0OGTE(^!\$6R?K#EUBG%I0Y7A)FG6N3(#.H+KG9C+ M5_(4W43_!C_ID=IEU904R!3?BIVY?M
MFN'9\$B*B'C)DP!/P!_JL7JX_P+/I@M;4R6V)W4.W'H+(Z.C'6\$B\$M_H5 M_&%I;8?
Y=KOU!;))P5PM>14=C(HJ&F2)9OGIB+8TLC=S MM+.#A.I<./S M" _I#KS?%6"A9_V,B8FI'F.D>Q!R^J;JUF,?
KH5Y%+7E,^+S=86*QOKDO MOI&68!<+1_C\$<6S'H!P?7DZS,9*!POH8D#H8MA4XMP0RP!64"#EVI4SX1
M581#(S+ ^FHH.N#/>Z (U/_WX-K+BCB4@/#O(RH M0>;OU70%Y*\$+AQZ2<"B&@7UT%#8C<P=ER'O@7G:H

&/T>S 6B-X"/OF"IM,OF UO/4<31(UCT,"-)%/1?SQ,+ACL-Y/(ONTC"-8K#"%1S:M9J\$ 4(Y V6
M!>./NB;IWTG4:7FDD0"Q)G"*.00L(-:=N!\$0R,TABD1!25-X^Z6OS!26P5-M;1P*^"=>D>*,2!A?LYZ
E<21!;YI!H?/@.#.@.? !-?@ U>C!/?GB/VGT(4;X MB6[X&W.#;S;0,8&B]J<'>\$D\$JA80!%7Y3EBY4V@D45_YR-0
F(!=+W;IB-P MUW["H2^!R8?!"L"FMUY\$! LU137D;QY.#/SMI(RS%FDE#MDN0?B%[%!/*=O.#)
M<!(P/H)@>..000G&R.G1K168-5H!RH1H\$!TZB&+\$.:(DV!1=,&!=H !R#-:S M\$!.UH7^RA+!
E^9@E@YC@I#/H\$TN):9/C6HC"BCJ^XS8?2S_V^89P=17#L# M/O@N>Z>)
IY3F..ETSCIL4C"A">%)QY:D5=CDM\L_5)?^CHKJ4OFWIP \:/PI M!XMI(-F^YI&"NV1KJX1A"?
GP1A)WJYE%FZVL P1KYEIL>R?F_1 M;ZBH:L*/<LS (-?U5CT 6+!>O!+2*\$Z**+F42IOWG%D)/K#DQ(9XYI>3"X!0;
IF0L=<4HX -(C8@Z<18A:SA\$G7!M\$X MWZ6G\$DS^PI/6'S&@4\$?
&6K@!1XZY0,+PE8Q)XC>#DKDCMMKJ+RKK#=#OCF<L4 \$V/GW+!Y1QXPM)MWV'D MHIY<(>)2OGVN<*>
#8YOX&> !5H1>!88!)2Z&ITQRE-!JYVGE=IQ:' M^H;Y40+5(L;0#A:C"&0%O:IZ2E"!?
DT@?#V0_D0_#HTCHQI4C@!B)ED/G1 MN8;F2K
9P!2>BC@87D!97>%(O)O4AQ!&TW#MBZQ1K!+KY6A_85\$=S@)D^P\$ M6:H%Z%7C55"?
R5XQ\$P93,#3!DA%GO!OR04LW-38U,7Q\$1N3!/* [XH1-!WU! M4<,CI+!/\$X?NQ<.,5T^%T\$>&<-&ZIX-CM*LFIT
AOUO?_F>% !W+N@DM5MC6_M9*K@_\$_+@B(!5QKH_G!\$3P9HF"J,KJ_=#.0ZCFW!(EFD<:T33-9&D!B?>PK^
MI(31#^:,-B!6P#JE!^86"0YVCOD;IDZ)PK<- BWI!P/L;VCM?6I"BYFCQ MOTO_*EX=-!>IGE08!V1#I"3
EJO@0!_E_!P;J5 \0<0;JZ*ILQTP@:&+;KV MV)CYB_2Z3^KC_@LOV5_M8ZIF;U?^BJ_-3 F(2@)\$H(TM_93V2"#Z /6?
3^5>?D!D)(#V&AIE_-@V: MT 012%<,\$VGT)PEFB_H!>"M_@4 !0;8=MMT13_*.Q;I'A_4*81L!\$%0/JH M<\$ _19)"?
!H_:V!LS*():@GP_!1=I@!B;C!D^!U!YS\$Z+A!SB*);W?0*B MG%,COB9_UID=6DA'Q)Q3PK45T0&HNL,NPS0%Y+59&
I) O\$3%X99?^!UJRG_A&6!R-K0G&M%A?A?P\$M%;S M5RB^Q9YR>C@9#P=ASN)"ADL: 7Q-
JG1!!7U3Y6N#Z//SQI94R_!\$,"S M2>3\$T6P*H_+0/F/PO:O\$;TA#S'CF>'4XHRL14*!0L(%@P_@4(CMI+*B;T)P2
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(LHN!RD!5>=YV1.)W M36R9,T'!Q->24.T0H\$G:Q=8U#LH!DU38GZ-0#H'T8"?;000!_!_3@9;V%7
M6TL7B&81^-(O!8734OQB!BM)1%X /@YMPJ' SS-!8*~5*(!6?>>P;1P:9 M=G!N*4<
ESGZ_AL;ROS!V6!#JD5R!AUC6AW"H/!6+FH!T7P#/@C:#U0 M8SZ!\$9FL6=)D%TW4!;B_UV!D)!Q I7
O0B5_3+G/<);>8)G;5(T6S0WM_+M;00*W@%:4HG!;!IG;!@9V3%BP)Q!_#^BLGC\$67%>4T)3
MUC!8;9L3D4W62%+2+G"Z;Y&A-/ULM9!Y)(<V:2O2NI3" S!"8+L^@L Z/O M)FEIQ_ (6Q7BA2+ MZ)M4?
_PI\$9!G&DN'ZI@4Z9&-NF/C_*W^6DTE!MNL6_M8&-OMF*\$+G_CJ9%MDK%W_*@,D0(1OFQMGAJ'V)\$>F.QN-
%_ISC==9\$!"HU7* MKF6!Q_OK-L/FG2(HEV^!3S3!-)A#?%;FN)L"G?=-7'-\$A>5L14:5S0;Q)' M00(P>_!CF> >6@.O?
FN!_@X#J&WOC%>9LJC'9E!4Y^#)U5V+OVGR2_!2!S_ M9V*Z!IN!N!=0-8Y_?<6.Q#3=36*\$7";!0K0-
3>+^!HRE26*\$M8K>Y>MH;M! MVIS!L3"9X*!/[P!HRIYS)!F!;N@YKD,HWC(GMX^:6C6K-5LC^_U9S^P68!
M=|>E^!P!DP;#SCRF?J&H%;Y3PNO-4 B/)(V(PD^H4QA:;>^_0R1! M5/!L;H+R:=5U#!YX:VTL-9X!9D=?>[
S_)!ARDW+S/M>Z!=\$:04SF NO!6(5W-M Y-HC<H!9#X" RBV!;KP*\$1QRP"CX!#_U>I"G!?)K:L@!>=N;P3W@T(!
MZP-F%!'!UQJDN5K5!RV39&^!5TJJ#PF!CS&4!L!U+8U(O^AKUC\$S! M
MOXVW(9WB3EYF7YE/2T23YUMR.\$M E!&%2O75\$MXLH=FI6J-R5P6!@!F=2# M+!3.K HO/I+XPHY!B39!?
B8E^<H!U!7='FDJD)1Z*M-XC!H%8E_1V@!\$7G M6=DU^,MBKYFROF!M).G6&RO!|WJ!Z!;#<%!<-
W3Q"L;22L!-69=>9\$@DZ=-MEZM#VA-HF?XQ/(!+6P!VA2^O%WX!)X3ONXDM^GXMFM"#C-(IVJY@(!O'FU?%
MMCXY3E!@N_W/W4405!PD&)DNHD.5NUO@!H'G#;3A;JB:I?B'.RWG)R^5_OV MEA;I7HK5C@!?
>.ZRXFJ!@!JQE@J=G8%EA5E!DSU&"DQ(D M^YJ.6I>DSG%*=)-Q;V!1!P*XL\$4ROVGEFY,D\$E;I5-T)0*J7(^>
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(D)Y8Y_ M5=M5T7K36J=RXH!%=P8P>!O_..R6!QM-0X^#!G!;9_!(D+3N@Z9
M2&15FZF6;GV!6UY2Z0N;!EXMF>71*ZW7E! I8IKAR9#WBVJ!(@@;H3>. YI ME'\$4:@MFWGJ /L^FA?
JLZM010H!+F^WF4ZD)JY^MR7HV\$!@&.N>AP*U THO M&LW6*JV.P%112PZ1>PI\$THOS4IU"()F^G^VF\$;NC5CJ
!YKD>4!&AXBZV_HMVABH3VXP5NO0YAC; MA;S*O%L4K5"9%+S'^:;@!24\$!>6"4Y^>[0G
!4VY\$Y;I;Y9_@1R2_E/WY M<7.07J!H!E*X@M; \$/N(%K%)A>1%>RKC^AE0HK M/ZE7SX@^!&ZG!S;/:
!0*,E*QN=3NHOPJ_=-,PI> /NBIWU9>SP_V<'5! 26 M-?
ZVECSQ04,S'F6C'\$V*97"8BZ\$#;\$7N&M00##>%.S\$##!HW60M>EVT M-)HB6AS;?;\$KO>BG+7.#-K*CE>73?
+GLC:TCASN?S-V<&OW;JK!PFAD+!H9_MLKU)V#\$O_8KIN;...@8Q@K%;5Q_8>6X+7LW-
OUL@2CLS@A=NCWV!%ICEB M527ZB0TA%3K;7A<*"IBJ!RM;&J'TTF>15+US9L)S1GHA#F2D1B%;UJH%3
M9#^CF;IG+MU9WFM!98%5T^!>ME?RK8HAX!VS5D1-ERXI3ZY2?4LHD;X9ZP;*FPY;FSB>&Y>.27/@2(<-
KPO'QED^U)H48OM!F/&#AH6M;94!5XTY%" M4!2== (DA^8U!GFZL>9IBQ!
(VY!KT7M!T+),YI+X#Z)>HO=6<<0!Y^ ^ROA MB:OP5W*SZ1Y!) XY#9CN%;S EJ DJX_]
!5PX0_JX1(!VB2E&+D"/H\$+K^6 M2^U5V!FEK7_0@!^MCF!@J"?MIC3!20!BJ*K<>1&Y!\$K_2!O MH'OS"!
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Q3" ILFV M0Q9DUNY%IZT!H=|U_0W!H%&N7PGT2AHM8! HUXHV\$!&LL5QCX"4KWX7H!X!U!D!F+&? M;4G
="/SZ!\$M#E5=:L/*5T!C'#; M 9>[6]5'4%W"IK3(UC;%PI"-)|-
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(%SB.E9ED!Q<IX%1\$1IMZMU^YLK75!Q!OP M%P*J51Z9HP)-V.R?"APZ^<K5_+?)_SW8F@;UOQ
M*3)865FA/!L3>1+2G!3;.+FGGKOKXJ>*SKIMK;T+=!E7.=&L>25^!S!S-) MI_-?&L;H!1(M/W!A:)+#4_6_IC!+J?
VKH)%TDS5U!#R#(Y5D_/R7ND0_MTIY23C.O/G+SIO<^JDKH!(22_7XC-2;U#++;
M6OC7+!JN^7Z+KUM^W2!OWS)Y5+!SBA'4% OC)N!0!9N-R^!SVXIR_%^6*YL M!N)EM*VY<>H!+
<)C"&_@=02P.%@_JX-'6G;HM>LGU0 (D8! !0 M !S>68M.C R-#R;S%?9S\$W+FIP9^R!U13W!8^NI">17J-
!00%1)J(8H(B M!J(4%1%0HB!<0)02("0JTIN @H(4 <5"D:Z "1T%>F0"&D@4B*)8MB8!N(M M_W/^OW/N&_<=|ZH
!SK9LR.M<>:BSU7F^O!5N-"G\$TQOP!G@/O&\$^A<2/?Y^ MGM&"/(MYL;&!>\$!
IG#3%L.#0K).%X6WALH9WSJ!NGM>_V?WAD=&Q!8G(*1R)39N<^SW!96*1_!HZ@!\$&KO_!E2!^@)_O
MWY^_FB!97KXV_*H#X5_YXML0^4M!1D!PBZ'0IH-.PA=#9;<_W1"1.Y3UL+9# M=)OQ29JY!4A.05-\$Y(6_5?
6_B5G_!R=O_E;_DI\$ Y0L2/#S!2J/7P_M 4PK(A?HX)!L\$A7H@R&-@%5ZYI0"_'!S>O0B3=/=NM?
J&J293>#JEL(V3Q4^ZIZ<6YZ>=O^/B!O8EN!&Z+\$- 240GM/OYA@R>IGV)N!SUG27,!,X.K2483
MIQ.^A6+E8\$3TSL_&&.7;")F7_*!_J-Y=7X!JLGF L2G/AIT_/_BI4N MF!84W!SEZ+_
(;S.WZJ!2GEBE^7@_2%FC!NWMJVV!#@:57H>6T! I+!\$-* MK)BT+&C6O<>MNB!;M D!4GW&SONXN_^J+^"
3,>B!B&.#A>X>1H!_!IE_G# MU;_&^!FD*H8_FXXL=Z(W&MQ7!W&!0U>I@K/T!5OX%Y^7N,E;=0X<L3;_!Y;5
MNEY-UFQ^ D "A^!H\$&..C"=5L#80!N!YK& 2.D/72#IFCY^(QT4AWF_\$QK MY:?
M^J7>%^*H7W4!4/W!K1+!1#_!WF-1Q-UJYOK+_X8\$;164YV" ^<&^65(

MXI*LEF<4MEZ!2)9X.FWK R6.VSMWTO8Y"N.-7-HADC"?I> *4V2:@|<8T>>3 M!>9/>7Z#H?
ASWN=G8(!0>MH%R3H^~|:RPL,B0"2Y0E!23 MR@4R(74.Z"&B!3R2,PV6N-=1DG6+IE@#:WOAS(&/@?W-
>GP?2I26>)TA(! M8V.BDW=4J!F! MFF*YU!4,<(K(A(YRO=3U1KI2W<@JL6AB<5H98X\$RYI=;&#ZVNP8!1:;%8/
M3AQJHTM.4S'5S'2!CFUNS@C61#G*UP=15_722+?F L^8E MN.C,;@G+"P-Q*Y8JIV=+@,T6+M,.\$LV!0%1'?
5<C%#120LU0!<6FLO+M!J MJYP+?2PP5B!2&T!\$4>\$=QE XN.C,;TM5N=H?Z2!G29WVG+6M.JNLEZO1S7#
M6H.T&15>2>Y0"@G>^0.0<|+^NTE4"+66"VROH!0S-YAQ\$AK7!KX4U!K/SB M#2R".&GRL0L%8AMY ("IA
3CKXD OP6'8*^#H+FD)<">9;+^A^>=PRX*OV!J> MVA/1HC:>&UU_?;*+5@'&_@R/3'_6,*60Y)3C@)N\$&HD+8!1
/82E&%!YPWZ MJLRHT6;J!FE+I /8+NDK96F1"5@Z>1WJ 68Q8:R#1!8(R5?#?1!X_G4*!LAR^"EQI
M6@^=,UNCJ<+Y<\$Y?E(?U=R@/7RS>&!CVO:T4.VOLK;8FE%662=TDIM^9 M1EWZ?K&AK?
GE659NH!^TKIXF@ *^G6E""H.7X#4KG0.WN0!]=H#>=O!_%
M#E\$;K%N&3!@OFQ*^J5!RG_*GZW;*TV_=&AU;G9 JPX+2!97ZF#?(2;;X/MKOYR@C:?V7;& DX7/H89%Z:GV-
(M<J8!+G8-(P7ZK9<5&38B'DH08Z-KU08\$5J>A*^+F0 M M XZNF.#4N."F#736M>8MC> Y?T?OQ4VO^X?
AFWA4X(K #JE* EK|@W MZ+ M<!*A#180"&%+!GZ+P)!% K'8 68@1!20"VBKJTJXPES@428!R*4,2SN^LKZ7 MD
AP=AZTOHDU/AS OFL'^2F5=>^ MK!|)%1,FZB'6;69N'E4!>9(2.*XR;/I_8NU!10 \$!V5T,ZE2DMYTB30>2
M5SH<)M=ZH\$:@?G!TN9Y0ROX35_MQ=B"U,/MSC.X.|>OTL6@4J?
H=E^B228.JBSO%ZS"Z\$FK\$UC*60+"G+!48.0BWBV&>^7P.M72#(!6H<*1.5_9EK.^%D0B/^Y)32X/=A?
Y:=A5.ER&>"ZRCPO+ # ME6LV,>&|S!72.FZP!)ORS!0,=)\$\$\$7W *#9UAFZ>ZF8YUA!0Z:Z
MSH)YE>"1WIGY7J.H=S!H.I<7RM-A4!WN.1J=2\$NH&!)R.1^L&R6IM)!H&7 MIKA.8.N!1K^PF#.!
IE5"=E083Q4>UL,?+R6)-#H!]=O7,NP!@UY;ZF!MT9 MNK!XFUYCECMMH8,+X P8_N,
<%3AB6+2XHFFY9>Q62L!S_!S:> Y2%JX W!M MNVT7K"YU'E.A!>6%!/^("TA07^Q
MC@GF 44/=3SV,T8(G3!OKT!>T?OW !I9%VB"P2!G0Z "9EBG","&F?6LY9VZTBG!)=^3RE1UU'\$C5FS<>7-HHS?
L!L8C0X-MGD)A'D(1YKV1B MU&_9K(H-5(!D6A!^R2?Y!M:696%Y: ^:7M!|= @SODO#2%'PB*AF33@/DUY^
M/59=@!W@,^TJ_!RD<&KVI@0F8 (A52I3**=,OJ.=T!FB#33C@B8QKEV=TJ MM?
L=,QUIH489J9=J#3ZGSY.K'U6#E..TZ?%,4JJK2E!9.W;^,UIW8-JYH!> MR)O#K9M.+W 1U269L60AY/GV!QK,0Z
S%Q#<0,=D"54??ID,0B2\$;.*NZWU MSF?N=RS!^2L4S33CM!K?1/YH!^BTV786B852S,I6! M^0>66G=-G-TM?
M_W@^!*"B#XPDZ=(V1.D:E8- MXJ!"KY0P+VJSW,ZH;NOIU*_D!R^4R4UDLU7G4K)9,E2>KJ?5V% MV\$QHD
MRAA!;U985!0S+M3DMDAP8DT<B!\$P0!F8DHJ\$EAH!WJ=6^<^4&^&^7 MJ+H=3/31!@XC(9Z
B9R,D"5<1,P?7=\$BV,"HEGK^MS)CGV;+&>QJ">2">@ @27!AC+G5W.!J!PLU!<0+S_ _OI-IR>|=*%+
M!#X&@EUNBDW(GTC5NH!(3SNS3Y_G>9Y%B7@E4!T?G,ZDA0A>OH;L!Z=.TKG;C
JOLO!V*F!O!ZO6L<%VKT X)K%_F9: M^SO^=_SO^_ _OO^/_HWBGX9)4M:'6K1 O\NLC'5#G,N34AXO^?N)1?~?\$/V:
M<8_4*CK4!P7N.F+?MO+%O?_VJ8S_J?)IBN7?Y247 M2\$-O>@R&/^S!&=YB&O.JG.OQZRIQ-#4H!&UA@!41-
Q6+L)?? VQ4!7SU; MZW(MZST%CR3)KMUYHMSW!/:C85.8842H9+D)Y>4T^!IQ08F97(DAZ(T*Q
MVZOS!UJ574VF.R,%NUIEP@3H)MESXV!2GV!N*BZP.1FREF?RD?XYJ)#U_!TB M7B)86L!R(&.E\$(1#
<=T<2;ID!O"/TON".E?I08K6VK93QPZV""P)3KEXWH
M1.16H;I>_F%CKIEQC@Y.B#7>SP_Q12!JA8@Q!D.9H1D_YK B'+D #2CV_M_ \$E2KKX1CBA^7W2!2)M
!>9#Y0/UA\$2!BE0MYPIU'E!A%&2_ G>-# ME7."CIGTO/43-"XCY1TG'S_P 4B%@+=/1FP!A/49IF:O?<:
!A7\$2:3ZL50 M:#D+0XRGAN9LGD.>Y0S!9-^@S+@MMYM)&8 CS)4_Q!_!H!L
M!KCT3D/^)NU=3)KHC\$GXA/UW(&Z=@9\$HKPV3W/ MG:V,NR6@GJ> ""SP1J* W5+.8?'3.L(?)
K77\$;0FVTPODDS !H\$^Y+M&/ M7A<^4XWQHA:HW1_!LS!T!U;PR:KH.%R OT-0*LPXN '@LOI'Z4CF*B!M
MS;2>KU4/D5!/*TXJN+;Y#^VSMW(V/V@!GU:\$" 1R@=,BLIP7H:C".F17*0 M..<.'MR@BKJH;MV^RG"@D>6#1
YD.XIY&9ZXHAE0Z=?=(W&SFQ2"@P8_GE MX&8UQ2ZJ63.?
DZG&H;TMBGP)*K^LB!QU213<1+_,0!9OI S/G=X>\$8P MYZV!=_HF8V6KVRN#T_@?7&#Y\$3V8"U#ZED>
(#FGL1,3045Y8^MZQ3S3M;KDG M)B_ EM6M%1!24L;JY:@&A&A;Y!;)E4)M.&Y4,WH!)=JPPH4JE-L_!L
M6\$!@9#G\$M42FS!W2/KEGTZ?G-A'>2_/L>PT>OC_*TX4\$TVBSFR@#T(!ORI# M&"N4:@9S8 !-WTSNAH&-
^DRC989\$S0\$!L#?#?IAOBTXLZE! =ALHYCHO<> M05*QOIGI/VM^,8,9?L'2'TM,J8;Y"X 1%0@-.V0_ \$+*G,)^*T76&G-
G0Q%1 M1C.^EDT?3!72\$+6?# @@@ 3*3YD@V6UZ,J%EI=.U)0K9E!N.6W-OI&0Q@OYE>5?^ M 6<7;338*^?
L+;_N!4?5JG<6F (S\$X=LETIGE!Q?H!)E !0R 5BG;B M:&8"!NL/N""ZR^@0NL!Q.Y;+\$ "P(5?Z9CPIH.5>
("):.0M;%SG !C7&"^ M%)5YH.K:E P#HB?Y)Q MEE!C!FCEJ !Q! C!U !GN@@NZ3C.Y58RZFW"WJ=*M"&V=H!T !TJ
S\$.F MK MWVZLR!_JW!K !VO-39'EC0X?D^@ZNR!AKX!3;GR.L0CBQ\$ OTQ0)JY MB-G?2
HS9Q8\$S!Q!T20:R2!ZH85LL"GHZ/GD@!Q7OV7!N!#89-9!"&H9" MBXP?2\$1)LRP-C!8N4!4FB.
!+X0+;)N8!Q"9N->2UGB<"T!4! MR^X>[#=& MMZ1P%N.?Q%PIRT D-\$!QOA@EO+!6,7"FPIQ7OJ * !8B8!^A?
L'5TJFP_AJ MH3/NP#Z.^7VALUN^!PST@WT\$!WM7BH!6LJ7'_L>'<C^TIH!1H 2H.N@Q MV(&2&#
!9=_S%H=SMR_!XI*^OBS<1Q;LP"3 M7.V=UJRSYB\$7*MEN^G9^7SM<^4.2F&U^#-475_%RG!6
MZ;?KKAN/U=M<-\$?DEZ4Q&00!^?D8!O2:RV?9/C5KLL7?MJH(5LCUBWGD"Z+0)JW=V>;/4 MXW,ZSSG0N
NDX?PVH ME!/?SJOZH8!F%X7:7%!POX!JIV;9C'XGL<2"#ZQ!=1/JX2D<<2B UZ8D4:(T9J> MP(6IZC:0/Q!
<"Q8K4!KE!&V:H"7!&E!F-72">6Q3!4D_L\$!&2RWVK=2D0 MVV:P_ ^2#!^52)YVLY6NW6.O!FN?
YNXMP!A/833!/^GCI!^83S!#_M=,%I_M!H!Q\$!12!S
M!RWA+5V^@2*=I=CV5=M+;)MS=C!H(2SO!D"XX!WBJ3KL0H\$! OLCJD MC!BAE6=/^5Q?J3!3G!0WK
JA4_%:T43JV?JOE/IV555C>D-\$62.T+LD#&^E MZ-S>67KC>HD4P!=\$)IBNV2_!1XK?
N>V?Y1&K\$/%YX!5H:X3N/Y+&>S M'0!"Z&T!"D.L.7:0OC1XF?VTM+N\$V%ECVI/AS!8!1_!@UZ/CM;P92SYT)T
M7?PR.AB.B^GF G(LCV+>^+),_0SW(COBY!;ZU ^:~+&6=,@+!TX"@+0"-MKE(D:B>B?
2#Q^T(ZTF4>S2>9OCVYU!UD)_#IN19:UJXH&2%_2YPI78N>F0 M!E%0Y18Z1!<6+C7+7 FA^:Z_/PM?R6Y?M?
YLYJW_1^Q(6 K=^SI+^,C!1 MX?(/!1:_L)!H^VEQ:N ZYV 55Z4U3:H& LI>^_A><0.*6N2@=@D&+W9 M.
C8).RC!H&UFYOW *&W?8\$KJW:/7GNT@ZD<=P0U&U!S-H=#JF*2?4H>ZH MZ^/M2FUA!R?2
M(J!L"2E,NF3%GQTLZ?A>-E (!+?7G5!X;@UK37!JU4<2_KN%T=Z.BY
MFWQO.3V09N\$>6!4!C%M@'\$S+U+0PKE!S!1>_SB^ZMX5-FAQ_F5CV!IDH& M&>WF J?
GFH&S&7BAEFQ;"Q&@B4%XHGJ7'Q)S^X@!)BH&>V_ \$6^V)\$R<+& M3WL=&C! =5MHR*Y!\$*L!>S1=
1X/:515^B!IC MT.4RA*?)R_!Y8BEK!;" M^:Y!3#148:KREN<74^@Y"5-7:HGB;+ERND+V<=6(Q(XT93!K#Y
T4#INTF!-J#N0R^08Y7_#5'X4.4""*%1ZC!3 M'=>LQY!\$WT*-O=@3,8^W"=)BRYLZI-
K_OY.6=,GI^0FL*#KV8OOPN\$IF45 MT&09#5BPD.INOBY&Z;'41CD0<_UZB#R.?
K'2J&-0@AG1S.E7C%G;K5ZD!^VW MW5N.U?+GM.C!J??!S"GE!H?D5-F&MNG@^BU;D 2Z!>*.!KNKF7"PBA M!J !DC
!:=S2&+C!ACUDQ^5MJRTDN^AODXU*S00&5QUGP^RL!O?^GH.5\$ M0XBWQX/;=K7,OG/Q4_=_;*!
(OIML!L!3!7NXJ!&+<6'GP\$@J<#;F1SL M6PX/6<82?IK;O?>*VBL!:#01!POX,0C=(>Y!78A95;<2Z\$SSP0+5QQ^?
N^ M=8!CZ^C\$O!J-R1(OB"SL!J#")/+B!%28!X%0GU%+-W"EL> 'DSSKI 0_!&? MU_N0<%3_5K.PI+ElDARWZ!
V_0.Q%I&/#Q"Z-RO-E-(M>* M>5+_A" 3?2X*!9"&=RR85XMX0.A_R4!U.Z "S8S;F /_J'4?Q!GQ!ZPH!
M;SF7" _@_O=>F(NG&7ACTXH.!L\$6CT@9"F>;9+UF>;^9C+WYN80B9!#_7_M!&9.N
&OUNTBU0.9\$2IHUBT8!9QE/KO.Y'UX*IR1"4HP;"ORW=98SAW-1 MOD;&J!U8F>10L STA^NFWZ!1-!
_+P!3TZO^~^Q_V.^Z>+ MT_T.P!SNEM N"=4&+FM)8KE75G;\$ZL_3W!H=P#<>V!6^7!GO"D<*/(!\$

M7D:CGHFWI=-0N8U?E)\$;1_SNECNOQ22HD)JMF#POH_-'-I.%0(X8IA7I3_M9.H^QWX"-2BD-
Z.Y5EBI^M+T|+OL3LW9Z:/2MNFXM8);1;<9:@LO+V4|MW5|120B\|0VMFG8=D*FIL"9DY
MNO"\$D<6+1/1E/D=R<@>PF-R/%070JB/2+?|J#"6BPS\$F;TBGH-9'8,"\$L6=-M15!|O/(N?)NXWOJ+44\4&?
L_2T"CGQM4FCF6O/=-7|N%1;7>GXGA*E9HIM_67R"=DPU;V#SXTJ7M-
2"OT:RVRL#9DXPS9C^|RQO7|+5>Q|HUYA18BE|@3;#5)\$%L&:7|+,\$M(RL1*4L_4XP|B*Y16#0IF;&LIRDUM\$2H?
3\$06K7SZH-MWBRN4R@CHE,G(VP7FQZ='-WB-J>C+|'L|C)O@8|?|NU|&IN#&/UT^\$L&/MO%6_6^F-
P#SN28ET;J|N#W|P+M NH2";B"GGSI3LD8L_SYDV" (=X6;69|<M-^5@/>K*?>12C*MRAJ'ZB.Y
M>@G6I'G6#>@69JHX_|<9*\$4S#N9^L>LOJO;&*V|@HP6YA|73L?HQWKROP:70GC6*M;BQ7VEH/#ZIH_(F4-
OAB%VB.IVY;@FI_A5X_V'BMRGC^8N<7*NS;%*2PN_MW7|5H<V;YC^2NS=OO,&V|(BEV_4;M'&*^9Y-
HM;JA_S|/HP)YS4HDX=*M2D+G_5M@A64/YO&*^194&_ORG(I3D_5JOZM^4Q6BYX?+F2R>|N!>C|5XD
MHI,@M).P3*F6*U@>P?0^#C_K:365N3\$|03WH_BTUBO#;|P|'J6P|L|>FI
ME5Y8HUGV*RXOF(DSE9O.RT/YI%_8W|OX=GCOR8VK3;E*SIP|K-"TPSVPV^CQ9ZT0V|7;=%+UXC
M\$U06N<"FOJ/?J>|F"_)MK>31W&H^|9QN(+3C|&"L_<^16^OU*H_3V/#\$MLNBPO+O4|2'UZ6|K R<-QI9KSC0
*_2/SU_M<|@_S(*C'E'_R9M@_H|3|?HD7=Q^V_(E/RRYK%YXH?2Y>7*\$O_JK|5J.ZU5_MTNH_#P
;*NMW/O79#;C94N\$2G#&(>|L_TYOETLR^"_.OY3,Q).-QTM0;JU_MS0_>XD>J#|YC8Z_<41U/'KWN!
=_%&+|/\$Q#%)*XC3>C6"@H"H\$"/WW\$;_M;+(2SW40WV16|+);_Q*K;JFV_4%/4_1U7:2%+32;WB_AT^<071BM|Y"
M|J&L|7IKF7_67L|VVC.%4#S6*!4\$A2"@DGA8U|_X"Y|6M8_K&|@>'M"7|3_M8!_OM%IC9_-=&&9QLH=N^C_QS*
|QNL6Z74+(A-|68|X#|_*=|PR%3(A45=M+&^\$.O:L5<_@ZM2QOUTH.WL^@>_1/0*)X/K-^9U3GRS5G|&8|A|_Z?
6+U_M_<U1_2|.053ZT(L?T_8|Z;7#6(|U#>@N1'K|J9|Y|HA93OU77FWR_9TA|O_MHHFF0T|6J|O|L;R6+..VNN92.
&7Y6ER&=VBAS0(QR|Y1<|G_X<;CK9U_M';C|S_S_"^\$E23Y#1=\$=\$+3NT3|'0T<<(@O;@>L3LSD=PG4AE^Y-
6U|_>MWP/O|K60ZF94AL4Q?B*!JD0G).RR=M_W"RW8*A@3KGF-!>(0V)_M_'ETD/
M8=0YK%F%/#_L(BM\$(L_M?63FUWAAAN%Y?'ZD_K_7M|D%&Q_M?YZSLO^XV;R_C|O|P(88X)51PGX06B5*|?
SZC.GX%EP"Y-|'>R&D*|LQND_M+&U;_I_UO03|(*RX@?U"NIM<0B|_MG^<HQU|+.\$(V_MF
MZ#>F@C9G_5EQ0T3CM6?P|C4:ADE.#G7U5&CLN|2X'HN|&ZT;V*8>XB4WYE|M^>*?K7;AZ?
90AK#VHKT#|1Y_\$4TQ|;=4;UE*>+MPU;_>+|EX#Q\$W|_1_?-\$6
M8@;#4ASD;STIP>MC|V|7YH3LY%AGF\$Y\$+B&*|3>P).AB|M22<\$*NZO9*F2PA_HX3Z4N.@J?_W5EM;
|U|F9HO>E;KV""PC8|X;P7+E=Y\$M?9P@T_ZB09UHVTHSHN0_M&R\$?/_+>_#JW>F1+V#&FQ"(%X=<5.JMV?
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MH0M.N>GR0:MNM6QY3^@_S^!@3SD5L9J|_M7X:DP|LD>PK)_C#ID_MA(B|_#W8.W2|E43HHO13)?
Y3T|D^426|AV'W349_M%<|L_5.Q_9F@T;GEQOPMD|V"A87.?SOC,Z3%E7G,8OE_CEF44D).\$R)_
MHZ6|T6^V'JG+|D%Z|)YPI&%|L:@K57M/55H;8+;C+BOWHO|KIBFA|B^MHMQU|GH79YK|L7)NL)VQ+\$
M2"=)&|L_+;UTY7S;_17KDP_X#SET>&(|>0B<"S0/+DN3_Z8(Q)G6;*_@)RH_C;O/4<+HXT8_E9T6\$M+O0&_2H_*L8-
UB(Q9_-1MA9@:T'85|+|FN(C_S-R:PGK#KOOU11X7:"Q_P\$AQ_M|(0&00L)N%4SS6&9^<3?0QJ9CJ34E-
|62Z3%|_+|_C|4@/JW5LGG|N7T_MD9WSO;|NF18;82L|LQ39E2@HQB-ICE<V+&E5+"9>1B|_I6@C>%%
AH>4>2^X_M0;|N|Y%KG1H<0W4*|TIEFY?N|_#5#A>37UL7A|D82_B^@D\$|_YA&M_JY|T@W_"1A*A2+3RS_?4NRX
%|26=^AV^W'7_4N?T8G>'N&:HO|F\$|U42-C_MIDA"/Y+T00UZ;R>W<0%2/#EQ(OT%+=+C8:5##
<8M3"P#1%Y*N'+6Q(7V+C5_M#6|C76VQ^_B(>|?6O=EVG@.|OST0S(Q^=AV%<8(+((W|_-=Z_DF|G|P_71|SM
M98|;8V33FGMA8JRK.M.*D&A;LVK|8>AMM;B6Q|;?UF7|OV_H_"BNOQZ%BD\$K9CF7|<_*3UQZ=MD:9,2Z3Q;
E#BT\$|L'607;H'A|U/G0/0:LRLXN|J"^-L;FY;8<M*>|4NM#K;_MZD;V|1C|22Q>FU"!2HCU<8A'OW)MM
E3DLSDD#E6(JDW5EZ9N*Y_P|Q|WOP_M1^YOM=W*/#VD;QM?=0)=|9VM4|S_N_70HC5D1#>@>Q;(|H_&4P
MO4B6OM9_\$&1I=K_K#)|B1U&_*=-BE(P/G_XMA*6BH>;%V^S.95NM0T6|M>=VIB742_+6=(@O49Q|F?
CU#T5>|JED?>'V&>61D&6)|APZ>_YU#^ZY7?#1_MBY+4R&S^U|VZ;O^_&O'L/L&_<2R37@U|7\$|_*L|H*|?_?
B&X%SZN|RU*WMN_M;M1>|+C;JMP2VYCC3PC_8XQ2H^<R|JZ'3R&=NI#?>5)|0V7S&*J?DL|QX
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9SY8+UVJZ#8>TM(F9S+?;R@1G+RZT5%/K;_W-BX(6|8U)|PE|M#>#2>0RC@GZJ
5RJZK3|5>S).S.H+Z64F^PU|QCLAUVP@T|_M.9C.A|H8@E_-.T;PCN)'0.XA(/@S5D|TQ|1'T71H;66W#Q*>
(.NM|BA8?U_M|H+(>?>M'G\$6&GG?I(GJOP9@SGXU|P?CX2I8(L|/-
_1S_91%>36CT@8>?>N;|Z4>5QT;5LW1W;LDZ|OUE?5&T;V^"Y2T*NLGDY"@_M7A|5FIP";F_NK%'PFJE
N|89@LAAS_9H<0|&/_O|6%TE^&-4=FG3X4|MP+";_MD_V>9X3?W0;\$TAOX?D:9#.\$|O|_#_G5-
Y>HY5.X@(|)TYGHYS68LUK"GGE#^>(\$6B*C/OA_M"TZ"46#|W'VD'73FP4M;BX^"KJ'7\$|VC0N
@M;TY8ZZ'7=45G"9X)G=/_ME|'@N;H@6?>9|BC2;|E8=N3K*TS&UN-8<*>^5?K7F*O%\$S?
_HIQZ'9M7&|JHX.\$%||8R6\$NY#V%)RU;_4LP.WI30E_M8+>V2#|@RY'D\$<8|H0-G7|^|0/3P_MQ%LTI72|KWQ?
9|@>VAZ5UX;==FB%3|9T'_WM.Z8%/"29|=6YTC.FI9|NO3'W_M4-S<_&O).8F|Z'4Z)AXX626*EE5W^5\$BP
>OC(A;V)T_5AA|VXFR+\$_'/_MX7*|K_#(XX4K1M;KH1NA=EZN*?>\$?8_MNF@VH@9.QLTV.SH?+J_JU'8|JTU,O|7*
4.D@H@J|1|K#1#D%NA:5%C(UO_MMW&C_QC/##5Q;2E|N")E?Y"1|+>#>T9J|LVZPQ;|SIT_3*T8L^L3|S|PRXD^MF
|S|J2BM@RSS\$|LHO_TEPZG|/_6RX*\$Z\$Y6P_N|Q|R_)+W2|SMD|J?>I9_MX5E\$9I=|TR(C%JIE"\$Q?=_;+G#I7='E
MIMQ7|_I?K5\$%.HKH897W0;ID5Q_>93O_1_48ZNH*T(07|4@|N_M;?UDX7=YWCUO'?
3F9<=A4N|W%G#^%XO\$'U0_LKZO>|E=Q_MM!|?>A2X0\$_*4GVD+43_|ZL%|ES;OOK#>"PY9|2|U|_|+7|2?
|JWM2P\$%R_M<4>F\$*|JH1QCEC*8RH1Z|S8'WZ48)|U|="KXZ/(J|W|XV|_AY#L'(f=^_@H6_M|?'<_KQK_'(C0A-
2_>|E3Z@%1\$|9H9O*P|VRO)?OPHE"Y?|JL|O7|G5RQ_M?W4#|JZ|0W=^|P?ZG>|OIG)^B|S;+L(A&F4DG?
S;W1)+U;54_"OY;+N>|H9+2EG<_*MFDZOK88Q4YC3|L_5#D|RH(8R#T9_X'HKS-L^!M5.Z+|Z|9A1|_#7XE&|&'|
M^GDO=JJ>E-'(|&1YM;_K8/ZZ7SXD"PZR|S\$R>7|L|7R=;|W|J>(:^C_B7X|/+_M37P*)^<(E=XZX0F47_0&ZZ;?
*DD@>1AES@X|8RC;8R9#6QQ8JX0*8)_S'_M|FTWZ>|4A+>
<+VBN0|TD209U#IT*+|46F_>WSJH(8Q^&GU?A|>|C+B|
M|J^H=RR"=HXGT&D5&78VOJKSW&D/Z^*#5'_94_7XTC^|GY_MB3L#RXZO7F,=-U1.C8?=\$?+|C?
3T|S3ZMV/E3;SX9?>L<|_SHC|OZSV;_M;LDM^=C|Z_9FXC-6W?>M).|SK<=*X@-*_8A0W4T<=8_SP7LV5EHGO-'UHZ"
MBL1_2GAL|5M^\$3=Y+|66GDZUX*P.OZH+E_>H.ONLI_#&%)K|'K@#UEV;QU(>_MY;\$V03BB*XB?
#=&YE4U0B_'5|Z^I^?*>F-D=\$AZ5\$;>R|PR\$V_4N)WU3|)ZH(|Z|R_0RY6)LH|_M(BD;%"_83#5S+@>VC&W(S?1N;
RDP;KDEF_JM^FDYKKFL|L:P77.>A>B_|^_M_U?XZ=N|J;+M?_AO&%;(7?P|S|JY04=6VU%G_R6Z_G?
>X\$G>_N|X^U_0_|)32K|_M-9|S6#7|PF|D&W54XJ.33#UBB37VK>U1/X_M+0P&C;(_>?Y;8_Q03N?
JK0M2UYO2(PL_#68R|TH|_16-5YMM|YRL;YC3_MF(PK+^<6MX&W+;_KQ29>|X+UL_>;_I>_Y*_K2P>>
9N*|HK)>|9%6VU+_M_O0BP?FF3T22O0BZO\$S3+K44|>X5L;|J%3&VO?_U76A#F*10_2<@>D+Z|H^D7-U_NVM#4|V?
VE8.T_M<=O_>CZ4K33P|J|SYNIP7^=PB'TP|GV4|IC2)SBB|YAJG|&8NH4LTY85!;I6@_6|<*>E)
ML|@?|XXPOO12|=2A=6XUOF_M=_%3V\$DN0#&CGF+N0^X\$_6FY_PX%|VF907_A_>LW1|)|@WY"05C=M)&A|+5X
MR\$XN(|_K;0T@G_Q<<0&=S8AP9#4@D_>M>3|@BA&)P@L?<_9(K\$C/S'3_MB_Y\$>EH
(>)Y;I0B9\$N/3_%9IE;ON>2Y3E?<"|I@=WH%\$8L_N4CRYSPF^F0_M78|;L5#FYZ9@_X4|_I3|<-G.17(&P_|IDPM"

IS'I8(6+,-UK!05+U?GI/I MK)R3PF,"^IR1XKK(GI648MHR%0DHXIVMS.M"\$=R:(1RN>,\$"SI<2ZV#?>
M'.E/2NL7IV:6KAV1COX,(Q83: YH-98)^Q94G_&W4!J5-4&E!4(HRO=K!
MNGXO#XR4076!>/'2IG=7RY&/0.EUV%&2-:"T<G\$9@*!Q--@-"&L2I)^
MIJCD!C\$ST@M(,^X^8'0Q3G8D/#YA.KR^W#&9'6CQ#HBK?JALJ%-U1&.#+K# M\$'F-N8^#@J;W-7Q-
&@3U#+M#V%:GZEIHB--@I(=JF<6T!\$#@0H-12 MW-EPMO-Q6T7)(GMKY VF.*K/S!C=\$8DR6MAGEJP?#KL%9
.3Q&#G?N<6PKS M7=*07A53JOB3*)(^W7UF7V-9VQ9UA X/TU&/P> M'FPD!@42&K.;+B+!.*P M*O^TD-
!3U-IE5Y!O\$D)H&M;!%>.:8Y*#J!O%-**^IM+,H_=(A/Y9CFB!E>1T^X8N(M@6;-M!::;\$*6+;,*!H
(UBI>4&9BP^L=;MUISW&)YZ#_ ^ZLE J.@.H)JR;S;"PF7< MQ%%X \$TIO4NTG!Q&=;W&-
+>C97SHO\$@.9)33:C)83@PF23BO;-(FNEE2X^!W M32\$+\$+2XG9!FV8JIS?(.99A^J#&X&G2SZZ1-"75MS9T)
IH#P@4NK!BBNC3V@0A5W3FSLF?B;?R2E-73N8^?U?P710T59JY M% ^E!&UQ6IR42?RW@QG\$!A:KP6%-2?
(%0D^~UI!#-%L7)RM=Z!@J4WP+V(C+M+Y>RK8QK=S2>YCS!U<9YH^%~!^4ND\$JH!^W-O(7T060KE!>^
"OH-2JTSYV! M!TG&MA60TQM#VE^!3#)Z#N.CA6X-7B*(RK(=/?C B_@4A#TK1+YTI8;>8M
M'NGZ^!SN2YK=5!@H2@X.?=T.<5TP-BN2G!4P.3SNQ!E-7Y3>@H^W#I=>A> MT-&YF4AAJJ M+%M0D@R1LY*
(M>B3?NF?-V3O6*BMC=L6D^JW!7I<^6J4163SQI-74%JL%-X
M7B9S(Z!@'!B*!S&A)W'461H@H'\$01\$PQQ*=@!&G2YBY1&OCJ'<>S77?QG<(
M2'PJJD2=%CN!0RS!ZSGJ&A:M3B^=5>".X/A#!.3NS2\$Y M)*.*CJQR=AZWQM?*.4LC(E!A/DE92@57^IRL:H8\$T>
(JS?I>:F(N*3J!OU MRSJ!K-+!C"9_@TZ4P%:3JF-!-C^&XI*^XS*=^ M9RM)9GYC^K?42;9=THIC2BB!26 J=
\$TO@HC(-M!6Y>0O!GE::ZJ!B@!MX;@;)XW@TP2&3D.2P9C5SRNEU
MAZF#JH1-8!"V3ONKQ)QSMXJ2K#-9,"E.UAG(Q?55Q<3*!=\$!@NO^,>^E(B M_? MFHY_P?H6 AM?U"@8WO-
NWTJ*^J_9H\$!2X.*A-PI>:(L&(75O!P M8!HL!8O3GX^D-Q!O-D>X0(ITBH8H:\$YV@A!6HZ?+!O/UZOX>\$"B!@I
M!Q58T/FOPV6PI^Q+G!O61V+>NBFM.S)YS!SB?M\$+I!4!4XQ!XHA09RBY!
MFM&ZNO.N65U!NGX1+HPP8!TTW:*C_K2IOE L^!\$EPH_M# +S7.ZZNR'+!NZ MB^T+!+G#+MVO-
N'=7HUW2!24@0X2..0M4J:(/T!<_O1A=,EG'4PR2(\$H-7(#/MG!X3C!MME!)DO.!P!J*#SJ4H5(=&ND?
4V.K)Z!3..LAW376J!J.WO7!\$2HL:5LUMB!E=N<9!H+!>7K!L7->[46U!:=PI@7GZ.V!H!^2UIE)T N_0J_SM%.KTD
^4.N3Y?1?R@!H_&DS7H& MU6:"R38?DF8N=)D<9O/S*B"3-PH_R\$%6?J\$;SRJ6KM3>-
WA7_6D@\$_L2!GO+4YHL^1C&L9*Z!TM=2O MFF,6.MXUNQ:JNM=IQK7/0)8>22#OMLOT1M!((4B-
)JH#LA3<XSH8NV^W#FJ!9X*D>-@G/>KE1Q==#PU).X>Q8
MY@P/U/Y9E>S>IE=OQ!@9H+!AEOWOF80ORJW=TO:FL:B1QLE1K!H
MCSZI^8^~K!MF3\$;IE,,F'K;9)1F-!JMX!K*GH:Q.12*^1+C4J*"@B%HK2 M@B)-Q A2I\$8%I!5D0
A05"0&@&\$!34(TD&D*R"A!T%\$>A.2T&Q\$HIX,(6)
M7IGS^Y:FNW=F!K3G/Q_VUCTI>K6L^D:9/%7N!A!9=5H7RTJ8Y6:B%&^&*>+D(DV8^L:P6! M'^U)7CV06K<-
A..?D77&HL=V.VI @-!&K6-F"1L@UH4XVY@8SOZXC!UD6# MU'9MS)"J(AA!%W3E?)S8A#3%O%Q?H>N1D:4I^5
RN.W!^*~23YF87 MZNP MN:44A)7U=WZF/M(,^1"B<JFU.N^S<_V=@2/I^T!><_%(?V!3%PD>S*W7K(8="1*RWCR?
GZC?R'D'L 4*:UG!M=-Y.DC1+^Y@)P?=>2?G,2J X\$US<IO9!L^Q_+@?A.V=K !LE#%RUZUD). M+(>_R%2NV9-
UM/EKX Z@!X=NI!I"#D6.(FTVY MH0&5VD7Y5UE.W;@D974W#H!TH0K5-6L0?XJY#?0AP0/#0?6+!F3OGNT
MWQ90#LC F.#DCR90"<6*I-L?%D-13=92O)R%NH0PZVW>L904F !XW"(>J8+GG'. MR?
E^SP):KKZ<NG,2!O)M1!;/6&_LA;P09B M9!O)1):T189Y&SA'+!47#BJ:05!UZ!6Z_8VJ;S<%?IC55^N*3T!O;^>>#N
MA X4:0!B"TS&2%SA#=#^5S!.*;X-945BRT!VEN:OZR4.5F J!-!NKM6)L=MA#U5(>TFV,X")JH
!A.KC.7ED!H!TL!QOMF9XZS.RC!(-T8522G_<*330Z>JCE M.!5_R4Z_0.\$ZZ240^_<+GYVX=E;.(?V)?\$.3R*,H1\$3?
DBV\$RL&>?I MNX3F.%<8I>PK7W5;LYNS3D);^!4A9;.*H!\$BIS?+U\$&&I7-N7)OV-UL?<(
M8FB=@\$(PVFOLLZ;D5^4N1F07Z"LI-7^F^=M_C9"=0M!^?OC_UFU8_RR^SE
M!MGEN!8&19!X0Z;RG/VO#6XTM.J>&ZW8!O)JA!H8 H=B2R!SEGR_?9>T MAA-).S!H!F?_F!S&WPM:
9..&87H8IBN)ITNIBH!GUR/Z:9S!*+2DSK O MF1#63NX3>J<&L0W7FNGN!0B%!*^2!PAL!LZ;>IAUES W7H%
!\$W)!HL M4O/^9"D\$2Q9;T!2;N!B2%8GD!/>(8!W!00@A)\$=MI"KL"D^;,\$3.8"!C M8+**N=VH!DGC.S_R/-&-
M>\$^SE MJ\$UJ\$P*0 EC?Z6Y0I8!K)^ZTHL.@H+SR:T@>8Y(=#..M8.="/M;S-GNK!V M8!7!VG27E%_#
(Q3R4&7M>-W)K;\$@LI7R#N-JH>?!"&8H2 SJ!^%H@UQ8#M;7.A0-9+<Q&KMD&FC7ZL#.*C-VTYC!K;F27XC@!H
(8SGVD+!HOPQW\$U MO)7HOQGRSSE3.)H38=.%X<^5U)G;I=2HW#Q!) A M)&RC#DL^ES&?2)FB5M.-
R)2/OX832J@R;N+D!#"I>HSC!H+%;TAUJO MD^UA?8#)(.VNPR&Y(*B7(X(@E(#:D"IS_1X!LO+ZQ*2O'C&T19DG?
O<1KW^M48<=&JS\$WCO^**R^*ZEJZ#Z_!67@UUGQ?83E=N/(0H8'J@M//KR="&X6!?
M9J0TB+5@!(H63S0_50J.B+@PXQ:Q:068^?T^QPOL8(A\$EAG8?=(=5\$IQ<9 MM702D9"\$5S
J^~U*GJ%N>@*LK.F-ULN43#NJZ!V^4U>5;_NL*KXOI6?O/7 M_@1R!1)#M9W!@/TW4HY-9Q-
=.%TS9;K;WPU3>J@DIT.MT!OI_7'O.RDG|<- M^3K!5_-O;@OJ5JZ=-M!A(N M\$-&QS^>#0!4(#^9>H!%#4*.H,
(^WB408J,EE^D;.!^!^!>:R_\$>Z80M FH MM*1@#&J4"!I":Z,BDZH+TH,TWQ!_%C8!*YVB:W550"C.E=.'V<JLT\$=-,
M#=-1HK)UBPCE\$C GWR"V6)HW834C!H 8WB!YH!%;-FVR/+((\$AF1*70T>G+H3 MCE36DGI;
<^>Q@=-MU:5V\$!YS74C:R^8S0Q\$!Z SW@04@RG=I\$9<MJJ:(T MJOJN>J_*/"C2&+WP-72,?
LWN"1_3137IEBR440A1*V;X1&KX7*H(^OJ.V M4R6YL/XH6BJE6H!H!^!B:3!
(=SWABWBA@>@W_P#1;5KQF_6='72N?V<MN-9E^K.@H# SB#/"40")9%CZ;_E9U8S%5@C02YE;%T-
E+DQ_Z@X=F1M2CY#+MU.S;.*V<^?#VRLF(T!S^!\$Q=*&?^L@T&=>.I3=.(%<8)O;8Z%7&.LP.=RO>
MV^S+5RU90UV2"X<HB?QJ 3!(((\$!..7%+=V&_.*!OZ9U2J?+LZ(FT4!6UQ
M=/">DCAUZB0;KOPW8@WT@T5R=38-9&7UGMC35G_!J3:4.R".P.M!;S"&@I
MD/B.0+=!+LPACHI>+!KX)3N?"3ZND>J1.H #X2:PKR"!F9XTVJFJ!#YVX#L MMR-9+!Y:U-7JJ%&EO3-
VF0CRIW=TB TNPVI+UR(7L?P P5!AENHK709!\$"4&D1FD@9
MQ_7!^4^KW=V6!>6RD6IM&Y!VO!F+P60.^B+9)U948YPZ1*1/M5=.=VBBS*MO"= PPZO-?)T
J9!19PT.#1U";1Z>F"/7;-%6!-L7 T>+H@ZW9QKW<<M^N/X>Q!F@H!1?&)4"W0!9U&(1?CND-
Z<9H.5:N2&#WXPW/E<6T95X9G+!^;EC<=&SW? MRGU6\$&JZ!#QF7I2M3L5@_W !X\$EX50;5^_K5?
9PI(HC^A>L \$M1EIDT M.A0DD&QJGROZ>NX3=A!8ZM^Z7^XUYV!57V.O2GK-AWZH=.H#VFS+%13_@ M
5AO&V^6%7_U91W!+..5?OR5>G+N_.CT>S!U1!>K#N)3N^E!\$!_4AF7!M-6@J2?\$.CS-
XBY5)>V)V\$#F!M^0ZHS=U;MOI!)N9C5G:WTWOL4WONAO+K M-CPG9QB3*BI>7-QPQ4&=-
Q8H\$\$.Y+=6KT*P2@UG!^JFXC"!5!\$6-7!^0ZZ M*HGE!VRX!N=WO_7/9ZDN!<6PMJ=1@F-
(7*3#4I882GOY26#XU2"V(ZBH MIJ&/_CB%Q<0G!HDHPN"=P'63;..OR<\$MXZ/M868J?^8)Y9GGOUZ-'3D@X
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=UW8<2NU!3_B&OKWNF!)MJD4T!#U#!6F3;K=M/MA@8!>S6M\$6TO6"O!E !XMJK!*Z54XWKADBZ+7-J:~
A78&A!TM0!H MU7\$.RY^=<KV&2^!ZUO:7V5J&DU998H%:.S-N4IQM+E!6TW!M!UHHXQI
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M<D!)QY@>= 3B7A!M/8KVU@%!)@Q.84IH+FA5Y/Y!BQ<A!H?L>R5!ZX'
MO2J,%>D!VA3E/4^G1V!1!%&.%JAA2I=(U!NT;S4-0GM/1R"W!-KNZPH^J\$ M8\$8GL"G;~&@Y-?>U8:8V&-:MNN?

9^YFTFT?U)CD) M\$;MV#H:HR\$EUY4M'D^-^#LLFV G\$MZ)4)M77+728(VK^*U4@BRWQGZ5T>U MKZUNG1;=
IP@J%&)%@0U7K(4L3-S+J M M91#8U/XL&">);5W: XRXV"35USR)R(H"0@(#
T3M>84YB8'H6;7EZH:HD'2PEY=8@GHH2)++J#YT(4 D=H_MV)OT-20D.8AIWAJH0EB *J M9-
FUV9L749EKU*B,"_DY7?;*Y6^?B&);!MIOK=XMCJZNS K.W@X-V\$71?;
MZ@8H3C)B.>HFO'FUS9MQBMMW4QL^!Y@6N8A/^J+PWW(HGE;7XEE3?T-2J5+J M^C+Y6N^V-
>EUVZ/%8'HCRZ#+W_4I0Y8(A6D)98"IO:8Z@6>>AYX?"X0 M*KD6;FOFDR LYB+?
Q#BT<(M1V)+DPX>N('+#Y==J7J^1-J>"&12^NR75)0J3 M* RD?9)_. \$S:1E#PV?D6ZI"VTZB
MU;R184L*P9N#=#OI3ML>?9XI>T>JLF9*(Q^84 \$*#?KO=\$QD@N)M4%IP-,Z_M=VLP.*G4JYZ.W_>
YYRT97SX=-8P#H(C_NPW>I/<4I^16@)*6R#4\$C4HB4% MCC88P<7B5'FFIG>LN\$Y; -P>6YN N:8?2;A1_VG>F,&=?
B/7@=N5?+5GE=F MP60H^G_-!*/6.VP0?);(Y3WU@O&F4^\$K)%0"1UJO?QKA,02N?^YF18%O4;5;
M5C>IO>R7A""L...J*F1AP6D;2 H7RF/GGH(>>OYT^K&=BN30K5H;?/M:0 MQPP Q/Z+ND
J9'(DF8;NY;#N3175 *8FLD9D+;8:ALIRP8^?>R1;99E& M#HL0LOI64A%U+BP9GDVJDZD(9O0K.V4Q)0 S*%\$>?
+@UR&^>>"IM>JYF25C M+573B!\$D%Y\$#,@I 59: #J8TDDR4IC028@W-J M^U,FI+;+
(&IOI=BG&1'O=73*WQ0SY*E^E0^_7/^X);!1>N7?H4+L2B=XO5 MD=-O-&*F1_72-'H4/=O?/
^X.4ZWU.W.^1^5O7DA=0\$9^6=5C?,Y/S_?6S, M9*2QBUB\3#U0EN6^)(HS_';YW8NO.U1+(X*SB^E/4?
^GQA.T>Z\I?V?@.P19 GDYS;H M'!&+"OOV(WTW3;YTZ?3IE.O)#HUU+ #I,FI'=B+=S*C. 7X'SI.NR5D@2;DS
M\$MB%I7D0D=[#T;C4QN";B<3Y6AB*ILO=MOI?K2XU*ISKRBTKA M5JLZ^SI6G>WN3ZI\$T7VYSL.P
Q0).G97J21ADU43;A) J1^J"J9<"M'6 M+A)6MB_K<."KTK'?X.DAT@T1P1X-
(US^4I.U.1J.0^2W&KGJAT)HP7O#34 M9.>U#81.WACH5#4?U*""IE\$'_2.Y0E>.M=FXIX5F3Z3WK^AY%S8*[H]>f&PK
ML1E/<V_<0(8V1QIH);T+113>M:QE="CXT;IPB)"P:;9=RR9?'T8EV?" MI-
NX2%4'(QMLB'.JCIOXWIA #BU ^570WKN>J M3L HJ-HLIB<.NAX^U5^\$SIO=*\$ =7#L;T&@_PK#"
I;WHYI" T^Q)>>^N>F)KG^;H'3?-I55/JIF.J&IZ6J2*8-MC.(MVTGX.DB?ISL#S2|B>I88:-
?"T8Y)XTA\$NM6X|Z9G^!\$9*^SYM0&17F&%;P MXO'Q&690AQ\$O':8.ETU8P*
JHS'61H;9ENQB8|VEI%MW728.Z0|FV+;>+;Z7 M:1N0O?^,1NR*?
J:0AZ#1=DW6;1!+NTB9;*0C%YM3#OW2\$4>%V7&9E|. @0@|1" T%"NE0|^'>%NAZ/C;2+LQ39C6WRBU 95-R.VY>6
MP_AP+;N(H_Q NS5Y3O;M4CT%J>9GI+IYS-F3VL88M.UJ?E| \$O9UDH(0 0:U=|6-IT(1\$*<(:OS\$N8_HU(
M2@QAI;HEMW2C/MA=A:X-OSHEFZ)YQHW7P-T#<|XC-1EEZ>8 2S-H6;:G;% M%RBF0&>0C(R/;Y5?H;D3%%'?
5SGM65;.D.L.4;H#N%KE);+M6|)=(SG MAZ-
S1*JQ.X4\$H&P=Z:243=VZT5MVAM%L!;9: ^|1 MX;Z@_N\3THJJK.8WQ= M:PD*)HERA+*W:MURC;
TMA\$8/68.%|BS!'_UJHE3ND"B;FKNQ^|. V'OCA400Q/P;+*^@+8"X9&0\5 M1YO3XQ@ "E;JA7_U0T3MC-
^7*3Q2|HW|.NH"3|Z1;0I M2?TNYB!*UIS&&I=\$.K\$X#4#9X" M;B#B,7TW:19?MF70BU'74'A1D|B@_3S34B.3
M^G02" WR74."2WZ=) %F+EIQ6^Q.K0HGCSC923CV)> M2DNJ!AX^ KP3?1#3|ME1+8;HSM-
'ZD|*Q\$C4<10S7V*!&1H3O;16(7BKC MZZ;JJ+NZD.W^R?/CWK,>77OV8.(DHH|<&%44*|B|/0
IMI<25<ZA(FV\$MO3'NH;3+ MMGSOK0Q06 3FO'9YANF% N1V0&709|DO,% "6% T#&T_M|Y)-C\$=M&RYXUO? M-
)*SYMUO MF4"&E'8Y;.L:A/FCX'W...SPM38M9V1VL;CK21+GTP;,,B1|!#L_ SYL MY|!8-
^RXWVR;#Y\$TV'MADDVPD7|VT7P4J|@P*R>YENJ*GEIKH"/&|SH
MSB4#=#, +2X%7/89;SS8P/=B;A^|302|AUNA.ZR"LN^Z-W*7.H*5=5;?<|2RG M'#=V\$L6)V3=?)U!VKDF5+_-
L;Y?;5Z3H;GJS|AB9Z0B)DI&7LZ?+DYHX= M#C8BPEOER!L0T0AY_OW:E-
WI&\$'#131K!DFFL\$ORNE&X#>8<17CWL /#
M!\$9,+L) _XA=^PZZC,O^|RNX_3/*; 'Q6S|NMJLO_TAO^L>0=#/6=Z|D@_B4 M3|L&OACX|NW?M6ZU%5+?N3
MZZ|H|. J15\$500#|*HG SWL"E@ A7D\$|!\$8U??&|H:H7485TB44+VFXH/! M7'JX&Y?SC=-
=<I9*)PFSYRVMYDZX2K0=[W*""THG_14O_X&Z*LF<(V<\$.NH2FT?880,8MFD/>G_5^X;OA M.O?
RHZ6VV +>3X"TLI/HF.UF.V/Z)HP<_W^48^K86U6/==""?FI?>'S-|TTA MUT>H_7UK<>HM MCZ^?
M7ATHL60+X"P=2=78!O@FZ'F@0>^S;UDS|/+^;Y%IS^<GK?M<&>?Z_!L!/I M:9/R_9=(3J;#!=BG;6I)
<6QP@OFOKGYKD4?U@YUV?UG9U0E;_E4X(3A5(M("D1??CX&F'EJ,N#?KX8UGCDS54WR_\$%?H!+;
M&H&Y;QM(0UO0H>12(@|4P*;I@)TT'Z!@5B)X7^W3;N3-7FA_UO_H3.)C**; 9K1'+1RZ ?S7EO9^N^S*K?O&I;
M"NW'OE&DOID&>#+_"L369R|R4I09CUDR;-O%X9TSGO"?NS4+..4I2)W_ | MW);B*<IQG;U9 M93UYD@.IX>;F-
NW6Z^T=HGS\$7)\$H=G2W8QKP3T1Y%W!|X#^#^<K(IC;1=G2| M82XHR#|*QIUJ\$G=NDBDHB@6_!#1|(-
G&P01GWXQ/^0A'GG;"2J|RNIM% M:2O;0JQ9_7LUSSG;%_MA>(RTOE;R'DHGREFJHD>2"3#C :Z8:PH1S1C"| MV
J;5#6V?2V0M_128ZYGACI?NJP=IAV3^J)*N6TU6/==""?FI?>'S-|TTA MUT>H_7UK<>HM MCZ^?
YV+&.L.\$!F@O.GT;H_TDL&14|QDAH&A.F3|68/%\$A89N)M|)T6T6||YR
M>BK|Z_ 'P"J(IV:%S9XP(B<3@).&"/%Z4/4Y^33|LG#|PI&6'H4E=WN ?I' M-UP)!+7P3|OUJS|^Y_A=AY?
G|TVJ.&QT4A*5?;T|A,M/R0!'1M&AU'#" M^|P(M2&WL3@D A<'@T:XZCXTZ;|2T_?T-34WVCI+M|MTAJ7VV-2-&
(P MP/'B_1OY9(A3#W4;?M2\$DBZ.&@77OQ)NISK&>&U@,9R\$?U|= MV5W&A;HQ_A_GHW|
|STMXX/V3WQI5|S.DD.'+L&>PTW M SDSAK9BVJ*HUA*WE6>)DV/PZK.#C1+5?SP;R(C|V*LD#|J/-<=[W.SH.1
MB|RD/G*CO.W7J-X)7.*F@DY#|CFM0;2^M6TR%F6YD(-%X10&E'86^<<4
MSH%=A%M%.4HOSDG1H4FZDIE6+6. M*P?7I<4S'G9^2G3J\$QP6&PD#KRWQ!&VW09.XIAP@U:??
NPTDU<3I%9ZBA<^I MO'7HVPVT*9.T%<DLA"">^E+==>?)FI?>'S-|TTA MUT>H_7UK<>HM MCZ^?
MAVEVVK@L /|=ZOW#ST_N?"1F!|PGP\$;JA\$HQU\$< P0603;N6T--!@W!GG M&'F"01P13Z;J=S?
LG9H&5IO\$^PVP)\$XXQ+2<|X\$ZK.ODSK9<^O75(U*_D M;|2|Q2|*X|!L.FP14ZZ|/OJ
X.R-6UD/X\$A8=_&6V3FSH2F""8@|="">2VJ MZL3A<*.05;|KS4GY@;VA|HVA6A^V
7(MHA;+Y01SGQF=")>U=1K22@C/^9JG-SEZ;|J&Z;RSJE-" KYW_#N>(A##5T=|L5S_ =Y@8 MYP-4R9VXN;^>9N-
KT;IP53M&*1DJ"WFCB-C #)T=T0&8J^PRGTC@&'BA2 M|X(^RD;IGOV?
|U&TN%;L77;/PJ&U6|@_-;DCP^&57X)/TG9#GG/@&I2&@ M1"O%/R;63//+L7ZX--
@|20J%^SR;7UL0'09XCK<5H3;H-TDA M;_DFM>0SP;.:180-?).MG%V(|1?1?7MBN_;Q10W5|
C;TX0PNQCN8%)VP# M#G8UYA@J NFU'X2M0W_0;|H&D;I9-4+6C4G0X8^0|R"E|A.WN.\$H?OP|66;^
M33_+1_EW/"%T/0%?"_VG^+ #78 JM9C\$BB9AT;SBATM|4B67R=BJMMIG&E&.: M-
3IO|\$8.UM|VH*)COEQ;KHRN)NY(K9^_?A|BPX|^|9@VNC0|KPZN+_SO M.N&'@P
MEXI@NJ/Z|N%P0;37^IHA+_&|9; #:4 MW- S9A@LVN'K;FPUZF4&-;\$/Q M.T.6'TN.V\$W@&F.G;
:R";DB)'KQ@W;E(+9WX0B81)ZB;4ZE(T+!|8FM0*; M:O=<|HZ^>2R;O3Y3U;M"S|R&T*4X|+)|.P;H?
8CCES@QTZ/ VIFZ;| MU+!N25; =,UF-^2F^V1G2V*E%<^CV6?G9!OY!S M&HSG|6%28/^0>AI?=O@U<1MSEB-
(T>N%R;J|MO|O)|BO/AP0F/EW;W\$|^; MBQ|SO_WG3(^8.%ITH|PRVK7(. * &)S#V|L96D8|RLZ|!CM9==;7R1(F|Y
MI0|_LEA|A_87_L|HF-5V)VF'9OCHD|+|LMK4|&6T^/MT\$\$. 3^SI*<8_'F\$3I=P@BB)?
9!\$@G*Z"L:56_V(A%\$7IYC|H=;ZCM NEM M1XZ|^<^#)9IM*5.U=7<0>??>GAI<%0Z=@00
\$@\$T>@XQ5+7K<\$-8^OV_XVO1U12#Y !MWI/9JXB M\$@XM) C7& C<+C%G3A\$DDN;"&.\$T8B=I!UKP=?
OD+YQ(P#-37(I+NP9|7V|Y M4_+*B|A=2TT-3989'Z\$+|1D/S%5BH0Z8.<(&MS?+|9ROV|?T*?\$/B/(V<2 M:(HKZ5
A+ #F/Q;H|C(2K\$FSYGT;A|W#E%#VEPH(3NZI|P<+02EYQIRSPXI MK)V-IR+*H W\$.IR|DO_UB3V0!^9=
(T)8RMRFHOMF\$D;34/#|=!F2N/V"-O M^N!70"*Y)6YA/^H80:@-#C|+O>>WKD@;|0=F<3O|C7OD|A:93SXI\$(O@>

MS2)2G/HTJ(B)"",>Q/*I MYK:X7270I# 46; 3/&U^,I9FIWLT^G?F29./OBY0)4?*)K4 2I"-IW2L)3 M60TB*
<58AV)[+@-K? 6-Q9*QETIZF\$7,!.D MO^ (*23:1+I.8XO!5]^>+VS MF8,L79Z5=E&NFIR#F24T-K.DYLA(JB=-
I5T)?7("HZIKO9C8@U#R!&6GD;U MO5""PH:7K^Y/V^C3KLCIGU =!58OM/.!1?311P1"WH0156QD-,Y2V+)V%(B
MJ!84^"Z4H,;D5;K?G5!2J(DL4#G.)I2Y(RH)UGR<(9!RA M"1=N *?;NV8W08ZN V%OM3"?AJ>AOF^",J
2J(*.6 A9&:::CNXLMTIR-MWJ_-2G"UQ/I":961G'KN6:ZAOE#EBD NW08\$8""(0,15=@623JOK3"74FX%9>R!>=^7-
J0*Y\$=>MY@ZKOl_-HG/I M0;E#2?I MS>O:6=G10I^6NEKI%X6)USQ*6+7.9KB-P#6G6D=^,H%SA,>8TNA;I#PL,;I=
ME^MW-2!%U*(J/::@B*NB.<4UIMYCZ?7FV4'_W>8NX8,R V B_S-TV3WX.-P !S1GYRIE2/T)"! '0G8&=0K03F(M3
MK+U;-N=&OCM/IHC-ZA>I4/ 1+'E%SBE;9L^%_N5ZJHUO#.-&V>J^5<_RO; M%W2H7YX '!,,"+3"3K!;@L0I^@?
4BBU903_ =9^UZ#D*80.)E3I0\$IT*!00 M&Z9J!9NK/W LKHKJ745TKPP-I"HT"(P4^8E\$+HLO:&/KK.L*/I4"&%
MK/WL)U5HGD6=>(PVW;IZA:+^6^4+D7DK65]=^ZI^H&MVYUSH;+;T>%H,*#'_M!L9ET7X ?
9V.HIHR=X)3C&XP@FFG!2,)*H40(L30^B#VA?MT\$M!^CU,W2C1 M W2;/M!K4RMJ2+W)MGH60<7/?%TEK=
I@&W.F.-Y=^%2UA#FG(3I4:P<- M15@B)DK_ EFT250= _7I_!A9?%#&I0:&89*?D>25VP^EB8H0U)GF9?S",JZ#
M0!RS+ _0EC;7I2C80YIYAA1 P3L7^*2.? 20A@I#U_Z@IUR^>I!50G8@I/E+KB! M#Q!L_+ A5SX<=;/%SH:6M+ B
:>MS@O^O^8!F."#\$0GJ2(3,U:L)JTVJ6 ML"!ZU5SE.8^,\$*F^D_GXZ==OLFRC1R+8E!%>?
KAAI5W=6K!@8^F^D6;&D MFCCG"=+H+&4J!08!@#-"1_-D?*RA?(^=Z-G16I@X**2Q?YUZ)7/D162X;7-S
M@I+GZYM,>^YQP\$!3FZNNG_ 5^X(I/L_2QX.VDSYSY.F"B!_AAD80EM^U_8 MR!CL?I
(>HC^QLWZ,1S2#M2&R%1V6Y"-OF_-O!+@OIS#_9T9ERU!>I0-IP)F MRP^\$^+@.E08&3>3U3&TJ!(SN>
I4ZFPG;VES=-^GV^#8?I_UAHO^HLOI_!M""8-JXJ9,H4A9W,9!0&=6X*6<I/L^G<@S! M#&#1D)I-E!P& K;V10+N6??
758-7;T;X!P^F\$(7I?Q-RZ(=I4VE5)5FXYJT+7A#2%R@= M.8O>/4=WARI&AQ0#IAY&G6;9=XCH36\$BM?-
Y:75PV4=8%2I0+8C#;Y%J;U^M#1E5GJV,9SWYU !OY6HO;43PW=@_TW!OTY7/43)3R(C4J,7.CF(XGZ03*
M:9"Y(5*B>HFN>Z4WPJ>SNE_LP\$;/_<<^TX?8DR&*J3_-Q"5LH?1OF#% M MHKZ0I_YIBM>2DCJA?
EI!Z@2CIT!5!O2OFHUII TKV%0\$!&)3W@FIY;IUIG M:&F=_MD)>R>Z=I#SW29@X_2';=<% M*?*"I3VZ-
6*&R!O!/#GQ3V;73H1@W(\$@="S4,&#)53(L!N">/G!B*(YG?&?@RP!^=R+BA/Z1L<5;Z>I+L=U"8R>I?
Q!QK=D+W=_X8L\$J0I"QOK4!0;:HHA_A7X"5(34U!"T27!-L(CE!0R9C!7(TY;N MLX?AU6_-LB6*=Y4L^:VLKIEF?
@XS&_/IEQV#A99^71ZBMB!F)T/T=, ^M2*"U3"/E;C#J(HI^36L?L4>_U(X)3OQS47B2K!#KVJG_WLJ3MOZ8#97
F ML8V\$>@UB"!DLZKS!T6C+_E)0NIF_-M7V!G(%@JBP%;Q9(!VZ<@_-GC!) +6%D^&)3R3;Z43>I^!OD8)D3V
MKB*^_9E!KE+=6(>_LO^U=5!3F_-LAMAY"ADZ4JRD2?G"Y8S@DI5TMJ='H MCIXHF7R^2>?^A-L:-?_
DO=;J,BK^H^@C R02999R:(K)_I<F;O2B!AMQ;5,9^ASW+QSD=9IH=L/@_@^/
MRX:*4!IF^W!VR6<*W^OY&95)J=X?C/DQ^EYJL VNR+V!-=I3&_1A_!1-UR1GKX-O3F
M&4!6;W.*I6A.SR5C\$PC^D/M8?C2_D!^S"3U#KV,60C M!ZV(71=\$IWL TG;&)A4SI@/M_LZ0_4Z
LZ0A&X!B&#ZV;I*G.!>Q2))Z!HAL M5H!@QP/UIK5U!_T3BA6+_.20T#AFU&VS=V3.F+?=\$!7UD=VAP;C0VY;\$%+EM
MH-TBINA8125PHA_M&5!^KXI^!H\$S:P!>_H**>_)@J3RM!_WOTYF;6J-8Z-M"^=(>WD^2<%*N*
(P<-PA(1.B/+_SP7SZ25B:OITP)AAC72:ECJ1@?5C5N^_IK
M>2"X2"83H5Z?TCMXOMKJ!#3#_8E>P094;/_A7MY_1^I&Y.'(%6!;0%*,X)I M,L^TN1H!;?_GU=+_&CJ"OLE;?
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M^K_-8G!\$OUR!0N!%*)!AK5;F8(V0U!;!?"_N>K(Z)ARTWYG=6/@Y+Z; M!RLTM=4>%!P!<_!<23Q8?ZE
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6KLF^ARI&D9>)Y!6DIZ_WQ2I+IUFJU8I/YL0@C!%SIC0L;O M(6@P258>_Z L3=2Z_ ^AZ^ (F;K"U#CGU;/=,
I:%0R)VP<^*RWT0+=!P@>)9) M%IL_!IOH%UD^\$5L,2PI+<_EJN>I W+_+
I^L59W+49N%G&E*=1SRE#G^>1N,GFA2/L1S!T,-)@<;>_GC_&K%Q?O@UPOZ2J0(?O/6&P#SZZU MZ!&
(/7CPA"A;IUIRI;JLB8;KF5>I3I,2HKJ.GIZ>_D)P_O4YA7=GWX+I(M;K!L>U))0GC4G90
W>+NFI!L;YMBI_0;PK/IY&4L%10N+!N++4A%RF9?2.6 M=Z;KS01=A.RKM@Z=Z 3I>^LJ2VJ>(I%+\$.<\$IUQI>
M7ZLEB @Z^Q9"G9=?/M2;O%I?MK_@ZY-KJ;!8?P9"F\$S/Z6LSJ6;Q5; MK1 MMT4EEQ-K_FZEKO?/_
)MN#CK3O>43;_F7%A;+(?P\$+P7)>)Y+SJS9_M98Z=5F!9);Y!DTNY;O>B^=^!_W2WM^!7PWZ*F\$^I5?&H(U.#.-!
YIM^2D&6CD+;_G"\$<404ZE54%F6U_+JP^X9T;0@Z)Y M#I@B<8#G-
U7V^4LIG*&M+PW^7Z\$3NI_>"*W&BIX(!5VIZGWG\$IN5L VGN2+ M\$X_%#FOG37=>PIX>PU+_FV0=7B;!^?
NX<#*"1CUN^?^E^OPXB M-9)Y&67%N\$)KSH!FE8&%^E;5"LR\$E5I/2*MV S?W_?E_?M>YCL?VJ1!"5 MQ?
6_&*ZQA!"I93&9740J-8@9;+U8V"6@;U\$KQ*!MVC1?W;/!6S@(%B_B02XT MK/DPKA,N?
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S&1D(K*1(EB-@I>63L_9IGK!1U,HP564;\$#R-M@'?+?ZD&7&\$9F;W!TT MH"/"VNGT*=>#;\$?_
WB13K7>*@GI+5QW8V^+RW);_H*J.T:7RR_X!# M7%;L0I%Z#9\$TYQ/TOBENI_0SW+=GO8?I
IHE^SA(IESU^6;P=H*4YTS!W3_MN2MX!WN_\$(>!TFX<3JS9%TKJC?BE69,21RJO"Y7R5^(A4&_I:E6=IQ;_!H
MIQW;H>Q!\$I9SHB0#^>8Y\$;CE+>5YWUYQ??70JNG@FN,N!-C?_OI6SU/J5_MQ=#Z.L\$I81AK!@V3G_@+&G+3;
I8!Y577J_IY7C BSH;H=P/V=LI!A1C MKX92IQ*E?W_!\$EKN9_-9D!?"^7VL^C5@Y-(EV<5S9-B@!Y+
<@NAN51L.GGGH(G%DUN(HU^C/IS38UYUX6;G3@T+Q.5R;_E189U\$)*PS04@A
MM<_W?"TOU(K3J^_XEMZ(*3<2N78")_2^3ROW)(O42^M;467S(("_D1Z0T^0 MNZP7TROEG:P_X
A0P#_6!%U;Y>XUMFZY-G)V7U<^"G4!1_3>PX&_DOZ0EV; MWY(*M_/_C!H
M>>H>B.OYXY<2LHE,@RFP!GHPIS@U5";K@!X8VD^ZQIG!&1!=0'=>67IQ/M"PE;=&E<_WF/W5=;=<9-
ZOJ=F4?KJO_M8R2QATE8P>6S!+YCI M^H?6G5F!%2_SPEQ!A&QDNXF4P6E05*_UTWYT-G"HI
MB#HQ;+2S0E05MK?I!#J070DCKR!G_T!F(R IK&*4=?3B-X5VH-B!#X/<6 MX67?K!#IO_!1!1)AVCV;\$ M4
&E7V"~&8#QH9;0E.*2KS_4NSV^N9P#;G^LF@GF^WJPI#K XW2ZL)WOC"9 MS;?1I;JCK4?!(5H=I0>_I!7->JW?
>>/RK4CZJ=2NU>+>WGV;76>AS4SXP!KCHVNMDL%MW;
M3A.B\$(>+UYM@D7ZXW0_P90X;QOEVBHP+2@!59ZH057UU;I2? MK('U#>_I!7EL;@SU62;#M-
:_^C:6GQ1X+YWKAB=U<8!9X4IKB^MRD^7""I4_M/+6JB^53G)"I3"(KGS@UB..U M 4/9DCU,L7!ZY"
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DWBQ/I!;K%3I<_JN!;J7&"XW_CAA#@YP>_)W52"F6!+I
M\$T,U_#DYEZFV+!#\$P&_U"N*EVB<0XD#E&0VG9\$??/?<_LN\$C0\$_.R9Y.G M4@WCBMR^_-
C;G^VL3I^IM14XVBSDMI6F7-3H8WXA\$!/*@IS^8E;_Q8^!B-M\$%_-UH04AU/5BY0Y&=&=U3UAUF)H)#98'_
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(MB8675)Z&Y#_Y+&4.IV2?D+&P.F@%B&?0AP8QDN"C@Y@>_)9:B4*Z!GCPM_70<36O(_26-!!&@JY%+>IY^M;_
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9IK,&^3C;AJ!Q_0CY M1JP?*\$"@"?_D8P/<;EXT2XG@P/H5Z%BHZZB MK_IW"F8#_A-B00(904A!^QOI%
!KKCI59#B;J^WT!XUO,T!Q%VDWPIS!<3 M">K*T159N)C)QT3GKB,<@+P>L6H NK0W_7ENE_1^R12>
I0";HY^7)4J_M0A>QPKFPIGX/^4WI#/\$WCKF5L@!!HT+ 0SAK>C^MOV^XY=PX6J^<K;J9#\$&E23ML
M#X%I\$V_C0&TUNC KA?V)C(_+625S@<(B;HXL<@<I\$+F7_QIOFW!;0XIF0-I^LT<3;_YXY3A+&AX-MW/3B

!RO<67=+WW)D-V)=>UK;5\$JICW6=:K=2.RI0N&H(T8 GC> C MS49W60*\$&+C-GY"/.6%+VACI=CH(NI?
+^4).S?IG:6*-6DZ6Z=E..3EIP ("81F--"P;.02Y; MH/>N1164N#".0=I9-<I68BKWJ4I3G;IH7H
577>=:Q=O.Z+=G\$U)U#N166W*3N+W507FY^3<; M4Y.X.RL:E4MR6?B1/U<*;C.&X8;5-
/ZF0^QB1^7F3SFJM;6051-WMV8(MAL%3Y7KD\$SQ
GH=:DA"BZ(5(2M%)SW.LUSD_G@Q/IS3JZ&2B/BQ=X40<^ME.ZI_UEA'
71)7.2U3^A%;WOC\$GOG&X+"KM1K@V@37.=;J"B6AP.46/3 M=TR4>"LIN=36U%8_D32S"U
4Y7\$"+O\$D.S59KU(HQ 4E?X87V-F>I@*/D5T* M?8ZM-\$F=?B9O+^_I/JOM(I M5-4FR"
IV)+\$ "BC*#GV>5""@YWG^O?I>E>XR_B?SV1I/M8MJPDPWC MUUY%HS>+2M_V/O56W91%W%EHIEOI IV-
("LQ/LIKD;7GJNVXA@+M6QD4B% M\$IG4K J+* M4UL4>"D6.L;5J;POYW *P+7I(2I+FDR?U"UJ=+IY.ZI/LHN+
MN)L7+5XHIV6U=B^*X.6\$>0O>E\^#TX\I)8Y>_9/YEIRT?ID^ECJOZ_K0* M<;3ILIC^J@/IJ.&F8N
M6IGD7I;=4*C8X<8;_(>UW M?F8_L;P?5)8=T_R.7=0D&/KYFF!^NMEF.NRK#M=J+M@_NEA1^+XCUXIN%6
M^QP*?/?+Z/LK)ZT=RU^IEICPJ%OK49M;%I^K\$=^V5^IHO>@<@I(AON6CZ MA.8+1X;_E^&
IA0B'INJ>GYO=E.Q.NIWI\$^ Y7_8? %2,WJ&XH&S3Z4W2 M>O*"FOQYFZ>?8*?T<_I5IP3YSYD=VN;NM>43J4ZL-
(X6+XMO8O?@NIA\$%I&)D M\$X6WF<_+O.Y?(?U4_P&=P.WTAZT\I_ "PISBP.>)PG=;_IGO)D-
U"2_*JAW0\$C3Y<3NL;T2\I/"MYVC&F8DT_D_M,88M>PA2+LR4FJ&GEK!"B;?6<,V0K00=5;) <3==WN+I.B.MPFHFVPV2(N^((=TQ M_G?UN'8 T_P8 \B<BI6@Y07A?%;ME\PYG27-#I#PPKTBOITFT0.4#WWA_
MW.9>\$WI38TS-9T?U1E9P829>9O5)T+I!E&3KZW.X#SIT7-^ZSJ&.>."? M;7NO5SFAICGI^6-173Y;.=I9QO=
IP^+CYAA5+%IOV%=NCGK%78*AP#6)D_0 M6RB/Y.SNJ0QI13T3G"X+O.HI%A>^/68-
)_AU4OY;PHLK8MGBT\$%L%<4YK_\$ OSAB5+AIK2IBC?U3*I=0 M*6R@066NJ58M2I93I&&;^N2FOVKIW3E8
S>NF+I/S\$AP^10""+28WUX9EN^ M45I6X68QNPZ;TH_#H'WMK(6U8XA*)7V3HIXCIEFWS%YO+OAUQZU-H(9B>4X
M!8L6;PG4(HZ6V^6.IH7_.8<42^K9 S' \$SZ!I>*J?HW2&BB:<1+FG@&_M_I=M@AH@S\$;9#V/(L=+I
IEVWO%"XU4.UMQ7K1F"522.88!Q3;CVYQV> M@T)>H?
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%1")_F6PI RVIS_ MV\$+;W2!6W2LIZK;R D>_I(I/5E(DO);:WIZ7Y<+FMXE_ _HO^8=I^_X3+
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LZMZIR.F1;7;R/IUKJH\$5F35^ID4XR^S5O\$ MN.D4(+>#>&AX%G3E &UN?
VO/T3LDP6A4_&:=0!X;1^E(I_ A.SFFM%O0#UL&938HFG;8JXBR_\$ P*
M+I/2Z6=Z^>>I;#M='EV2(Q^5>H/G_2N1^"3=;I^2R(I)\$E=JH9IA;=%KLI F M.Z1*U-75"\$7&MZ5;IH=L+?
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M\HKI(>O>);.9G1;)%H_:/S+69%B&_I(HQ>HE7M2^C)6V7:O)7
M+O&5;IM\^M8>I>EHQ<D2I6.5*@_I.HT.8AGR@3WI>I U4^=Z*/0 MA?6IU-L\$6&2J.RB9/R^T+
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7D_AEY_N=%O\3H^I/N5HA;G<I(@_ZD(-@_+B9^1Z-1CY;6Y.% M)JW#UT.N)P0HKP0-9?^EO_?MTDT;^OI(X>?I
IAl^K=&"P_>_H\BDFV=*F< MGB^Q_%_I\B8CGJLW1%I8;_8I_-RH2M!_4@G" _DF(68/X?L#N"D.W+H(KJ
M0B;)*J2>B^H_3;HIP%GU^_ _*RTY^H7L#N0XPH;Q.A%&K^*6SIT_+9NOI M1#>5B_N4Q66^I_-#QW;_E
M7_-VI^N"A*_F_&8^QTNV^*0EMCX\O5IU#5(1Y^H)4IJ9DGAZ*)=D/>*ZS4;- MP\5O06LGUZ;3L0/88/
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M^4+V3G8Q!\$J23(#N+4*IRV^PT3_K\$!&\$VZ+=Z=%*1,IY>DY4IH7UQ^JV>
M_LJF^D\$=IN.X;_GA^BIYJ83R&UAK)#5_ "\$SUI09=S60P8QFZ*WT_O+G M53Z1C/DIWL_LHN#;81O^H_07Y9=I/
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=>@G;)W%3#;CGR(+*K%;+U^D^YFW_S_I\YXKE^A MS@?(/M5I@G\3P+"HBS?EHGKXD;UX^@V\H1.V2.?^B?
+>4DI\/==%Z<"6!WA MQT\$X M9E2)5A&989;IT1W4\$7_9#I_+*I9D&\$&\$_P_G)K
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09@3!XA+VT/1-1%/P00-^>.\$!:<0AA)/WO%0 M=30BB; UI\F^(BH^DFCY2,SM2^8<>XX-
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9R,3>MEB&JN/B6Z8X@!@<(<1*NF.E28FQ!+VQ;UZQT?OSN<I\X.@=2\$B??FS;)!AHKT!9H/74DOJG6MJA^_4<8"(
MK)KG%&X!9:E,<0"((4IT9H) ABB>I 3JVK_9E6DOR=6R=R*ARNUIN#%5* MZ#Y.+
!CZ!/:.\$/21K5J89.A!3!774J4;_=#I.L!VIX+T3_@IL%&<5\DL&*/ MH.I@/=\$_71\ZA>%NGDR'%278HJ&GJ<-+W1Y4F?
^ M*4.D" _3PH:AC;..!%)2 _E?P&"<9IY;8G!H+_LJHR+CX/Z#8C.N#GUS!:)
M;V&N8ALU85//851;_%NUX_&H*T9!2CK33E\$Q_/RO*Q#A0INICI@2I)IG#@RXVP M;I_87TURIM0GV#Q(#!/V=4E0-
Z!AWP2;JQ=O MS!QL;\$I3R=(I;X?*OTIY764Z&LMQ!X(GKL6.NMS/_RPI!DA\LK6/U?NNO&)Y:H<+ E?;5;R=\$-
>0IK.<X@P!#_HR3P"BY<@!^!%WB M;E@81G-N6VL!C:=%0:T^L7MN\H' 7(A*.7DCP;I4551OU_%.Z3 5CW M.NI<=
=4B,T!Q TE\$1+4_M@,AZ10)HYX0WRF4ZTHR?M0.!IXPIR@=7+(H M"IC@=G>I>BO"-Y%)JHV\$BXXGI
MCK&6!+5SCB4>2Y!0X\$74N!7TGZ^!8+;C=%;JWTV!^E2MF!3"l64J_*J>&
MEAXU0NGD+J56NN^VG"&RIU5L+RJH=W5JZ-)Z;KOT76IUW8^%91Q\$VQ%! M&D,3%*HX/E,@\@P?
AN\$.ZH29)\$1F@>6*AW7@BZ'6*P-1*<.,#M0BLO..Q> M#B!#;&>GE\$?8#RBUMC^ZU;
MR6^TTVAAX/CV;^3.1>ZD#38<.,#5:RL*U+J90+!F.F=5AWK'7P=N< !G M=:G7ZV\$Z+OY=IR#IY=9M6'&V
\$!S.M.PTWUM"!&5E:M^A_@9=IGR!BPF =J M;O")FYK'B&?55DF33%JYY/(QO^W?' MO8:TL!:-
U!+Z3!_#\$U9MOYR*X SS4*T7SWCU;_:/6/5OIH!>VRJ !5&7- M%??.#M_?I1H%#YH3!Q/?
W!XMC!2!5V'H'M.4/W(\$ WDM?8H^T!;_9IH MNZP"PC8:U!K;_I#HA0S1.6!U@G31V3-3VPKH_K^Z)B8--
^+;OB5G@?O2! MDK!P=0VCKV0L*9="PSK0!SV(MLE!S5SJNVQO9U)97=4/Y7_ONN_#"N\$'
M(+!GXH+I2;:&#)I3D.W\$9F0D!""H.PXQX:Q"IDP!&=\$%":19U#VR:\$@Z'E^G
M;H7=LNOY&M0&\$29&X !'!^!POI6)DB.*!#F0_B MLXX<%0\$9M?7/0'5L%I:=R/(&S_ZYZUNGTYOF2+M.PX;J&SN1
M&+5CGF=L%C/_PR&>NL_!5T/\$RFIOJZ@<7S&DZ&/1@YB!ZA;TU^&DIP*!_V! M&=>4V!3U&E;L*)<9VZT/E(Q*\$V>
((U99*VR;!A&=/16;4L8 VHEF1#%I#)MZ M.RG#%F#JLW#EX_Z7^M R+I^K;V;)2@Y^^(S I^=!
==5*6K#GNK5RZN+O MIRV*VAY7YOK!@<&/9^G;OX^<,9N!<#LG(V3OGR;N"(L!7RIRE# VGRCR;-
M;/_+!_9B8KRI;_4>WGG+(\$NP_!X;# H'6%QTI+93IK&B#L=X/R>\$M MN!8&I!34^9M+C;?+VI8#MF>A1Z&
!T_8'D.5N4G M<^!3E2;<^>T1N01Y#<4O"5#AV&5O&?X.YSJ?;0_1H7W8J53?A!G-Y>/ M41"RF%!)&H.TJ
!4V@00TXVL-W!^5\$*KFJRN<^ETJ2S9Y74E04!DJMK<M M?0'59ES12WQ8JY-
&QJM>*H>UDA^HO">^G;ID56CJ8YI4457=&2V!H0" M<#& (EM>#@&4_%LJEF\$*=A4R=I!2N'1L4HQ!/#75/J@?
+DHYG33 M(R)V& ?@#@NUW'EYKXX#+&0R;)@&K""2# 9R3;.F!3IQKX)MDE4A^*PN0 MVC28" _H?
'7&_ZS_5Y1!T\$E!Y?;ZNFPKB\$K>AL0)5!N\X1U)R:N?TM=P M/OC;_4!5BH=6:DW0 2;?P!MO2D9ME3HV!/19V#=
(&@JMR;V@)PW_7!SY_Y MJ_lu5AC.JB%.087Q\$&_!MXUY.IQ7*P#&K!P6.TM-326W^_IE-P1\$!^6!>^>5
M^+O!OAI%)W+CF>:L)HJ7RF\$6VZ6B@ETH52=,+?2WW!PB!@;C!H&X"\$ M>X
RF6@(&RHBEEASK2(44MH>9V@P&^C+!+J\$@)5 3'60.T*#QMT!6IMF\$41< M2/P>|OY4R&KRI3(I-POH<^S;V.AH
MGIN7Z;_@_*OQO)EFLZ3^1+^W>7,+N1&I5EW^UZA9;F!;63P22FJS1 MIQ-GY?
D9YW2MV3YISX3C*>#P*3%3E+^"WU>_P6IDW@A!&RV0SSU 5;G7F9GI<M.S;AED3_B)1ESC?8!2Z\$?%W?
=W;1=!'&3^7I9(8K=*3984Y>_!3H!EOI MIQ6*YVD^IP3-!PI4?R?V^ZZ(!I!#D".68@G%>UCM,JX/\$>
M!2H#8:DD&"_*P"+1B71>G^<^ZPIZR.L^@_!K^\$IZ! M);F1F\$A:4117%AOHO7-B<8!UR.KM9;>PWDIW@%T&
0T!PJM1S5/0)@0\$ M;4FM:L_*@:>A;/_I?#D7IQW+/_78(4OBFSXB.A^B.F\$ROC>W;VK\$1C^R&J
M\$#J6"0LEBW">F2XY<#@R;VL7*;<^NPI&T.O1X2-A88=4MOZEOENMSIGS?S.M
(!_!_GOAMS!W_)A1\$P51JVBY^IEJ-9A@Q9=32;'E5=J M4J^?R3SID_-8PO?C/@=P@8_F=Y*76PMZ1L;C,XW8W4P-|

(E'CN#YR>:T28D' M,P2NKH9J%,68WAFIZ L/J=BJ ZS%:@M.*H=LN020^C;B0?4Z:DK+?ES8:: M)GVE%IK^N52
U1.E&.:C>1!1 HTZX5^0'9IWA(KYZY[MLRTV]5BE38^X>W9S.W7.UDWDXS:3 M*JDK> *4U-1V-)+?3Y(K.(3<2R*>
I?EUC&_SEP:O< #TQ(-9,B3*2,8E)8T ME:K19I,3U4 _JOGCG4D1%[IY]5^TF(C;A !F L'&FWI/6T>UCHMC??!Q.M
M1O5H!-N+7EG1->[CB;OP<E3D1VU?OSJ^U.H94Z7_HL&8XE_CZH^A MU1IE\$ZHWU?>AU]+BJ
SIN*J4WWJS/2.S7>*M4ITS\$#)I2XP/!<51+TM# M=504B6>ABP%#E9%:9QIIV UV7OZR-
%51VEH LJNT4QNL2P@X+IEHZ+HZ?9< M-I>"5.":L:44@K: P02K1#WQ:J\$184%_BRIW^E&^33:K\$@HQ@:
MKHA29>X>@943;ZO2?I&\$U %L)M>077%&PIPEZ9V,3Y/!U*8<@<1UFS^6(8
M5I"P/HR%I@^F7D\$Y _JU.8^IRL4M1OT1C.F7+*IX+@ _KL^?I 61>T+8.1": M0Y@CS(O#8A>_E,N15
JXC9A+7#K%EW_2Q2E02F:B,W#28UH/IQI"QI%I6RG MM:<0WT-:H7#L!FP:BOI"OQWGM21"IG%XR0URN?
C55YCMIGE>[IP]IA>_#J MK\$Q#^0GF?K"+=*L(%70)E:9Z4>?Y*677!3M&I3RFTKY7FH6,4?Y!7!Z&G6R
M"1&ZCBB#-M>)L45A\$3:1S8!RZ"Z4FD6TV8%8LLK#8J?3+?=:GCQ5#VDJMFxu M ACHD'&+3ZA*).C"-
V*%0RVYIP(TF8%7U?05: XD?#J Z=OO.ZJ:T0ETI86=_ ME9=TY9="T^!%3J:
MYC^E#MUEA7Z/EB=904:##93+H^(M^-&Q%HW(IUWVS#E4Z@K&Y_?M0
M4RX,A04>'3Z^[-O]NC!O!ZZ5IHCZHKE(9?-^HBFZIRI0>ED4,U!XV\$>I9+L M64>00!,FVC006(9Y0,94&I"E+XL?
9KD;2@X1KI")4@@MW&.""G@EOI2H&' M=2*VV-TCLP8Z ALZSX!WX)M-(\$N1J%@T%3NHBGC&*J
9)A+X>TB/JX00+TR ML0X?I-(JAAG>40^M1H8KKC2(*IS)&CY.8ZW7HYTW8^19 \ZG*"^JZ,-O9ZR
M0RR>IEI"K7CKSWJLO4H65M]^L/A#KB^PLO5W\$5+BAT"/!=1%(Y-T*W!5Z
M10M:\$D4>:H6),CWNZMC.IHTAKR_L>W%OU7!6_\$FW"!DOR.(MQ(4IS,D\CS"2 M*+U+8"A-
KE725CLJV^I+U+!S!OREJXNFB8-'Z9_A58:~#E4J' *.&H6!H:~^J*EB*6;B%~?4XZ^3?W@+~% HI-"
MG8KPHHB/MA86YJ3!2D6X.NTOKJ2MGO)5##\$Z?+OJ M8'L:ZZ8>TR<9B1H1*7L!M5HD?
B/4I_DA^0X0C6"XPPI9I8IOOF:~R?E!R(TI997"CZDYTX.X&5!,:>HV?9=T! MS %DZA78K1Q
!&U,Q5U(LZH&GS@KQG6%J:JH#TAZG4UH^~H1925.MV:5OK M7JH&S2<2+5 C#K2B!%XTBO:JOCM1O@PI\$CM!?
B4.SNLI=3RSO:MRJ@E!L M>+R:OBJ_8R#I9ZB8AQGL=H0@00:9VS2TC33I4N"IQM:\$! *XSX?UE@^W:~9J
M:H%&\$CVP(1.I6CQLR>ORM%3&X4+2E_O&:W1 M/N1-2N-(U*L)B"L67M2VE -TX@0>A0H^WS+2)=7H5KX_?
H1Z7!X:~C MWHL\$LECYX)2W&A6@&H1NVDQW\$!H3U8B"#<.2%DS86SEN7NS0!D0? M"C2Y=O!E0Y9/>?
W_!%<<3B=BZCA:~!-7><"Z!C.D&(>I(1#H+9M"OF22:~I M3.CM:77914W2TW4?#/:&.:ZO2I&F?3=V+;
=PA8U=FKDJAL4\$4:L#44COSL?QZHL+"8"TW/FIE9^PJ9QD#M#,<1^
M~D\$JDA8>4FI/DH4C?2,5+<O1MB&S)D9,O54WRVN./O.TIUDO->%5!%0&36<>
M8D5P1YH_="HDS:~\$!^ZCI.RF1EE4LAL&+;+!LNLVC64_Z>ZK*7C4^RCCU-BI
M/:L_%OGA7O&IWF"87%BWTM)3N!YPEUP:2KKV*~#?I4!032IK/^A!HDUGH,=S0S M@JXSCX\$?
B67(QKA!ALI@.FVK@9:OH/D9ZD+Z9U)=H^7:262!V6*)IM(BQ0 MK70_:/G!WM5DG #,51BY:~!~*1?
*SIBIB<0K7EJ94-Y#%>_A:/N8:YU! M8!7/INI?NA483!T\$Y(7_?08AIV_@!5NC):>LG&+@IPND!31OU\$-8IQ=JVD
MY2?~E"2_?WIG!\$<[!5LOD+V??&I+NAHA!VUPIK5_@/O:M'H><@!1P_WN M2I!~7!R@W"P!
(BR_~EQ.7@+8=/_?9/Z4PPU#~\$\$.8.X<8N<@CJU!P?G M&ACV,~L%U70I+~"W2G)H5/TI%G/PN?
6@:~NH5TGG)P0BE5<TY#Y9(O:~8^M_5TCNZP=H:~N!)K_U00:~5EAX 1@0Z(\$!%)~0B*B"M 6U9A:~(D+L!
MA:@Q06@~(P(M:~M\$145%B+)%~(B:\$&\$A%C.HF6I8&0<D*N%KLW#3-55SYIZN MFHY3^F9OSQ5GV_GJ_==IYG^?
YSO(=~%K5Q?2E9@A7(Z8YKW1"Y3B49;S M4:IZ^N5!~B,<(C&EVA7E3*3I<+!~*D>V08L1ZV:6J/TEZ6!>-
"MJS=6VQ&9>~#KX!-F*:C637S MPX+0Q J_~Y% 6WN!2WGF(NOCV-
D\$T"IT1C%43KBL0N_~Y62+SKI_KN6K^EXDA+*,X_DXT8GV@+F:~^SE603&B42"=H?&^V0CM452+CR.3RK
MKWTKAU!>L3)+V"X%<~<D!MQ:~::9!IPGGWM+1(D0-DJ"(O36D2KOP-HN_&MSN&HO,G/5FCW5\$T)MM5U:
(S8I29V)TID1%Q/JYH:FFLZ^2M8%(5!~EI^KK*_FV1+Q5DA(T+~0LLT"-P")C!CP M04_/E68QJUY\$S&3HE\$R!F-
8XGCQ#Q7QSTENDQ?>2IG/D_~JN^PLEKH'HJ: M_~!&H^~\$-L(4CV_~CME:@JLYPB205<:(I_4UKW\$^O<5(H6#I
T3KW*_~>X MQ+!~KT^AR0M3F6B RT2_~!T"#~^V:D0:9!~Y\$~N)2GRBNT-3D*R0P%@H!
MZ^\$R"1!1KZ!Y8P,~9=LMW!H3+RT\$FD>\$.^NO!F(= T7K4GJ3*D-GSBO2GA; M/R"!@~(7D^G @~6WP@EI?~DHVN0?
E?~\$*-GK4U2O@HA!~VP@WN2U8"RQS4DI\$ MF"IN=F+(M,~2*6"79 KTF3=BH^=+>AP><1*9IY(G4.IRNVIELM?
55+S\$*L_BV/MXH-12Q?S4R&(70GN>~(0M!&6+?3Y<%FY?F?WJE02;G6Z<EA+S*~Y O6%EF MF_NRAJ>ITO>_IK_?Z!
(S%#3OE+ M/6/R_~R23@JF(,~NEGHH 3VSI M_~LYL TGHOZ2/ITK+AQ&>RA%I JE!X! M:~VJ!L (H_V%K>2'W&
IBC7VR!%A5_~9B9%LF5M;A+L_~4DK)6<7\$9A\$G M0HQPT3?Q;(*J=Q)0A4JMB!SFP'P?&Y+XJVMWOK+A-
#_<9YJ2W5FI=>9K M9!\$(~/~*67,8P(I?IR1 F<)ML^H@~*(0*)BU_~5=H"Z@?
\$K<?/!+JZPR7#~?22L!&YKJ(-I04&3DF^V0!PE,5+BCH-Q<^2RRB-Q.F>UUGVFN>AH)&#NT
X=8P,BW.DBG^@<%8H"MKN M\$D+~?>D>E!Q^:2IE I0QQ7ROJ#&+28XO@I6,25IBIUN\$K\$%46VJL-D*K_N
M*0T49S%69V)O#I7..3B!~OQ.>X%)MSL!WL0:~5?1BB1H373H.LFOH:I(4N4+O7 MIZ(S)-DP:YDS?H+0#)WOX.GJYI
(UZ7?Z95I/7?F:GDJC IF-&83CIT(I.FK8 M2!T?S)CS=J504AO9B/<%7<\$DL1Y@~P_2Z#B-0_15^#U66MTT*82:~
+~3J MDVOKDJ8C8HF9A_~*BX4+&T@YZYZUBC#8NBFIFB3H^F84AQFA(-&N>L7.O M<%~
@@C1"0#7K5&DU%I:~\$DIM:LIXTKI8N/TM,\$7*~?@K6FEA:R0(/*5!C MVI?=%HND%P!W2:~
(1IN@Q+WB>DY:~R)!%DN6E4I/Z?:@2_~M192>R:A.<@5RJW8!_U6J8Y%&V(#&7W_KV!@~2-
UYIK^<2HYOL5H1+@U M0RW8>~W\$5J!JH7JBLO*K>~\$QJ:~\$O+~(IENN8_D*)2SAJA4I@SHR2!5>W7
M@8,~# SL\$S<>W *I 6B DJ32Y9,1@(!)&RR_A O9YC-SEG 33 M:~<CB6\$%<~<U98G@G<=&
I">JIP(CT\$>LID#T.GLY78:H=2,J.BF%~DKJG6V&_~8 M@+^FF@N6RK%?L!H(*>S1%CYIH5
&QVV6:*A8IKOP%6V23,~?<5-)C I9U>V? MMQR*O.HQ!C9&EOV^QL9!+K2%0!6 :ENJC2@P7@8SJ?
*MN\$@TG(4E&LJBL M_~H<&3ARUI&@,IHKP_~SS!O*U_~<9I6\$IE6;IH.J-C4N+1FKB,+DQ3#C"@N2%
MTG05);15V,3>:H0H:W3,HCO(GZ\$)& MHE>7&6AC'B3CC%~>Y*N9W=0EB!V!
MIM\$5CS7N,9AZ>HYSV_YQ*0)JMW0*B;DM2%-N&3L.HZONSW#R.FR=4V.R8 M"M%RIG90!I?
EA4UE5L&C9!@1NR1S!(!"FA^2U?2H5V!NT6^51Q:P8,^M?H/S3-
%VJ+~K1&Z3N;IE_~FWT^9VO3PLOZOQ+X*~@I4Z&:(M)!^#~+1^_GV;E&C^J<~#!;7\$%Y-
AW)T2EW1HTI?~DM%6N"@~M01>E\$6IG&0!9K1!FB)!8:VE_IH?D,X-W^H^BV
M>)@+~FN%+N/YZCJ:HU*J7QG:90..U"10N1%*^@&@WU'V*U4TD9!_G!^!0P! MKA@&GFW8Q8^(!2YW/FWZV*)?
4#9 H6OEI%=YALZQJSXU="&FI47XH\$3L(U MQ2U2!5UBI/UAG-
C"IT10%TI"Z>^/IEDH*C:~!%4#N+@RYS+!7*FIG6_Z(# M(O)S@L<~!+X\$29>8:EW8_7,N&?
_KU@V9!HWZ*B+!@8,AS@R@Y_XG2!47&I M8)"D+C?IR406*(F)52C3%-"FBNAOI3&1CI^!D8X)XR-8?J%&ZJA)!+
I#? MDT@_TK21SJNF&R*@N#4J!<:~#&4%S1%U@6 M+EW/L+SV^!+^/H7U1MAB@O\$LO%>@A6=5XIV1ABG?
G6J+~PR4I.@&3Y%~A^~MWZWDX7J6%#S!~<QQ2FG)LQ*~APA5QJ^~\$&J5J!2:U(YO RB8:~Y\$A(+OY7R
M1)0816RE\$T4>Q2RH!IE!L:~L!@E7_.OFH=A\$MXLBI_~!3H7!~BB9"LO* MR)7ZB@G%&~AV@9KDV\$>B
!O/MQ1W1+6IE79,~HM/LJX?&5PT'W*2,2>)0 M'R_F*EA.9XC,6IZK ^A7E\$O!,"*38>K5,2BG.UW!H!T90?
5~RU(A(HREC8: MJ?@\$X^0HTIZN,WU!W%I,I<~YTIG7>FET\$6!N"YQ+MNOOMLS?&A2L,09 MK7AG&TLB_~?
5/T^S5>:31\$U*AH@~(9SP:~XZP)YD9+FO@ MP5B!+!QA-F66BS+?I;6_Y*~CV:~?..08IPI9!@_D(%MD2(5I)T?L0(I5;
M_~<4E*N3=+&+G)NEKJ:4@JHRUP8(!N!C^NT!_I6>Y*Q2*:HM&0Y@5<*~G+ M9HA&T:Y_1_0U3/I
%L55.GCIXQC,PB9CPPI^L2#C39&&XW7"(I>FV4?4:F M!W_QWJ7+_~\$O7VTBK'F%~Y&LP)TP?1KI

IX^TZHG:L2Z5U."3?#WO(LV|BBE M".J:~7>@JM342B++H\HR*#>"#MO^N/E LN@F^<; M5=ET&*A.WC>|WC?+
[A? VJ1WAB8/Q)S F2(19/+^N MOSSZ-U!+ P04 " "K@T=;E*#DL;%O! 17D 4 \$P '-Y9BTR.#(T,3(S M,5|G,BYJ<&?
LNP=4DU'4+1BD22|21\$I00)"J%+\$ L=\$%1#H(41%I J)T0J+T
M'@\$!12%*D4Y\$FM30JX#4T\$37A*4\$B;^,^1F5G009EYV9FS:Q9?"L;UDIV M/NZY|YYH@DWU\$GJ
H#;0\$=2?T!NPSH# Z@S@+H#^U*E #HK#0!LPGF9D M9&!@9&5F9CK-SLK.SL;*QL;R.GH>V@\$ M
@!TC'3 <0^IXON%&V.3.RG65C9:(1J:L L.GKZ4PST T9->S6\$|CJ @8>1
M|_R5VTOG3)\P7_#F4WZ;1.6TQ)V*5OZ'PUA)E:>O0EE8!03/"IV3NB@MVJ^K7K-
^|>T|;1U=W, #.WL+2RMK%U?;TW-G%U>VUCZ^??T!@4%AX1&14 M=\$QLT=G5W=|;S(Z-CZ!
MGR;7EQ:7QFINK;^L8G;_ /W 1G.#K^%Q<=@H/N/UW U.AX;.&=8F""@9V#^ M%Q?*=2| 1X&QO-7F'AOFSC |3YS0?
GM;X|25|J6EDD5|YB^9^&F85D%1= ME,+|^T (OMO^RSTORNR_SFP_R6N:0 /1UM>AY " V2PG5@9P@A.\$G=?
>^79|_0\$C0L|>77ZF%MN 18! M8M2XC2LW>FIT\$=|F),JN=--N2?_9P/VMOD+@|YCO9Z|A3;DE(. \$14|3V
MRZX=OS@#H@*SL\$|8|ZX1U MPC|AG;1.6">L\$|8|ZX1U PC|AG;1.6">L\$|8|ZX1U PC|AG;#^O^GZ@UHJV-Y8 M,@G7
M9J.7-R.Y.^=7F5>D6;W<3EQX-US8Q7WX% D-1-Q(9N)"(P8%|<|
MO_HJY4ORW3396M|BT)#46R09^EQ""14@F=N%P# T40'7&|:"OFCP9L!DZ9 MM?J%\$@2MO
18L2DHX|;ZTA)VJ2G.%\$;R|@)A9PW!!BR*W 3;1_OIE)'H@!|/7<9*)SC!_OX_WT>_MDW@&L1+4C6K>G\$ MN.*
M>WZ|""QQJ?PQX)3@WN^> OTJY;K0S/>4P6UA!2 0MN.<.*5+X2X5 M8"#V_95;#MR""F"#?
2R.19DEJA\$P)/@DFMK0NO2+Y1=9T/\$CJWG%R 1;H9 M(8V>K+L2'H|IX@OO'&_P.X1050|S\$.443|4M#?
++GFI(N)A|TT#MEQGA4LW MWB^KCXOGQ.D/CYC1.51^X45G|<6B>*KIE|P|^9LS|^9S.PY""HN?6Q9P=-
1;WRO(;X85+P3_!V6S/C2 MGO|_1>@-WXU+M%5Q^8'1S@J@"\$+K0;D176&F%FAZL;5Y\$HR6:0;&U/STRSE
M@C(1.6WP)\A<61D)2B;_7<9W* F6KS?WRBS?> 1Q|(#VZ>|AZ>S.H M|QB|_
3|F7)M5N:2'3D_WZ|WMM0ID(F@A'UBEG@ 13;|JW<_1V487L&QV>=/
M?|S)K\$MXRO/X7L2J0!W"M<1T&M8F^>T3\$XLX'/R\$+P M|?S)V?E'J%0/+V\$CN86LXL_) +Z|KT(|TJK1A;IU;|LX%I-
S_1>HE3*ZT""OG MG1C|\$!>@Y2M'A@?J=QH GK. M8\$9_Y,7HS^S|75,1,V0=Z)UH;R>D8,F\$(!
MN|6|^\$.Q^C:2 =|;1.FUK28KC M.0|<H(0=@)T2?RY2WX%TO\$;EQ;.*CZ+TXOL)M|N.DK*CVHD1MNAW;HFJ0-(
M.1/2^|.S.Q-H?"ESC_2AL@HO^2SP^J=5|;X.S0=C|MX*;93|B4'(6#M9J-E^H;*9V^763')L3>^G-X4C_@-6
MD6MK2P<@ \$1/6&1 M29|^.^9,&3/HJOITR<#=#YV/^M2+C*R\$V;9!+5\$H(DF-T(ICNX?U2_A'")XQ M&_JZ^;;"0?
1W.Z7|F?6BQ_8+ZU;2Y|MB;FO2G&f8Q=Y|A'N|>_C'^12 M4T;Z'6J4_@K;B|@GKP3Y=NY?S??H<*4'.H0)
<\$6R4GQE,*26\$G'8K5,U8 MN>T(|CY6%VKTI9|OYV#D|T.56ZF 6MWMH27XM#1G3B^PI^?
OBU!O!10BP=7XN(=+HWY MV.\$G)*O=8=N|J^|DXO6\$81Y'?B'36W-J?7"W.R?F^C%.Z+K^P-S.*TY.>O
M_UQ<%BFJ)=(A"B/D^AC)%6D'MM(|"K|WO?UK%_SZ'TEKM(N_|F;|H2==|G|
MSJB9N!9\$%2)|D71E,4NZPU(=Z\$S\$W7>;^*7+DV#|_<QX^1V3U/%F|B(-84 M?J0*%H*A#97(LK'-K0E-J'5Y4YW!%
1A\$6Q#NUH#M"=KK+P!(U^D CYL;1? MEFFJ %>MN:2.9ZMV^*OYS.&485;>|GJN8*.F.>NBSAR
MWEQ#|F/A|YEBBXR"H;GJ*^<5^B*'.5H*'.1X.MQT/3'12G+INU4_8_59. MISF#LB-6U;1.Z>XRU-1.BO-
4E;GV>5K6WV+|PM(P5.FQ0M1P^B|EB/M;|WBTT 'PR;TXW40EJ|""C%H?;J;#J0 (4?06?66=11%(YQ|/L2)7;
MLR<SH^URFQ>;_FE#1NAA09-L&J_14TS>C#P*Q083MO#.#;P5C8_M_\$%U;_26=K1HYHXVKOUJC=>VKPEJ|'#
<<2L|P*^|I?R|^;^H^|MBPU1X MD\$G<\$P%HQ;|O/Y;F|A%A TCM,7*7B|O5V;."M|K;T/H-ZZ M M>-X;/55;?WS+Z?
L;6<_GW>*5/^UC-X6GR\$ M\$&8;UH!F5_RJ|3N<1#;JR\$F|O1^#1;7%G^OBD1\#M 2K@XA;VF|)9=L.* MT!H
)YS&27_6^OO*2^&|P?(X?@*U;QP=MSWT(Y3WBF#=#&7>ICY9>J/C)3,K M3G<33GEMIW.WL|_XJ;BM? 139
MH8F'TH;3?@>%6'E*P%N)N+|'XEYH|*C|S;R|ZL_HJ?T M=C+2FIH3*(!?@%IV#4""
(13^KH#H|"-KOZH' W=|F9<=.G.2G;@P|2 M#_N)N&V/OG?L^A(HZ-G&|*XS_ZL.MR'^N^M
*Y7EY|MV5=W2E;XIV4@U40)1J>#&Y?#JYQB1#^7|I<4LSW\$J.+?7 M9S57Y UQG4&NQ"7DG+1\$O"U.G2ID;K;
(KORSY|;+&C2Y.=SP0>6N/K)#=
MG(RS|>10W_1J4|9X|A%ACIAU4FY|LJ|<>;_P2M'(M:N6|*P@O'\$F1'8MKH@)3J|?FC*BJ(G3?/=ULTQ_WU,V?E
MTAHI&7X_1E|2+N|)N2 R S|2;QGB"B_@.Z1'-H9LNFQ|/.5 1ZU'(-3C MO;_LT\$XWC2|.#OR7IOOK* V;@.9* P%::
(#140\$7< YK812\$QQ?_EDZ52))=C MT*#T/5B8DL61'KF1C* "5L))M*U=\$=3^;W|742Z2'F)1K4,L TO@LVZPJ7.2
MRD)*OOA_Y;K;0D56B+DD%;E;(M@|W M.TUW<^IQWU^67\$5E_DE-U! Q+|H^DWF|9P&?+(80&7-
UO3GD2IQ=;G/K M)LC^G@.6DYENG\$_@XC2AF@TZY;AUOP%)I&XJIN)NZ8NOX-EIS>VCYX9#1Z
M;2XN%N_F)#"WC-TXG+\$+@MG/79+*Q?S|O5)QQE(!)/Z|UT5T+1#OWF97SF.M Q-?G2&D6-W51..%\$)N+P!CQ
0)^8N\$ Q2+>XTM?U-1)9QB/AC=1LH+ MGM3'IX<2/N\$ 5IY'DOISO9JFH *\$Q+_V-
95QN1|""HF;&Q?T\$MJSR(RXH8-MXJF AC?|P) 5=&8QJ298WOSX9%BQG?CYKMD>_I.^BX;7 THUW M7\$=^%X&
<*RFE->_%WK0;H|1.W!O940.>TLB> M<&>HU1 "SG@;F L;1'%E'+(P L;#-!\$=G?% NBM@4MB1?
V)>VGTB29T^@! M;QG2|B+<^LADJQJXXCGVW""IVJO3D*RDG<:WNS%KZ(DJ8_7R.DP/7(ZB2W' M_=@_5LEWRI?
#<%N;8_S|O4*^@I'6(@W2|Y)|E<|HKT R.XYF2C(X)\$|2| MOZ%\$D;.:<\$<7N+2C \$W-QF&C8-X19|D
9|V2YIT9+J#T5L.D(<7QUT&U+EB3H MXQ|P;JADW@EF.T?CI+U1MOY4HCR=2L1Y^V"8
M(^52T|S>L TJ^M%D(ID^SNGE\$)UG39QGK.R2+C=BM30I3F/7O.HE>CAIG^ MH>4TH!>*H +3
#A\$7\$P.Z;O^VP(S6BC\$VT1KB+AH|L.*#. MHO&X2(C2WVA94Z_Q;\$Z>C; MH".HCO<."H>D;4/7HN+X|5G^Z &A-
M|HVD=WPE+EM(A5|=V.P)LCS;WE|BC|JFEAHCT MKB|)N0MSGYC&%\$X)_I2@!%T25R_K3D0
E_IGDVG&Z8>?O47>=P|8<#;1+;@5-K M#|Y91?L'E^DZ3)=/ZR2|NXV/3|A? \$H_|NY0LC#@_@
M.J=87A5;1=3<98|B'2PU6)NYAO0BJ|.2);DLG-40+>5>EJ|DZ+H4; *ENW_M# BWRP.XC@R4^6|R6."G;G2Z"\$Q?
7'-(IX>K^>G6-9K)H M8C""0I0#IX7;CC&QB|H)SFWU=LV?%N;|1H;1Z>QO44M^R=|HBWKXAG:X> MB"Z4.6|*
1;#8+7S;1W.LWS (V^FO^1+ 516M^_1Q)N5,AL9OE*GS1YN'D/! MZ"";SH/^\$FFVM?2-8\$;DW!%D(^8NIX32S8_?
+USV|JVJ5XY7H*L|Z.ZR43Y_YA;L;?^9:0H?290|K*4\$MMN8 M|HKI2BH9>BN&*+ G(TE8U%&: MLJHP>1^
190HH*8KN+%;N*Q|R@E2"G;T|=(UDZ_B924;6IYH0'&(#F.L; MM|1WSD4+|&MM J)?N;29
1<4M%Q;L|YE_M:KD3+>)>(V|9P/Z;?7A*J|+NC MB^ON0%5;=5^7KSK;WM*WHU7%
(2Y7GE;N4(JME@I<^6ZHJ?;3S*EPBD9;8PE M5_5?U74 "Z\$E|66 KB'/^K+P3CCGFG2_8/1.>6^ANX^7S9-
(T)S(&=P MC+|B|2;< 1YU|FJZ<H<^XA M&WVRQ4BGP;?WB&_JM?UA0+L%;17R! M+PW/2;>9%QD"C:OS4/I-
>4HP#ZX&VI^D;X?Q^ERK1K"Y^|W ?Y0^M=KEE'07 MYEO1|VWV@""(B%
0H@E2)|3;BWT|%/AO_V^1#DS'Q+E;/(HJ)>N;6Y|T;3UM.""K'P;*(93K_5
MCQ|L%MS*%B;^MITDA!D%FP;R|ET2*7JSR<4%PGJ;1/1(COX+?#_AYEP,PP>|=/H|;Z'1C*=@C*O;_FZ#-X M9<
1@S6F|93%J_4!S'T8TO)>|MHUT|HS5'13CV4H2A@.OE&IWGGG;EQ3Z MNC.0>;>C'-R?<
6_4X@U1H#*.3/V#;+6FX(IOX^79&0MZ;UA43R&G^5/47 M/AW6\$C04K0;D |L|G'33Z7Q27;OT?T>_B--H\$
10'DA@;U9.W#F1KFH<0 MOPFT|@!D#A4D66*175ZL|3\$;HL6P%RY(E99;L';>_WCRS.R)=Z(^U9V#O;\$
M;R262Q(GRKG.A2UIRY#G|S>+RB&_PR#5^<PG&S%0;0; RHIA|63@7\$|*S6_M-
1|6&7RGK/FLRY+CGVWGO"+004/NTTF%^L7.M# E;Z8;_1=F*BL;\$)P" MOAHP0YL|LW66MZ9=N1|O-
K2Q>G>'.O&.(2KY&2|YG@T0+EXA4K M..V "%0GG;>U'15SM?61W|A=1/ZJT^+6#7*("T|M;=^|C*380;'P'|8=7<;
(@\$=1V01)F#76_)M MV;19HK..7Z1Y9&&1-11 7X)B&_PB*!W5TV25(%G24@3% 2*YD/KJ)-Z7=C M^Y1
9@|P!|!""*JGNQ8D'P&P VOL-(X>&HX&4;7RQZ"BT.1;DJA A#(NG>Z_Y>6-1>G|H|F M%99V)|^@=U @LI(480-
+|W|<4BRCAR(Z4W'S.K5JGQQ\$92:T?X;XBD1ME M|K'O|N.%;0M1=6!|6>">#^M^D MLJ?

W\$9B0^Q1PBK.BTHDEC4"/18@^,0%7N<1/S6 MRQ71O T>X:+A*&P=,./DJK31.F:~1MK"(9:48*&=M*:MLCJM]-
RUVU|H/=B MZ-4DT7CK|7GOX(2.A)?ZJ*IU+:4%["57!L%+NM\$7L7US;Y77|=XL7G|?M:HV2|B=GFN?*
|>8+U1Y>TB+UA|OU?9U7)+R53@.-M) MCS;.:T8"/U+6@91M;Q#.|~OY6IU/X MIP7|P|<2EA"GTHLX?
42@L1KV<9Q:FEK<2|N|~OXDSL;15N|PE*|P#;I!~LG M?
_N2/GF+NB|Q10|Y&TV)ZJ|'51.E\$5V(X@WUYU@~HRM2&BM6'1/|+NAU|=O M2;R3*9 Q ~163'FD=OPENR8 M1'^)%
(UD(Λ N7XE9U+X8WS2XPDH6|_JD;1:9^~^84|G-'GP)IZ^: 71RO/* M0G+J45H#L|K4UF=
WS_)C(>7+76#GZS64'H|L|/J.K\$OY.|I+~W?:?DGI7.UT-Y|Y|L5|Z'C|O.+|R0K0D~V4@@%=KN_*?2X<@^OJ M|38^6?
I8;? !_8M|~6VH.CX^RW|7B2W,2>^?~T4^N#;|JR+RV)1(2@+B5F MB O!
<G\$|O37CH*~NJ2HQ|6WKYP%\$RS+AS47&IV1?VAU*IT-'ED#&LA%U\$+0",S\$VU;W^V M0I<~
<+~)F_PYWSW\$JLOVS<HEA&3IM-_%>O?~&NG9V<336|%-6:&8Z5R| MU2C*S4CPIJBO:-
#6;.:+2X;AP=8"N=|V<~)Q*ORGUFM;6A&9?>FE:3E_|-(MX|F\$ID6E|.(2H.(XK|,|K)TO4)SC8|~#7>|3-
YLS\$~45A6803VMG5YA)R*UM M&0I#L:"<@P\$<?~94H?~D7&~BS-6SYW,*H,^5E TGCY_5)I87L|S7GB|1 M9
.=@/'G8%,CD=YE+<T.KSVJUF#)/!+ MPRMX64%7OVXLH<5=3T\$BZ4Q ME|DV1KC|ZX.ID-P.A.-@.19"PQB&
M8%:@*1 50NXB/|A3%C'//<832O^Z|~\$Y-83-;XY)=5|F|E0|E(WWP_ZOL|=MD?4T_RJF\$M4J#)K"+
(84A+TXL*D.=K=9_60_JU-1 M|4>D@N&4KA#R)V:F\$M|WKJ4:T/_ZQ_IM5*-9C7+/-KR7%<G))U1@=ERCZB MOE+!
I&|3)N@MO'F"P2_@X\$=W4<@LW:03P#HU<98|3516.1Y|S7H=?*5FW(M=,.\$2M|E;G|0(4EW72|QAV!>\$1Q70?
9FRYYVYU\$-T1>|7?1V?|FPD*F' M"91&2)DM3A+5%S&=2BP0FU|H.RPL6MZ7#~HS8M.:%A/-8|.IF/L"Q@8(*2E"
MMOWP.);&=H#.S8OONS2+CT|=3V)22D14|Z-M*L M"5\$8ACCE(5-\$MYT|6QJU;K;NGS:&+GN%|>WK-
RZ1;X;IC|UJZ5W/H5JF2 M4;.:X;SKU ULS655N|5"XNWQ#ECH^:~XE8GW*)D_M60A|L4;HC6|_E<~
MWN"=J#>=O%<@B%2 I~&Q)@ (M:."\$?P=#H&B:EA0&~I<.:~J%_ M4|X0AXM0|YL\$|L-4"\$J_A77L|(0AL6=3
X^\$|=GR5*\$|/P>|8=4@|~GO M#CC_4H\$M/#^E4L|QV 1MIMFCCH'Z@4IG1/A4)^%5 =>BVO/K9>^>ZQUHR#
MXAX*(FF)ZF\$QC1\$VC@UB_.AO!H//"\$I6QE\$8A36*J.N&%E.\$+VK%|4IE M)SDS^_H3OYM-
#;~L7&L5B6_X6/5"1TO10V!;PY%+AH<7PG=W5KB|;^J M=AZ>|W;|ZIKTY4> W?
O4E9<6ZIQW=C2X|47E6""C9ADC4YC~ITYFFP97K
M|K3Z68E|_!>KV|4P^YK5S=3<)D6D_~AA>MSJ|/~NR09|A3,+8MSQM3KP2 M8?AA,N^Z%LG>>9)(F|SU>9GC
A\$=2*G51:~6@/'\$.=MED%&'7U-WG|JW0M\$HR,O#|62"~Q.GC0E;< M7Bj*?ZL|/;^@V5|~*C?~S\$~9@S%1%.9G-
H|8YF22HQ0P4W0%ZXFTMK\$J.L) M|D|>LT. """)<+P|EB?~|OCD"=+F0/W%,66|LK*%A4V)5SRQ.10+9'P?_1
MBH800Q&P\$6><5D2A>IP&D(<*T M|P|>=<=>A+ID(6|DIOEX(+/B-3;Z*V25 M\$>UU|YXZ;..5|Y|2_~AT>5RJ
M=&C4).2%4C.XC*M?S4RTPI/F I 70&, MR39?#.(6_M7>GZBXFBCUV/T'8^5X)* ID*(ST.Z0X-BAI4(90JL>03(S
MP=L-4Y#;EFNS|U(U>~YE_#6)1@~T K'I|F/<#0Y_~NJAAKO|;\$- J\$9D0>
M" _JUWS0_LP_.1|4LOR"70B74|DH@6)&G|1"N8%2I+^Z6M)>6F)3VF-&KX M2^&9P%
|A|H|A@H.\$0/|T|ZVTB>O|E^55\$K340A6|;#P>+ _Z=,3\$;?._K|D^H|S;93@1>?Y2YW4VVT%2KA>EML7*
ME/9K<.&QM'|4|A=\$B",=RS./7WCHS06/HK8%:8;@.RN9DIP(6AFA7("A M|~#I0S0-
J|7H&M.&M\$1GGJ8#U4P4<%)S9*17@|22:"O"/Q"~L\$17F4Y+6 MCLY~IV.5?W8#Z&8S?%&4
RJQK.\$|H&94="87%3MB&H\$~66>3VO>55@ M\$8 M~|J|SXA(#XW|P/4C;~6LC-BY#|UU8Y-G(4B<- (65|6NV6+;~?
QCPD:1=>,>O M|39|0?T6T\$3|PH60_-PC@71:S;F|~7Y|~PNS-J|8E7=^~^|H: MN*^~|H(H+~)7EL?8@_381M?
B_D40U|Q.VLC@Z;OS<_~T>2\$8>8,~7<=|5\$: M+BS3VA>L/I#ND;NR=|3\$:4D39#ZS;U0-
(8>QN|W5?~N^DL_*QY9|VJ2BUXWZB&'14_%/5 MW?9WW#E1V.2;|F",_U5_S/NBS-
F=|ETHG|G8|T5G:353L_O%Q|<\$3NZ^U M|HMA-K?U 4<~%=-.ROD.2&:=8+8K_\$ 6K2|Y+!AMSH0XNRG-
^W5C"Z6GBTF/ M"1|+2*(~YR6@D)MC2'F^V~C1K85^Z;G\$RR\$V?V%~^N|WS_9D:XX-ESR(L@J MM6HR+70Z24=KW
NCV+EFN&A3_3U|/~&39_~AMAU4 M:8T0P+C*~LPYU5H4%ASSPG?=\$=O(F_IGKT9TR+SY|GX|H\$Y0NP+EC_@HY
M\$ZK(UJ^~J8TSB4+LD6S+;9>E8QI64SZ=GO|=L^V^814R|Q<~OX3^A?~(+-N
MZS9Q&7;ZV%W|9<@|HFE;~+~B=S/M?~OX6(U|W@CU8I2L@K'1+;~>PVL M;OHS1>YNOI24|C_~HC>DK_"|JG+X-
M|37#&U;."SFI(^~|I6+8J-FTY2H<8 M#D=:~8IUUK|@+CR|_!DOM;=|/~FS9H_%9#~\$MKA'#M^%_7V(|@!QD<~
XMB7I M4|_4VWF.6%~D+ M|!2ITT'0|_SA32I M'D%F@6Y0Q/I).@9+/-?M)=NAQ2Y'S&Q^E3_Z8//&9=#
M|I.2U<76.RR=PT\$+|;0!:)A:M"5|Q-GV5|~3ZAB'7LAW_Z6V+S%OT(%.'&U<_EY"8/TBO3=-
R*@EO:6(AL(T"~T=H%.R7|A5X&9"N#B?C_5J4Y^_MC/6L58^IDF-0QEC/W^'=G3|_!|_OR?
82P#G;V|@~@NY(AR^@~"M## OR/# M)*~\$SAY|=ZQ,+41OP|UT%&YGR_L6M_W9*|KP A7J^4|TIFH97PN%KULB5@~
MEM0|VRB7TK?A;ML&=UT=Yu.)Y-/1^T@WRLMOF|KN6|3QLZKHAW|ELZU/& MUM#. #S#1K1NO;C)
ZXTH\$OZ;R5W0T;3ZD5OE\$H*U&E%8 AYN?~*YLG|H|
M|H.H7)^&|9S^ZSHMKONC!QE)!7AY3408\$J9P|0^Q30D_~A8 A171135NN W M|#+^H?Y'W?FG,ZDA@F>
|C\$/^+~#*3>+U.FK%\$S68<=,~#XWR_JR#G?)#(?P"|?=
MDI(2Y&7)_W;WG#>DBY:*QAX*#;|I>~"O%5+^HW=ACR"^J.@BT4(1BK2SHC M|T&|ZSS9M><2,Q+~
L73=AR&^H&#_D|Y=^UQM&_FNXQ*~W3ISJ7&"&V M'R+~5V|>9F6|VD"B5>WK=+EM7HHQ*ETVFT|P?
NL_IGEK1EL+G_?T4+(X# M?A?2I#K|A*8/E&<(HN<^~HHYM<44|MQ?YC|1TV6IQ.%N="I^~@EVF MM'%0_3G/D+
N?Z5(9X|I?+=G*)~@IM|IMJ|7_"9@L_|\$Y/=091#*2K\$T2T7=R3%|25_IZB.)GR2X'F&~^|HB M1^
*N9I:M)FRU2P>OLN_V08>W,AH2^=W_-K7A~ZK_7L\$><9/_O\$U_-U M;#1(F6K35|BK+~V.6BO^
B.UR|~#_~F.S04_5|F|Z)|OFT|U@~CL4R#)|5"O MB^~(K|>O2V(A|Y^Q|6>2_~)ABD"RU=7|~E9@NVA99:5;W/C^&I
<|~|A4L| M*G|?;)8XZ&M+JR_=M0)ZJ-DK?D+D:_%|C2GBQ@^~H|DWU(#T_|?O!U^UJNNV@SDPA-'LO'5_%P;~1-
8SCR/)!~:OWB:Z)S|=2^ W#|X;7"~SQ MWG2W*~%YN0FTN!;M-0|CVGIH)!#JUS.Z.TN*8-D0KNWK_R7 T3V04=|O|T-
+MB@P-T5HT7|VKFZ^@H!11@<=H&RU9W/.\$A1#6+5L<4Y%KKNO5DGKW_JE|W|_7 ME4U>!=
729^J+L%54E@YB/?<0&>U5-R@E6-|P;V|4Y'-W=A2F|H~%2S|/> M\$<~7A5MY9|7E|
|G^&Y>IL"\$|6&V+~*M7RW|T4DT\$- MKRK*L|H0.BF'B\$^~Q(4-D9@9A@V*SR0B,\$FL2|OX,%;5JCG2H2+)|~57(RN
M4E\$~WB&Z_NL7UMFO\$1|7-R.GKP***^_K_5^UH%5>.&+S>Y3ZG|N|_ORW"6~JA M0*99U_UO+74U\$TKL<~OT??
V(XHQI4Y~Y|(^~93,K.Q%4&XIPZ;-~0:F&7;2 M#7BH|L7S|Z;32YN"8UK75HD@B8_QN75(I(+GY^~|JR-
5IEUVY=U2K^~^U)HW% M|SZ)|ZX|A|(^>9A.SIM.P;Q&IOYF&80XMMUH+0@D)>N2-VVK~WKP\$P(C|@85@~\$?%
MY Y_R|3~IO+~+ P?>"B;(@-I|B1@>~PR3RSGUF|TUPX/4C.R'U35Z@,2K?K/_M%V=R/CTO4=M%|
(-6/@2@~"V'B./S6UCUEGF-"8J(>X\$-|F#9=;I@:K7&L)! "MDN(I9|762"&
|G|@=^+~*~_D|9"@|UW8Q1|O""4PF<0&X79 M#7U.XI%|0\$F'Y29#~PY^BY&Y;FR_~?
QZU;+V9:~4XVG@+L++&2/%|THW7/ M?F8\$47F|535#A_83R#|~^2^B?2\$7TC*K M=UO|&~CH:|?
X*U#X#E8ZV4H.R|L7MK.O:IO#87""2V+@~VI2.N#J-261GZWI MFK=D0TZ7B3B9Z&|28>#5.^~=(#
<4J0~TD2BZ16G&?S|AP6289D4XIU#2^~K ME^~M~NL)(D&R1X73L8IT%37^Y8I9T90L,R>RR
G5DZYK5\$7#R>7:P)|2OV?MNY?U!~A.O|+~*~*A8BC9HM|V9|O8I=F+~06~L_~M;2|~5C|~\$PD|&#H M
<7OX/W*TE*ZU;~*K??#5=2|~\$+L>>&5;^BT.Z(%D6"M8|4GYV93%2*(+Y3GCC-NZXE5G9.IO
M_L&~_WH>~VON6L&~:~3Y-\$PHMX=-(10R M-OWP>J(>~43 W"~X+|Z4^7=,~WV-R;-C|_BGCQ#,&NKKXT?
V&U8Z5<~%LX;-4" |R|@'|~^W?" MB3~XURXR56TOLCXRTYEDYCI=;~^C%8V|QT4^L(Y#Q&D:B/E-32=BTD6&5M6
M\$|O<~>L=2J-VATV/G>V M3%&#.<3%_~D8NC>@P+G2J^~B|^CMTYVUW#EW?@W|_V<@~X|@?G@,L8VTM#
M4|MF_6_~%6W?X=|T:9JO\$J\$QU(RA\$;#/~^XD?H;(PQR|8I"55~R M4P+~1(G|LV5O|G+F7L>V|6)-</p></div>

JJZ5J=KMLSA8YB1.I@SJBPG2IVK#NSL@L.C*VQJUFIS:XW2H*06UXJ.P@>6*O#7T.I52.V.MQ2(O1394
/MT8FE;K:18\B&M#(58:6.1%>:186@?3DO@0 I^2^SGI%IR;P% M*A3D?IX41IF@BI'M0'QI%A6F>E
(ZKMZ(BJ)6S1UL&S.F%)WS\$HJV:A^M_>N*XYZI+P-3KCH_5WB-G-08;P4\$E^KVK==LF+RT3ED:FWN?C:Y%W#*H
M=X&Y>:QZDNRMOT6Y* S9^LS%(0,,>SD^QS^5CL^8RVJVM#>6: I'CMOTR.9 MT W5OBF@BP/4=HA^
:5YO/>5VK? 1.OITH3 M0Q .G2L+>#4RQUT=SNHCF)JHC+QJU9/R-RR-VI/>VZK6>R&29.#4^<M&E1 6\$.#D
D05IH&?XF%I@?@ L MTS4HU@IPE9N@IZ3<E/EAIW7R&YJT: IX?8W673*+JOR: I/A3-7?GYJK8_ QSR^M&(4E8
MQ+)NF)9Z@#_1035CHG2)4^YZ/^9T>2LDZ+KIPK: F?GOZ((2E"^^X-Y' M"%IT+
f0ZXLICM)MUGCM3%2VI%Y! IQD'C MB55DVW%/'GW&7.2VKDF*U..^D#%T%PIKI70DU4R;L6_.06IY;L6-66#XHO
M+K_?S""."ZL53_X\$<5LHDI'3'1C*H\ GC.?K.PYHCPE'8CO#>"EQ\$WLT#+C9IKI3WSS)M80;0 M*=&9DTP'E'93?
G655J)0)C&ZG7+X4?@.MO^XXJH5"QCN<(Z5.AILT0\$O->OIM+&8G\$<9SL6FY
QA21PX>JRKE^WUQREO0L*0*9K78&U MWJ.(0?)4<4\$= M8\$ MKM9I3(R:~^DZJ57X.=R\I3V+@U!R\K51,<%
IBX-C%50SLI9.S*H.PI2S7 M2?)=+ 7 I^X.W?I^BR&ML_M&W0\$W#X\I WCD+5=Z7.8J"W)
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@('>ZO-I>-L'810I-.TFYH)3VWKVAK9I! M\A24@D>N-=+SG\$@=Z5IC\GYN?=:DL<1/#"N6#DSM&W\=M
M\$F\8POH+!F+9TM*KBO&D8U+2(2P>M5"6S32REJS\$3E"W1;==.>4^E5N10\$:+ M.3IN?B;2=B@MRT-K!?
L(9)>2SH^HZ\$ESGM9;OKU.LC=HJWQ&T120KV.\$P-M-X@W'G/6/3'6TIM?JBS;A\I.K: JM-HOZ?K2?&:Z
MLM@?"528SRJ>U=L\;ZI5I# %2W\645I6BR "?OL2V:=)4IQ.@FXK?I@ : M3R16H\$V?VM!:4/97)A9 /BMCS
E5Y9\$@U MCA\PO7>OM72\5C9>=S7IV.B.6NU!=R^K.E I.H@.VYQ28KJZS=@V")BQ_I
MQ<^/CEI)LVX'5IP)SUY)L1*SK9I=*4(8X.A10: W7BWJ "NH\4P' V11H M6M@6\W8;&")UHH?
PZ_F6X#*#JK(SQS9)%T6%WN>+8I7^L@:T\$ (N<^E69FV M2H\ QQ:TL\SI
<>I1=5A3#N9IPITAYU&F2VAW/TI%>?2U%O;1H#W^:F+&: M=% Y'HC+ #P1FRH#=L?L^H/FN5AK6:-
H@3IAPAC;#8\9#DSVL|=7E>FLO+I MC>VDU(-7RX'GWE4\$5Y3T/+Y<W-/3TO=V"7-LS<)#1F&/SDUV+\$3&M\ (GT
M%BI!:BBL"L9IZP;D2^B.HJ6E97^>I9QF4WZYCHG?%12MQ^IX#>FH1M@8=1" M.HB+I+IX\$T.I"
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(P;.*XK*Z<3#- M?20=5=I\; 5D+2UB"&:>+^NEG5PEHO40\$KLVHFQ+>H+ W^9=6"OXD5BS
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MA&I<0RN(WH>GA#%#J4#N@JEPVDY)LYW=Z6G;6>^>(7SD)OS2\A0\SC_+M&1G0;WU4IOJ#8I\UW;E ?
381PIU\V\GS1*SB1.%>MV<*L=M.GI93JH' OG3KI=2U>Z>L.9HC*2%J\$4L\$G\@*JK+>:= M+>&4BZ)V+O"&@-
N4IXL@B.RSX7!<9&UKJ7NSX4;?MNZ\397"#6T@X.?; M(9MH%7IL& MV-T;W24IWCCKNSIEVIM;NM;IU"77
5LH!@M7:YHM,2&P@X+>JH&BM,WMI:3 MOBDJ/F/XNCAIX?;S14_PBE&X4UAK,&+"V)RW#HT<=W!1*
IRF6_@W6_IG= M34=,D\$;_FS_)'<#2"SXRG=47*"69XE SPZXOIHU4H(A4*+)*=;:I;BDE>S M@ (F"%R+#+,"3P^4O-IS.?
01^0N@6N-L"J MAJM>A\0B0I\DI\TIU=D0;9JNSRN14ROIO?X\$GZ8-LLC%>)>46\$!KM6Y6A#D1 M=-
OIG*5K'<>EJ&G_I0+>\$165+*8GAO%D.OJ^2)F I(-&N8NJ&93+7OZ8+W: MUX/%7'#VZUT6EVX2-V-
J(HJ*)HOZ(<=I';DX^RG-2>?0I'LWHI0'@X?A' M.8JRI\$V>+3\$-Y(0K9J"3NO\$5FI@I?%?'>"OJ "-4*#^F+LY?
Y#Y1E?EJ J M%>J M!\$U-GR*#B\Y67PC=O-L31L(V=W.Z\$%JSTD#83G#;ONU)SHR;..Q3P<PI"?
QAMJY55SCN\$;U#Z&S?2W MH"JIX?G8H!@2;.GCWL3IS;P?HSL>V2RY+U V."S:A0H9FI\JV+KHUO!6\$NN
M<-0.@HMT'7=J1!1I0ZKU6Y.3"#G;PI^E7IV=((&P@-#?INXK\%>@1.=\L;^DL^KTO+BGW3+&E<6PNS'
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EP>\VOR/P3\$' #M<#9UE4 E26 M.D %<:Z17.#3*NW3QE^<
<:ZBVM4YZW33+V02E' RO\+TD22RIXJ(B?!\+Y.2;BC0'DQ5=:.%S9+5@J9'V7MN>3A5)MZE+J ^QWLM_H/3&3D9D
N)\X\ MQPP-524^D6Y93QY.[N.3NJ=B*F^48/@98D9\$KSE3\B.F*GE_ H9VEAJ&E+CI M5X5E_ 'N?U3YISAX0T\4I?
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&W<'UK=O%SW&F3A?L%O MBE,RIN?MG\>R:I7>=(R-^?2/I:8 MSRQ>;U?%LY&T=D< ?W*O)OE56;I6%I?<
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M)PYDE(U6I4JY*YL\$/F3AT\IG#E#_F:4Z4O>D9)ZHZX^L-I O V\@LW#; M:P75I%M1G)2K\$U.*7;NDZI^Q4-
Z\$=E^)-GD"JCK+8>W?DOEI3%\$D\Y3MI MW-TGC @=JIP*W13;1A.98F MN"U^&K#B\>^&TDO&)5WI%=WM
5J4R4#M?4ZNCE-5 M(TTU5_-B%2(TF?7KF9 S+U+VKV.@B.QCGPB7W%QE%IP;&"IC/X_K(&0PI M
B7N)OH^UDTTW_0M=^NQ5>;".3%4Y@?T3(C)P>6\K<4^A^5K5OU4XD M\AKR36CH;DGZ3MC%:^P6!#IX
K\)&K5+190PG8(18) RI M.;/_KZ;WX?7?S ^2.*\55L3MW;8GU58L M0>MYXQ:-
"IE V;LR=OOG^*3/*9^A;T.Z;UAS M17Q;..L=MS0WG ..=XED MZ<*!\$;G YM"1IW2^DRIX\$\$/6BV6IZJ
2>H3Y\YR)1YNTN'1KOUQ:U BM(E8S M6<'3=K%9HLOH%KKK085\#VVU,>#J(L\K/5_O"PC9;K97VDH/O24TY>\$YP
M)*KIQ9LFQ@1&M*13V16?> AB0&O@J;7\$^T,P>I CRHO^L^B/X\I=PHW5-
M:X11'5*2;EIS/JW(KDN8;..8%:L'O7O:V.@ '7#*/Z4(# *LX<200;="Y:K&_IS(@\$.U<*+ 3H%.R M8J-&*U-
7SE39@7.L5*N:E)IN7JHX: 6BM:1.940&*\$LLK"-F#&DOC\W'2R<8+^!#ZGRF2'H9U64BP M;@AU_L?
OF%+2_'R>G7)&815B\$&+XNGOT@YUTU(T*?F+VZ\24H-/J&IA7<3TC*)-E\JZ(MCDJ%M1N&190%>
H@500EC6^9PI_-?;H9"A*K6;Z-I1K2B;EKA9=JWB\L"Y=V) MWK\IXL5O\$P-VA+O:
I:EA\HD.54H9\HOT;AHT)=I3ZGKQCHRSBYZ9. MH-BIV=UFEX(?^H^HM:IBUS\08MG#&M6'FQJ<(G_-Q529J>C7I<
M\$GMW\!D?E0LS@('I"7*L@V05\ Y?GG@86/X1,MZ\^"/G9"KOPL "M7*!LWQ8 M7O_F\$G_AC#V'2%KDBDIEKS&8-
HH.NE%67I,TOUY'2K6LTS<>.IW?C\$ _MF%7SX(8IG\ ""V?;IOYQ\22MP97HSO%*QD
*CZE62=LN\+I+NE7E*8J=D6%=@= MY,YFS6A0<@V88E?2-T_(8*3-
-=5R:6@S2D=ACX\$J;MR0(T;1L_ ISIH0.Y^ZME00UO6L)<@6O\J\I"O"=+>O_158A6T^1U5B+8\$RB#X5^
MJI+4W5S->GCJ#E<RD2(VIM;PJ<_W(^OF:X_)0#5OQ_7AHWASXM!%XB MI83)V+0U\2O2QA.R):7FV.M-
Y6>W_-2_G<1KPKV30I>/_>MSJ.T/4CHU\$M2/O%\$C(?\$5^@S M(2Z;7V4WF7I?><6 U"J_44-D#<EFTT#;IF(5OQC?
\$U\$>OJ+>XP\)) M9E:T1_B#E+5."K2^(@_W2\^X.57B6%9.3I\^>I0P6SN-9IPM.M1H^/T MULJVA5I>BIOJL?A.=5-
40^6XIC?R DDH>IE\WAPST7C6>OIP+8DPX(IW MZZ>I;1@6KRD6%>UKA0F6SN.&N%<2,NU-?
TDM4;4C3)^QWZB:1%;H*0!M M/%RI/#OF,+64UOSL5;\$*?<#_?9P4D+.&%(//H_X..6%X\$H2R1S\$AU#&C@! M-
VO_5L)\$7DCNO5?I>./N*1:1R\N_1YCG'^BTZP+X=I#HAY?W(MC#@G@*) MD'^*K1"
D=)2G06Q^D2UCN51%XVMI/ZI><29?E^IF'QJ.C\^9Y^V.=SFTDE^M)- ^9INK4X)4-4D+ #_M+ MT M5:85:?
K/TH^0FF5%8C;Y7?88\15L\I<16*#ZS'G47^4W?XUM9VZF/U&=+2P433I^HM(C_R;&)F9.U0+JUT*HRIS+GIOG8
MTK-E4B+Q\$%I!""PIG\!%K\$HD5\ F1I0I9XY-\$ISITIK^!-=<%EGY=C)6Y8W<
MU7GV>Z\<::H*P\$72#QKP.2MIFJ_69OQ1?+I+L-L#B_GRC:KCV>!GOCN8/M M@!..9Y*C2-
ZS>YUEV;FOUM#*#7RXCWB)213K>;F/L(WV+G#5RUH!C\$@ M\$?4;7JH LYHW-TU;#I(?
1_&A4RQT\#*LW\I<\$)>QVX.7A)J*>I8H1\$ID
ME7M7+>8X:AY&OWXY8C:1@I*H*"=Y3HKX_%6\ E@QJ^I+G%+WN?VW1I+=VAOD M)AND=G#M I 8Q:
f5OT46:CP3)67M.6IBH;..L"#W\E<+TB*)N&+MX%LD M3U9@@^E7O@5I)
HF6C6EQ1H.5=O*019\W;>>EDD'N!_X0\$T@&?0MUTLZ:U M@!>I>S.IU/E.W\$M&X*+ISIV\<8\NW6L=?O=J<-"
<42ZR_8\$VJ>>R8L0-44BZC M.WL#KH;==+>#Y7<94#;)IG*%)#I3H-MQ(VRH;*<I^EC5KKSOE'S_E'2K2V

MA:DJU5&ESLH<"&Z2UODT MB%3D82D>^UG>I@S\$TBTJ\F@IHC>U5QYI_9R9_!EK1%==M+W;XSGQ&W/
M1&<7ARB1>-J^+8:&>XC6\1M*+Y=XX/5E?U9L3JC;Y*2-7<\$ M.TL%XK.*&/LIV@ 2T%0GHHU0M
8MAM)PAJ>1S4)(AU"6%0Q=1?#-E.;F M7S3I;34Z92? U^+;AP:&^3L"/,<*HC^&U;9@)S7BEQDSVUF'I+&L;FT!<
M,*M^*SCE093->R/M630*+ M?>N.O73ZR+1,EZ1RF1JK-/F5DB661O5I=TG6T0W6OJ/"/^1&%?AIR
M)JN7RQ/&#F83HRD'H@0%;3.)#5I9;*M8SLZTO:TK5_#1&DN(*62IGH:+B M7*P2(NLS.GOX5#2=1*G0?
RET<2"M0"-W>LZFB:E@?ULI>(I/#M MX.F&BWS<I-|IYV."@?V\|/ZP=1GIN(=-0H35DI.OU11TDZU@ _B!PAMWC
M:0X#4FSZ0*F-13+G9L,B=4/+&RWAU:DPIC 7N+&F1 %&E&8)KWy*IL+@=I M6,SM6'_^YN_08,,:KI?GFHA"IE
9PW-8P*T+>;QK&Z MT".SFU6T&3Z+;O#MK7_E-M-'?W M>8/_IRKQ,N1<=X^RX#1OK\H_1/G/IM#0@C,B"9-B;
1:4;&1E/U +/I2/T M+,-.#*|+Z_.'^S8/7@44@:/&#K %>V=MNDG'WRFx=K(D#V-OM6I:QJUN4<;
MUU06& VJ18/MFPJ%D?1ZW1)Y^J3QK9WH6:4G1?HMWVST&10IQ&7'&QQ&W+0 M?V7T?C?)W\$=
<^!C!BUJ9W.>@1Q12FJ-^2AQ@F48S")S%VLCOM9#1^7V:89^H;UOIN%Q<:@1K!03=2_6T4=-
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,S(X2R=HPI+EO-WI"SUJ^J6\$DKPQ0%Y#VKS M_V%IB=VFSTSQHXYTV
MPD!^XCE80TI^P974TF\$S91!R'^-2Y_3^RW7IK=IH9!K4RP"-HVUX"K9\$@TB MC1D-
KE+T"UW*1C00TRP7LAD0(6QXO<,"(10U A50IY"9&Z+J%VOC>?Q"9J\$R
MDY=B^A69N_E/0PX#1>9.T<0!W\,L,4IY)E#H:H".O9RFUT4(2<2S+DI\$F MO+*\$DF=Z@!UT,D *&;=G%%
<9F^VX6)S@9U75G\$L!H\$GE<\$54I@3;1^10WP^M M,L%3Z6=1+IHU,B"5S%1.L>9D^MG!
"U2)E*>9MPD^HD*4UUIR3;H &#G*X 169HI^#LIAU>I@FWH_1+V')HY'0 MBTI?\$.C.">?
22BS^!11B%1)LTJ^IL/=:X%>^N2XUL!(9:59CDW8PMJ6FWKQO3 M,?
TJ>_RZK*2=BK#F41EHQH*^&Z31TBQ941J&Z3P^X2^ KOB=,6YA M-WIY6B5!DK1%S&_9\$S\$AX?
S"GV: #RH(&BR:+O!(ZI^OC\$F;BV#6:)=IYU,6 M&V/M>OAHNI*.@ZWT(JXV#F9,X><">V<-00-I*U_7^M4T>6*H7N-
_1PW\$CTAZ M#-TV-V#_SCOB@CO_1+;NEPOT\$2:+-4\|O%>EZDMPRQ3<8G%JV%O@\$=MOOX\C\IASUH^\$"&-
C_(:2L09>E?%V<:?:=[<+K8V3I^1?>/4U+H>3?J(/_R4D3Y3;YI FP35*7RX16LQ
MS2E0C90_*Q006>6\$D^:SV^TU68E#K!@-1(N8;>W;FPPW0HY&5BU928#? :EE8)+H9Z9NL%S_ M 7I U;Y_ JO/
M.L_&XYLL;\$IGCH5I?/M^K?YR=^=JO!XIZ\$ MKB,=^17#CV:5VPEJ/#LT7_Z>-O_ (KDEF8?)/YI47/6CC-):R\$9*?
G7FJK MWP6>RXX&4A-AF%,>)X,%B%#FZ2:PDN+ M16_?KIC1BW"LNEG1-2(1= M2WS-
8F3^V"J#K9W;Y9SA9A;Y&{F#=#J,6;8Q=X-UOL#A;16%+^@*71W M%G*3)S_ D8/_9KZL6"KK&>-M>(6;>V%R-
VIV.BP (MS9_7%FI,2\$>B-P;F# M63\$AIQI\$U^F&Y2H#GVH(U05^!D3+HWGW=A9Z7IVCO/3AW\$TDYTZ%JLKE
)%M M=\$+KQJ2^!>\$D17I1UMG3^LH3^WFJKK\$K;*NAI_1!!V1ZSLI7^7PK:S"#@+ MR:R<1W8G;K%#V#1-!
INAMFTLV:=Z'.PZ=RITR@^8,6:E%>8Z5,5J*55E_"; M:*D^LMY/9UCNX"6T#X*VL262)/_=@8D,14
@>^"I9V&B^0:&JW)@:6_/77 MZRKYV?Q?"P3YKDM_11ZULD/5>CVI&G9#VT^8J(;3JE>W5^WHRSTF-KC;JQ<+?R-
BT5_>15 RX=L?X& M1W(IE:NNB5^?TC@#9UK.N!S\$BR4@-S@:X@-*!
M4JM#4;Q+WG2#H_ M"FWI&A2%M^ZZ%N:C1#AAN1"FPJ:8\$ _JH<\$",SH(F.3;7 MWG^12#I
1FYTO=U87S_0YJ(U16YBKN=FN;XOW11L\$1^K?V:H MAUO#KB0W;_ {GZ)&"VSHS"06W2*!G,%S-
U1;:H4F2F7X1JP5%51E,E.SCK-> MSID(9779)4S>_IQ#97;VWN9.AI 1&T*B27BE&#/<8"86PH)VV@VJ0)X>_O*
ML33MXS\I#D<%=,?V"@?7NX-UH3>15166H?UP_&S_A->VB7)AKAI^9HK\$Z:O M?
BO@^1_0.V^\$X=6ODIE*_ WS+^O/LW%_O_!^W^(>(8?9TH1VP_-QX!4I:X=
MGYDBZ!%;XR*H<@Y?HJHY&K^5TW,89W^IX3CV190;F34FZVRMOD&-P@!*.1^
M5#&B5ZVKJ^A7I@XPU\$WZFX3B5 MA:3PIG*_IY7^KS35172YIW15+Y-O^H=VG=ZXL_1%PGE'E0H59&\CB^K_?3C
MB?(L<^/=GG@Z)+&K#1:9APM*.9J<7\$%-1Q2*W;/_1-YIP6^B9\SY MZ^7I6-UVN0BUUITF:8>IM2UU_V1:49Y9?
CIM" A_!LRIHRJ.110!;">5;4 M3;87;<9TR@UO;Y0^<)>>U/8(DJVE%ATRP<9#&I^C^V1,-(ORE&Y72^2C9K
M:1^8(^U@OH;D15,AO IK;11J17-IPN>FUPVM0G3AHFZSDEZ54-T9?OY4B0 M^YI6=#D2!@J)VP:&;1061^C?
T168^0*K3U8#1IC.W.2EV_1^UN):=8F&6
MS<)>O6TZ3LY9I+O<1.3A@HD))6KN3\$UJ:F=B&9:X3IUG>GWP^IV@I^F>;9-P
MT^K++K8.Q1M@10IK@1.5UDU/N(I9#927\$3A,9@(<I>_ GHZ)<5<\$A!#WJ"S M^\$1;VS55XQF0T;S1F7*B-
R@@V3E19=9<*/I=MWF/?%W6IJA(CY-SYP^B1N^XL+9\$5=IMUYE9Q/"Y)% M;1_ %1^>E-
H;NS\$#@UUI9L: ^_>%2%Y4\$Y?V:"^>VO)YA0^L.TL21N137 MZM_ ^J<" O^L#_ P33N"AZ^%;D13>2G;:53:P7I
<:H^WQ653B9Y:P(T=^/NX ML=Y_*I^>@H.PVZVW&JGO2W&3MAW?ZCX&*I%OT4@@\$1S2Y&C^AV.R#W(A=-
MP2)@9%F:^(7OLC/5!C^F2Q+Y13XN=L@3EJFBKX:1)I?Q?TZQ*E@/TV^F#H;FO?AM#7@0KB(O MBCT,
16083@C1D7C1;YV&1.XN-(C)WF "J%\$LT9TI?J^FOAX>BBB-Y%&_ M#80N<_&E_#4#120J99LP.G86SC57?
U11;TW=U1(PSA;0V@SWE3C>ID(7G3 MHIG /N5AOS:P,B"=BB0,18TK;%07K!U^MW80TPYI#L-7D?J@O%IBC@Y(^
M5_@TM!%*PM%\$YD!H>0?29_ ^,2#6X-CQK6P;XV1YIT5%H\$J1/3=& NNY2NQ MDE:/@+7^ ^)USZ7\$K8(%06(
M*9-/K*8U_@ (B&NT3-@B.(OS"\$P*B.IDI^Q_#T M-WFHG^FUQBVZ9H2#PVQH:&72SX P^9;#B-CU;I
IGQJEVS%TEN5%151\$VG_ M_""OAX#97 15I7KW+0.2A69 DDI@#\$@".EAK^A_ -O@LST?%&G='1# M,\$H>
IH+1.9IJ@_J9D@4.W1Z4"3AI6U4Q*+V0;%0PA^Y39+DTE:UR%@I+2Z- MH_!458K^DJU%*F\$1"H&A%
132DHO*WOM4&U%:"MT8S>>Z9H>XCEG^T\$+L MHLI.EP^PL1L5"531)G%4,7E_ HPKG
MXL%:"J5YD@^H@Q^UX4_0WC(W>6).GX:US; WR(O MJHB."G/FY(D^V,P\$KD*;QLF 4\$N45"=0I2-KY3_VJC^500#O.+
MECVX6;M1%_IM2%(IK@TRTGLC492/_ 9+JT7&I=Q3*KF#KXDI=FI(M=1;=*D
MCQGIG46^P1G;1^U^BG8K1UVP!NY1JL?PYK DI:@(M!Q.@ %UI3>_7(IXO MD)2)@S3%7VIA^D#-
'H1U>W_ UY=BE221&6+"C3H%(L)VI_ _9.N#W13CG:C M^@6&1YS2_LWI?Y)I/H.)S YRZW7%+A,\$3=Z.+>B
MXIP17BQ>@0DY5TOKWKHH<%W+)*.(A3M^I#0:^(O:OMJ4YJ%9&.OGQTJ>1S:B<=K.PUY/FGA,RO6T6?
@YO#Z0IMN1\$ M?@S5+WU1#/:HVDOT0WXNA"A>9+TUQ*^K4-1R3IOEU;+NN8*B;)^C^+^\$OY MD MI0==S2-
O)&1:6M0^XUN4+1^154:B.ZFCHW X(K1\$NZK.*F\$1"; U^M&1-I M\$3Z21 OH*711+?G-TWMIS D,V \$_!J0!8*12@
MNS\$K^W\$U5F1_X28#4HJ&9)R>H.E3D)5 S5-)70_7KQM<:Q%WHJ67:OfCT
MKO^D."L(YKJSZ;XJ6_KS&BY3R@;#EX)0AVO1< <\$:(JN,O)F-J#%;X^M18;HDSXX@M>3VS^RA9R-
PI4KI+L@4-1&I^1@&SIV=DA181%=WI=I^I M?>OMC^K MZV17^2BO9T^8!IEY%<8D'
AB8J/7>6CW5Z1%R2:N_11V2: ^ M=Q!OZQNYPL7LZX8:I@ENM9!INTK8L!R6DD>8!#GOL+X/@NQ(S9VB-A_F;8);
MB*>%10#G_!^N2ZIW^9%:IWEJ/RHZN*LUK5INOYX_#<3P/1FNYJFIT+(X18K
M3D@5I@EIT"=5KYX0T+9B,719^;#XGA:S0S\$D0Z_5DTA2V?JYI MP10Y;MY3ZC*\$#@(>DGT,2P61F1_QN*ZID:L?
NY.PFB%JFQ/_#EZ%W=#Z+C MOW8@+RLF:9C2O71I3=@V#""H7I*#T.O=(D7&<2YU"4E_ =^N491*-^1=C M8-
@CL!C^2L^1T^KUV;A%\$L?0ZN&I=-.W/@UX3HHRO2# =1T67L+1G1%#C*^1:L\$MZZ
M.FVD6X>G@8C/P01""&4Q=>7Z)C37>G)"/EP:#=X5_N@Z3Z,DX+7;13 M^PH;H?#>815TDWUEBH2R
MQ3Z*IEE3Z@O;MX5)0!GY1.FEC"7Y1^E^O080!J@DB+SIE<1UGSIWDDR MYSO8WCYB+1MPQQ6C2IU^P_329\$
0I(\$S%C1_1)IXUN2KS4K1/681VUJHT\$) M/4T_1+S(G\$311-0^ODC329^DMSPRI#IK_-CU,<;NR!13BZ,HZ!"#4U/9
M@QB0R0;0M\$=79K" 1!PU?0A+BIK%"CZ45+^+5BA6(E2SX^T^G1FSK-
@#S#""),SRIX2AQV)7W/SR3K3#PYS5XP:3@#3T)_Q32KP"+A M%?@0^37=LNXH5CN==D2PG>N
1Q3.MYRU5HL\$1NWF:15@ M/M+7MYBOV/F3>A@F^O_#%&WIL\$5R5%L7DYR;IT^R%KMWS:V37C1/T:&?
7:1)!02!<=Y=';=2\$ /Q!B0?8L!A.JR<>)*+R^IU#SFJC>#J1\$Z7F"E9>8NPVT3 M;-7MCG7TO ED:ON^1F(B-2-3A/8?!

(XYWM"3UQQO<*M' 7VM&'FKO=Q!=?1 M4PLI?IH270-8DAELM)#^<1K:Y6EJ1JT/1.18.25:@\$9*4"Q2-1#K\$6
M:>H6OB!B%UL-\$/,%-3@+=-V%GF.6F&IG*5Z@6I0B@4DO5M8ML\$%YB/6 MF+SY3:006K!@0B+=!/?&=-
N#F/ZR@)B!L/"07HJ\$:K.LV.? DF16A.*MU^% M#87":SQ5Z!@&U"O!\$8W60#
4MUEM.PE!1P"FOR:J:W@U7H(K3\$ND25#?2 M^&&63;TTK3*GJ
<5PW\$M.MO!)R.FDE7E)K4WMJ(I/L 8#SK*5WKO(HKW)0-Z M7K(HG:S.JN!5H M1XR8_H?
#G0F^X@-5K9(\$6YV0CL<'1L#0IL\$C9)X6!- W1*)8 SA!D!B2F(C'Y1N"UUK+=;? #>:9U+D%0C%Z3!>: MKY?
+!W*FKN?8%AP5-9=VN2)!^8ZS+ZONQOG*A&[4K>W.?Z!J!Q2MH)?L/4<:27PSX<0?4%=1&!D)HN/!A'S_.PH(\$V' M?
%I" =4 4C@!O_RX2.'N385>J@fM\$ _T"U19?L>:89L=-B=15!<^7I%BK%-I M)_V!4.V6"YQBVDB8=RI
DH0E*C4&ZH4^#2H!U=MFTY.Z6'E!QIXYLIIFX M7HS-YQ%-JZA7PN0KJV.W+&CMU-/ ZBN!O5.SX-I^!>
E@%07K!9ATBF: M^LPPXY8JMD!JL N!AGV<7/?.)NOIT _I.O-@\$'U8IOQEF7:H.*1U TKU^ M=AK:;LB.^C-UHAJ/K-
)OK=J6U'V(5@Z9_F(Q2!0PW"XW97#^U1^SUJ1: MN5/KIT!>+;A*3ZL?NVS.=L.KU2*.C 5=:TV0K*+,3.20
MOXNE!BA9@.DQOB04JU^M2!+9=IW28.#IDS6:E+Z&P*0Z=&OF!B-!^/ M!ENJ9.0BT1K!7TRAH8QGTMTTR=
;DU>3:5SL!H0(? MH TJW<2)!_O-Q3#JH1=Y@PI*!L8_32+>F!J0FGP!MC#I'WT&244X.140<
M(+>Q:WNI_E(E6T&R6(.AOM%^+S!#3S8-BU:\$T7V**? B%"M!MYN!L-IOVU MF&!)8!V&'1C?>
(T!65RFW<7>R6IF-QQ*EZ>+!#K9V%_APGP<::Z?JR1#&: MGR:HJL^9+
<11.7GH!D7@B'RUWJ" _EMQ6^1^4TTI7HK0:&M(Q0X5IDU B!2GJ M!U?_5::3Y/M*/PK"AQ&:HH^ M13L/Y-
4KF16.1UP*L3 SW75_-Z0_8 V2OOX)^T=%1W-@!15@*X" LYL88K* M"452%9ZEU/!2- T8P!EIV=2?>H\$7K?
J(EV+>BZ*Q-C&/P0LKY+*LK*LF MIJ^_7(-LYQMI7H=*H!MUU+D)/I1=Y_.H*E*:F^L&!/!^/7-C^!X!7<\$6
MO!&)&(WE6.O/1&PVWUGS=ISN:2%PG.WE+=.1&H!/"V#C/U)Z)?3QR_R
MQK08MC9A0!AAOVC10"IOQG.KPH.8-F-M0?W/M5/ GOX.6L.)VL:E9\$ MO4U>CR-U-
J9B(U4U?KXU=-84GW3\$F.#GD_\$(G*5'C1:%ZK'91\$<2W8->26*,<2XJ+3W0'3@.=,52:RTBLQ-WR MZ9=?CU?
*G2SH!1LJK8E" _L_HZ0(D8W-ST6UHHQFXBIT!A5%B2U! ^W9@4>
M+Z!H:9/T3SXU,AAJQ!8/E6N*_ HJL&&Z7LP8T9#TK.)5#Z>V;\$<.:Q%VJH1P!=\$W#"/@<
MQ0&D_.,34L2FVL!=C.4#&7ZQL RK _M)-?A"IVS^#E!24.OFLF3&X2!S/ MA=Z5+1FGW:AW4#N&-
*7BHL0NGJ=*RS(GW \$9+;LWZ4DL_E?T0J<>'/PR!_M4ZO%)W&?)>BH!CYTIS.)0XOFQAP8)!&.XATV!@AA-
R.X+F=/'(4\$;ANE#>!IT.&XZ%IJ?M%9!9I/ MT0/D,2 FR=@2:1SZK=+CO4Z/L).DR=H&?AE4'8S:+\$! A0#1!7A?
4\$!L8@2 MX>L6*E.2\$WN _JAG_HP-(C!3K!6F?00G5+R_*V_UBE5>YH?5.Q(U)*K MOZHS@/KJH@6?
IM9H\$2WKL\$G!5T!3!JZ.2519*14.S&8<0SS#)>@3C!WN:G MxB(\$?2DN322UX:3%/00\$.#LG79*W5O=
MJ>WY@Z@/W;Z^ISX'3@X!WVSJ!H E'@RKZ:"#V!\$X^1<-39WN_8J&PPUOI# M:'@'/'
5%20T!MGL6="Z6L210&.A4!&7208JZ5=\$WT4Z.W.TG!<^3(HL2: M+<#31H"UQ)UT5A?I
(S.HS5TT3+*!W6CA/^YT: X;)CICL<^HJYWL&=-IM MLR(E=/_CM" 0<.<Z/J&1\$-; &PWR^RI6=A_KU9>4P;IB%OU)
(=DM.R!7TQ' MMVUX@9\$F5!H7.R+!VL2L3KTKY9/LN/ISC.8SUHKUHQSM@!M*BGE0!2X=5#
M@!C%Z!Z)W@ _E3!HL0C=IH5X\$GE!76D1DP-LB-!Y^VGM@#\$*L<."!IMX! M_U)O;LO2:*)Q_0N##B7N?
*YHC!FK MQSWK.OY^393-BVLJG"Y/V^<^QBAM.W_Y+88GB_X=F_9)#!T+E/C,3^S:20:
#TW0!\$646"TU5L!68!)0T35EU8#EQ.PH9Q3PH*3L/_ _BFO2!5*_ _GL54 M7 T!H/33X*NX8(75<@XAWWLZO!C
UKJ!H!D!24UK!V#&N,%Q8N>7)<7I MN+@-5=V>@T0KPPB8W52PD.1@PU!@!\$?P^A"8&9>14R)^=Q08L_C?
7.N07E M#3.TPV,"=!0!DU"!B/%F5_PYWT?P?? JH"4L_KP0VY7#*8 T3F.+(797R5D)!5H?7.P=IHN5-M+?
&L!U"8:%%,7AG62!J _C=^!<7KA_80-?L80 M\$)EJZ3%^G&9%#@N35WE&(?)UGV"31_AJ3M&77+U)
!^0H!H#^ZVT@9?Z M G#_!3%K!\$L_KBZP7.Z:4HL:R7ES+9!\$!_55.I^U%IVM+; W+HQDOFN)EK M0&R-
BG!(Q!\$N;Z5EIKKI33@.?N\$T_L#W@#Y5@6ND3F&L9R175*.2=-YRL> MJG"%NSV?
YTE86+&4CD\$Z%JP!E=A!#^Q(>-KM_2=39P!&9&)#34EIR^:S! ME@S(409\$!0.*HO!>=:ENUY!4B8MIN.7#?
*?Q%IOS:U?O" _TKM:20@?J:6\$R M=@(:B=F&KPIG0&S)J>VEG=X"D_QX_*G\$ MU%\$GZ".D&'KK%EZ5RFQ&=BXGP!
M=26:6G01\$7@FY\$B=C^993.X<<<VJ"GL*WOA^!5_93KG0Y)YIW_VASI M0: ^
_C1FU++U'L%08L'4R3/!L6KKME?T&B763+V-Q(0.P#NX7=C^W=N!0V7 MMH!
!>8S!4C"TS'EU:L31#C!KN4@.60FYJ!VP.9S:24Q802G'O!-Y*.F_9A<>87;%Z#S!%JN:*R;V-IB:A!\$100!-
N@&@EGE(S7U3_T09X;07X/SBLK:U."C79T4HMSF!E\$Q?"R\$=EN^IG MZ9)R9&JZ* OD>I-
>"PS(97P_YFOQJN4L>C2E!>/2-7HBQ//FIHJA11_S+1 M5Q#>H!7-NJ9-T:(A9!KE?E7;9:2R JJ
M.BG=>F40UNA*JHD*58.8%?.*JVFLTA.J_BSAT!DOV:U.<?73RM<00A#^)
ML0L:M7B(V=/*H6C>U!_T)9XMEX>%PW(_!W!/_MFBYSRFG#7\$ MECG.JL!VFCGV#GFL37!-!^Z=M!C.^@"5761
2:0!6.X:4"! _F!G7)*!AA6,##:6S@Z)26'G#NBHJYNX4 M@!@C#E!4X\$. _GTU@J%")D?NX2N=/K^WG!^L#"&51&-
OS&J08"DBW&F./4 M6^<^@XS*9KXIAA.N9T!N"R6Y-QM=O?:S_2P&/?Q086* T0=IH*H?
P!51&IA.K/NIG301MSO\$E%\$-S S>!* (=R9#. M;(>E'XUZ-8792D+P H!CV%:W%:_((@-WD/@#I)!V\$C## R9T#
(7=2-PZ. M\$!DGR.V1 9Q\$Y\$F?: VRX"S! F:FE.HX=E1T\$7F.5Q4U^3VAO1', ?LZL,3RF6Y>8>&,:V-:
M5=N@U/Q9!\$0_-<^B%3_Q.WR)3(@_RCXP?Z!J7^ADV7PC?U_EA!??D1MGW7 MQ\$XD)Q\$^!6(!9!@'ZWQ)O-
)WE._R<2IB:H?0S(H9#08+Z/=#K=F 9\$!7\$OT_\$ _IX@_M'9VF69K0/L*4&8^=^U5M1XR(%-Y&CL/S?L2 M"!JH.8\$!
D!2P'ARM.;BVU!L'DCNX3!#"&XT:)-? B29@;D!GV_L\$CD M.8.O+Z8H=-!7?X=^A&+75): 2!(CD-WZ)GP3F#+!+S
Y?HRYUYU!KZ>XW5H2YK5 M!.*&?KYIE3(CRZ!GE2HJK5A!>@6A;R4!>=>C>UZ?291MOT!;A:K#M!_3G
M!G(! XN=O:WK=MK>+E5.N.FKP)9T).CM(PCY&!\$G2UJ0CA9\$5>P25LOH7 M@VY>9.*!8">IUY?U551384&>/6(V
YIR^K^7L9H:15-G)<V7OZ9=+966L M'EZA*JLV6\$VHRO<0S/ADQS0^/H!HJPMTOP#!<*&TJ3W8T@/_
H2H%GA9^=IC MRV:H.Z0W'79!GO7;28*;K)+%6W)*Q?8F)F!K:(1>A?I6IN3K*G(5<.%>2 MRXB"DLU5?P/_
C.L+C(@&=6).7K!94?KFUNAE0N-Z).6%82P%MR9!IXOSGM1 M@>=KS5^X'2IQ23DJAQYBO@USE3!?
%W%&!*&\$OU2K9!CW5B/_P":5X0L)E!&+! M!\$PGJ^_L80^L.HDZ/RC9?=-!T!&L" 1&9?1053R
@&VO!H\$CFAT9Q:03!U M1R!L.B%AJ9S.,S08:)PS^YIE1D304I>=|\$_)1U:HDB-W>W>./N!< DD:
M+P.2J\$E.H7E^8T#Z"XKF0* 3L>_<=9!GX/5NPJ).HT8!*";14T@?(B6= M=1:1:4>%?F2J5>/M=VC! =5'8=:#
(K.OAZ&9M@FPT07X*RN1#)TS)VCD^H!&I3 M#BPT2LQOON"VY_: 0\$YCMDL
MDN#8?"NY9B;0LGE8L39P.F0^RKOFOUEOU:SC7_-L&Z^!H!R0!J^0 MUOU!Z^=J08*R3N!_GZVO=!9.Z7?2^4<:
MD.CE_/_FK^)-43G>A6_XT2G2?312-Q\$S&MK?Y.NO(R^MNV!@W"YR:>Q&W.>M M<*KDW-2_LRBX"
IT94XZ.P#U#A_FM!O.CUD3IFY1'2F4-!+?IG%V=,)WPW M/7/QY%*/I:"" @72!+9MZ/#5-M-Q+C.45
R*)CB>:4;E49F+S9QB0F&&4W*:0 M/@_!6^25!Z=>Y:9(EF6+E5TI%U9JF"F""H713^FP+!&8EALD2=#?+!LW7KJ
MJW@K!_V#<2UNU..YB*Y0U@2F\$!R0TT*5!R9DUAE!F+J\$C^E&LL)/ ^P'5NWR>S&K'6^PN
M^C\$)0(T!HP>/0PEH_\$SJ-!^CH+!*&2=JR!I9FKM\$!F1Z!LK+=SNYUHR^RZK MUI3.[KI=WZ/YY49D!>5?
JB:0R:3V?LKG/YZ?7(A_KE?4!)1^SLRP!>I_ MH)=8+JY\$2@2/FCH?>P*+P_-FY=2N;R*!>J D-GFMQ_0EN+WM;?>
2X.QIT MQ4H("R1^4WX:2#&N^N^EY93UJHKL\$!<Q-G7:G83JO-W)\$2ITL(>EK @8499=S2/D-
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9)U;"P42FOR 6440!P\$WD+=M'7_<>38+&QK!72<6"D%!!&!/Q-H!X+&Q:
M0'G/P@8=F1_L=>T8TWI9B#"JEG^A9..*X7!%OA=57BDIVX-NC>XFJV+I M+"ND.#IW_MJEK%X/YD!Y@)=!F==W!
FU!MT-0><9A0!&(W03<254>BFB_%1 Q MDR9!%O#^N7>0\$>/5!(<ZY-D?Z!5YTCZ!0?M)4(5_S(30E/F(&YC&THU
MKW_0_WQ_7 M/W/_<2W0!SQ?RWF^S_13BD. M/X8.HBRH#!<^> "IV:RL:XY^%)7H!5ZWJ74!(&8+>Z!S?

6H&4W)1HM- E1 M14.SXS11/K#\XZZLY-/OI"P261(^LUZP*5.J%OI.ZV.14EP-/0X75V1^*CR
MXTGKV=LI @ >WMPZA5>B^!"WU+499:E74QTAY5| ? .Tl9B*=IN\$.!<>Y'W"-S*.:DV;PN=
M/%6R3(9@_B^*JR9 MYE9KOZZW1R=5N)ESB",<.!@&_\$(5IDR5MOI=R_\$Jf<#WVV>3-T+<&T8X
M^S<@-3@H;E298\U 54-XM_-#ZC9VCE-NS7GJN=-03BJXS)9"=T0JY>/%4- 7&1D[M_5JL1.258*T;HF0REFNK"3-
P+L" U0"C#5L0TN)LEVXV_8T&) M-<;BR&O1^*Jd-1**F/G*Y*JH><@\$SB7C4V#(CK)J=ZW\$J(C%N-
ULH^K"^(MW811^#SW(H XF67GN01)QQ.>=16DEK^WZ646\$N"28&YJ8HW45"PZ
MM5^@*E%+^;T;E)2((BS,HD|Q%28KJ @/!"NU) JC _T) ^Q>YZ*! DU&L%(I^ MA(FR18U\$PO,!%*MST!13>&;
6S;IQEIK@K0^%||#/#N06"7OTG8QZG0RZ"YB M^|W:P. YC9HLCM/L#IV*/O1"UU7D@FOI0T-
PYN<|XU4LGJ5HD;/'"+P+TMVZ=QQ5W*KJ-PW#< U13N10AN,K^6 MTB3N^J1GG\$Q@9X^#6D(+=B8P?
*+I15&.3T"X;&O=|Q11H\W7^JH0+ &P@4^
MRQEI+>W<33=JIV&V3^TZ69(*F#|BZY_2>C&ONP11.NI|OBK@H_1^#PV!%UV4HSG;K+;#S:FN
JO^EPZEH>2:~!+!#. MxE2BB)F^YXM\$6A\$G3XS5|XSQX).5&|;LL"FX)7H+J@6EC@SE24>;MJ0PRI MK?
J9#4F.DS031!Z.%I \|0NYNODI-U&NK5=DU|WHOUN DC'S9BWMGXTPOH; M|ST80 _;^4L6TM4S;B| JU!
/)@F9T^TO>B| V@7.(J.&J M"\$A"FR^F^CV*Z0 YG-0AO:YYNY/I7FY> D1XJJA/^)K.O+.^_02VU9%OI. M-*+/-
G2L8=%HZLYLCP^+4V):W7= ("Y9;9ZYLI8; MD07^K71*^TJ;#X_*=0KCW?
<@1H#-7N0VU!0"0% 2L_1VYA57!GM N.FZNA M#-1 A1^3_@W@+7)DY_-JU@#3A>_DG^FIOK01/<'B=23|^Q\$@ID?%
MJ77%J!>:&>BGNI?M!+R^*:UV.EH_K7N%SGA|X6SB/=I>G1OKD"M%? MHA7XG=K|<;
|TVV1:M.E"MB(C#ZH:Q487|E3XEAW"=4E&"ILJU88POM&|XE=MR.WO#?C5<^(H%Z1G9=::/T4J.Y26)POF71N;J>
(R/E7<4G M.G.1\$8.(WC/TKT017CU;)_R3)_JF3;|V(OH\$KCRW"1Z?>:"/H39=J+-L6U?H:50Z;^\$"_VQ4^==2
1#70\$|HK W:F71B MX0G%?1\$PE_4PVH5^Y+YF16;_AW7#29TVC^).56XPNQ7(KWO/RWH+N;:5&W
M.XQ" W6XO%LWW.1^S+Z_4IP3M#12|ZS|V>IAXH">Q9WF9X+!\$".(80.6\$% MBVWRD4VY7.KGDQ.N;QFW1?C?
JP57N^| #QM@JP>37)G|X*!9+|/"HANMI%R9 M^U3#+:25(E=CCEWG.S/MS)*V_&
<15!*)>YH!"2%+\$6_N\$;L3CHM71@JA^ MO^4KQE%.9&K;^5F|L|*|6G:6^"CNP(TBB(-!Q9+^|+
(G(*%OEJ_G(RFIQD M3_1EL80|Q|G-G-E>U//+8%M.F%T|^8!=""ZU^G^E<#\$6@A:*\VJ#0&CC=5@3AG,Q4Y3;
M++|Q&W_LJ%U8TRW=JMIQ=6KE|XO.W(D2A5EEF*; M>X%SLHR/^
3T<@Z6E=1D8UAI>YZ* _ERNFB(G.XLJ0_TF;CC>- KMH.XK81^ M7X"/V8AT4|L>A,H!6M!^/OOUE>XJR-
EE(R"/K\$;UB);_/#3A.4SF<+L)# M7\$#!%T1C0@_CBUL;+""%)#0H03(7P&5YRW65=O Z@&)'1TX9TDY7CVH5/2
M812X7%V|UV7Q3E&.4<;_+|13_!JK|>QO<=B"9ST=YM_&|:~" @H%A>0MF|IEU'9@LM
MJ5ILY.>5)\$/YV>BAA|J2XNO|CK=;N;SB^4K1(DC570CUH"H5|RF;B5* M=L1VV3A1?>_JW)/T|
(KRI8@30%|11V@\$RX3T_-G.NV=VY)4JIV^/6|H!4 MURI:@|=Q"Z"25;NI79TR.AU<-MYS8B%GC|8;RJL+F%;(3O
M!CM!#7F>#6-Q+&J1F\$S">))O|FGG|O8L*0X/0#DZ=&ST7T8EOU7")F M..*E/OQUP?NDC;
(XE&D9NBATUO|L=Q&+L>)R\$RB87W+BSB73+J^1KFR+56XN.*?^: \$G9K=PG;SF4XI+E M9?
P3(*!1T;#94_X1;5W=^N|U6YHHYM_K+Q;ZUXR|O;GU?_I1<18-BD2|M)9(AG_& #TL6;L0
|Z|Q15>_O1=8EBU?_&2>+J+V_E68^0 MKT9MA_OT_R)J1;1#SI_3|><6VT|7)_U;X(H^P#|1S10_9V/(8WB6MZ#P/85
MK.G=|JH/28_+|J|<_*RR^2VBZ99TYXN<0=-_1P.NQZ6YH(Q=N)|&3 MRPH;S)HRR|WS/T(N13/H0R953Z);.GE+
J%.R+*X#_@^_V#8 MY60|6995-3EQ\$QAI0_*K2.H"WT:Q|NL\$Z5^CV_1KVRN7CM5EQD6%"0?+K
MSXLM39_F<5BXUV|:;X%3SHW#|RKQ.4;V:E<3\$6%SL%;J-5YY<+V)G4 MD0/>V.(OC+3=?=L6^2JP?
TK_\$IVE?/T3>|U8@O#^T?%|1.3&BJ5KIY7! MCN_OT;CY/5_?=MLL;0+=>6:3+>;CH70S#;5FE!5
@U(CAN#"Q1313"SCER MN5?>8K(R3DT1<5_CISZ\$1-Z,N/ M\$S?0).BIAM5W_*MAF%Q0,4W?
AGAFX4XR6:*&|8:RPF16 JYV5?|MG-Q(<^\$^C QW+|= _JF*8ORTYFGV M
|P;72GA.N(O)UY|C_G>YQ+|#^|T_Z>#01>5CQ_UJAV8.LG=[R>?S2%;NL#_3@?)K')XS&LR^ MQ^84>J=-
:AOZ3V6):~&2"/|4%47=X;(*)#1|>?CLP(L%XELOY+M17Y^I7D)_IQ2%;VM^\$| M^N\$KZXV"E(=GN&H
U\$TL4LV_7XS;B|D3\$ M6+S#Y2F=N.U)HPCX8_YDT;7WX2&_3WPG15;@G4V|HX1E1%|YX81HLPRK8;|W MK(MG)?
WYJ^#PBHTN@ZMNG14U&DM@USC5J&|!@72TL3%/%39Q@+1X/ZIGZ;&V M|H<1*DIAS4MVP%?
NA^W1&2|C%6;?&).AB@H48>JB@\$I M^LEE&C1^RDNKQ>O|EMBY>|VGXX7|=0S7#"3')_O@@XO@-!
MJ2;+)*.G7 M.W3LSAAUB=@|4|4<7%9ULCO^YR/N;/>BHG^M62&\$(-2_#.KC.XU*93|1FF*H!&=-.D_JH+|A?"/'(&9'@*!-
:(<%0/VVQW=(L MPG|L(RKHR|N6PRH_@Y\$S^6|3Q:N/=DJ38T.GW M.FV_3H_7HAA-.MEP&Q&DW93&.(#^+H-
ZFC#X?>SH5C^_&08#*KR6|Q8O M|OYO_) +HD\$)\$|HB^9IQ MR:|0|48-XE-IT^FM|X=# J;|CH4;3Z#1^Q_*(
M|H)F!S3>Q#\$"7^U0WK!^YX#?;0> M!<8;06MPXW_AB6("R-E?K@#4L&CF\$E|9_D>
@DT^I|H+QEWY|Q@PW;= M:.\$|Z#1+X8%FU|WDXW_9Z9V>UK|UL&)"CH5<^+N92X/M;7<.(Y96;#_AF JW/ M
_WP"!|H^>_B"QE*VT#B |&(*|R.19LN*X2F|^|9Z= T?_#.)<5=9>QO7_L
M^J|@|S\$J@/UQ=95A2T%8@(<C>_DRNC9P3W(G1S4BWT#")MU!D-XIBV|Z&) M"PZ"8S5P#U*)F?
U|\$;.&Z|@E10|DNE&*<=[+B|S5.B5U/^*V=CBH2/^CN^M M(HY:1%6AG/14;A9Y.1FSXU\$OM08I3?9AG*|
5;G*3ES4*_.L F*&".M2+= M|DG#|7P J=-?EXBNXE@)F3@|A0TXBZL25;|BV>C1&|J2;|=P^D|393
M9!!S.%ND9:UB_>>>EG&4*!9?XJA2K\$*(W)DIZ.YO!=@4RFM(2Q^L"
M(GU_NDA^M7^PY+R;WKK&|1D|L|Z.)INOZF7\$S^"M".#Y1G?_MT3N(JPFJ=GG%#SQ\$%>S|LN^LZ0!W?R;H 9I+8
M|D.\$N8 DB|C1 8)C|N7BM5\$YUL=QDX|^8^" ^<|D*^D9>0>7FDQGELEC MSW;^9T|3%6R; N6G0&O4 '^@+;;P2
MSE:~8YTD=PC#"C0"E_I<#U4I-!"I M|GSHU33=-;TF715PFT&=>#8I MW\$SRU47|X3>HQ9FW-ZTY^UK)5^H4RA
P.X/R.&|F+C|J|U|.DPO.EM_3=V- MK;SP_-)H?L?H.?S4I*=-F-U3|ULW^8M8SOM01:5NCOD"BA4P/WGEAX?E|YWG
M)3DMABF8Z3XMBE;_S;EY.#&DT|ASH^WHX^*@NKO-"PEDER6<^+3R?Z3;_V>YT!_I M.^2?0.>T02_T.T|286
<./>7#Q|N1!"2L_9Q 4S7Q"TWEW\$^%DT_(@M|@AYN=-19K0?V(-F#5J.(M_U8NYB|4D+
<^6V/H|H>.%B^59VY.W\$JYN=HU1BW=-)VN%\$V/6%-N134(V! MPSTOG^LZ8?^CNG#3;_&_!2NME>3;_+C)0_/B\$S_-
A|@3_."?<^AZ#-&P& M(R=<40FZ9XI/MHL_ZKS8@_) +GUIQUM80|V(V2BQ%K\$ _""P4V8
M%\$HSV(F\$=;&%G9|7.AS(=O|DHFS:Q#*Y^\$FCO#XE|3#_14YSO_S9\$G)#| MH&*QAZ6|=|N6;F7S<686T7"*;\$-
\$/(=E6|JAQ\$FJ&LH^|S4=O+1RZ.OY8 M89;P42WYV.C&5|B\$3;:X?
A@M(NM|&OQ_82|4+>EHI7.55;%S3R|X"4+OCITKB
MN5M^S|I=;9P.B|IYZGAW1))YW>L=!'YFMT#B:F2EV42;.*Q,%3:0^V!..??3= M.3P.W\$6!6)MWVKGNE|^%XRX5Z^R?
_1_B+I5@AN|6(8@EACCWKDCR4|Y;\$5_MVJ?6| LUJ?G>B@A!/<&&4RW1OW1DF% ^94XR7V=W>UCZ|14K;RNT?
@-@AV77ZM.2VR^D7XOAVRZ0L+J MB>|A+ZF.7A3|6%P5\$^1|3CPY^D&_4Y8PC_\$1@SV1"DDCV(&3F.A#2GY(19
M(C_0/&(9_30M:8V_N.T&YGS;M4X|F25"+B4RDZ|UCZ|D5^7>V>HS P!51 M%QX8&9GZY-
|>9>XSI4PNV!4OVJ(7|UIM<2-Z|4U^N^>U0.(M#&59|X|H-M M|JF:9AEHE;(VC:C+9_"MB(4^Z|S"6|KNIB'
MZG;4S4\$?D|H8ZY-SA\$9<^*G5%M-I>V-VJL|CT|@64E+&4M^5?G=>_MGI_0W&FM-
0|ZV4X10.4T4L_*O^X|133^M|KBN#Q+GCPAS|IMW;H^F(0 M|H|O0O_C^&CX_6)C%*_Q@EKG4;UP_C7YDHK_&X-
W4>7>E0?S153#. Z^ESO MPS\$06*^)|M\$N2X)MDB>W7Q4|J_1S("D\$WULL;BLBR8LXU^H(K0&-1^CC>8W'
M735\$&1R|3+EV6@B^X^7%1^|V1\$Z;C|1L&A>/%.SFS2|3<6;-+)|HP<07"_ML|N20P|3|R#PC
9;+>V9%9P|AXKQ%^_U%WZ;) MN*^_1Z(F7B46^XH:(H- M5EUGX.K&C+3S+^/(V0A=;W9#8Z|46M|TY"
M^G31H.72&+%B2|U|H_&|D7R)@6;R4)GQ(|P+|Y*RG_||^CH|6=;MS16;>Q?/8_"&A^U#?
4E8:9E&8_~5)P|^GPY|^B<2 ^*2V|BGL@8A#YG+?1D"-;EE<_V M|>8(A9VT|=WU)=3,")*0RDKL.UNVCU|6<9Y3Z-

'AH8WHJ4C:K/XAF4(K MX&LZ)<#I'I M0:(\$V#Z8HV'>>02D8U92 MB&R!-
O6L.LUBFW7HKRE)X"CND1\$VN4*Z&T%U\|?0((C:B5B+G(S5=^\M\$E%YC"JWV|8O2 M5)_6HEB'Z|SP(D+^7.64X:-
Q %E#J&"V2'^\90:/(G9:V45^4Q>(\ MjN0@POQ;# +KT5N9\OMHIOZ3XZ9RR;V-J#.ADSF5
_5RA602%KWO2K^LRO:= MC.2A)2XC%BM>Y"*[YB2R*.*\$?
Q_ .VEZ52F9Y35<<.#^7GZ(N8"E\OK@'F9"B>D=3E.9@U'S'6Y?
F*K"R00M76Z\ M.T|8WKUP'.9\$>Y\GYO%:"Z<.4/S7037J MLAYY00BCT!A\$/>"1UJD8|H|2I\|<'W<\$NO@A1+;.\$F2G
1^HV4T @|4# #: MX2/^6UDJ622N|>37^*1QV+GNZ05^'UO0S'!#M:86%'ODZ\$LB; J.;W.NUS\ MG7:G5-
_7SWM2UOI+(\$+)TI06BU8Q?AP_F MOT/8?F_)L021%B_ \$2*??@8_ZF7W@X37?D;NZB;L@=QV(-@
MA^:FWGG4.X>4(U(19\$!21M/A("&##'8)M4NCA^>%%QNA CD_IR(T;.<29R<9 MKU/-(%-
YSS0FJB):8+Q3^7DZ7%="R".QZY\$BF-EO)&(PAKJ-.MY<1(@A|P\$R ME.O0B)D9OGBOHH<1S:*?
HIR2BZL.=X)TJ#>TM+K^7W\|T.L|T^U.NG9H8I8 M!&G+@+'|RY!9|'2VRVH7Z0<:'@50Y M-
@TV_79NM)&B73Y9<^7Q4=EI7=Z?I=-.WG'.J3\$W%)8@OV?&U4L0?HAZN|! M0)WE=0G\$F^.*ZZC/BB|
(+U!UEL.%#M>3.OMQHSLLPV|B&O/5^3U(BC.* (A2>UA9Y;||U9I' MTI-/XTX9=6>6^(5^MXJ>U4RZ^1+^4&
SULKH\$NSQWV|D)F\$%)X4Y@B|Q^3%E M0AEL|>1_6E4^KRB|RS8|GY\$F)\$GM+|3Z)?^V=7Y>>=U_16X-
):J_1/8TP8%-JHL|X@357#&8(UO-EQ M9?T|X\$HSM;KB=WGY|L,R%2H98IP0@CFC;NI21ZIO6Z^5;NC|MH!-EE>N0U
MK1E|@#A7.H8H&UUK%2S?G;I ND0I.713<.(\$W_.G610LZ+7&0L;AXP:\$@N(MW22%."|S=2ZX)GI#;
|U"W*WYCIA*.NW5=>GVK|I4KWW6D+GA?<&YHU^Y8 M\$-1YD0E/9/TV\$4.VO%KHUTIDBD?
WA&.WOETO.VF=D3^)/71JQ%3 MR-K=++Y6W^G<Z7H5_PGVAV.ZR.Z;MDKQT/K44J R@=YQ89##X./G(I-'GV\$
MAY.;WR)^^8_..EWO>5^50 MI?<)H6O\|V?|AVLWYQU^A_J9230B#\$J\$77\$XCS)' MH4^9H5^(-
*OU%Z989Z9;EV^1+Y=CK^W>(N-7G^C4QSTPO IDVT^5R74 MPB20BZ^24GMMF6|2303\$G RCQH|;?
DOV^X|6E>*GKNCSY\$>L^\$5G#E4>L MNF>CND0EH_S|S) 8K?3E*G)V^+V\NZ%2QW>M1;HL0|J:S_
MPZ#N(5Z7/%*=6|P1LNAUBG;-T_VX05|Q3;Z|H8+!XOQDU|6LE.9YV86^A:
M:Z5UNAY=X.'S9+;@Y|:8XE)D1^3Y8X95=.86;|O|JR5|#!FWQ|OW|I2N. MP4JUNPDLKKEIN;4MOH.!G4?>?
RD)##%>?.2|X|@2;..OT34.DH(2BU.!8MHS MB420-|A|H|>"K^Q_Q.5K_#D7_T2SP3I>4SG8;H(@K^6XL<1K1=?
1AW%&S/# M3"-2BW&A^.\$6%)(-2^?HIA|K5LU#.;G|>9=V\ML9
MA6R.@WH360>/BO# =2WG0|7+K|KLY(SL#%G03_WNDS.%;QV0*AI_+3?N#6C= ! M9.XGZ\$T7IL.I&L;
(VY34I^IW;H+KR.M.J=QCT?>=10^\$4Z>.E\$8^?4ZS08806L "O/02ZNHCL ST M?C8PX#;-;RG
LE)H|Q|:C8ZN/S'9O(HW)I>'Q=TW'_.VXH=VX-0T92T
M51O^I4^55Y3'.WRI^WV:A6R<7IE4J|M@ZA3|RE|D=S0<2IC<03^|Y&A.YYA MCBZ.D|W|U:SRBHBG|Q|@SW:15?
TR^4XA^URJ/ EED^SYB:YKD|C6FXBX; M^9Z)AG/HYW_U^B?6?F+ /90E(Y/H%.435|O;1807\$8< MQLLKZK)&EYZ;?
A|>"O3K^S7|NS/DOUR4W W.G|G)C.M7). UOHJR(Y|IB>M_';.D_O@B<=K\$^Z9^|>E7E9Y_SZ^A?
I4Q=GG&.IT6Q(%4B5&!A(I^@Z3)& MYD-?CU!-.*UC=9IRS007IEY\$E>(<(*XZ=Y^MPN+0^+))CMO/H|L.)IKCLNLR
MDJSKSIVDZJEH+=GLZ3F7^R|'^4P0Z?NUX M.TV(OYB-X(54I^NC!AV5F%@-OYS/
U.CK9_174CGC^Q|+MAY(@RNW-|YF MO82P?
9B_6M4IKV^W|T&@6MFI7Q.Y=HE5F10>DEP(PWD|:KDL&_/CH'R>8 M?_?|M-P|*
(T7E83000Q(6)GPZLS|D)SQ9ZP95D6=E=6Q^K=#/K W&SL_N1NJ MWR.V.>(4&T(?| *H^FDEB55W>5?
1785/#:N>R7J@+6|YN(V\$80A &|P (>I7 MBEV9|GFU+;G^OZ_ _HDW_/8@Z).W@?V=";?%?YR|^1-
=|@K^8K?^K^+IYW^@ZE(/7N5T@HLN)AJ'^*Z0)VG/R'S'E^M4;ESE4>/<900(*RT|8^1%J5@|IY'A=S?D)&B|'WWI*
MUJFWKGPRI50TRE8W)LC/4>@X|YAW^8^+A^D4-W%7M;.25|I8|DZ1^I8#T^9+|^ MV=&W?
XUVJAUAB.Y.E^J04N.O.^DG?QU8C2NCB MQ% C MMJ.C.Z;90I8?|R)N3U8E/PX31EDC2ZY.9.77X.2)HFO
3P2RC&I(N\W4\$*_HN_9?|2MOXO^9|KR^'^6E
MGH#2Y|2H^E007|+XR>NLEF4^INS=7F|F+&Z5T)\$2N0<)WH.TX%0#ABGS#\$\$\$8
MRS^5P&H:P=\$.E5.ED/M^E.%|C>92^5|DE^=?TK28E^&N4D5%&R(.*>_.Z M63^@S9-
G^/1#X..S^K;X|1@TXGH#5.D>_.|Z^W_%&2|9_-B!&Y2SVB: \$F M^HZ B?9|IT#H^N@2SZ91^%EU9T#6CRS8;&-
Q@O>2M|^*K3L/A:M<>9+G/4E(L5|UR?>=.;0&/R|3_ ^|D49;XP7)E5%&+|
MFS|5Z|H8D^>+U89XD90QSWU<^#_W(#6(&HM=%3H:U5J=VX00|D_?JY7|0B:
MKC.RK^|+^N.6N/^16DC#LZAX/>|HH|&\$-44L.E=GUM@B|44@2PW*.;BR^V
M^Z<@M9UT|:3U<^|8%D^|7|NIK5.#1|L(Z@/P\$Y(I^1P.FL1(>IN&EC:5.%V MIJPFU#AMI#@^:A-
9|DT8Y|!3IPY_E+|N?>J MJ\$_.3>45^V_Y^MS..T2+|>.<|T3:T|79_7K_!^W^U(O9;Z^*^V7\$H-@>D-.FD9?
@J3Y|L.P&:6E:Q2 M6NCBK+5A%)8_Y_N(MZ0^3L CMM^Y;M8>^| ADP*:_0=2|WJR_P.86?+4V^T.
DIY^=4U35FD):+Y M-.OMY^X MJ_-T|=S?6_1FE7Rs<+5.7^8B8F |GW6D1FK_8G_/JQ\$1%V7^ MBQS
RUAVS4I^O."V+\$/@|O3)7\$K-=)F5+7NI8V|84P OFOV|DY(OIT.I3EC-M?
84#A\$<<9W&7T2|P<3|K9BKKE+U^!14VG|H>#AA/C#)J\$@TGL1XW@ES7O\$Y?G24KS!0@/FTQKPR
M0IF|.RDX_9YK (GH^Y<.<&0)8|<*@N.DL23E@T9MU^# C=M_6JQC>@_3; M(H/&<18K#U=TC<4#|*?
4F^J_ ^UY>B^C\$?66X0N-0+H/S&2PT7MO MU=UR-O;..HJQ348Q>&9M)9.6#1M_2CIFO.K B|/>|2#AA
M|R13X62%&TN|CPC^O*8GY32.OP\$|T\$>@B36_.D.YU0W2@A.42F4E5_RLEUD M778D;PBQN;W(&=\$F@ATSCI
|D(63_ M3\$UJO;I^RIV#^0OQQT4HZ9C^8:%1_ZW^17V|P(-?P^KE^|B;3DB|5^3|X\$D MPWRX4.OK6?8I/T0+W\$|N-
DR_XY88SY>ZR7BE|)BSUSQ\$0G5(C/H5#N.T^M^1+5DRGB&HT(BZ^T.O0";R+4R>&5Q^7VP^?G8?^I2(T6^--
|^9_!W^Z^8N^9E MQ&|B0|:@8M+&A^*N%18^KW%(MXLE@=('B(BC8VZ8\$TB8/^EP6>R=|DT^9^O^I#?
YMG%2H+(D365)(>?L@R M30HVH W..^9-VI4XU>^>^8E^N9" M9T.H5ODN&\$5V^4"(B C%G=QZKR'E^9GVH&BT?
+;.'+T.FLE?|),/EY^L5! M.6%AML7>X_ ^A1.F)Q9+Z5|K_!ZBX;" HIGG5|_(3@I8Z.U|ZCV)?**|E23H
MZF=*L;=IX|/L25MKY6M^0\$MPVPN.*;4.OT.?&2OFOZQR^S/\$EMHT?2M8M M1_B6?
2^MBB;WGR@UM.Z#>Y11\$/R6X%J^IWy0KOCTLC#I^4?%#OHW?G3X+Z8T
MH3\$#|1+4<9WN%^'^SQ|>?;JINOU+H^#ERD=C1031S3^%R2-@8BW&+F|RX|]=@>C5^I
XA2Y|G45@|&6;>@16Y@.&Z XI M/89&L\$S>Q#FT2?HZ4Q05|29|\$(X)(%)8KS| M
0K(@MU|Q5@O.UT7\$0M^NJIM.L)O.W6L2HJX^N|K0@2_8&EHNPS^A7.|&NAY4:5TK&-U|OFTRA?0Y2;K
MC;FL0U&F(./C1F.ZWWO9\$3.XV?Q M#)5=(1T/H8LON>) *APL;BW(-04MM(E2OKGT9C4KS|FHR_)J.H>8M;D8Z
MMV7I^&\$L HS7IV|_:(^1=^V?(9R:=W0+>*.XG9\$Y>O*;W&?W|Y;K65Z?O6+0TS)
MXOX^_.(7LS8^RCQ)28@IPQT(M+*@G^QIEFK^=Y|YXI*58.Y2;F_@+'TQO8 M1L2)H?3*
I_8|3>K9;R7L:1^IWI5^YR@A/ L-!-=ROIT7% XPW04HJFPV+F;2^\$ 10#>@?(Y^!);PDFZS@E+);I&/ M:A1W@7LL_)#
(5XGL4V^%@)O2C#|7S-TWS:GE6H).6;.@H_ =E&L/5H@U+!P? MP#\$B|5J>1D2OK!^9+;.*#G8/<1;Y3H:<-
^CUO^U\$%^#@=F@B8;.U5(&F|1& MC%9538%\$SQ>%B7O_37NA^41JG1=|^Y4VD5&#^7_.TD;IGPZTGLK("D-
MG<7QHMTQ8|W-N%+9YH(8.5(5|SEINOO+LDGH^?&AUF|I)+< VG2^1">>|Y
M/^75%1KZ^#16L.CO%CF!^QGHM6X MOGVZ?X|M\$^19GN>F&|'..\$SRVZD.JNW|Y%YG^Q_5N-4^)
|L+E3W\$&R#0W*=XR+ M9B930-G@;+I?PRRT)#_!3@W6.L^>V9 F@B_R2SOMDS2RQZ(=FG|6_/?R7-M.).M-
^73\$R7*^Z;_Y|/ SBQ<*E=ZU M;|X|?8.E#2W^I=6Z.YO_!MMNLGB.*@D& MNJ|1XBYC9|94C*.OOW(!.\$)%C
MR_13K|SL.GOA U\$KY.\$?|W.%Y&'
M:E3|S0YNP>A^JM?:9Q#2^X<@X69Q@:ZLEI^XK:^D^@HPO#O^J|^YJ<\$.&.Y0%-Q%85\$#& M-(1"!-

"CS:@MS)%Z>EU/+JM=5)ID.RL+173,3?7DYF9;W8'Z0QISW2-62L MSJ.A|<=|HZKB3QR\$18SYS-G@IQW""008.5S*
<&M%7|F7IZ_5EZ0C-@O| M2;'NA8Y '7%A- M |O4VLW=E5.EC6L ?\$|3|&.SLT&2.8Y^>V\$. '7#@.S5;91/'R.'F' T9*
M3QYB(G1M!&VL_HJSTP8+*#AJR|&_. (6 /T|'OB"-8)O18F7.Z12::_C)+JK MCR.V7>UM5S|LV= @S":X5
&*+0Z,"T0":L "<?7QNOVIGU3,Z1VMMYI_AW M\$|&_)-WB0EO M%*.CP|S|!#=#,"F(5|8|X\$-1H38"?
XD0Z>M!8R0R0N5W|(&D|N|EET>_B8 MHS.F1XBK|B'N\$>L@0ZB_ 'L*X-('4RQ)>5|=-0|@OL*E|:SWLO|R-Y-C-,%G)@
M|/ #07N5^>0|H|G|.OJ2>=*(?>52E8-KFMVWW:Q>P.16|<^)/- D?&3@5L3 M4643%28?RY:QB5|FA3C*X@&?
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^\$0E'XE^AFY2^!G|^*?D(Y+|_LK<5..1JK.WWJ, MTYJ4_000C/HV7XM0LT>G|B+9\$>8|>VM"?W#-!WO6P/-
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M8;.8RSZU"7BTEM9@H|+I<_X9.*SFD<|35%W%#ZYT8M&K-K|Q|XT:Y|B/C MK1A_I^!# 98!)JHJC?>K^L=?
+60"#HAGS|P|^D-|J&_5**QNY^_LOKMAE& M*BR5;.02L#RV9@^"-_%::0" \F?&S#@K>+XNWT*M#|*U6
M)%|JK%=%\$32R'@)\$TQW(VW\$|A62J_|V|OUL":ELO2E:UXSY#MYN%.|@:7F& MV,^ASD4?
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VY(S>K?)@HV27|2@S|EB>L++>I "?H MD2D4TV2L&SB2.F4Q851H9R|TA.M""^?&T&S8(@*&K3'S:8"0JPF9?1".+4
M)<_0ZF<)>F(ZY*^O?*>A"@:5UJ?-C+\$2XO7?C<7.W:H42(8@ETL?9|7Z|45 M65:DQP'
|4|WPK%Z^C/R#JR/ROC?>HNH*:=TOKG6N08|@.#N"/U_2V.T;:5\$Y71X0G^WX8 M(A11%O|K#;7%|*+XO(Y6?
3X2\$#ORV&3ME/S5PA+QSBDL>C0|FEKYH8.P1= M|HCA=_)#-H%6|VS|U':5(>+1.L|L'Z|/"%BTNOL?<
I3LOI9?'*E(^ER|&# M=Z8|T%PB)^"9%W&"311B:KTDJ|+_|PF:N|HQ08O>23.S.1 +ORL&@&E=M;O
M%"U%F;UV0Q"|T\$SN;5|O?U2=/'P&A9O|WOT=%;Z|-X^ED@=^5Q|H5J|PC MYU5^HXQ7U*L3
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(OQ/5L+ 5Y"R002D6^H7F92C)ALL.^4&N^|6QB#LL|HW.PG:9S|B""JGN02%59I<&R@G3)Z.4D S\$7WE9J MT
W82J|YU+G.AJ0\$>^079D0^/*A#7F)X^FRB&.75"\$8"9A)7@&^A+Q;@VM SW9)?
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M|L:V|0+GVACI2K&XY9PT5HHVXAV.@W402)YYGD):K%4X7C^LH>DJL3OH9_ E M+Q+R76K;?
TFHX"G'50YQC2IY(X?KM*?+@-A(@J:P|MIV/29JORT.D.+|HOT\$ M|D&(1E%"\$4B'3TTS;H|"
|=-&>16EE,/:QTF&15#AMM9/V?3C/OMHK.3>G-9775"2&*O"&?D%G\$D-
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MP@B"PRV?=8V2&J&50>0|@:<+CJ6G?9W@>|P2|T/);2&>QQ(^@ DP->>F. M/U"FB:6"@S.TP0&SE*&\$Z&<
<:C18Y&/5=@LUN:)O8|+)|G;PL0-"FCYHR) M" |: @OH Z"Y (@&#|S.&5DU1Q*P0U3R?QVEG?17UGN|6G?<
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()#|ONND|I7&N_ TO|Q|5DE7=4)|H|?K_ =FV7C>K' M+;+Q_8?+|Q M|AJ7\$TFD|(2FF'+V*^@M_ZD)P"*<
|L.V)8WD(N|&UXN8DSID^L:747\$02E*U M9)&V0|:= ZDW2\$S0=|<
U\$8DQ|'MS\$VNO_4AY>M+767|INOC>0LY*.M|H|G) MP6H<_2;T44CTQ#H_@VCBVX|@P(|3<'Z7#O+NBW7"9VZ|<
CN|E=3(U.)@R+ M03|DC+U#=<.X#<_4>P#"RP3O;=M/E^|<_BVX(|T:D^C|CIZ-I7#7RY=E6 MVC|X|><
(N0TUG&@Z YOR*/O>=S3ZW*%#_ |O%@Q.(3&|K9(D_ ^T|:N50.EDW8 M7%B3-N(G(1 M9'.^&PYE;\$5|BLU>?<
=60Q2:=HUA|:M2|0DG>0^YHXO@-&OH=^@R9_9/4Y M-5^YN)N.2N-ENR/M2XWX_20!>Z&|V7E|P|)VS70<1E|?<
#WB_V'O/8:.C*)VT2@*T@7I70%I DJ5&A%|E(\$HB!\$|.3W%B DB@+2 M|J@1'HG(KV&CHCTW@F@=\$@<
0R"%\$S_6:F7O.O3/GS/UQY_S8_!P0R'|? MO=:SGF?MM=\$|^CI"\$JWFGP8Z|3)1.0D5<
MC>G/+W+8V8>D5ICQDL|VK17C."68:4D+=MC933>VM_EBL#Z1A4?|&""<M_8V2=NM)-<
|N:0|K;|NG)1|KGE4Q&|V3Q(NX)I9|31K=[<+^LPM9"28H^L M'#Z1WOIC4| M_ O3*RK?_R)<
<#TYR(/;8|H"?7|I&X?&C+_A*90)SW*|H|'9<);N SKU*, M5.K?V=(K.\$C|Q.IS T5CN@%%\$4D5L75+|_?3C|\$M?E-<
7PCKI6S)S(8&3GG(P%W=:C% M7|*51*6(|*H'?6VL1"V*8#|H:@8M25.W3@%|B6|^+|J_L\$#QH&VW"XQS<
M)XDT|T2Z3GR9(Z^VASR:/R:KY(4#B%0+Z\$?&I*->_0-6.J2R#CZ^|G|56G?Q5 M 1.1(|GO@E|Y*&>|Y4&|^+(<C-0P|O<
MX//HLW3%9*4GPA|<3|Y M|S\$6313.">|*P>);/+G*U?."8|D BUQ"57>9ZZW_U\$|H. MYV9"S_T1\$B5HNP(OP;2R%<
<19IC0FC<_N4&F)89.*|I'V@REZY6K'BO6L(C'<
MV(K8B\$EX#1.#38'99?)K#%\$L6Y;'4|L|U3|F/5T*7HW4=K=H3|>NBYUA)H MNW;|'|<
/4(V62.3=@ET>L=Q@OR=N"V68F QGCI.A.38Y<+"SBY5/YO<
M4@(@_L0X24YB^G@/*8+RY|F3O|YDS"G@^:|^OXOG6W6:FTD_#|_1ET0ZT*) MWX=ON5#H1?<
P#@K|&=|N:2J1LXKELU0>S53_8EVQB*="N*>(RPL^"(QSH|*#*+,@PAX*Y M#EWT379=@\$<
J|HBM7\$+&HAP0T7?;4^M#)U|9*I"?2Y*|?_H8Y_//OU^?|O MX"(B|<

I+(WD P'MHI4W=|B|>_EF_RLM>7A'3#BVZL9;"0T#QMA#D|OE MA6-
QIR7\$QLF(U/B@NR;%|J|H|H|.#:A@,?)QTY1T/CF*;1);W'IAM=(#_YRA_)HFGD@.I.S^%%! !F.,<|ZJA? MK<0C.,<
0D=\$I9_4G%3 +>=8%(8\$H48?_0%|>7)BZX\$@&5?|J;+@66WFWN>F MX#T?<
RAK3'4>2::|N\$|S5EF7CU945LF04C53|Z|A. =ROIVX*X#. =T*E_IZ' M"#=\$Z+^&'9|H|Y|7EH|HM)|)-U%<
(.@EGTH<|.O_U&/\$> MCC\$"QLW VU%Q'ZP\$JOW2@HVCRT9Z'1/#<@|U|I.R.|: @|_ \$X:)|K|?@/<2@="OMCR:%V;7I<
MM-PB2@VAAR=. 0^Q1G\$|Y; +9_>=RLJ_8|P50D?+|=/_C.BXM+68.5*>2> M|V+4|_|.#K9|O6MV"K53#3|/^<O\$(<
&RDIZDO>L)K:D|4'8|J+=R_!A|_ M62GHV6.%)+41^P64K|E5*H|*EGFU2=RU0")3(Y-/B9(=ENAC^(G_Z|@^Z0<
M.Z%4'1QO;&Q|V/E4JM^@_4S=IN^5MGO/N0|G&4(Y(GB=XT)/FB_+>R7Z M+60EU>_V?8|?+CU|H@#HG/V?<
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<|)9Y5_!K.ND=#SVSL!=F|OM?>***^ "B:NH|Y>0"S.M5|LD97_V|O M*=F09BY|M>;:-H:RY?0S.L;|LT@_ /N<
9|5|: @^3.9'13?1%N#CCP'@FL>+ MU1'\$0M;/^5"=F8TPE7_X^SS.U&_2:<
|>XO>304/@X|&@|6|BG6|@LW=;D@JFJ0|S_ZX(11CHEQI>Q>=4|;_GE4UPTJ#.#.7&KEI0R:3-GK6*|XNV>(S*FW,7-
CY4T&XCA4*" M5GP2>(LL!=|=U; &|>H3/9_O>?^|N|/8=R'6HX22U8151 M|7KQ|KR/6=S-
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M/P5<.)%<0.C9IX^KZC#7ICYHR0^Z^77SEJ>1W1L)^?EID)&9Q(CE+0M M#X\XW_<@J_9I(LED+;+S%
('LAZD)AL8N.99)LYG'2IWNX24F^H/R8^W* M&*O*TL"3O+RR-O#Q6GUN&VZ>9W)"01%QCNWS7HF"-
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1.1.\$(>N^M=3>M=&=W:9YWBXEW E3">RD7 M(T_JO<>9G_)YV+HNJE.=G;S\$OHS;1G>'KPP!(M)S@D19!<
1=MU1*MI=.U.<M^V3\$Q.M/K;:0;06J^R9TSM9AE^<S+6O14:LJ_8-(W/FL)YEW;1?FRJ1+HA20^R3D/
M4*387)6!C+JN2"5>70@&-M1J.@93#H-PEFDM99!QQ\$IV>IKIX RBO\@%V;JS)Z1+;=JQH8 3#_<8G?*=1
MG1F<>KWS1;Z^VT+T8+50-2"=R)50-ES(IW71NQ?V1_G"5 M><?*2;?RJ)HTR/Y+7^Z?K/S1CGS;
1^1T4TT^X)Q@ACC>C=UD*12Q8HKB<4? M+J>?I")@+J\$ABS;)DI7_"0>-/?4Y@)7<%KW7OL3N39;\$;R=LSU51?/JA
MT:RLY+8*2S2S=3G8P;&P\$*MOPN2X3MOYR7++CHJ@#\$*_0R@M.&A\$&P.3 C ML/1Y?2
Q<7VD/PPXLC&5"5%DVI:\$5E)6425VW<(-8D DW63+=+\$/BD_M6QG!^PW>&";1; HQ8CH(5RHL1L61A"-M
MRI&?0JR2E^NJ@284TG3JJB^#OCNOW)13UBV>: #H@9?G @BBFM@ MUK;CH(R4M7B*
1W7,AURYA=11\$6:P9%2f>?7N%02IHOR/8WT8>L3C:V MYTPZAM0D2->&1\$4X/(1^RGM74J/T#XOTP0CT;
(1>H>)18 2P#>H*1.51 M1BE^0L4T6VWNK1**EHWN**9:KW+X+OO=\$1-2@8-XQ19+1M+1%29D2F*
MD8K&*6#P9.@3\$85P^R&H+CQ?3VLG>T#/WO1/HH(1Z2!GO Q^S1>1>Y%GR20 MZ10+^@IAA@W1U-J\$Z4_HU&1
CH))LEA\$OXU6RB#1XSSP(1ZN4HV+E>LG MP(%OH=1^FD*MPV@>FT-9&EB?HZ5;Z5@01C_+?;TB>&CE+G?
GJ:43!WQ:> MHQMEW^M)XIG?67.\$=R5&^GV.R+1!>@6_18@4,80P6KE!1;FY9QT\$=8#I>7 M?
ETD^E#V^0LNAD=@19(L\$M\$01S="G(Z<#ELVL7 A=5U;UG1F">:M:GY1E M3VJQWZ-GKOG?
B"+FCC_0518E:/Z1+Q181<^Q.V07G6-(RE/MJ;IY&9?/ MYPS1C<1HEMVNPHUB/?*)YEO&F@6;\$PTEC&.^JTC%>K?
=RNVN(26%Y>MIQ) M1/Y>40S%1T9!A^H.@<-)T)/@.5Z\$)1<.;WY;)2^E2X)?K15X%13'D:=M2^756Y(GUFOH/0ML?
G#C1!1%5C1\$7#PE6*JCR09&;QL/15IF@#17T?4* M8%<4O->2LKS+K">43B2K+;X31LHA91U^G>E%1?
HA1:"HSVB\$1_2;KA=MIV2M0HE/QXAZQ_36.5@DDQW?H0%NN0/3E\$G0&EH^R-C@OE\$3A9LIRS F
ML:8>4U#H(O04D)B_ D^IHBO=2_+J<C!\$(0^4\$2+7GO%."1!1&+F#W4\$A5=L\$RGBPC1<./P\$ MU?^YIG^14-
\$#5\$D1J^1V;"3FG@%J4^P/M(H@LGN2^KKGP(J A9/ 7J# MX++4XR^4AW"!>Q;#VTW1S/Q:SB(SVH^_7/^#9DN-
L\$C.G07FHx7M2*./+49, M8/ <50FBO"YXV^4A7D8Q6\$1S=RF19@5"2W;ADW?ZMF4&D4Y&4=/(B1 6+9;
M%"N^X&B14 FIQ&W-<1PTIHP\$&5^HMB^IUB/PL+V(PV\$GM1>6/C5)Y&^D
M/ZS/L7"/=G>Z11B;11)1R.L^F/V"P"MKHV3Y:R2*8P/IV;J6.ZR=,SHY M:BV#OY0UL,60!1-5"T7>*IV.30K=JF71V7F
3=0FSVB E;NN@44^B?=@IP M2;"1Q1@1U;.<1^1Q1O+>=21_U<1NQYFH82\$K!9E.B8L7/E^D\$0+191%
MDE-69&4 KL6=;>91SWPKON5SHG6XA:FU>1W0=UOR\$J3V-C>8X2(@4QEL8!
MD\$^1B+ZN!991HHVZ^&6P17SUVY%GH1L @N4;.@F*N:U)D='M1N 1! &! M*1!%;&):1S)HJJP=5UZK1&1YN?
V3QLVN.E00*T6FZUH1LJXG3^\$-VY4T M+1=1H>_&1*2K1ZY%PY%WH&6 L+Y*T4^1(=3EQ1G?A-
7J^;F50\$&3MTU MBTF/(R1X.^5J0Y_1ZA;S^>)CWT8O(JD\$Q1^"U*1B?Z%&89%90X;B*WJW&+ M>\$?F",0-
P%\$%;%U#JH0?F/Q_10^5C!@88%0=H#>T2J-W\$GZ<47-SJ1 M_04ZQ041+6\$CN2D_>^39Q?WT"@@8Q?2%
MG,7**W\$6IX D6C2<0.&^D;)JE1_2E)^*;&@;MP5BK+#+M2T>J-G\$1AS MH"\$4)W U13)*OV.KFZM8:<4B,
(A)"13P&ST8"3G_&#>=7_K;)JA/5;\$5 MR>XZ\$U1=#.'=LWG/RZ# !Z198 4HOK>0XA1L3!D3@ MURF1M=9HE;L1>
AM^F@)JA/17.T_1LP91=(13_NG)BNY3Y">3.TZ M:348IGZ+1%5D8YWQ))1U% WS^+PHM\$AM?6W^2H#UA:1P1
1L/S^<B\$(&-Z MGA FH(15^ECFIVT#>DPH2LQL1JX1KZ>2PIDU7IUQ7HL.D%HL @54 M@ Q'W:OSST!6VL.7KS
MVB@VK0NHL\$1P/S&^<-E+1X3MT8=FF+N'.*F1TC/# (M^B<\$SFPEF72?L.W
MR%Q/N"JMG(XV5L."EXSXPO6^"3&U@DIA@ZCO/1/ 2\SW(W4KZ7'S+FN!7H M7SC_R=8D)KQJR2#IT!2BF
9K5.3J9^17Q4 M9=^2/F\$^S.%F&CV1.MMZV%"EO1^A0W6S8;"S1XR#";W1*^<DWH@L)GJ"*GO+5/0#G.P\$EIE
MGIHMGPC^52\$SA61:11#C1ZK4M6@=5/-<#E>1+O-W8S(UH01P<E:0W7- MWOWN7#;12K11^8_K1D1);QB0?
D0A")4151BD15/D15K1.LD21J.8RX9\$K8Z M5WC2>;Y\$2.B>)ARL1>=P5N;IXO-A5WXSOF\$;1_1^UWM=V1.6!V66
M8;1#NPJ>+;XB;1>;5.H8&ZS^RDSW03^18_ M^TT&J-/K+8R>1A1\$;17N/R:M8(IMSXY5/R9R#GNFA?
02C9(E1F)5F(G)X M=&^Y7F>Q."61NST><.#T!HQ?99%6JCH4?^TBF>0H/_1A&#^<KE!K;R_M=6;8?F%
<.; N:E1S=17!M(L7Y:9F2S;PQ1^H2^%;T1D3OCGW9%Y7)Y< M0UMB"RP&B2^3VF_31=6&ZH0G3;7;OC<.
S158J^13CEPOH:T&J+>E^8W7" M+3PC00T"Q/E@?O^0U1^6M+WIH5!018_&#\$4LLE^T+\$%-F0WJT9+9O@\$VN?F
M9-)91!25,*W\$52AZO@15S9;XBLD4N^DIKF\$1#G%>S7?L23H1BCLOZ1+>#(R07<1+3^0\$_?1A8V"1H49
MK9%6X3F;+)SQ^AU1(8)*C1-G;W MOHR_1SMW^WJS14**F;62Q1VC;6+";7FBA^*U=EPI^?X>VH,%N19%L, M*
1;1S^=5FF1C>=6;>R=3DEX^<OGFQPH?Z"M^L4U5MM.3SL66!1O^1<1 M5:2S.FIUC.31^F&-
S\$U4LC06JUXGFR03Y1_7R@=;819A2GCM?&P+MJR-"NU/^17O155"EJ8Y;5UI6INM%)87IX!7PIV
M:6(8103@5_K#7)E;A(1_064YC^PLN1/6=MQ^478N9J6X_*T? M-H^A#LOG&?2
(:078ODV1J2>Z+Y99\$AT182W125D01 FDI1L #A)B%BM1 M'8Q-8E=18_YN51Q1?MY@_S= 3X+^_BLT.2*X=
PU*4SA9#EYU<@SRWF1; MX3&X51 EXAU1TM^&ME70@E1_F20_71V>'_TOD;@0!PC910^V@;C1QU)
M1P?V7(X>S@*)\$@E=31^J911_<4"\$*> X/\$B.U?VR+^W?)#O17:D.9S/5?Z1^9D+SGFA.2B*S M0=VPI\$ P\$<4PH0GA
M1(D""KEPLA3M;RY B.PJ-ZH1^5O1O6G/60")6KJ=K"15R26DMA.COITY;*D-6R_)&M+-#Y=P?YN(X/-3 M_7-
V='YLW;125-25-T+YS1KG5^H;3B15\$73FO-Z>VM:WNIG_\$ AJ>6E24CQ>XV2;=B1<75L9>V=\$2#_.+9T0"12DUI
MW*JEE2./S%FC.1;D&L! MWB9.9H;KOK>).M6Q7Z.@7CN_&0*C_QNP(6025)\$7 F*#7FMZ8C^1+H>7 M43.\$111*

"8^IN\$V1064,JNEGCM"0K.+I7M>6)G-42:@K2I?(U@AV:.\$K@Q-MUF2X+\$L=-IH*CLWTY_\$E6W;VCUCV#%
(U0/XG6I.Z#AA3-BOXE?3'5DBR&04-MS/:XNC/AX#(B)H6-'Y.-PBZ4/9X;LJH6|H%|'="LMDM"KF-=@PS(R";G
M7(H?7I2G:~WKJGV6.|7-8@9KET:~7VGT8>~86'|YWMZ#=#MGI9'1!;^C|_M4X-)HGB=|JVH|"/9>P)H?W=AXQU#
(-"KP?S&8/CV"QLFGLIS(-B8RJ#M1I.MLJ#F+0<-()UZA3@|I0<=FG7';IQI8#MYG-EW9|=J31AJH-OQ%NDIS:6""_6
M""Q"1V*//L:N.SAV"+2):2RV/\$JW2M.MIN*W|HMIS#
|E:8|/H|B+W-Q8EB>7==NS%@F;|NG6G6R8)W23UCBY6'FMHO>_M/_9\$UIREA0Q(|IR+YHWQ%X^2W0,+
|U34_G.HF|CO3KE)|1WN?;Z1>##&L!5U_M17"B @..?|:N-*S9_-Y.FR7EWPW=6G|C:V-'-W@SK8_0-!_M-6=(I6\$H|
%WT1=|#55|*33*T_|ME#&4\$9..|!|?I8C0YP1H*%YL?|UNNA\$PE*39N!_MEBE6P5TS%_L' +=^R5U5/S>H|/@6"
(!>Q""_FM5@9-Z0(JES-T1'2^~75W|9-M7Y#X-)YD^NPQ^I04MQV9V?2" 87.23|16W&K-TES9;>4\$FU-B^/H|&SY&Q9
MIER9|I4.F:VJ\$N3<0KH4"2>W=T#6D(0Q=Q.?AY04P_|J)?7L_M?F+;62|9V391YZ;Z(ID:B>8DL:(NG+0:H2G@:
|U4T"\$ZJ|G5@0;4#|P^E3_M+;A,%J<"H")Z%BDAYK6UM5B:B.JX(Q:7LL&V2,WKE4->|@JZ3IA.0?
?FUMKF|P^|S_|@BJ?;:~\$-MPV8&S2N#~WAZBPY&Z_4A^|)L.O2O/"B=|/^*+%AH+|195OF8V|D:2?4|'
M:/IV|@|LFHSNYC@Y5C=\$.43:/X|_Z5Z02VR|I&Q2.(MX">^_F(U.SY.%H|M.AC;R8|RUIB*5LG?
F^JV&#_W""R(NK%8PFWWC?|+~7_7BW|+)|R9O|GB|RRGX_M=\$A&Z)G=M'B|%.9T2;~3Z10_H|/\$N'GU6|4J4I-
UU)_WR86:H|1@_M)'=U=R_M\$N?%0E|G0S2H=?SXRVYF4U9IV2L9|LO%81@|GT*Z"338X|>|66_T^8?;O3
M|K^F2WN52O|IM>~^5^\$|B\$|5\$>;3&E3;K|_|@R"lWH-:H|\$N_|Z/29C/L+U5>_ML_|.##%:Q_2|I#>T>?|>^_|Y^2
<|89|5;\$4M*>+A9E5(|V|(|3Y46)|2B|_M';#M#%|I3YYOL!*GHF_7L).OKKOLA*#BO1#.\$|WBV6(MB3:L9=ZX*E|:
|B<MNPVP/V@MFO\$Q|O#=#F9I|_IV|N;-LL58K:T0'IXSM_"@ZW=#|L9(V&!O-6W_M.;>.1"9OY9|.%P&':F.-?A
5Y%""X|HDIU-8)=H:~K|Y6LMK2CS:9EZ8^XG79_MB_#7|HJXN1;D>J00?M%#|2;HS>DCZQ*9HEP?;7H?
22|_1X@|X1G60#-.O.4<=\$DY"IE_"AWJL7*UHGXZ\$MD@SQ4_E="H:|P#;A+X2;|=|2:(VP9OW=I@^05.^PLTHCN|?
MAD68V@|J-_M-/NO4SJ+;_Z2/TI+LU(CZ|+?Z^5!|F-1=L"P3/4&UR_6Z(GW8K|UJZ;=4Y7)_M8Q6UIKU'BCML9M_G
AW#|(\$X5CPS.F:|H1+O6|_O>6AS=WD9|^P22QPC6^R<_MV"";96U@^CO7|)R\$QC6|C9B8\$(T6'_C*P9035DT4+3H"
I=;NE9LX"MU6>SY_M"7HP&|13'RM:W7C|OJ-DJLLOL9|K1K.;\$)|WHO6A&?<_!(A&O6T1*|O:6|?/_MR\$;DK1?
5|6@B&+|+|_8VQ_SZ'XH/WJ|054|_IQ3>#2.\$4_3HUJ_0T2L;Z-1_MEUW4+H#=#QA5B0C|5.*
#&ZZ|3NX.F7RN(R|_R.RT8^P^1@L^5^O\$|_|DV^ZS|;V32WM4U(111-|A(6AE|SY)DD&=DZ)?>+|5+UQ@Z>_|
<_Z22G|9G|>_M<=VUP^>TG3#~*U3F0Q+NC4*U|O=80Q/J^+|_*_DN'GIZAK?WGL"NX+76-(\$_M;+*" (79M_|
|~W\$C|G|K|B-2|Q?|O|^?%G=.6(C|/PGT1\$T=^\$8>_K)CJLL2ZTW&O4#>GBL|6=8;|Y3@6A0UU9;|8Q
M3'_|NDXZ>0E:E+_|~W7#XR2*%97P39@|P-#&D3MNBTR*Q0\$2|65K|0H;+
MBR|~7*6V(W3\$|LAC;BH8B|X2;*Z+|O|*T.H'D'##*?J4"YR1*8QPIN7?6L.9O_M_019^|WRA)(?CUYM=\$KY_#Y?
1TU+^&O)_AL&-%E\$DU_S|?V%AJ+;_D>XTR<-
M*N.GKJT""N>Z4|_|#N+|A|_4Z1\$;OM^K.01Q86^O>BYT&ZJP2>O'_|OK"FSU<_M*&C0T6|I8"\$R8%_|Z|:Z(Y&
|I|0WQXK1_?<_~N|8E0"X&DB-AU9IFR^0&8_M_\$6%V:_H#N#OP)61'U_H2Z-R^%|O8;3\$XV>_M@|I-|
KND|@Q.3|*I0C=B&+ZT&Q8NJ9.G1|WHU4M|JS)C|=C#MNU@.XQG-MA*CF@3_@-*K2?_IQ_6EAGV"
R*21CL5|J5\$;6H?C.M4APWP/QCG^B"-:|8_MB|3V3E|
<7(HF2DAWH89EH^71SMSETM_L3V7G|@HO^2*2|2|PH^AA7C/3_M'8V|/
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T+M\$MR/^U4%#4_|AOS!_7|C0&G&XXLK_M5_3"P_|I-
)>)G|D.0%S@E<5A8*64BW*.Z+ZJ1Y*D""0V2_~THOOFJARYA=^MS?YNK"TW,R@GN_|+|7|^MU(|
MT0D;_C=IGH|@|PQ">|_|AB/9(X/7YTY5*IG<_Y5C|8E7ZJ|@X?4.A'9?O"|D_M5|H&3MUTB433P_-D5%TOVWE!;-2P-
&+PS*9_-YY-1VZ>_EHCA&KX/0NTN4_M7=JAZ@CT|?EM|PF8U^R2UUK|_GO.Z=VYJXZ8&SM|T_L;G_XB@L:F:7|I
MU-|PY=&0;_?O(|P-#=#GN7.+3S3%?;|@ST;|B?S"_"V>POESC6J09|W<54)71Z0^?77_M|N\$|I'=N9.J8|1AQA?
9QZ_EBNYROP_4+|I5.4?8GOK;DIBK<_WGDW8Z_MF^?C|3I0%V#|\$"_HTF(2H4.O6+^)|C
UM_H8N*|Y|W65/KK""VAI4_%|HC_M=RC|JDMBK-6Q@U-46Q/TP2-DJ#|H0Y.N/67|TUWY243K9(BM/T\$;*AJSDM"&
MNH*77M6_/N;_&GZ9K&97I|M|A2|@H03A-F;>DN+)|TZ20W/56|D|_(?|I^\$=MX|EZD_I1*&^946#QS"RL
(0W0^)|KTNVCB_-I-I%I5+_M)AH&6:"<^)|EPI_FMR29;|I;=U|TLA=*)OCBF*80@_4C>=\$|OWL?_O_-S#"P=T;_
MWV5\$Z+;Q)KZZQ?Y|_40V:Q^ZQ1PT1|/.)#|X"EIRO09K6;_8IU?+NS>(*CU_MLIP">ES|J9F;>2FV&9|I?
>#)|D7\$Q^~"OX#0_7&_V2NK&V?>*>X|=FWO|_M2&|R'12R|/|&+^#Q3\$#6SND;JKL(^_BH"|=|
(MO>_%|KX^HFX|6@|3V|HC_MNBTC"H6+^9/91|_Q.CYU^I5V5"4J=|>G|2"G'S3%Z<>3.\$/2|Z>P02|T_1
ML=;4&%;?URVB|_JGPVZK8TXB_>)|J3F?G1^~M+A*|I"6\$|F:W(|H|*Y(X8V9S|/I1Y|O)?
9FUOROGN\$GSC5Z(D)*=|IDMO_M+|+86|X8BK-W3@|SN>51W_)=-6MH|E+D<|Y6JG_*O%|_3\$HS)_QF7&
M;|6M)G#HQM_/#6ZNRW_6VZOEL#;X_75MR"0(S%2;G1|_?VI^WDH/+R)7G-_*
M0ID^GK;|4QMO|4*FH:AF1JA*Q_R6-CXD|N?ER9^~2|/3G_*SR%H^B?"2R?X_M%|/PHC0|R"U#Z/_*|S\$*H?
|@7F<#IRMR.D.91O)|+*;>D12_8_K>4%>|I_M\$S#&^!3P2K5L9:X?
LS|OXIM4.Q.W2HL7|96D?/E0BMGW_~4DX(Q9HJ|A4ITRZ
MTQH&\$>87=VW_YMU%Z;JD=JQH.&&|_#6DH;OPQ#FR|Z!5AY%=IY%SLF^|MO
M|F|U|OP3LX7?_VVJ=9VGV1E'52^L7.(%M?)/IYRUR7=;4V|D|@0^(@<^\$G(4/-G1+UJ>_M^V+?Z)E_UZK=^;?
6'X|1C|)Q5D|NM?S3Z(4K|'=D:OSU0YL^?_?O1B-T*Q_MXDF8ZN5;B7|KTB|:(4A7B)QRMWV""UT_51?
J480.A8+G=>|I^|B|3KFAK#_MUX>|CE36^E|YKSL|W7&9G4CF#~WE_|@1>_|@^N_M;SK605OWUD*U>_HAZ|_
|_ZW-027|!L\$F3?3&M(^8-;K3QR7(72%O8'M;NC_MG9|ZV?O'L@N|>R)9R/>|X7;0W+;53GC#O_'U76R-V;(Z0/?
>37.1M0^&C+%_M5;1Q||=+V49_-?U-(2|%;4#FW;4&#_I-%3/C_-|TIG'GL.Y#5'M2_3.J.OV#NV63L_M/+Q-\$^Y(Z\$O+_
(ZLD*KH97'Y.%SP%-%RV_08_-SVSSPJUA|_*=\$|(K6WJ|)_M=*E;6*|11|*V8C9*YEMP@LK!>="2Q;J?J?
EL2+)|S5DBOSU:"L3|&>1KHD?_M^|_#K|M\$&_46^TT0(46X.VW05#F6PU)/^|=Z@?G|PXIW8.X|=#A-(X'F\$J@
M(/+Q_78\$*_Q@9B|MLK|0^UN=AO*X*/H=@=EV6|Z1)C6^5|I_*=\$|J-YM:Y_M4X#E|2KU)TL)3/BCAT;
SAGJ#|M2EU:OB):7.?%|O|H=H*_|H|WONS?U8EY_MML7FNK0.OMJW;:(%)HT=J3)B8&|1C=FO-
W_DZ\$*_E0=Q;87;L>3IA045IX?_M+7Z^~|JO>LORRM0FQWOP|_|T9KZ/_MX'0UMJ?_7<(HHC726Q@5/ONX?&^3
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MN_D3S^~R|&2+Y|QTB6D179T26V|DI_1WQ.6Q#&Y_~B3_|@P5|X+ZD#@+)|B_M?
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Y7QC**_#MB'TGY3|99I8BW5?)PE;_LW.&%((\$2L83<*9X';S|HC6*
M!4*CU|B<&M_7Z.E2E6F|L_|7UZP2\$&+LO1VC>KT6J0WL-/XCV.9'4W^Q_V2_MG|_1#25-"5B#/'_@_Z3WB\$(/_&-
^<3F|B:C.<C>C5>K*|_?1"~L>F|L_|+5_MX|6-U5'?FRGFD"M_I6N!%G_*2*B*""\$;9CN?D#_W>%>|E25|_#J9?/?2*UP?
M15.<|@?|X;ZH%_KYXWFZW|_*+~3H%>#W@%)CJ'F74D9*."PRHZ=PH@O"_M;_DVW_L@QAT-GI&E4V'8#5P?Y|
~|K8Y|~H_K'3|0A9>_YXC+~*;*9T|+_MA%;_P6RXK%PLV27<9F#|1*_VAAPS|L;_%|V|"(A_VL5\$EIV|V@|I^Y25PX
MGBM%|MKK5U^9_2%Q=&M-SS\$;_8N7YV1A;|L|R8=Q|_M.S14M|=>VRBR:~@_JOKFRKR"4;J4Q7T/D|='|j%\$M-
IC%|OY|Y|ERB6(=+|!_64.T#&R^2Q_O|O|XNV1'6.R?>44=Q(X?F)LL_M;_L%_X9A?2B%>F*~|V4@W^
|'93'6NAK.9WA'4@/U;OU*DDFUJ_449R"._M^84<_8QG&|Y|0@_~2VD=5^|=U.UW""Z^8?Z'GYUE_RC|GXF5;Z|I
M3JN'~Z56*F>OIP=&#;ZROM|JOE5V+|G:7-V_MLMBNZ|J6?P*<|(Q|WG|H=0H2P1J=^_T45T/_B^|HE13S&
|C'7JP@AH1-MR.ML*X+|B?Z%8*Y6OF=_QQ|W_XNOYQKW8N.R6*CPG-D8/_MOX?IT<-

&1+>I.\$IPIZIPJRYKQXH8!1:@O+3V0# 9J/0P3)ZH-@51!H>>QB MDG+ =AZCKV+P2/(H7G-C^NN!T*>?
A41NX"5Z4A.3THD<H1/M/"JO 4/(OAH7>PNEP&#EY?%./KSD\6G'S-W?@CH'YB.6IY*^D5#S\$Z! MYIH
=T?6.E.3Z)O'&P<7.5Z5/&ZL>\$V:E!CRX\$ZUJ2#(IF>CL9=PIH4P*^ M-&B2S>K%>G:J5\46C2-3ZM(J?
M1JQ:4I-[4*1+&JQ?F0!XHZ*4#MNB3DA M? M5H;5=DDW78!O_=6;SCP_4MW/W-:@R'*OP;+@6)LB-
EXT.9W+;BAPCS.MPL+!"/&AHY#GBR)=Y\$1J+2#3.5!"/&H8JE"D-J^C;J M-
T!W8^K%JN!N%CC8)IWGX\$6L54*29GMVRQ4,@LANUI&#U" F !%0W*Y;JIPSQ\$%PI8"(CO.=?H:L1(D!F:FAE!-
G=J<H"0% MW@H>Q*<^+9^;I_T#JGUT/WI_,%>5?#Z%.(3\HUS6Y3QI3UC!XX'NLH;? MB+=&0@@@)-?
K!CZUSQUDBBQPI63D9Z6MLR#U7QMMG5C\$X7"UTZJHFFVA1"54"IVGL M^=*AJEC:*60UUS<*QV#H!^!>?;SM!#
RN2.20I-J_U0H><1C3#D)H>O-P MU&W9>5>FW)Z63S!1%,"X)S)S/WMO;LF6\$P WZ13%>"MM8(.D2=APB"L+VZ
M4K@ (Q+!;#1:D>7*KR!+3\$5\$2U&9#MHS53"LEEQOODI44VQ'X';E1<5!> M%KQ-+Y)AFJ.RVUL5>*U88E
_VG9W;KJD>G\$9 N0ZP<J.T.M@>H4.0I8"EK M@+1>QK-P)9L:7!;O3.0LP_5W0+?Y/=42K!;O! POK(.)Q0@=
MEMG04"!IF3PA0\$O*KYKMP.S;3;G@KEH=Z(C^Q6T+&./SWD_GENY<@*T+V+I_ MIP(+)<54.F1'V)T8<)5/B 4X#-
Y-I+ "F77NH45~W WN>N/P>4> JB2!\$E M)CLSS!EJY7C?
OMEA(B3GIB=EX,>.0U\$H15W1M\71)N9!"0IS7WDNJI'X' M?_BYXSMI"O"4C1&0Q-
,"FRX)4MR#T3(+;6DZ@8S1\OF6GPZVP;X#F=K M*> I/+YZ, H1V1/69+1LN+5%J D"B(2(V
@'2EITCO"1T!\$>D"TD\$Z M)002-&XSI_KPWIAOWCOOC_OCE+7W6G/-=29>*RAA7\$RFCP"K.MI-W=N
ML1+&"HR?S.P-!6XD!E(M@ "K MZ+H1, +E^J.E D\$'Z(DQZ>LA+R8^/4-.S97@MWZZ/+3K<8-3SN?S3
MN3^_5BM:XTDDU<27DFL\$=,RIYZ=D=B,4C-2L*0)6US?(91 4CO.J263M>@3.8..K5@1)TD:(*MY :0
M8:L+>2^E^87RPS86\$X#?>@YP TXC7CZT M_*V8JYEE;5IMS_ P!G@H
M.2CJ-6"PV'Y5^>2965HG=>@MX\$G86/3I 5I<^QU&H 4\$5?I^+ (XFC7W) MKF15>K=^7IZW"+H"32@M/GW"#-
BTIP>K4X(SZ!RP.D*D.@<I88?E;J?76UY M=5&G/'OYT/I9K<:ZKZS@H1BR V=R73(.648^A;C8OINH'46E&#-
<6WW;P M(>I!Q9J^W;?8G)Z/012XR..Q76XO:2%7:O V-><2@Z29#QK6MV*8#E0H0 MP/P9!?)U//PC4CD;H0
B1&HL3@4W4(Z^A+?D2E6>A9?321)!D?3,?^V!\$TYQ.BM+&W^CK,7ZG>L><I(I&NL!POJ M8'285-
YXMS+T1"7>2"4W8EC%>^+ ,TEZ<8 ^E'R5K0+FG%&9CK&9MOW97VT9E
ME1!R?.I_!^!_ :%UD2^UMF@EGOBE:E2FD,-C.77I0Y2" T1%0DP+(;%=Z0-O7 M^9IB3=5W4J^I_ "I.? (I5T9Q?/&"X-
ED!@_YWOD!BSY-I #;PB!?"KG?49VC4
M8;7^XC5;S8TCJDIEB1G4(CX.*IP%OI@J&K;YMSZN'E5XIOIWU21&L\$/T7<" M-3Y=,/0QUEN&-
DEP704,HOYVB9SI@;- "G-1D).45#@+G:Q0%Y3&6Y?C4P98 MFRIE9"J_!^"MCO\$2WS0K! "L(V90"P6\$!DY)\$J5>^?
@OL;# \$?AFI6Z\$9!H! M!IR6>"^WL%-00.3CK4J4W>U"!;3:6@_X3YY88&93.7!+0BZ+^,YK#%*N44
MS\O/K;."Z>9D8NB':%\$QW(NL/D4GS#DD75TJ!< MHK=:2PCV!0YZWFI>)YPY1#&T
G.X+I2)DL3K="7AOFKSNN7I<HIG!XV!+I+27" 4,IXOG@5YX.%VI/L9Y^=&U^70:!
M8T/@X%YOVEZ?.#U@<6KHY;B.SI>G&OI%+^>O9N B!-6M%M%,"EMY1^OP%>L
M2R0!;8W4AK:=5V/U190.6!59 TYOQ%0D9U!-;=JN?6^G.; M8AW1-B7D->4Q.G.'RSP4-
(PR45I'>.7Q)CW!4C(#9E.-+;KX<A@CL^?7 MPI=L=3-;X*8)G,ILW\$N5E(P+03J'NV!BF(FL,%G90ML0
MCY16H!>17S)Q.2I+K/P7!W?_EMY4G2JY<\$8@H@GRJE%OTZ&9X IJPJ-
1O SAYW;FVJ;#46.9) ?ZOLE7X9_IHB/S 'ZI?20IAD U+Y7A'7BG'JOX!&/9CL6B\+ _BNM_< M
LI&E>90X<'E\$=-!UX9KWWM'QG&.@?S-ZI12XAZCUTX%9YPY^U9 CJSN89
M7YJHM5U=H/TALHB3;#H9I8RI;)QB*ZT!9^#QW J5Z2BL*W8%;IP=108=D/ MQ&>E8AD.%60=;WS2E^_)4?
1W^PI +H! =+QLXU#Z^RG;- VO>Q>9^IGD M,SCWQ T>O?;O"STGIQ52.V6)IV963FE2- S*EY0)IT9\$+M1:?
&D6+9J!WEE. M+\$C2'Q\@\$ZE2#EZ81;O!-13J.VB 3CZU86!;HRZW&E!#YC1+ZSP'W0I!
MH8B?IZWIT@:>"W7UZP(O87:J239Z@4! M-AQ&-4\$+ZN%TZ46;:>%7>Z72GH71Q_@?
(T?J<*K.#D5#QLU40@=^L VH*8 MI"O3!HP.W.Q\$XFCGLD@/I+1EKTWOUC1,4 J7BG*71HZ-G@T+XG-/(>+11<
M1JXU# TH(8J)>+9*+D&I8LTN59D0=8IAEISZ)DUJY0"U S+YLOQJW(G> MV-Z,I7T9JHLBQ&8-70IP*T?
L<1/O7<[WND94A/#%FK"<+I\$#0K98S?7_&R!9IGQ.N MXTJ2@6!K283>M)A!3FRO1_3<+T6F9M2/R M/I>R-
E1'MN5KS4TOL:%J)HU2,^LXGKT5*?=S!IP\$ "UE?OP7!;W2:V%-8 M+IZIW X?N81^=VQWSZ<6O."FE*K;
IL6(THW@S;@\$X17)!_#!"L*F%JH%LP@R M1 V, J+H!*"28I7<1YIH=#CN*YC?MVHD3;>NLFIT3YK WC0M8!IR%
IU#_MZU6ZJ2W2HFEQ.SP%+=IP!8G/3.=?P_9 RY?GILM:7#HIF% BZ-G!ZKI+3I M(TQJ9?0,'(>=;
5BKT%EV/I+>*+QBM: ^J;:&%/&LZY!C3V!>?MSU_#70=2 MBYZ>7W'N9?IR^:Z?
YF#L/IL856: ^EVAVKT=SD2>K7\$4Y#?W'2DS6)! MYD-PJA:2IH>?
3\$LYT&FHH)2IO/K2KP?P14C9H!Nes;U#KRFG=>A55OE M=2IJM2JPJ5WV'?
HP^E%!=6QO&#;IXZPABJ@5<+,V5(CNL?%S:"9S=%X+^YM MS3V&#&T,K-&+90%%G9)?F-R%
E=#1Y?'0HASP%>ON1)CRGT8OF;N.(B@-O MW(G1&REL*-'H:O>OO.I170IM&(@I-
GE88.1^I8S311HD;9G2<I90TI:3@G M#;X5/KP0JX&+^"7<-"H;KU/E1;O5WA7KO<7;O!:=QW#I7O M&RI9?
@.K%JYXP.Z2AU&TOW:26Z7Y-7H7T*@U4M%DA\$E-I>D.K_ ^A-"Z.9Z
M\$MQ(RV(OY2UWFD2FZ0>U='M%MBIVO)+J.9XGUXSVF@?4Y5_+1 MWYF%MT>%.<6V!C.A=
<>9F!XNOFO#ETSVMU02A>Y%K_-7JH+K@*W_>3L\$!5-2#?%?@TS! M87MEBC!C_343!9I7>_W@F@2+#+?
JALD_0%?>*,TK1!C6N!O.XWZFFV;:9)HE MW>@H!;73_ ^XX "BSIEV\$V%=@_C"@XOM"B_Y@+@4(Q35OOG5!(N?
AJ= MI#>0.Z>A/KDH*!#.)8@=GQDM3@Z:YBZ7:7IYP !4I-WJ.#W;-&Z5E-ALQ7IUQ507FED!6I&FY08.@&9B
\$<275)!_3G! MAJ<'EWIZ<8U9MMWIIQO=ER =Y F.6(R%IF-FA5?6Y-Q'A?"J"1Z!VI?PT MPUN<
Z8"7I#F"B;\$,1=-)5^S'1/YB@R!#,\$QY!6-7F.5&K8!J'R"\$A1*L M!YW?@X!">=:8\$ _"?+A7?*(I35D
PQZ)BYD)GNG2J=J3<I_!G9!"1RI M_2/D:19<=EP>%J.WWIB>'OCF^ (2ZA"3("OIT"1'_EI.S0#YXAX&FNOL"
M(XK?52;JHKB*!<2T:V<\$3&9!1+S5-N+BI+3^A33:U'OZHW9P>+ Z2I ADS
MQ>L&+^#LRN2S*PG/I.FO/;@TW32(K!<)!-/>9HAX_%.O.@:0K#KR4+!YX\$1F;+B+J."ZH
M%M5YF;XQW/W1.JRAD*0&V=TJZ\$:Q4<@3G!7;-?AJE&.%MXSK_6 WZ(YR0!D
M6/8!XV5@#3);"RL3/M6^&ZM;TB51 M-
96/8EWJ/OYH+V65>W.K"GCL=8)8RA9.SW3BS)M;W3F104CK%#2/ 458D6)@ M=SS.;7*G;;
IW);H*=N0)L6.&%>O!A4I_ ENY?75T^C=AS_7%1;*_I "%K.'MR M.YP5=F<#QONK%L0 X7LTJX'1JK6X.63F B@I
/B(UE#ZOA2 M!Y:VE&)=ZBLDV1D\HJK 924R5E,6/XO!C57NOM,1I;#;IWT4
MP356LTS!>S_+U/FU=&QIF6PK!FX?+4G(580*&AOSL7S00!LC.#L\$!6<8'\$ M99\KW!EHP3TZ;@77SDJ7/
D4TIA=GW423GBO!OI 3MZ3.MAPL?8X9E.HEJ M5?R RV:GPN>[RWB;YR)2T:P@J2**>|=.*FIF!E!HUEJ=I4^Z&
MD!PK9>Z\$%CU/X9_5\$F7;.(TXA(IX1S@3@+BOF !QBI TXVC->9*2C8?L+6 M!P99U3_/TB.E(7<6^*G!L_ZM"
_6!DT<>WSWAGUI;DS!XU MG9 #_A7!JY?W&8S.Z0I@<5%0#;JS^T:35@)05!
H!@.@M1@ZSX+U9A*IU/'ILF_P3OE0"\$I M(C_L 4.9V;TC"2&?W GR%R0\$W!6N0M<1YLUEVEAO+3/^;OO!Y^
PX>B+(*O M_G;)T1WW !H3'5-PKRT!S:IF V%>^J4T8\!\$HP^,9^1QGS&I.V+*L<^K!JB M\$!23+!;IX&G7C?
SG2)T\$H&J86+KD&3-R!>QO/F"USMGADT^.%::O/D/O MBHTAO7_ \$D+O+1 R\$S@/^4HI2#={OXZ5%LR_*
/Z7&^%*N';2ZPMHIF4V-/M(L4P+ "VQC5=_#WOV(?.>H?7@KRLCAYAH%Z-%O@J-1DBT8Y2X@-R2^4!49 M-
H0TX(7:C0=J4VXI_K^I7D@=C%V!CETJ!H5W!V>AT7!+.(S2^)!IP!@3 M.
<I.#I>>*JOFO)>&ZF+E'X^OU8P1U99^_XT'B=P;>9'D^_#TYH!+E09>&ZJ3 M7 447IL=Y>9?K4K"XKAWC!

MK+D9I.>*1"N ZLBZL?@IV3JP1U-2Q<:75<9M3R9XISX1.W9M:RGKSUXP6M
M18G';&:" GXTW Z\$OH<H|ALP\$.6(HI%ZHUZ9TCQ!R@'^W==\$.5&6LIC = MHQX3OE.:!+/TG3<1-^"?9Q:3IU)Q=
IOM1MGNG-GM M%2A,?MMIT39,D.>T*17CX6>F5U;1!*X@:11?AJ0!:"19)I:B\$[6-'3>Z
MA(6K!|AVM#A/M3#HE<((@CHL&L3=H?4?N5|V=<=AYL,*\$N381CP!|*
MB'^|NLIB|T2|OL|H=Q9Q|UW|0D=X:3BSCL!^(|W M4 N'=Q2= M##B/R>9 OA^|+Q=ITL! FFFQ?WRDNU-
\$<(8XXK|4M-2& 31F@93V@I36=;--M;K@>(I0D;BE7ZM%?XQ1Y%7:Q@%N|LJS(3%FD.\$RSZ%>M)6AE7W
#?!DJ7\$*! MH.9WP3/K- M6OZ>2H^K/8G5??STWO>/B:|W+;+>:G,%4/23C|P(*T-9)BZ,&6FKV\$MWQ+M MW);. ?
%HIDIU/ES2VQ+K66.&.-|X|H.6F+|L|OC@EU=1NV.*4H8>AG7C-V6> MMU8U1SF'+7=3M1HYW02+KX6GCZ6.O?
7EG?|WK+|/9IX7\$>9W70/%!|TFW' MTITM,*;(L1-11|#+O+|K|5.GLN9%C:7L9|723|P>/E.2%Q THV,U>YSID3D
M@-6"7P2ELH4%VAT
9>X&7|VBE8O3&|E|71% _KWUS603P4YU+E/.DA=M7D3@H%79%,O?;XX#+;+3|@|J*|A3;,%6/DP.17E&
H3%Y0S8 M^9B.R=PLKS5/MEE>UG=10=+/+?(HVED=H*%YZYO4A0<7-M'|(J^5X+T;|V; M.0>|WCI+7ZANV.5|1C"
2C=@:W(-%FW5^V1H&'58?00S|ZSIK^9=X EU4 7 M% H BI4S48R)H\$|J,*>HF^X| 2YGL J-B=E@'&@^%
(ZP4|G|7)-.CNL"ZL+%Y M7GSXBNR|AAG9+@UC K|J|N%*MRQ|! <7N|0ING,*\$LX1|?<*,|)'\$TJ=W
M(771=^0D;Y")2*&KY\$:.0%YOPHL^D3Y\$B:60C7V4T/R#YXS4=%=-OYT#;.(4V
M1#H&BIXN(7@H00|OMAY+63X"L).5|O8B4X|JR5|9-LY8FH37F+8E.O=Y>|H_Q M;41GS+OGL7X.BQ_4XZ\$4<-
^;&IB?3XHYKA2/M3Z'-# K?|<|&P;3;H@&2TA;JX+|I#E MGURKV9X;+<'O|T.M(#P&O9|'E13F5.(A>VL_16-7|>:
16?)1#VWOM_B^O\$+ M86_H8|R8|I/6U#'|Z0TN\$=.5+H|) +|PM:4B,T\$G|2%4Q4>DW+R=\$DV-Z(
MU_PCH<='M=QVN*RI8^*%<=|&M&4D-*RM.|S|J1NO(|7D1-7N;4\$O^L%~9>
M=6H<=,|/TIQO4\$|YX>0Z@*%>D.O-&W|I= #<29S^NR;8D)|P|ONG9(CC^MA&F9A6ENU^K8N;M;EU5-
N|OLS=4G|LWPR|458MD|*F;I8I4|M.XOO.0NMOE M<.,E(|3V3X #2|*EI64OJ<<3FH*0Y|H%AS|(|PS|*0/*;7-
DV^CDL^Q7W^XC M'^|X?P7=I*|QS+E&L)F'^Y*R_G84'FK1TM2%)Y=K.\$LR6G>'XA6=RD5;U48WFG
M|1RPE(V8JGMK|K:*4*Q-)BD1)XM^9M|@Y9'ER+/_/5S'QK10YG&6B%;APCUV M#ZT?3"/+Z|/6,B7|+FOI3HCK?
NT;7L;#;0F3RQ4&R5"7W%WER\$\$.ROB*XJU M?C.TSKK35OLYVT5T?|=ZKB_9&V.A&BQN&I^!|I@MG4.P=
|#YONEM4^,15S M\$V|_MZW_6B0KXL0;F;PX3KHT?WGUCO|HDSKK|?R*DF.'^!I#;J'KZ;?Z%JZ-((>5*H:~QY|?
>#XZ|RE2MD0^|O3(F9XR'E_LV3KZD/T+>|H\$?D3?/OFU|E- MO<>A)|?|
M3>31=9Y010_Z+AY7(|1R;13UN4<'9NX|H;^@|H=|9X-86Z_D\$K MB394%BN,NU&-3R(|=,WA0K;:W|CJB;NFV+W?H?
K|_MVE+TD_+&08/M2E52QW_.RCBP@P;K|V+W+C+| Q:~%XP|2.MO-W|J9'=|L?*&Q|P4 LZSKRX;
M#P1F''YJKAMJ\$=.YFRCEQ-HW&|SOT*YN\$1@.=T?SYE2#>P99+A #&WVN0+SW MW?O*E\$035;)F9*YG
D;_@()>|+4+(-B/4M;|YX#%2D&QT3HFLZ7U|)A3_%A M?Y|.#50=BICHK^6|WR43A/GA5?N/MU1|J\$9+
W|/Y|P#ZLS^~7=ER?X;+0G+R M;_U(O9)?|=K|5^SD?^+I3;Z4\$|F MTYA+4BY8.I0+J>TMPRIE;N|=J|LUS^1N KM(?
C'"@@"82V|"\$S\$+77".+10N2#|N M5Z=Q|=MIZ9S'31N|*"?7.O*=>)|GL*>MK?50*X>N)VYW|(F-ZHT.BLCUI
MGWOS\$XU-#6\$&Y|E@36\$608D(Q_JE.UC+1#??4O|_H3U^L;|A@;D"+=4L M*KM*E+X|C_E.&\$:'<=;-
EJ28@)V2PW^>IEH M\$|VF. M#KSM?EW|M#JSB-O4,+?2-D-YQ3@2|GDGQK0AR-#4BI>.42&GHIT8/PE-B1
M%24MN)8|5F8D#U6W=|J? D|DV"G.G.Q.Z|>?D|U;CL/FH294K>&R4DB=RD M|J9|E;9#-
MNOU"8F;R;DM.EVW%"1L6<9MR(W|_0'DMF!@|J3|63.1PQ)6U MX,V66L /,@T>|C79K2|9N|W@&D(G|T?
+Z<|UB+^U/P1ER'?%;4|@ (H;('6JGJ4 MO'6?'GO+|;113%|1-C+=68D"ZF3MGP9UG^D"
VOW-"8K'T5-N\$^S-% MIC^N.E|8|<|ZC(>#/:_6X0^_!\$-YIGYOF12,,F1NO_#0^M?
^5C;MM>|*DN+HN\$J@6^18D(F/E\$>)|QK9|6CBD#%R_==|^-^|H3^N.'S%7
M/*S^\$5);80+0UJ=;+|JXN|P&46:2"%F'7%?;3T?IXC:&"4>HB*/W|S?528 MW@|XMXH* 5-%GMD.0ZJ>
|+8%F0K|J_FOLBB57_HX@_QKQSE3XY|*7=_FB ML/B;=1:7*H7_S|8'S|S&G@|PC|HR1KX|
<%X:SC643BSQ*7R1&^&37DN6E\$ M'3\$;H|)YW>^E)S U MNZC^N2!@=-U(M&GY(Q%&P9QA6_-|P6);EA_5
RV;GMK^N?PT9 SPZ|*|BL M"\$|O4E->O""NSCR+|>\$K 10792|H27U+8 MCR|@BSB>0?"*_"=?
MDFI2;H)W?G0M)-45;|.GCRC3W?AC=\$\$32* '|L|O |R ||>X&1V+(DS^2LI&:XNLB00W81BA"FR.VXTGB2WJ1=("-%
(79 MOBQ@3,7">|?PLHOKX87XR(KN7=8V|Q0K06U")|ISOC63X>\$F7?X7#E/B_H00
M:"C>4N0J916"C"C7QHHWV)BXZVO&OC:2KBPF M7|++@HM+ZVT^8(X"
|^-U@GE*%W^&C*A/H#0AC:H#D@#ZHP8CW@|Z*Q_O*7OK MG%|_K|<7Q9AYTTO+QEXIDVD6(?*"ZONUS!F#
E%FMEIH+^8:.)VM-* W@|^ M|OP>E./5 TY5:&QJ;8|7EFO-|B(78^CUV.Z9Y58?;==
(*|^NS:7KBT|KZWJOF6<|WRB8S_|OF.I& WL_|/N, M|P@8/QE1"(?ZC)*1-R0G4(62RMM_->G-3K EB&(-^#G
^EM.FE,^_3-9 MZ|C_)2.Y5|M%T)Q9>O""NSCR+|>\$K 10792|H27U+8 MCR|@BSB>0?"*_"=?
H4\$PNV0|C1%>|^&NQ:"C^%>|V*?;\$K?W%,#-8)RO; M;@X45IL:UC9?59D6;|OY>F39NP"
+WZ=G%?"_K" @.18"D|OXIOUN>,%H*U M1|TXHD;O"G+=X;OO3:_R7<1EY|U#|J74|8#7)10%%PCP7H+
MR4^CP,OM6:"D)%D:7B'OJPSQ=Z7|1*+D|B|'KY:L\$^BA.TB|EAT"WMR 1Z MT|TG_A<7;AG9(7=|L?
>7AHXLX/QD|J&E-|#)|#|:M.Z^L;D9V3E"7E.I@2(%Y M%U52^_BW'+1AX|'1O'/9GW3CPE40Q@=A;|%?
|LL^P&+S^M)7X|2KGO_8|80 M63SD|W3SD.Z&B&.#"F_?%^20A|0)"H8|_9G@SY^|OV65<(Y('087&^>8;
M+;PX7V02+IBN7JRR|YB|.3(C6H;V...|'LK?>_N|J;|KP61W/MGBH&-CJ M+
0H">FIAM@7HJT^|LJP0?)^&B=9_|QNNMIV<&52G|EX9S,S52">KW10=G M|1)OHW|!R*FI7N(^O|E@W;
_P0V MG0WAGAD'DQ(WU|+|+=<; IGLV|F76(A|D?W|H M2|^+=OZ5@P;D;W|LUL'7E;LX/D *
9*=ES1^*CP@^Z"/YY- 5&?10- MC?;XF%1-BF4O:P4PHL4#|JS_P)(LE3-FL-8;+0C|F)1(REK4'OK|/H|
MT89>7\$;B)8_OZD'+@Q7TB^N P1W;|9Z52C\$1YW?)V/^*^|R^X^L<|P36<;6UQ\$|790ECS/S
O5(S'#81GT#5|A7=;7T;YHL|*CPT M\$|MI_4(V M7;|= (V3'7,SQSH&>2@SS7>(6@3.UL<@RTKU7C MW<=MFI?
^9PL*?H_<.'^XA)W9E=)XD&B@D?U3%|=E4_71V/KO|L);L';<.*|V'N:'7DVZ^ M49?Q/2CSIB|X(HOPYX-)"
MUFI|C;U@Q=JA'|<_9%S6J)=?>SSXU./@GR^YN^T^IC-|&+^4|>.@|^K|M|J
MBM>G2B;4QZ|^MO>;PY3)EG/M#_-=7FV|> ESF_TR^|5BNY^Q,8_ WVIP0 M.827@9&*(|M9D1DA;=B1;.H|
|%\$0>T|F78&K'G;4Q;ZD(2.TM4\$%6|/|) MBW/
GJM_4VCBK;^30D|JY>+H#%XS|&@A|'TL|2;)=SP&S>|GJL^MVD M80_-^9K+205E;3)B(0G5MW^|T">U
T@2LG/|;#EZN_N_BO:79A'6|X|13S>0 MPVK#LS&XE-8J51MCFG0B|DP^"T(9CU#|N^|W+BJ7B
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0G7U|7'A,P4M36+%GO^D3Z0|8^YP|R|)!*Q.=4XM M8\$Q|HA8XCK=;0&PBZ)3-Z7|'O;N2F-S5?
8_MAF0=V6WMUA IZ|EQ@9N_Q)O MKLBW4%E*(|'(B@|EU8|O<9Y M>BQ.Y.BRQ>3T
#^0@5CER*|;0VNY;V^>S6C#EDR^Y6FJHL^L)Z6W1#|HJO M;..Y.#|Z>|NYX
9^1XP|U0C%|^W.*Z|'F?H"\$WK\$,@+^ (E0AP\$TG("JOU M>R<9@>|W+LS9YW@;X2\$)-N8LD%XF-
O<+YWTB.FBHM'Z+Y(XIW.W+>)^CN M\$@|*RQ.HQD;^/S9D+^F.QZOR^|MM'KA^J=WR_R-TQUZF@-
H|Z&|T|D|I>;
MOXD|6/I=46P9|@>^H@0/6HP|A|AW6E#%IMN|!D059DJIAWQ0S_XD+V980&JZ)7^7OI+70N4_T\$
MT""H4%3D(4TF4L;8@N(070CQ|+1-FKH:%^J=8W(|#S_+8XM;%) M?2|M
BS"S_ZRH*B.O+9P#^2(D4Q^C>66K&=1E^&|34ZHUA>\$YBOL^BYCPI=.*OP|)|JO MP*+%"
<^G(CN5>R>M,#M=358@MQOZ^62|8|!#P9;GP\$=0'B3>B"";.&|9' M|EV,OR^DT/7H.FC^X/LG(Q)=Z?

5:@Q71D)2PW0I/*71415:=KW&T3MMUP MI6*R+&CTOU>:QQ^_9D5=NB@N<\$=Q6?_Z8W?
ORY:-3I@=LCR0/#.?@C6:T72 M3FG)RTU8=<^UORT?9GN"V/Y8&H0TIWRJV3F@OI\$!|W?K#WSCl^2_"RKAL"!
MG-2>ZG, Z:/D5Z7E S%_//39 YQ%M3M%/_W./-|E_P/4?|Z ML^-|FH_&Q%NZQ YK7=PS3Z^>?
3YO;ORMBS&C6!7V!#Z+KA B!96;;MN8KH!/*>U|=Q*)/V2AY#/_B_9J(8#_V#(O\$?><(
MT<-0VAYVR6G%4LY,Y(KE#ASK:(1QZ9*P33"/+^7_(0KN^#RT=C0_%MB?|5D?
|S\$DA.Z@FA|TNWZY#3*>D6MPYD*&+YIGCF\$RDO&J8\$*=-OC*(E/7?
M:P|C>T|I#DL76V_=>O(X5+DZ\$SZE>@9<|D660<5);_<@|ROBGE9A(BJS:L: ^ M|%= (T*4B:OGBHXWRSEJW_J7?
CDB":.TQB>8POI\$0IT|MTXJ|6+8 |U(%6B M;KG;4^\$Y*2R*83WB;+ M");_"YU=H^*/PH1J;G&H?
AEU'@.35E0'D_2K7IPX703=X|7.H?#L\$X|*MPJAU"UX_&2_ =39XSVFV/YKGU_7U7_+?
X5<|9J9CN|>AJEN|>Z+9DUMB|ZW^_MO%"|D?16|V|S9/P(XO^U+BL-TRTARHC/UB;:6WP5R+Q:Z7YN\$ W DJ
S0B M%6ARS>#3|VF_C2HJG\$/#JY?|GGYA:WV^&|>|L0?G^ZUA7<_NE;_2G#SU!9 M|!6RTU6GDS(GO.F@NPLT?
MD2M<|Y|HH!1URMSM.|TD7TPJ?0H|XB+O&1C|_M0_8H3ZVRM#=#4T;_M*K&T|D(7DF^1N')@+
|8I@|(9JBL4I&9)*D|X|S_4= MJGLDIRYUTA_2S0TUYGPBI7TRE(S_E)O%ZO7F.K;JGW>5NL<9 MXH+|BA@
(E68ZV|V(&U5H.ECZ&OBO>CLIZ+^|P(Y;C7?C6>UZ?;@0<*@PH4 M3PD_'T4T)4+S@2|_*M5\$>3#>^S^&IPH
<1|U6I"/@MML3I_?_K^*P?VO+N@QP0?>?V_4QJ/_M3?Z0W3P|;4G6^|=O>9?BTP|+XUQ|Y07,\$\$M=_>LB16#?
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+|F>=|LR:6YBYQGZY=OSW8F/(CA,"E^H#'_M'_4+M\$W*,\$2BWX=^7E0%+ MW/_+Q?
DR_<C24)H|/%|FZY*^V&H8;3RZICIE(SPR^V?2#C_/(G^#\$/R/O28.UW=85|H O MP#0P7MMMF!#6>&|I7_B=0?
H'BNJ_!|G2<1S%VUG63Q+*)/_^DT7_B7D|<M*D|P|8&ZW42_+R.R7>S,\$S1)U.T1^ND@>|)@:E/97'-|;
|2AINTD^K7NNN\$|Q|>JGK8C"<=PBQ; M2"RA7/8%9P;?A-S#C##^_<^
^GZ=NSD"FI:Q%CGT\$|I)_.#S'/BFLCG^@C|_M&S)%9
O.Y'&-14QM!#3W|_OP;T#J|+:#=/%/^+6X_B1KMJR.E'2HTA3Z|YV?;
!#"K5XKCKK6_..|0_>7R+T_RS8Q\$@V'+=N%?V M*IZ_&R65*|J^NZH<|889#C|BE_4HO>5|9RB>C V\$-W^H^?
3KNE+*%@_1_N% M)1^!*\$MGFTB'3\$TE/LDN#32IN|C11-)FHAM!_J6;Z-Q-7&3 OM(C)_3N_-
M=;1LHH%\$A0M1*,"1"3O M O;LWB5_%|E^_1A*(\$#@_07\$|^<|I|Z%>22" 5M%(O@B|0|9906R46|32E
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ME_|B=P|88+7|S;D_7C;HA^DMYY7;'L(S+A&)_WK(O<+|%IHR)_MXIS4_M6|UY%|/E7L_+/6TLB8.B)Z|HR-157LDF#
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MY>#6;_5OYGH3E4^X|@R;M(O7^40|_6D_I@MO.H7;Z_\$NO9T@:>FCI70BOD@
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><_9X"" MBB\$A78&I>|Z1)D%|TLFG)|Y19>*" \$'?@^DG_+A*)CUZ0/4|P08GT.&|VO M6+B+C6F83CJ=5B.=?
6S|Y((=Y-GFF8+WJF2^<Q?Y-(|_R;=P9|XXLTQV M3OZ9XW)0%9=MK|3;Q|_K=2B_||7L_"">
Q8+51\$YQ(C)49>TJ8G-68VN*+QJL;%REB5_MY_Q08|OM2CZ+ #ASI*B:*^+A_OBH_U3L&2V127"QRA4_8#?
P.FI:@(")? M#M&P...D9N;-|VCDQZT3.F*Z39N_X_A|^0"6M M@NOBS1|9*58%*4YQ00|A\$+T W7NY3(6
8BN#I8Y5?7/YEE6?N#+AT77RHI! M_2K"51S%|_O&94EH|BP>IE>ZT|N|_5BTC2=|XL)E|PP@^:|7 WK)H|U?MA
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%_-8QXUT|UDYV#O%_7C;6GM_9B8)5)Q#GC3<|JL|K!_T+L|!S0 MGKH!O4A0AOPNG?
3XS|AVH|E@RAXICZW+%?CXHLK1.0?@3U-DBHZ>7Q2_! M|P>3+N?@?N)|_9_CS*!W?
ZW5)_JSS_&SQ_&|4@^*63HXT\$.@W^<#QO>|X|_
MW.K6B|+1Z0SH2.\$XP"7#L7=GA+KKP'6*X)/HJ|^_74.L|_K3&^W0FJ|N|F!%^B_T6)2V|;FJ%>HN MO>?
I@W2IC|Y_LU%|X|EV3/) RP"EPQOH43>1LZ5*N_U|O0G|U2H2.5B\$9-C M.W=*IC|C(E)?
SEIRBC6"/7|HL|8_%C|I3>_+F|E/Q#<%^Z1|OX_._=(F62& M#1
5F6MC^CAZ|UG8XPZ@_A4KT&2Z;_490D854=RFI&^Z2FM(C)PW?JT(RH@'(K?8YOH\$
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OW<%2J8<0#""|@9|EY><1|RN+D%VMDAD)V*/P>@>@JZ7"W":@N=F_L_|EA.#;CS"#I-SZP2U#QEU^6 MV-
WUQ(|^>NV_X67A;+U:6>+A"L|LEX7\$SIXX M7M+V\$M|A|_|+D_|@XT>C=ZKNQ%5"1|QF?GU+2-
LPZQO|F?>O%X|I!%L+ M4SF&ZRL?M8/N|08;MQ#4GJMG90)UN>-K/5Y/Z&AKHQ?|M_%Q73?P2;79CV
M(GMV>:NOU?A\$B?|TG;=?_PUV\$TL+^_16|%0DR%5|QSPK|M?(!^E6*RN+&|L
MS"QX<&O\$6WC>?^CEOZ4IHGHIBF-Z\$9SMNJZ_-?6">9Z|HBU@>4^DMS|58T M7HAAS7*|JFFG|'WVK-B%|)
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;DLKKV=6_OOXNK;^+V MP8'PKA:X" _L_!OP:C...KW>S/ \$K9-QJ3YG;NG@=HN_BS@6;+;_0H_?|@32
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DT>)_T;,%=Z&H0!?!+6JS_O/6P::2|0V M#B)JR_T;_YT<#^A O^>078"JH*FKK859QJ4_JM*^+?9?8S|_I
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CX\$UWT&F31(=FBR1?0 M9ELY>> B^HJV)KVI-0(HKXCYS|N.?UM(^T@4=C#<|8=LEZ|C;\$!+?XU#
M0+Q;_%Y|)9QR8G8:QOB%(+_R)_O>_|&V'/TOC">"C.<|DZCP4+(7&-FOL|_9 M5C/4*|O:FQ;KB|_E9OB+X-
<)5(8;AASC9SD%G<1WS.RGCT@|'5^DQY_>Q? M;
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@4&TT9ON?@MLY@M0GVAKC@ZDE94+ZO_ZXSW"\$% M4/ZFQ0?AL-
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M6|;WS&L'@H.91)|%*PDFHFX!|)%I@E;%|L#3H#\$Q2EE|_IX+WMU^A>PM(MVS-87H5/N7I
P_DLZ2VH.0\$Z5NRR%LOOD34P8.6O=0A==YI=<=2|CG|YA ME7HS=,3W-,>>E<6?^#KFF4_7N?JF%
V\$>TFB-V3X0P;IS|3++O>|C M1@VYW9"0+X|I|RI5U23;=?O&Q|S%\$24WJ_4@R(@2A\$IL2\$^8@0%E|85\$ \$! MZ2
A41\$0!";@|% DTD7_2_|)2(DTZ002(|>\$DH(*WP|C766.L|^O8>ZV@? MY(01DCO7-Y)|4_&
(_BWV|M)\$K3E^>%S.W26?N+ MYN.NOS@)2E\$EW2#V"BU6K|MOFS^=0X6U7PL#?@+Z#PT_)<0ERE^_*
<<*M_J251+T(9(CB/_?"O&:HH9WTL1K">R_*6?52U+|F#SEF\$@RW3V@?C%F_K'7Q(5|)|K|
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#:OAFZ#Z|@0WHE4-7PHIS#|-(5F.^>8G8_JH|453)C\$^00D1*^N< MMUZ+QHS2+G,V"= &
(|X|X010OZ*+;_#00L_BWF434DLN2P*Q=&?U>U:TXW_ M% ^X)4(>8U7X?D.\$%WP%?@\$^EQ1R99P_|
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VI\O6|>[ZW=91XY\AVZ!RS\B3))R^R\XXN\BV(0)0H>#)XLFCE0&PC1 M(*TG;-6?
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G\L\$0ZH)YW8Z"W\L8YM.U1R38%AH>F7S3B\>HC/Z%:L L' M8*<^R=?-??B*I&ED\$864'YJ;K+?;=BO\$D"GS
M85Z&A=C\$T7X6 5I)32:+F=:0J\+S(BUI4?ZR39)3,P,BD8(FNNUAB<@QH38N M'R
9TC,*LB+KM^):\$1_4\^HY%BI7)'Z=ZAKNZ^SL5@T6;\$IHFGN8OMG"ARI9 M6!42:"86>GT
"S7B82&ZS)I2RI%:V0.SCG4A)3UHO<"!6\DD56#"TV%Z=+
M56YHY\2;)ZP;7+5W)T2L\BXP<3CN%\$S\JPZR+6!1\1)G/^5EK;-J2\A\JP(M?S?
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5_W@2_9Z@{OXQ=N6\ 74)G>"Y\I\K&I5;09A6/-! MZL/L^J_8'G)-
L:YA3>>+ %2;LKS;KV\2E>4JL\;M::^K&X;-1H_P\E9N:.M* M5."KSI=AWAZ46YW) 3H2/>NMKR%K570S&
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(YQ6PP671+;(0;:<^L L.LA0X4IP3@JT4 M8?SD3Q3L,Q*1L-6LK3K.DL34>2B5OY\<^4L
<3VT^M^R4875B2>*Q<8J\@6 M%/T(8NU648FY:~?I7ISQ&L;5NQ>*9GB5R+;ONV\JL62G3!*/GBT@/"M1YS8
M(%\D)-9;D="W4""BZ<@C\I56DGZD3IG\$:=.Q.B\|L-71%G MCTB613UB\|D74T%SOQ":>) #.-9(9HP*&Y 34;(H F
L6+4MBX6LM0?BSU# M-DH C.;1K9#C#&ERZ\$:4GN6/FWE+PW\HJ2#\$ZHE3K4TV/<1 2?>SZ?%\$HV%29-
*M3.N6;T5EZH;76#5^69U/94\ MAAPGY/V;8Z^GJ&0;LX@,*W'W(^=>^BM)J(F>4H=-A?7:H-L* BW& (=OD;
MSK^1\+@F MA&C;G6V6BQP;"S\K(9RT=P?FNQ37B\|BX3"G;.J4LDEPA\AM60\DX9\Q\ N MO\US;
I&L7VWLC3+C?5=-9X) W\W\|Z4\\$:L/ "C,*WA^J?%#%6R3N7 E(H
M3>+O\Y\KNO.M6!6EWEJ'R=3W\RZE>K_67#_1+EG#15B\J8\1T5C;4IB
M,3"SZ306YE7\5^L^Z\NJ#WT6SWND\J5@^91)W/H\3\7S PL49#2\1Y_XV20 MT=2\+/+744^+_N<#WJX*
I@R9ABYF(5)=F_D^68\O2=(M1\ZS?S*6<=OLNID M?%2N_545&_?N2Q.A8142N2F@RI<9?S.O\7K;VM<J5;.
(3L9,2B^Z-/8?T MSO4ZI#(4%)\U(<=&W\$;RP>L\$6)<\$\$15U_#3\#GIKTXOAG-?I9D\$>OV-
QGS>3>\$8+5PH1M^+C<1\A%B^#;1FD?C<+EKEOZV?D3_9\&Q3=EQ<UJ>G1MX6-L(3TR0F\INK1
M*8/\$_7.N=%V8U*#*T\H*FN.D^T?7S\;"?2\|7W\|<;HHIW?2Z'6J\GZY02; M(&+!MCC;\$B/DK\JB'-VV-L.
<&06@J\$?25Z/>\$ OGDH\$K\X_PZPT\ 3=0H MX\$5L>>01.3G4572)GUA(Q\$ MC@83BC_3*BW4?&
IPI#TASD%M&>W2F;-7B\$>G%"LS/9.UID/Q5IPZ(\$9;&G)G/>N"CK&@T_GF7C:@AGLS
M>#*.M&E<I4&/"WG*+!CT&MP(FK3#2&(6)5@ RH\$*W\+!E9+(G00K4\$<#^_6 MO7.G:C9@("HU;AOB?J-
KZ97M\?VC\QS_3X=VSBF7Q=6(3_>JTS M\$4UWMPM-V8\1R...C/Q(5+T<16SSH?;VIQC/H70YBYZD..F X.DK;
(X X Q S3\$J^9\ON\79" M\$39\B;HK)H8@ WL3:XQW6?H\H\ISV3?918Q_VR2?J+C9=^_>#B5-/&0
M=:X;%9U\O>;JS;QO/8PEFV'W-%\!"SW+NM+.U2)U0D6+;=&8LGWD1^T" U= M 0\$5\$5NX/5V^S<I^CNB=H3?
I5XAW()\$^M=TY4A(T-!\$3R+B;3\$|ON>|ZV#- M\$|CL8%31T#G-|N\ON-ZM="H_#F_)7DL\+
M>T<*5K76">>Z*3M_6C\FH M0\ OX4\OHAZ\;GW^BTA9VA\;P4\^=#\HB%#D\TCU6*JN%!\+ML#;6^);%O(?
#;JH\ / ^K)O<6%NC&\D;1H?;C.T\(\$5)YZS.N=^O"R\^C M1^MS*7&NS_1+ZIR9\TH\IE^;
(>VG=N2?Y\ALEQU\I?@ROD;KO-8EJ M\F@9)&D@OFAPH8\E29+WD_R=TI%/9&O14?
MQ=%@L3\MBOR49%#;1*)58S44B#>AWM@14F\$1K43;^S%S3BNX^J2Y,*KK<I M'
<0.UKT5J*WKHJ\I\TYTCEF@ 8^Q_LB>*J,8,800M_LM"2H(K^7XVY,R? M+<8OB?1^R5.6(W/GX\$@S8A-!L@R
+L;W(LM@;OYW)6KO)!>>1^1^L \$-M^Z>SHJ=9EX:;1\$09'0+2!%7X\..5UN3TOA-*0E3\N0G8\US""L15V2\|S<I
M&;O1L28I4;/IZ).PM1_G_1XIM5.M(8PTX6YX\XNM1\MK4&QG57ANK*ZFI MF=I&*MO6Z7_NI3\KU7
M=T2VDU=-Z?;&=\$B0KZV9CXRV*4JQ3=I8)NYC'9K?/F%YSEH?JSH>N/>:R?K M/H/3^T-WL5D0ALZ^
QJH\O@;Q>TT6&N;Q+;GG;XY.);5XBE;PV;+J+<M"10^G1SU\WSY5JV'R3W;F\N\W
M1\%^CKTJUA51"0J*8%QAUD&\YWIOC0ZU2LO&4I45?V\F><I=QM\%V'HQ_+MFJ^X;BO=+^RL-I?AX?
LW"TF>UX0*2BUD/GNUGR2'P=I_B?I\^L.) HUO\N.(B?&-XQPL3^SSN(C>@I2QJSH7^:UH9*WHI%
MJ\%#J+I\CJ5\DKJL&X7_.05O6'RIR+/C;G<64J5B-7\O%"Q?I\X6?IK\$J\T@Z
MWP0M(2\$DF@Y0JESM0^4AMHLUB9(B"=T= <(6"U\0*J5R-X6YZM./SML\7V M\7.R%*%R2%D+ #2IE0I-
W"#122<J=AH5"SV%F IA\!\$<8V8Y8_I7T6+NXOW\ MCFTF\$ K/QAIXS\X7%7UZCX%N=I-
O3V1/^#BHD)0V0;SLCR\Y+=:C8%&.@BOT*\$MF\7-AV..OLFS M(\+7DMO5)U>C1\^*?7M=>I22_M-TI+SGAK-?
6\7OB#P7<OWNL=B)ILD_OJ<1.%0D9*#B+*\$B>[+ '?;B7AJU KD5-H4>SFS<M)54X/64* JE@#1>L\2H2E'4P8
MKOM^!5\IYW_VDCHH;755MGC@E*RPXRN6".0)>^W0V^N "S;#-KL-CF&=)23 M\%E5!&NN?%DMYE M
RPYR*""9:T4%51)=)BYEVZO;(6)EGQ8GBV>G\>|SV_W-&.#N^P 4A(.9C M&=IP+#+^S_K.3.3:6HIT&I"LU#S%
<<I W=2Q!U\|C1WB>2BR?;I=)M@-KJE M7_1\UV=-<2./&I)T-NL)O0YIR31018(F%T\VT2M0CJ6S-
YV^D+^#&)7K<M:DXDEZ5BDDJ\$P,+8ZG=6P\AGOF:RH0JKB1;7/#_?^U7Y0\$58XHM8<0QP MQ> D?
FK\+V\$2^+)\$1KTATE&3\&70*Y ^<...M(B1)7ZK\1)NH)W#IGS-
MR.BTAU_SLXPS7\..8SR:6Z6\BS7)TRDN98/H0G0?V@(@YK7\1/4?)4\;115_MTKZ62/S=I"405"<4#
I\$PUMS+)W.TL45K*?.BHW8@#MYZ_'4_O3T7X.YN_%F M>PW8PRX6YYZ\1.H#|BHV8^3\9PE/PH
S.=YJ_#EOH1T\RL8E"!F *%8%D M1K/T8%=ICRF76U@&M&_X?624)JS#8%*4BX<;Q50_64V1F?OFD',1,7^.\$6J
M&=2&\$H\HG9:.07FV8VINW?S*>HS8M%R+X\CE#;EY..HD_50\LJTI7L&^'00_M.Y<^'6H?2-
\$94%1YGH81"Q+O265\IR_1HY\K<9DU8D9(A#1.DCMR=BCU\/%> MZT9/N3.V*CI0-IYL2;|B\ Q?SB2FF;+E
@3)E6\7\!+1+^;%KD5*K=XR#3 M%LGT@<@7A7\HG/ F*0=JW798/K6R/A'GI/S-^;^B>1F"/R/E0B&):1 M+
(93)Y<6#;5;9SPTZ0NP;"DULY3\ /Z\&WV"S\S7N42\|@M)1X=L5X?HJ
MSW5Y\$B)U1R_3O9\7@N'Y=100@DJ05'E:OGZT42LPNR(%T)GVLVS%X^FX MT6MCR_PY0@B/SW+M;
I>:."C>3?B%<<"I U>;SHC:M9PA_Q&G59)Z\NL1XZ\C>VWPC\SI\UPSE?8-
M6Y8;>SDJB&VH9BOP/E*FTV\6HT^):TIF8FHZMT&'YFPMB:B2\8Q#O;RR\ZLB8B3=IE\ 7^
MQOH/F&P\Y86IT&Z2ZYH=^F1D1HF?"W:M?0.TEBBZJ83FF+LTM_9NYLP\ MO<27?
HH\^4^G+O2;SFMS9@.P*>^60J^G8+BR(#3AN:\$LW"619IV5/ 4=<M?EO!SS+K\;P#@P5-
YKVM@IOZL2+69;MN 7I#2WTWPL\B=L0.(X+8T- M<B=STINAN8/WF02(FD(*T&6/I0_Z#^CU.<0F?I-*
GM\W%>7&FU3N\Y- BU4B^>G59;+1KG:/@9 RS;I&N^J/AZVY#^+?JBNK^ MFPHEOYHL^S4\7@80KXF-
&.*I90*+K*#PJ#(-4I^A2Y7O\&7\$>^D.MY;U M.H%719_D1OM?
(31<4EYF(B8A36I\A53"8U)DDZQZAX^ H;O^U>(.QVJ0N2 MO&3_+W)CS7G7=A^;TFY\$3QO?GV #ANJ18>#)?
PVTD;+ #V7*0_X#DRIMA9 MO_O'08NDZG^#590+@GTN@J%N@0QATDW9L\IP?
&."+N6C^F19EY1<C%) "KKKL MH+^!^=4^04_+S NX:?(UDWZP_9_5ZV_..C FDJV2U0;UR"M%+^WT>-?S
M>NG6)9IN@&>W<\$((O"5*6Q_OH2K;6J>Y"5\^R;\$_A\YFR M9&R\$7\^1H\|HO=ON5J9:I'W'FMKF?
=_2.@/(<GURC@Y\|D?2&1C-G@I\^L\#E+0B+EX.XY*U_>^Q3,1RI^OEA M:\VS%U58\<7NL0Y

%4+Q9WH%ME9JH J8U(<14 @ MHH&PE9* Q+T)~/R*35@^, QYI9GAG6.PQ13UI*6-AIYBMX6V#WIG+54\$-A
M!;CIS INW1 K;7^K3V!VN!%U60 4Q^7%FV CP>M6Z-1C%)R93DJ9AKS9 MF.SS^5A,"IA-
EPT\$V+;618910;>+E@6W!L03;%>B.?Q<4&""!YCVW7QB@ MBK%3R#S,9=CE?
HP:XQ%0)USSXXMU#_2.O;S+;N7N<_J6.M+VIX&NM%L6&PD>1^ MF9:PP /H 2F<<X| ;.PVRQ
<1+&9#YX\$M5YST)1BK!G;,\$!7.OVZS8"H.M.ZL-SKQ@G6-6%?
MM2';ZL7C(74D!R5K4Y<1%2\$"M(= _IW3L^H4CFN!@V7\4W2 PJ&9M?;\$?W?E6CPFDJQ:Z5M1\$H M!D!C5&OW?
5OC^MIY(7GCLU^4H YJ!L\$VK/?W2KNKR+JZ)7"Q>8MIP M; & KDKK-
S#80@O<2\$!&'MAO3TW9UVPSP=4I5U6K(G&DFO\$WC=SBRL#R\$+4>YK M>XL4;_H@VZAI4\$ _A
M%W;8M<+PV#;_Z7DIT\$U&2ZY5.O36(<5YW/R<" IFK5.NT-3XB.E(0QOYM& MIN/UE9<1T:03?LB/4
'_E!W@+ZOD66K'K\$-82A'W45H+>MFKE&HO=,6<>@ M%._!> SO!\$WQHFF!QJ8TQ'SU9#>_3T@
MQTV:%#QDFUL1(BK.XO'B1=E>W^~?(!+A"=;S>@/Y;3:GLFVU#J10(L*3@?U+>Y!C M {Z@#=#D 1WXT*}
{H41;,\$)+1(RQXZ!(>P5X#_Z#U(@AAOD\4.T&S&BZ MV(H?^6!C=;<)D67?}7!
(4UJD)\$!X!%9;DS*XBNTB\$*KZ4?/B#S"!BX;O Y,MU8-;=)@1OC^ V(D!N?^1OM!A-D!MY!H*) M4-OD2#IG?
2%+Y@^PAQET.B.S.>7%OOW,J4>.%00)M!A8O M>M*6=(K!UU=!OV+CU*MI&;_R
N1T*3.FABHPAZ2).%NHBIMX)ZW;I; FXMF ML\$W,_(N6;IQ3!98Q&!"HMT%,,O@W/>!;\$-KQ-7W2CNI2""?)@'C?
&)T('O M#51@E _J3HU*F>O%MB/X;J!"UDK\$M#D*#"38U9C?Z;IWis V;I2G?LSBGTP M&6;?
O&H!7G"!DAB#M\$!=\$# (+7!^&VBT! ".MW3?J4#3UO%A;Z-9MN9(N.%NO#!1\$ "H+Z%6
MW=7!+7M@>IFKM DX2XR?DY2KF)!TQ&0"+#..K!?'-H6IDAY4)A/F%3+ORY+C=R8+*.CW5';I9(DE'6!1TWR>"
B:1=LL3+OH48%IC'=(@D)?(V1;'MD\DMV=GRTX*TDH(\$/(3P!\$;.,DB+621K8j%IS!3!\$)G<1 M,T50T?YA0R>A
<@M-JY)H(3%Y4 1LR>S _YF;G=H' _#2;R2(A;T)OW?2Z M=;B!T>C7BK-6A?ABS@WYHE?S
SX|>4DK=TDQ'\$&7Z"K MMV3G#^VK!<45I#MX!D- IQ;L.MXOD-B 7OL(L^? XV=;
M2+X#*6BA+= "J72O;>=9UV*+VW=,3,G/*BW>.7EZ*&_/LP&5!TC78G@'Z91C M??
GS1WX#OK)3NTZQ0WV1F8=Y!P98QX38 (-=;1YF.(=CMHW1N6S 2^2>)C8* M13V2MF1%VYBJ((
Y?I2>Q\$A&3JW3IPT<_LH#\$._!(YA? (>H83PEAU> IGH S*U(Y"!O* 3)CRA!+FA6O00QA1Y:96!MTH^3#3#)^H'S
M@TZR 423)IC#3^@/1C24;.9>XXEUIZX\$%M!SA\$TB<(6JZ#FV _#0&ABY"!3 M6NY_VD!NOOXJ#ZR%?
RQRJZVSZ>120,L _VGF&N2)LY6A!EL/OPHN4 M75AT'GPY>6YJR6#*886B.QY4JL(JE)!SV1:9 {Y"XLX2H!TM?
%57;AB3; MZ2HY=&J9BU/G@WU6H#G0!PEM^O;"MF%BH.VQ=<3D3P.#AK(^M&-
!D.3A5W=)55.YW.+;9UR);_@/^O>RSRY@P!9AW698,3+?E@X"D5%?I" M_Y**ZZH2!">5P!EG!WKXKL34-
!6N9!PKMFNGB_\$-R^(K^WDC?I'CIN)!;O M/Y
_,\$.*AGYJYYE;@=YD<)%!C:18Q#&&_C1GJ=!OU_F!2U7&'*^5J7%W?!=L
M8P/JH!O+QJ!+=/H/Z;QVPP5VHF*FJ5JUWW&!J)E#T=\$B!!(^6G1B _&K!SQV#CR!4.U'/-)2S95\$#;@99&A6!-
A1R6E(M09XJ#82EWCZVZ!5PNA4;L.H!@^_F=&LU;+JEC!DC\$AU..8R!ERO"1^J-7T84SG0&YW,!*?
7A?;0.9L\$TZ1?HMWN:461 M+=2\$&K9=-5Y:E12Y&40%A.F9+\$(C\$E#R0^8!V4LLKFA#U2TWKR0!H"1=5?
_!94LB3)27ZJ.M?P/OS= M7 _D;W@10&N@H(O7^1FJ3B0_41QL A49HM5ZJ! M&U?*0XRKDRJ+B9DY:%%2F!
(D^8 JHUTV7+*WY=E3RA^@UF7_C
M@3XE/%SG&KM#0<7N5K+2!ZUG+/Y7ZYFIWT8^JQE&V!N@2JK)Y:YNM-88L* @ MGG4"-01AWQ.+>
(F!#ZB%82&DGO:J%;#J ^CX!V9AXO*!->9#U!"OW^)!J?G M!\$E821ZL1\$R@-
L!M6.WJOA0(=9F"0FJ\$!";*;%8RRIG!#;MYF!_NK^O?L(6 MN HT89H4YXQEWLM)3\$!D%8^FF@AJO=(@=U
_:% @09R&"Q?IK33;_KHGHKV M87Q0=V\$ _FFR!T!3!C+2(@@.0PI&BWI5E.DQ(DTC6%TNOB&0.BA4?FF8H?/_
M!8 _P.S!;KB3^%A=+!FGQ)DAAJ/_*8ZO2C\$FWCW^0(+HU4>=9AIRB("!*I J
M#OHY^S//_0AM%24GS!!DX5R.SJSX\$ S/6J6?\$UYPR7X0295U) MV2FVMO _=-+?4#C4X:8P9@P*L?Z9>#T-
3WM!"&NK^G6ZHJSE^!-(A2N000)!M@BY> *>44-%9YF+;CPTY(V^*!(O08
M".JU)0!=(FD)DES&O^T7LQZL!MW!0@!QLU0Q);+A8XS(EP""5):6K.QR M;?
I\$<6&&&="P8Y^02KN _!4#&D.K;'9!;"L9?P\$)%_V1L_\$O*3>P?HFT9
MUL.\$T.18;.%E:'PC;%SRXIV5+3P1*F1POA7(R^ I#BJTJ TT<&!) =7%54H M1"!1!*"JA@;25G8L
&F*JU(XJEM^7&IX8WML ZB*<5P5BOC:A+MT=C\$96/ M*V/>Y>T %JH4K)?YX=Z(HO/U4@T#3L-
_EF!<9;EPT0!#V7CU* AQC 0M7% MF#00& _# UB;=@! *_IGZ"QF\$(6>9! R.C12J KH6.H481347Q=>_
MQL9X9H\$@O3.(M%Y3=;#181H\$!8;@GK!!U:T64@UHR*<09@110!PLKP7DC MXZH#(7(S'0DN9;
(WKF=L@"/F;F&+U.E1Z\$!1>"6K&?SH;Z6PZF0VU>U\$;I MJ@N!)*
!G(HH3!;Y=%\$<91ZH;C/7/B!4J.E.#U RJ0;Z-H8Q!E&E70D- M:8!2D+6""!YB(*)=8SE = O I^
MMTH@8BZ(+ ZQE-5UZIX;_Y@ Y8Y M.S)7Q0;_R=JS>B8%02W)ZHHW3ZW5.TXQ+E;1\$)O M4F-OT(WK*JHB?
7!NR8IR; !@/G2'9%!\#1 MC6F>1EN@C-%_Q?IV(!:4)O;_G\$3=111(KSZA-6!W.UVVF%69/C9.2IYT
M%A^_7X7*QSD2'.FOPO>X _! _ :?A+@7NAJLQOUJDB69_T'W<)9D'(F M>94XH!P.G
1^M*";UEZYZM_59ZACEZY0TJ47%1#6"" _A3"^F3^V*9 _E!7 M! "Y2V=IH?O>C 2!A TH3ZP-
_L55\$1#AL(OKO=YBA&(+ "8!;TH!8(+.C1+B MYZN3-N!68ORAJE!5
M.@_WV5ULB16ZLD.O/!8X32L!=8X:5.125VD=) _U>R&4!ZQC Q2Q1M99LM<'V'\$! M0M" M?
H1!UH<*B7FUE 1^DYZ7#79U(9IN!_%9.6X!_R#08-*!H (M&#BWHN>#IND5*WHA6@MTGS;:OCHW!
>NLX:2&5D-H+Z;\$Q5!8JQB2XQ M;KO@;_I9<!(H&2!8;<0Y@IQJRVX1!%WCXJFC' _QSCE'VC!H/A_TPB=
MHY15!2718\$+_7.2 *_ZN!6!>4W!&R=!F\$M! ED0S.HG3*;N6N^Y!+2I^Z4% MI^!0RO&_!-
W!^0W7A3EBB@^=S^XE;05V\$PJ@ZQ!Z:KC=DLDWAVZFDC0<1>I M4:X+Q!^(^M!QDW*!I
!P!.)MS!TJQ^1(7;A _E!V@3!3F"=G2Y*"R3R14 MG^C0"?P81U6C3LSM/SS8F_N&AA;+
<15U";1D4ZL3R1"8!L2CN^KARE/\$!M9RH! O \$!>XGH<*>X8M6Z.YEC?
<^@H>AK<3")>ODU<89JOS*C.>L.1L@O!&5\$! M;C<@^X1FN"H9_9S?I3FMU=43I"!T?F"K!CL\$@!K@(!Z)H7!
<@Z37.O MYQAR<@/_3UG5Y"NPM \$O+61FH!GAYF#<^5A.IW?4Z=J/LAY%G5 _C_7;(#)' M%63Y83I3J#?
@M+J!X\$78_Y_4Z!HD&5N!)G(GHK+!&<#=#8B'97;G-Z!QA?WV8 ZQ0Z7>!(!>) *OMJSKN:H?5@SLUH9-9_Y
M9@N!6!3(N\$ _X!H!D.L9!>EE (>LJO*3G!TU%N-ZWZ7AP!WT/4!^&D4K MP^L!);0\$LV_8*E3)M"PO!;C8%=_I-
/H.NG=?^0HNT6=IK;??8A!6 U _84L% M5N5(W#!C-20GGQL0V7-
YC5NGPU^6NYZ>=YX @K A;)CW! _\$OT; ^&D)O.5!0 M= 1&\$Y \$ _6;!L6+ADC!DM29:DPB.-/CVR"W!
X1BEDWRWRH_*P8_C#OPX" M*OYPKR O:C"S&N!C%6:BH"!3C=P!NN;"Q!);2IY (MQOINWEG!;!\$?0-6; M2(HR%
<3.A&L%N5A3DEO.GFJ2)*+OUJ/
MZ3W%WGN1P!SX;\$W.ITCHR J(7+5N!W _A\$!#PY6=I1*R!N*7_\$0^>+8J.VQXT9"!56=8N(#4
!&7*!GLA_CD^G4Q;AR?D;_S+AG<3?#N@L83-SU MGL3YBZ_"6PQN^N2)BGU30Y02P.H\$>I5Y2GOVKF.
4!SUK+B7'E3 _UGN_GF MRDL(8YX";_83H3.5 _!\$*!H# MJ"FO\$^!IR2;A)29Q@/5OFX_XXN9_ ^EE5>
(8VF45 _U(XC(@NGULY:8;5 MWMX%;O%G!75IXG _OGI/#K=+/YIK+ _)^F5Y!31>J*^#FT Q)F1KV!IR* MC(6?
UFY!O! ?AHM2\$LRHA1!=%8/DD!R'7^1>N^LC.R/^S#>00>_N.*(DYDO MPPLIM6UA VH!GH+ZX^WS8!M.
(ZH>&W.OOL>V?>X3;ID=HF8F9/M5>I-W"+ MB40!M:2) #2;04HN?Z8EX*H;_K"4R;+2"CUL&I^!8X?_A'G?
O/7^"J62+ G M>8R;8Z;O-D.Y6-!%@_!38=_(0.JNOR.L56!MKP4!B_/HX0<"Q306!H
M5@R95C.ZUFQ5(,;T=>7XVH!\$3!MR_V8/UE?O4C&'2;KYZ\$UQD856#YI?+.*!\$8SB9!RG4!R>[K!A!/@<[_!079;

!>>?=1YM'BXN|5M;U2#;+| VH&""B(CM;5M(L;O-IRCIK|7H?
^/VXLN=+0/5>2^%Q'/#LAI5'":#+FGJ1*N089SY.M1 M2 O=-F6HE|5|722%/%&&<-O-,%ROM7""7-
7>.,D40_E#5STHB|<4 MCPXL8CM(Y%#(7Z P3)3)B3.N1Q.:90T&=@ 7MKC<.:JB|BY|HFO"2@P5>
MQ=R8/?5'28U#|3"Y.B^(4|ZR;KRJV)D=MISEM>G@IU/|="9@/(X|^-?)V MY,H
M1&FNX6#1=XYG0MZWAE8H?IZ*POIB U 9QBW:5X\$6.\$\$(^O%Q:6R M>.:1Q: SSCJ/YIS N3+|@-J.WIFY
<6P%|X|X30D)XW&81SD.DM-A@M=+/1 M;W|CU.2DOAQ1 +L=GS6V.7E?N4C7R(G.OZ^M;CTR|7>O8 /DY V\$;
) *M.OAH|M,J|CA)->K9| B|>|/Z0_%I+(V>U'H9./P1RE|>|E J|FEK|YB MYH)BX@XB30Q7M(N3VT@H0+^
D=H2"MP"OORA|>*:5:FP&>_0VY+T_|#0\$K_ M 2#7_P|02#.V#+GF2%<=LW>%|OG7
45H#HJMHS#%"^GLP&G(A;17W-%IVIX
MN|0&^X;+G1VO5HLZL;|G1F;T.L.O9C55B<:&H0SC^Q/9.HN81S5G^AJ MFS"EL@H|TRNJ?
""6.FHCC63@6S|H1(9?|WZ%%"Q5U_YR"U1K|F@-GXD|*%0 M>(A"O#L|^ER-
CFY2WQ7JXV?|^%LFG.V>_TD"GL^WBA& RTL25A+^Y#I_MZ:UPD>3S=ZZ@?*.VP=|NRFH?9|7U#H^?
0LAUHEZ>9X":(MOUCTNL:>_#(##WT6;KK-7B*46'2?IZT";@WIU%3HHY6\$07&&)98#7C/5ZU+=3
M.4"B0RU"9KSDS@C>CK_|TWX&P84PQ92BIH2|VZ:"C.GTR@V*=C<6@C34 M?
6@7OBRB*Y%|#_P^F&Z\$+*TV<"ZKN|XN%9|UQ;|W@OH^2OK%KU4#\$, M5 SY1OBXYJ-|+N/WT-?
|H|_MM;=C):Y6W|M84\$F^V"7HWN|H."SP|H.B6M'U9EPQMU0;_F5MF^|B|L:P3L(K'Q@TUK3 M|1D>
<5'RD;=)5K4X=-;+ST>|>^UZL<^PL=|R1(N*=@NV7+5|YF? \$+(6X6NS\$|S?R|=|H:BOSP
M\$J1=W|W@;33V16%.C5.N^TB44;JH|L\$R'AD!"=|L&:L&36590H6*&|GR0 MK&Y:L-
1#NO^OW|71+;B.2|'5^37Z=OSF/FL/GU|P^3.ED|>R<.(7|:R|DIDN_9'F0^*^|F^V<%@ &S!UA;+L\$EQ:
MWN|XX&.:2ZVGVN^7:7Z-|P.35U|Z&XKH%8YV|N^A%UC.O@9|@08243<M7OND YF@\$.&82Y6I#5AA?
U6\$"<O|U"^^RR=WYT'#KU9VDHS-"M^)|H|N M>O=C;RIFE< #?JAE2A>FM/|/V\$^|P_K.NPH^+5#T|
A%;4:&2Y(K;.:OD% M9UY751^VZ_5|JS8|3;-|J|K|L^2XM=N" M|O|M|Q6%|BOW?.O+;3^6^!92-
|7B%COFK|W|.BFA!#X=WNOSZ,M2VO6,3S% M?JMSM6;DC;|0<6DN=&32)";ZGJ8WU-
@^H.^UJS7D|PU/|XQXD|P.O M?N8GWZF%YG&>*6A8.8F|KQ)8UP*|NR.\$|_|EFV>QJB7^T:8P68_|/D/Q
ML@:|FPKTB32OUN&2#YG#'.E."48X25G|*58_LV8 S'|D-W?E*J_\$>F76^H\$3 PS\$>(&MX&-
U:8E9:~U"i@5\$H*%DP&*|6_(MP3V)|DZK=|J_%JX0(|#VR(B;O>T*S?0 M%M(C/2A=K9_3|'|'9\$|Q|_343J1-"R?
U62-\$>E+WA0;KGO"Y\$W|W|1|V|B M.8(Q&P_A1*|AKJ4|7>8+1L;8-
>.C^+L+^QV?.\$1%"D+T%THH0.;VQ8V;X= MW6V46.>OX;D\$S:2X-
'+L4|/CN\$M|@D#"D|H#YW^">F KN).XB'>44?|A MX/_VMR 3|=G@)8P2W(%Z1-
8=O!:QX5^@X|JV13V.KG0B^K M3A&KTT|DH|W|ON=;|H:WV5MB^7A1ZP3O#43;0@|4 (^+0C;5J2R\$|R"
M|Z|N0FZE|NI=TN-3H|^I E(D;|9IQ3BF*|91.>#20YC#&#|PS")*7HAGH% M9HKBK8YI%7#|
/L6^U%RF+|S*WFM;9|A9(+A TOWN&CS..\$)|.HBB2B%-MW>Z3.HWC8DT9IVM_U0|=R*N.-RX?E9F4,TH!
<=)91|G-C/7|%.INQ'QA@H M,4R'8>Z%2Z|90>_<"XME9XPSK.M+J^,7NF+915O:
(E;W6=P6P|Z|LXO*2\$U>|=/O0A|713C1L=3H|K#;+R86>#(-PV M*N|J|(2="J%*Q|YUK>X-2U=N*MB;|C
>*2W3|TMY&=|J:4 L#_A-0U|JN:1H2M/|EH* CR01|ZP*D7< VP M="R"MM=&^MLN|C+97;KSR"
(/>BYA,@U^AQ4YWVG0-(%OV8*8B=0AYHQ,@,POU02+WF^M;+IBV"ZOKALX<|X-1SBW.\$IKCC-"(
M=\$+AC5B@P053|LA6M=B3XXNG2FNJRNMJ|8<_L1Y&"7JN;\$G';4 SMRVBS8W| M;B;X|!"|W&-#-D-
5^H|VWSTEX|,O\$*1")SRZQV8U6|>J>W*3YPHO8"#AS+" M#\$5\$|A+J%!5%G(*1:RIDW\$-:OGEL^Y M>%^?^VE-
5;.)H%F_43S0WW""@&O"J&"GN#Y|8MV|5V9^X>2;^GL0;SNN4H M%2"K9_&\$D;D6K"A
<=Z7^RCM|M0KQ|O?;2#L'3/POOH30*2P?|+UW5%? MWRIX5)0?J|C;U|T1\$;2\$M\$|00\$|.DM*DU
0\$1Z2/RA@C01\$|L%:"E2(|T3 M>A\$1I?<2NK2\$@)L.^VY|HQSUYV9|HVS9K+6_B=9)|M|H|Z>OP|L#U-
N|MU196MHS7#CZ?|T#XM\$=ZT%U(SSV M;%>7K*|T;L4OM4J|T7%/GY)7/&BTRP+*
(QGA+R+ODZ2*OD05)RN'D.IZ^C.XQ M^K V;:QU#*|ZCU=CO;OSWHHVA3>I>.<8T3Y-E>(<G MC;|GV;X9B:0-
N PK12&R=DTHX9VUS*%I=44=AQH/ XD;(|.F+ T>^U5W/G9HZ0?2&L2<^%5JN#I&DA^:OS.OU|
|2:GCNW"/T:=/Y#|/> M?|BT6 PDQ=ODLOE|ZGDSM;R#E)D M80%|H6|HVR3CWY| Q|L 'DW9+j8^(>#>EY+QZ-#
<|W?%|L8|VICU1^9#>>6Y MV|(|06 =-M;581\$ME#+JG-GTP9^A"*_35/Z<)M6|LK6)&=)#|X MVW==D8RL%+
&:"2;4;3XK|(^G6WVU|J|A%<.&7%9N6+-8UUNAMST<=? (RL7 MH;|:M;V;B|JTOA6PVI^D)/8.N|C)0>@?
3VM3+@+|>@WKZ9(-X@V-C>^
MLUC5X&CS80|LSSR;6AN;982B^Q9;UJ6#|1M8&7;BB12'&|9H*|WB2FQ>?B MZB.;6IPF">_2,"8.G#Q?
BL_0K"US'XK?%0MA/BKWP%N8U4H7;JL1L12|^ M*1_V|ZP=K>Q_@7'9^=>#1>7M71/(93 M;O|2OM*3 6
_DF4#VOLC9V);(B4^:FIQW#WRWUF8.V#;GX;MYM327Y=6;|NCZ;XE,V+JP@0>G(M^SF^- M48MN=|DRI?
QR*TZ@7E<|B|J2@ NE.@BSB%="RLI|KXY|+@TMC|")|4H<"L|W-LCUP@5U> MIX(C
=@_A&J)|T X.>|3L3)|LN;H%L_T6X&)|YH|O19^UNMD;W*I%GJS7#=#O M?H1U)Z;K-
M|4#;A;K@&Y86D12N@^N=TSM&@WZ|+G=-SR-E=|2RQ"(O-OW% M_D.>&V|LCHR
HKYSD|97V7GY631.CPYC|/(>?SRDAS@E(7@F ZKPC9|S MY;5?(S752R9R1HZ"/ON|ZYK?\$(^_)9)
M/W+4)\$3,2N35G+Q"CG|RRN3FCR=QS+@ M@ZY(%J9H;1VCF_F?
IQ;6SC+K%ISITW#_I7/O&:H|LN1NR"U>@QUA2A M2"GSMJ&J6E8<>^RA^I>?URU-;YN)|ZW-
+QW*|AYG;8SYC0|GZK>I=Q* A M9|@M;"=52A.I6C6&QY'SQR63|@C=&2Q|85AE2Q0=X;X#YNG!_/ER/'\$2;
M&=|J53>MOV(-1VJV27&?3ON09^S"O:7E*261.\$_H3NP|@GQ'.9)2Z|GSQ @ M-2GVE'7ZM;B^?#;M@|L;X'5IKO
L=RG2'%2-BV6ZD2L(X41E&5I8UNE/5IF;5M4Y).4NW/1
MX2MD.47U862H^4J84|H|B8_%R_|"NSYLVLVTXOKX.PMH5+|OGE38%EP8*U M;U+F|=&'|5-<6?WN-
1QG#_Q*VF;O#IX;?M\$|G=N*AA;*)7\$0;H267;>BW"FM3*\$<=U|>G^D?/3^D|>2SMJ^LB^D=??24UM
L1/C|IAU@-"9Z\$0;^+|&AYX M\$P?PY1FBOOX|LN8;#NFC'7D M#;2M-BPJA*02_6M|M;WMU;SC|8@+Q(YV%
|A|+D6%3LP|J|BICI>^%5-RQ M;R#V(|9:6^#ER2_WR(JRM_T?MRA+VCR|U5U=MH|JS0DVFLWP*N"?1%AR5
M@VJ>*3=J64S6?|L0|>^59UZ="7^H"13HJ5X4|WZ|NZ@AL M'EA;5/T7.O+|:JP2?6
V65LVQM4#)QCR8NO|X6|@9P|JZH|@|84-U|U MG&:ABR%/4C%:9 |WCOW<.&?%G^PK>"\$7>'5Z'S>VYZG?
_&C9)6HG;U|? M77#DWAF;+XSK|H|?>NTVSM) MW;5|A;|B&_73|CULU&8'#X2_WWQ#6E*+DG0D'XS-
ZM\$N915Y/D6|DYR"@UCD)92,X M586I"^(48W)O^-?)32FUO63M_T:S^L&L ?SY/*LEO4/N;H
M*M+|H4|^MDH*O30|E\$C&H3P|)2B8.^+8)WHV124)\$S V2D9=DP#YVW6^\$GIX M8V5&UNC8K9?
+/91;M\$1;O'2<|>_L;|^>24T9?>|N>|ZGF.U*|H'7_%YFG|I 2L1% M'1_8#6;.\$+B_F|Y|>7/*G0A|L2|^T6;|K;@BG?
&K8;_A|L;2MWLX4K)|TOKE#Y#K'X8O')M+;X%GW|"?OX|=I;=H2\$E2)|Q#BH;W?%;J)U)U&NCU(TYX"7
M#X1_W'F28|@N|Z'JW|J\$S+&=L;L2^SV=;G.%%Z0;772|NE("G5W9
M4&9Q%>1<|S|>U+D1SIBI&D#FICQ|W+W;|4.MY|I^HT|S>|&+XAO\$-LLU5(M0;C
M.S5EKY9%M+&B=R(MG|_F%|I&O&K'RO%;UI7-F31Z=U|@VOY.^(K=KT5COF+
M;6F4&%"_A_X|TY=OW^YSRA5T>?F%3K>|Y\$4N+/_DV|N*;00&85)(7B+ZY;/_M11Y|T@Y&?TL7KQ)G'X=IQ+
+X0<*.9'^L*#4I+-O%I+7MU|K1H;OHH>Z63TB<7^+|P|ZAAS9KUCJB14|B 5\$R^ M68CT)7-
CR;*-27E0TK;58|RIK;>/0 TR8HSEH=B|A'T?|C_OVC8%;|TWJH;9*=?HE/2*H;MJQ^\$NUFL1"Y_Y+|U
M>'9G>Z1W|348D'CF MK&KHLKD=3|H|CM2=;LH?HUTC+O>%/2#_M3A9B8P_FZC3#_ \$K|QW'O

O=O*K3S44K.R.N9!4'+GKK3F31DYJ.XV2#;\$!M=<.;E!/%?V#NB9!'EG=BX&VHP2'"B7.M9N^05M8=F+.)=K?4YE(T?LZ)OZO*U8A420+>KUSZ0V;+C7\$SB;\$Z\$P'YA3; MG8V3;C3DJW%B_OI0UJ#JH6"UB/%5K;F@:?:E41-/??/L#"C1%;GG5D8B=K- M5JY/'S41"E"/M)8X;I(CAF!0T4@LSU_DP_&K.(@f5MB(=*5?A@FHLGG8HS=DMS65HF?QI!;GJN'KYRG7J6;GLU\$X/!@UA(.9VK*NMKJ&D_0RC)2AJDW0\U'W+&YCHI%_P.[ZR41@FJLT32C80L(HHRBSCZC)B(U.M.53;:O::ASDS90H\$ V&8!N!#-UBTW>*G+)SIW%0;.BIT4KQ@VAA1@!MR/R.MVN%^=TF=ANXK)Z4<-FMT0f(2#M02[-.KQ43;KW<\$DN6=(I.29).#Z'5^Gj@M.86_1)9W;?8?H4YU<9T-2UKW1XT_XF89GD/;#.2G10Qf'+5A3=;)N6&+*'MC)PWGf@R*N^">ITHK&)=!>X;.&\$S2!>XR3;:CV#;:HOX2?MM\$NZ'8!9-H5-UML9;:'\$<.YBEWZ\$T(ID85f!<(U<.)CS@U.3JHSf?Z.VIZ2F28T')_4NZfKC* M6f'GO;fOP@C(f6@%NIU&0 K^R+&\$'=#V%MI5S*>Q9CK M'E>?'KMO:'G4I_?9KGE:7V+G;U'87'D;/F3_8JWD#Q_6!XFUL83!QKR/D M6EV#fUTYMT)U^ZSB;|@6RXL/HJO^X-996<5_XM!%;NNW%=G>?R>GD/>(fM+JXD^?LK%W4RY>O%9=8PQ2S(+7!f|=ZNJ995fE+fZ>>AEL^R617PL1ULLYL.MND)(V^fC:"P4;RC:U!9B8J+'UWAH;fXX\$@KO+OO_3@Q>?ZY4Q#=-.6PQ2FAH MB&DK*4X7G-KH_-ZI98?>6/BZfVW-fJ)2K8GfEDAN4E&LY0D;KI6/_#fV.MO.Y_9?1_97B<fDH.LfQ_@P@9FTFf=?OB^LZ<fM7Y8P-N).>.,%5fFf_K@;T';3_Q_!AOM>1E^C17fSDFS^R'9!_V8 M&?FYV+W6^*Q9:OHJRTf9^GR0_YfP2&JK:?.UTYS27Y^4UQ\$9W"C@#8KL)&"C.MRID\$75U;".U.>1PPYW3B.2fQ:"7">BP"&*7E!_6YVW#>1ULX7_?;fTPEB.M@%9-BS)%WYN+<@_?/?G&F_ID.QfY4NYE;K)OO/>G'f?2**fZ8F40R/EUL.MPNR7+10_H5fCfM-^U+^"L58(fU&PPf!<%;>8*AT=H#BHW/O.Lf8JUUK^YJH;/SMC8MGHf*=YXM/GPK:(7 M+^ ^9PFM2FCfT>+fYQ8L.VNP?U\$-".@V%L_f!%R4(fQ=UXUC4BSN2^NS!ZQO.MLH>^RTSf^XJH?_fHfT3fVX>0<N2Z6CHYV2084" A&_H*77fH_BV#;f8 MS>2fHfHf-ENfN4!"PD^T(PVMWRG_NV4#Xf@V^Z'@@;T.^AT+5?+WCYJ&W4KV.M9.f*%5>WJ*3D9=G(=%)V_JS?9RNXf0<_QXO+f&Q^7M-LN>!WQK?(H6WH!^3 M;f=_ (Z4^@T>LfV.S)>ZNO!NS?75V!;SQCSL8.MKGS)C0D_K44G(fO=R*.45GZUWUEf!;0HWX6_Sf@;fNC8Z#HYO"YX3CFGY?MYQQZU" @4*fU-R\$8;%1-T4X;=DNNW.?Gf6f9\$;fQfUJE)MY2=DA_K72Uf?Y M=E.Y6H)+?#Q>W.=G>XTPYZF;6?Z9.V.L6.MT=?B0.WME;\$*=>UNX;^@-XB5;_M4/T<<4*W<9#*A^HI^68H72Q*\$6\$1!&1XO<4024>J@)\$VE0F7U_!;N_ ^P_!MM/_&8JX3A;3(#N!N5\$ZS.ZY:P?D+);9Z<^ M(GAURK)-KF7-0ROW*T+3Bf+0fV>E7>S6_W^_Z<f%7Y9CWB?W8^#V4W_fMf?XO=PV5%\$ "5A+G8^N>>@-0POT7Q<79?_3N\$^fT;CYfF_L^KAf=D;V^B M;R-WBUYZL5"#+AVZKBRI="ZP+;fD4S^+E&fP(^NfV8S^fJCD;/fJWXNK?M+H4>fQ.f5PB?T \$ M?1JWF^f&K;^' #Q_MYfR5_7>H^SfL!#^B%RGEJUKZ*/SGP'VJW=R;_M9_44>fJ^97MXZE0WR>f&fTEN)A9>f.KS'(E98_ ^#M6Q.IK6@!M;,%>fSMJ^VJ.MO7K4NL2O_ZT_K'K>V_*XZA_f9QJ<3ZX\$""f0f7_#f1/9"fJ"=HZD6XON_3" YX_M4C#;f*IG_5M\$ _@#<\$fW(\$N4XfC"YW#fJ M;0MEC<;UR_NHHY*0EX@_G6VQ83_ ^HMT^M6\$P+PQ'8WV;*&f(OOf?N+fb-VQ<_)5R=5OEN^7)W.Z4B%OH*7%'^S5 M?P8CC\$1f>_UGV&5H(^.4=7fBJ_TK^;D_N6<8K>3^ ^BCU52X!fUL?#N@2JMQY_UEN<fF54>fH=4HHUKDf0SK&O^7)fBOJBYJH78Qf3?";fV9ZR9TP&PS_-M9=Hf?6KN;9JU4\$SX(f_?)_+OB#E.KTf1^B%G^90fB4A;3C-G^fI^Q8fXKL.MCfF_7V#L@fOM_HfL.P+*)f5U9VPY#62;XO4;PF+R#&f614C29K/"8_MA8LfL/Z)?\$"?#T*.;D?+4_Y&M5;#PE^CL0f2E1HTS++=(C;1#*VP4_M#_ "9fZf1*HfJfENf_8=Tf/_T#SDZ.3fTfQfFfERfQ@WS;TOM+KfD/6.0Z^_4<5H_M^LORfZ@.DPF"H;ZF%O(82.+fY;fUTLfP-W(>L*\$QEfC!&VKEQfH00XJ.MBf8Y)?ZR.NNV;UW::W?N_f3'=E5L8A@_RYL\$?#6.DZQ_*C53N7ZKf&Nf#fJ MfBE403@4'M'G/_%1.KAY'POYU#NHHM79^XG\$SWYf1;f*KHGL_"B%LJ#*"75.MDNLH\$*KfIO6-&+;YTZfJ4fZPAFS<7Y3PIKW035203@f_ ^8RD^&\$2>AP;2YV_M_TVYf4HD-f|=f>Q\$FCfH0<";K3?7)f|=X+;fW^WU3F^TX<-RGH&G^@N>90M;_MH<fTS&7Rf^#C>\$KOH&0C9L\$-Cf?_MSC#%;ZU3fC@_B\$+RF@/"fF2f9%Y<6Q) MW'9O"B&ZfH;4Cf3^fDfC"\$8X3?6#fMWf\$A0)V>JD_#CfQ?CX\$B5f!7N3P^_MOF>=E8<-H6<-VU9J6>C*?2ED7ULfP%;S8;G_fENCRfL_M'&OZY=6W_NM*J6UQ'<7N'5@+*67fWQ^<;OA.f.Z'2(SWEf)1f\$O&P4(1B0.J8^DSLHVT=BW_M\$#@6AU^3OCK3\$%L?9+&fM;fL_.09_%&6fHfXMXD8=<=f*SWVN%E;fKfQ-MZH;Vf%_5^((G#f8#LRf%_f?7f>6;CB6_-TKf10\$NfP#HH@Q@fTfTfZ)O4%@XK_MY;DU6F/B^K@RSETK@#9MP&>QZ&UHf(#P_fTfY*4>fB>+&&UG;JP3R#XV_M*f%U%Y*\$f10RfKf*25_.XZK3(M;fRL-A_FH_\$"N*KN@_M*^40>A;f;U3V+;Q7_.Q'0fH>'25f!*=f!WfYX4_9UM>"W@MU?^NK_D2Pf&SfL_M>*f!AW>?1.JB+f%15GBK\$&=9N"fEQNH@fE?UHGSfZ_@XON+4^_@/PLBBP_M*YfJXCRUfJR(fJM#?0"3.\$Q;QU@8(f*M(>LC%#NJR<"fMB&TfJH^&GS;K^+=8@/K(N;YPGfR5^fL8>;Gf_-2Yf767fHfU&MMQ@;@Z>K&3fZYYf1><MUK_4GfX3X'R2fVfNEL@+f\$!T5L.BBfH5**6>.3)&K20G&^XKTfH;U.M3@fP_MfXSOfG4/=+(3+Lf?SL?;000;_&);TGKPS;WfFAJfD"85X&fYW9)S_JB;_M6/N*Tf?fUQ'.&P^D?fBV)Q&O^/EJ@6*^7<3BHK3" GKU1MFD0'F.W5;.@>.T&_MfO!^fZfJ4H@_2%8JKT/X+78_;;19Pv4)f70Lf1>%_C0NHC**@;FADFDF-M+T"H2'NE*\$8Z7+fPX>);L7fTZU9V.A<-_fWY*!GEfEHBFQE?>C5LK#f<84fK.Yf94;^RO&*8"UHP9"XEXYCDP'&NAHY/M=;!;^&f\$B*2=PX;#9SfCRA"1fM&OKNODf3;fOVHk)^;fRFQ+%PPfFC@D\$C@.Sf^;#fW'fE_NO^>f1S_M+>Zf#Q;f%fG>fDGVf^=fYSHMU&fJ7%>B=R#;N%AMWF;@0@/GNNTf!K^_M+;9(4?@MfL^fB*\$f8CU"FFfWY"4;B9?A9_E5^8KGU;ON.M.OQf_4XP32SK54C0;GANSTf%+f\$Kv+fISTG\$S=.;0f+2/>V#;Y385fJfTHY_M;DYfQf2&fJfU"FU"*<(MB^).R<75"HX'8f5HTY+fU3(CfW28/#.Y*(\$MBJ2EO_M2D"Y"Y6E4%\$&\$_HF@%T?R8?HU=;fH;f5T&f^X85V?L;OC31f)^TX'A56H%_M+("P3)U_O.L_VfHfMPY^HfHTEVX'fHfTL_0f>fMZ^P3SZ<^J#XWO'LU<+7994.MFKJf-(O;_0f1;X;3'fJOX&Y;A7+f^fVb)fXfBfCG5&CVW<MXUHTf5/+X;\$&O2Q;M;3%YOLQ@f!<+J&@0^!f?Q3NQD#fO';%0f1f)_M>G0*fFZ_M)G(fN^R;75%3)8YTfGWfZfQf1ZEfJ5f7"XZA<95O&<>G;fF94JM@.f&WfUfJMV)3.2M6D5K0**#"54D/_\$7N;MV;6N/55;G(f-fW'8fT^2B5D@+OZ;0)fJ#<)%+KZNV_MQAF3Nf1^*%0_Z_N.PNJ6&<%LJOAP\$P\$A_?9*^;fYN4?VWUOVA4_MU@=XWBBMAME?%PUfHF6"4RY+;AfS1N;fETSFU5f?VDf63BU"HP9#&O_K9(M/YDYC3G%ZYSf?HU@B^+fW=-f;FR;SDX_M@EK'86)"60^9?CJO_*2_WX26H?Q7LWH6'S">>7^=5^2+C>DUYRPI?%Z*;_MLfBK.KX;0GD4@fJ9HT;_3N6DYNZSBMfXE=;P#CYS)BDGf+;_SQfWfTXfQCS_M;#PO7M8FM&-#44)CY*_.W>S2_O+VDE#fT/f1<6WGLfTfJfXfXZ_-fJ_52#_MfH8FR+!"fG+U;\$&96+20f(^C0HKC0AW)?=*S-WUX;BfF5U%;_LC"G=M?OLGV8+.fFYX>4VW.%Vf7A=J2F<8f9fH(fUAf1;+H7=S_L2F#@fH.@_Uf17Tf1_M>O=Q(AN5TX&NKL_*H#fC;)+fNfN(f@EWN@>@=f!-783KJfQ-Nf1L)D;4M"(O4_MAL;O;HT;B=LG@^L;JB?D&fTOQ#GTNM4@?#)=fP;fLKB_#\$&\$D%_ME3")WXAV-C%*?U6>2E"PX^fF5<%GL>UN%fF\$OKEU\$CH+GU_@%1*2XAN(f/^MS0?9%2/Bf6KN_-W>RDG;MfH;#&ET*RG)fTfMG=-2+f!+fJX&f1fKD_#JPQ@W%Z2_MC_U4CA(\$%DD^>9Z74YMTfLQ^O)V24(CEfJ_#9WS_%f6GZ+26\$7>.75_XY+_H4P=M_L3G_>OAHQ;S=ICG*.DU;B\$)@B@1(48*M/<6.#UACf^:60)O!WPQ!EF;@K_M;O1f%@;H0;5f\$+Y;f(R0B6f+OP=*f\$GRF=8fFM-%SS.M&ALDAf1KU)fWOFNO_M@%A/_TA%T#f!f!+&MD;DYV3^fD;-fG6/ZfL@2f3=P)Z=M0Lf63N_H_\$(f'4_Mf1.XAY/T_6Q;f?2f1_@MfGfXfJDF;fL#N60'=\$%+P#Z@DZ;f7=;OZf1;f@&Y>>&HZ_M_SQO_4f;fKL%fH;7f3\$0_<f\$2O'5+9fO.A2^A1_M*+(3HPBGR249_ 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MKF:H7KP5V\6P&9\$L&CO,2" M5SVTIW*.*/%*79IQ26:"W@UU?DXY0-QWOE5?V160Y8(CZB.XT7+4?Q'5S>
M\:(Z1J<'<-Q)\UZSV/>N/MYCZLYUN3*V'N-#>:M+4X7>[0AFB=T!%0#&3MR M"-
VH:=!9HN8Q\$4E_22UJF_%BL:)PDP/R8+68HD MTH(<1U&E#H2;G9:Q_OB//QIF7\$3=JH\$R>Z?FU5)4UAEDR?
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[1#>+>)H_G7BT:)F\UO5U2:FX77X;-J*07 MH VRKFUH.S<6\$&OPUNKW\?E^F>YJ;:1^H
+L7PZIUHFL*/G3T:82-M(M^W76@?6<8P#?;##T%PEICMP:+R?>P-|<9^P^K>!@-@H9&400(!PQ 4H^@ M3
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'G)D2^H\IF@&.#. GP8HNP-U'7(#V\$=Q8EC-%S"06R)E^L>W&GC/155%P^1MO^R12I^HO:P:T"9RM&
V8!YU7,N42V6^-\$!\$% MNSSC1AI\!QB=#.#3=*Y^CB(OJNB^YQ75)_LF*CA|<)|75,>?_SM;\$83#? MC>G^G|
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M,W>?FE.Q^X^GWG%PD2KSI%:C_T59BJ220.@BM;1+^1B&:1#OYK?;KRPHJ M IV"GJ_3(!GT"+HLE03@E%GC-
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C|X#)7@&G'0:1^D1MM\$S.66|<^HP2*7H'-6@Q\$*<*X#UT1^!A"1^VH@-@&18.3B^&47C8B
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<3,T&)T|STRV&S\O0*>6TW?X9V"IT9 MNV@82ZFB-1^344_@//DH> MCDR0)CS.^/D)X\A@L<2|06\$
XCV\$|GKU^N+03A2%, MY078T%NL=>B1>H?<|D.@213(|^H2>E|T20V\$|O|FFJH|C*HG> MS:0F+YXP:D&M7XR
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+^XKC@1N&3SHN51M;:QL%MO9Q_?M\$;7?0S.MG-T7?P&=FAKG\ MO8-@BTMO_STYGU(C;
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K^YRLJ6ZY=^&P&SSON@0Z=Q/E M\ M/2==O)&&AK^F7DA44/C|E4@RCG"A5:17?+Q
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^7>997+XM? MC.C1EQ0|W_PL:C_Y^AK(K4MVLK-LS|6\$H(DHG>3O)|@U<^BEQ>9P/:Q08 M0-WB07
9^6&C\$NV=H@-QA+OY!;APS43:A"T4_V|D0R@J^ (1JZ\XL^M^ (5 MN*44GML4*VBI?
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MG&PK_%45BILHENLZ|S^OM)MAWMZ^PUQMI8N?+>W\$S3=X|8HLD
NH+Q+K1@4.&M^&B4T7|B|D9"1UH.PU_2N2=I MYV<\$UN1@&^Y>THE73"<IV3J:77?S KX6<(MZLHXE&-8J/?
3UO<M&/|^_OV#L#%1UKAURWL@XK^I63^E468V3|ZTQ\$Q7(5*J9K"38^W^Y2O>4\$AI M9|L/^TP=VC

5(CH#7A;5#MWS.ZI>)=1CI#-NKB%WI#SZ)\$*+ #VI 07> M IEZ:H2<>YIL09MC &&0N'^802
M^@#9GJ*1)4/U/+PVY=4>S VYD-!''CG MW4&S25E15\$E2\HFW=NB@Z)"6"CD-(55\$Z%PZKD/V^7CN
M" T^!W8VMRT=/H3=,GEI'D&D\^1C6LK* E1L#C"S6UX?RMRN1@P-D#IVUU
M+SI+LHN.T5RE-V)N!=ZT,LQI4NSC*B4PMV LC@2!+1WJK2Y7E8M+5F% ^U M&G&A;.(HYB2F8TKN!)Z
QI^L/MG:L(E<"TFBD\VSOF-ZXG3^45#3BN\ M(VMI9)>\$#BC7P:5^"P9YA&N)\$
)N\I@,D/XJ16GAV=Z%ELVF,-U\$VCE=H MD;&L/((#(I^DJI%);7\54\3&P=)-\DA!=
[HK\I: ^>0&>I>W%BWL\I;D;)I M3M_X=789+I'T!*ZWAY\I(P(@D/HU0"\$@R)6\ WKBG.(RVO.WQ\H; >D+GE6&XD
M4) >GW>-MPDN"ZW"0_@T>H4@8F2/R9
17J.1196MYX@VGN\WK2AW;^3Z&Z=V!^6QVZY^SY^TDTG>7^2YNV5POD/W.C\^4^M^8DK^4:9
M93LC_1_:EZ86W_D6M74I^76^?V-"(J^9&Q\^BN\=(M:9!)>@<#7T<,K4W\WN M(OMLXR(V\$^?&
>2G>%(57?7)POLX^E)ROQ^H/+TRI4BG\5;5C9_F4U>=N M7YCG+IVNL9D(I@9
9LM_%6G_&NE%19HY@H0652^XE\I-C^2\=(/;&JY.MR\$9VO(Y^IG@6.7EN,4(Z-
EQQ@DQ@P2NANW\$ JD7&FV\I B\$!G9O M&FX7\E8&E/I^V^T?2#^+T:2^*K,)O 4LAAK.5L^9_H.6_IJZ3\$SLA&PY^W
M00\DR)E\$%X^6H,I(OXN \$GS4H6E2:74P/_=2?% \-7W@7,\$!O2L8=7EQ; MQHZJT5UB*: 9F(@\Y,804^
C^="C\N@5=-IE&8T=^)#, 33O&^#K^ZC^B? MOO6O9PS@W*IRD^V\DI>7U1^OIY\2,I 9M:3.A1;FAL(I^+
(KT#Z+T MGH"@I0I(EUZ)T H D\I^4(20T\$L@H81 0K+QV_N=^IS_OC M^O<I,I=UEK7=3_W6BO+EYJO&CBJ<,
ITAIMZ&2XVE6HM+K544\$(#'=L*H
MKAWMK*)+>+4DXCARG+_HNLV(S43Q3F56IN1;.660\B2K>U3^NBT\9LU3IN;I
MAP_K3U(OO%.M+>#S_VR2AC=Z&SW^5:8"D3_#X1K(@0.L)*B;9FW^Q>)2GO3 MS04#+2&VVB(
=VI^F4D\I^R=W\IV7LX^6AFD\I@C+F0H>P+KI<)+OOZI>-Q M?I^R74KONNNT=05+IH8
A3I;OIU3D5440(@SU*&)*)1W1RH/U;L;0H8MO4 MR<,%HBL(D>4Y);?_6X:?. V8+J&WYF&PZ@1L_XI?<
C<\$(+7A7K&@<".8(Y MQ+U\$W<69^O-I^Z^4MV)C9.IE)+M_COD8@.I#6:VH/QO3WZQ3\^_IV3YX^< <<
M501D\I\$S-&)S%(4^F^3I%#NERBG<=>9MWT""7\MG3^13=^=3V\D&G_P/I\$ MX5RT%ZLH_T I+Q
E^ME\3\T4@3(YGG MS)W<9L5NTV\JS9=I2^/E 3VLSVL3\LO\8>_IV^UAQWQ,Z\3IM4Z(&.&TB&35
M.G&X3M^V5:[KIOYA\2#NX.OS\GNI7722NV3#6<?"0E21A7-0&D+K\E\U MN-FJ8KY8FH#;
[R:I^VF:G&O9(J_.Q2L6T;PLL.\$3M9;5M2VGP^A-E I<67QO M%I^T^E=E\I^C"S"J91>T^8J=2ZOSVFINAH>!=?Z%*&
<(+C=I_ "R&JUIQ0(B MBK<0^JM5^&K0P@F:NAX,TA/9->PS>1G\9=G<5G\^<=&W\A: _+V00;T^M)
[POCCR^*K,X+4W^Q) MDIE^3Y^T24^&Z10EIVU^I^O15B2<<S>^RK E6G>IUP8LP,#4_?&@X^4((F M
ME!!GO^H5>\$DF3F>G7\$Q)\VM7W\U\W0D;A\1HKQ\$^D^VTI8@2!0B21\$ O6M=
M\$*#I9+I2P^1N@1S^V\8;_I2YG:M"RCW^AZSC;D8\^7=(R^E^90T;2\4V8%6L P78/2G8G01=PEB7YWDL.IV>N17C/
M\$.9Z^C)X>P IE^SWV^TJ=_J4=8JNC_/L\OC0L\U37-43@/_N\$&>I.9.VS MFLHW\$.ZNL^CP\HCBF&31>JSV_R?
JYW;"^ZY\MK^IYM,DD=,^2D8LB87 M\I7B;DB\#.&R^*P=>8%V^JK*KG4#N\JMY\^/Z#P^?T@B6/(M%,8PC
<MB+A<0FA>N#D75N8?UA3+^+2NZ2VTHV87;#>)D9 ULC^HS2^+R\@B4N7HG% M^HK#<8IC?
X3,S>"C\XC7@3NP?KFOJ^U=DTH\O>7\$=A;M\I^00 ET^D^=M9V7 MI/ C0L\9,D=TI-
QJ8XA^JIN5W\$E7HARGE3\QM\J3^&L 0K9&9L\OCIV7&6
M9TRLKSF^HVA:6@J??Q9M5;XUR\9Z!-1ZC9+5<=%7:FHPS7\$R0.@?V;5\$KU MB9^);>BB
#A)@G+AK2^_09W6DO\G^*U?;W@JY&W^"YI' 'Z\ #98^0)\$_G#VG M
U7DGAYFOYU^I^Y\$UAI^R_N2.V; YZ^ ^U5=^@N6>I\IKFRU5MYP.E 8\H35@
M>\$(C\$D&S.L+A>=8XXR^VIGYG(6WIN3?^Q9*.2U^M\0_L_X=\$^LT+Y>997
M7>8^GZ5J=@A(ZZ\>XK;Y0I^@S@6H^V0.7XK>147U(I2^IY<67""OW=V;5 M&I7.8R@_?&EENP2L
MCX1@BOQNHE6F.IU&08\J.\$6LR."A^\$P.JKX<9R<>E0;AW@J^T9:WZE5\$T5V^ MR/_&00\>1^EP-
@RE^TT(910JS_>^24^_M.#.X5_.H;PKT7Z^Q4K7\H\2 M;W^&10KJ^O^V>E?
JYH7EKJ3+JWO=>AUSHJ\4C>8\N>2)IUG+E4(8GN M&JVA)I\RU&4\$*H7=ZV^>.
<I\JR)ICI=:MX\$(2K%IDV\J\$)\I4/XQD.O9@ M\I%L.L^E2L(FVOR)4#O;>88_TS SOHCLS39T<="SQD>--
\$HDTSM,'BCUIT M00IGJB;5A>S\6W_SS\T)KK@6LW\$9UUVL\$#Z+3W&;O7(IHMJ&A\KU^U8?
D_0*;EN/MYQ^L41E-M4I0\6:C)7FTZ;H\>O^&EH6 MT^_7*0*OKP9MI1 TL>*P;.>F1BICEE\I/&_<GH5+5XW\I-
^X^N/G;I^2KW M^#RKVHLUE\$<-7IQH3TEJG2:60YEEDS/O?W&N\Q\W:9\I^V#GB68W(I^T;"^T+FMOWE>US;?
D(\$\3LS=I^*WZ21J3GSU\$CVO(26^@&N;_B;BB(AN\B2=5IHD7 M2Q:%6RK#9NUR)*M+4N=%CP-
E^ZCFYU=-6IP?^0@LUH\FZ\^YI\$^DKMO M\$Z5B\I&2E\DN7&M19SZ;+R\N.3^EP\$=/7Q\ODA@+I-
ID\UT<6_&*+1@&? MR0CEOL^LB^IEC^7QME&?I\$=H&N\$A^S99^06G2\N4H_Y;_Y\$Z)2M42^5&J0 M03 QQ/Q
3SP/<& @ FZ_PN,U46^OXJDI^R/XG?LDBRDOM\JKUHP\DP;TB M^_"U3\>VL8ZU>^*P7\F5RCG/H&?
S&I=;U_"KZA>+I;I)**P5<I^*(#^+ M\$#J^I^W*)KQ(ZGR@4^"F ZP\GT\$J>O9;X\IRPH^Y1<3\IIV(R8^D^?
5.SO^>SCQ\6^L7\%P+(-N;%YB:"8\6 MA)L:6.OPE5?^U(^ZSYJN^V8\O-^.#@1\I^+?K;?^*JAW4-
&P;H\@^Y8K&W MHYZ^R^URH5\22^>(3XAP-J)I^I D*\$;5Z3_IW%.NJEJ\$.T>5H2\7#X4_M@?
2^+ #HU\$S;..N+=/;46TV?C.SC.V)5DWJ;..N\I^CH;U(IH\3E M"-BC MP\I/^R8QCP@L\I;HO-4/C@I=:XAC-'
M^R9^DUK^9\OCKPIN063^>T\$;PJM0H6389JA5A4L%=%>Q1#4W1\0@8J0-MH\Z^IZQTOV+BEKJ^
Z;^U6E"/YAWWZEX+CFKO^X(4L)57-JV+I^MKSES
MIOH_EO^F=M@I(M\$RM2OYNU P\ZZIE^"04#IPI0D5TMGSP0#%>W&C6P5XT M(I3JNN=B^V3H#YW;H?
*P2E=G.O*_R>\$/2P5;76:7;*1YIUMWAKOY+U^7; M^O;?U;.>%SIW+7>;K=H)C_LK72)24G84VQ)!%NB2I
"0;ZIE1MU14ZM MT78;X=;I\NLF6O/? I(A(X!)OVOM+3EE\I@H&M\IST3KKYY-C2%\$>&-/C MCW\;D?
YVCP\I@%8B7L+JHKA_"SMDY^&\$I^P9RQ0^XUDH"<MG,ST2TSG@YI7@4(BZ;S;I>I&<&(-?3.P8\00;V1?<
3S0L6NO^IV<<@0E\&D MU%(BVI5\FIL^YH\JS_8WX<@-^E %IH08GN1+I\X&4O=&V."PA6%>9\Z=K?
<,\$RGM=I^H&H(ITG4 M"+C\$-D22\4V^"7^7Q3\88AL^+_ UNC\IDT\H89-Z4=I_7OF\^@(-=9LG^+JNV;
M2TX#V_*5UE#@I^?TSUI=6(8DB;I3\I^AW_DB2^#.17^_/O5E=-4I^OV^06\$
M+=J5=GU\>KIH3;TSJ^9V\IGZO#S(W91N)\#/_A#CHT^65W^*I+SS^YIKUDH3 M"
O^"72EJRWOB(IWR^B^XJM^O\Z2\=ISY6KHO\$J5^1%+ RNP^.(81VH@ 8 MI^TIU(KFRE3G/IT\I=
V=D1O5T9%;2%5M^Y\$4+T^_J^QSI^QUC^N>661 M\X/+I\XK#;?DI^U1\;9R_X? M2^O\&_&P_Q;UA_-Z?
PG\VO3_C7_C7P+_L5_XI_XE\^_3?\$_&>VT^I_Q.M\I\$V-
82.JZV^*=A1^+7^2D\Y^+_O_7P^PRP7Y#X^5RH8)LD)S9/Z\4^!9_M;.<)>RT#UBGMRM>;L-9\N5X;I?<
G)5E\I^WIM^&E2VMU7L"?_NUOFN(E4U MB\VO@IP**W\IB^_%6YH(AT0@2PY;LT-
B\$#%PKDWLAD^B9SD4:7H@E+GH^8 M;\$YV_H6V)3S;5ZKSI^HKA7!;E_N05W\0;V51;Y_(H93H\@E1@)=W\I
M\J^SI^N=2_8024R1_""48=%)"O^UVK M;"HVV\CFW#^@OKE;D<5Q?20V9^XZ^E\K\I^TC6\EX2O^S6DNO MG?
#40HU^17X6\Z2M^I^*1X\^C)Z&\$L_2D;..(Y M+R9_S62I/+>E^ZOR^RR2H6\&49\$=;429X_2B?
E^@E\^FZM6YR\I)(%= M/CF^EG\$^CX)#7<\$URU&35\<^2\W;N2R_O%BGS&GH_67;#GGCQHJW,8SEBF
MZO)Z#2,%W8?U5X>OH3^EEG MI\I-2^4;P>5(W\KIV,C^CT_EJ MSWWV^=<7(-B3U^I^E18(OO\;S>)) ?
&%>=I;U.7VMX.HL6E+T\^0G;I>&Q#3 M%A\$S;I>N93GW^3,E7OGIC%Q8/HIP79YA\$IV4RGJ4J.6\I.YC%EU\$W?
AS5 M V>LXI?^*QZN^2KH4WGN\^9Q&C^/T#;H6OW..LV0PPM^+YOPK.)Z91DV^MHEC>CFU)MT>;I=?
N&S5A;&^5PA^B\$^I94.T5GBG2">_Y^SN^O&=I^EH M\X;SWX^RH\K?--X&5;FF5A&PZ5Q9??

!3SVA_FQ:)*4^DM7QR!9!Q_:%9 MY?W:/P-/!Q%EB CK!@12J8>WX"TI"LCSG83-QOL:*7>PMBF:DLY#<: 3'#
M:H@(-.5VC)19_-S-!MMUA2Q'Y!%?#1#*GX1D?K5O!@^9SQL<5)<J-J^'M):&I!@#:XQ8T-8F5!05!^CHN;
!K!62Q>-ASRYEQVC:*T^N!%B!;^W>3@*EA M3*5@K!V!Y!L&A&L3M388-(!?LAS-
^!5MLF6;@K=C&G,QFWFMRWD)P50 PQO MOT82&96Y H_ TT&?/FEWV2V:=*,R,*^C02X?>X*/F=U^?K:++^?
Q'(2R8H" M<^!Q-3#"D.E(OU5"*8#ZHRYP3:W@6H< 73<25Z5A!P_64G*VQD:O!P:(M;6=W(J-
N!^8Y!OR4SCH&N5":668LJB&W7E!&F=VU,+LX^GCY.>4<7#K^T
M!3ZH:AM*%VBY!L%KKZ45KH^)!I!OWTT>V\$6O4'Z,5XJ!??/5 DR,=#*^NS+
MM!0JHX8@L3(1LX)7"TD4@")US_"<#2JB<H.F5MO0NRP_-5!_1^3H!W,510
MKYGYW(E.S!W+J!C< !H@BG.U31\$LV9"7%K4#5\$J'=!OOQCZ:SI!%TG1<./?B M!^W5!S
5_LK,5/35UPM,VVITG,BZV1X@_F+7*7(&^B<C\$4V^Z3TGOC!RWV39^N M#H3ZZILND-U)YITG-RCPD
H0LW*(!0.=1.U!7!H/A9C3#1W!I MB_HA@7TN5!S6338).!\$KHK= MM!::M)MHPTW4KP\$F
YDO&#BK4#TW9W5,\$ES?L\$&2*"?DX;3B0AB0CYX(N_5Z!WWD%H^MR;O76R/+B'WY N#\$RHG5*7..!JB2)
!EXW*HNZ*FB8T-7Z61YJS(>ND!-6MG MG,Z!:-!6.W:"^H SUB5-
GK\$S.HNVG?^O\$>ARKWN/ST6N@FHHV@2;Q2S! M'H5?X/R""UU@X68NL<.7S6)2U
L8!G8W*EK>11!?"C!U6OSWNO<5*%6#:0)!DOI+Z!811Z, J#4OOD=*G2><8R!9EN^R=U&O38>Q3*
M&BY9CK4(IMXZ+26XK<1ZUD^!ED:I7#-L!KNW^!3#J!J0LO1V1VZNZ6AY M;^4459D7M=P(58V!=
<!/OFLJ(6=:#!H2Z'E:I70MP^5KL8/5%:*YN5J^NN=Z
M&E.H1SN^*0>_M2\$U!XQU@1W>+!X:CY!<3)+A.*KV&VJV4YW5(%9DWZ?/.*J2 M>(TX!H7Y!5!<^DYMB%*
(%OOKI+?R%?"7%ALG:E7S.K4C_W6&#QJQ^!L.ZN@ M!>' ^&OA58L_Q0!R.
;M>>E!WP9=U!H+N%YT:*9D#E=C4^I7-AH-D!TX@K-Y!%2NJ*G*65:MSHJDC W8ZML^@6^(+H MH%7#R WR-
@)A+!^!%6T6!&8%F.CQ@H4JG9L5F;F %MEEHV_UD_&.< M9C3Y^1L-
J^S2H"!L!9&2F!O#8+CWMDZ!P),L>|=,536_>Q_W-2C6Q+R! M6>U^T*V1H4+TBF#)&-EJLX;8<)QC?L:!
=+!LT#X"2BH(V/F4N6S771 YB-MX;|=>3F=#YDW(&2/D/\$B_^*_#9!#Z4;JE+#+%Y?QJZO1/;6-D!:=,Y"4MI\$<
MZE186DT<_H79T>6!:=#%H&R3 NC4H0"6VP!?=4SS2#F\$AV90N=6(5*AH(C M<0R1!TU6GL-
!G!H!4(6B>RD"O)YT4.GMR?XIR2?AZ9>ZQ3;85_0K+B_QS"!!(G=J.S1U?C/-+8&: MIR@F5O!4.R6
LDX@>"D>)"Q#L%Y',ZV96F26SA/B%\$?V?J!ME*VF#XU^7CCK* MGMTW>A!C(HU,FMQ45+4Z,HE=;+^,\$NR@
EMKD8H*Q937B!;

I>0%O@6HR+?NNEC!D?H:>B(,%L5MB;ELW8NS!4\$GJPJ M!VWMA#11%3"!@+Q5?C>.!1,"Z!G+&+M
N.9^N<9#UB7(*B!VFA G9M8>O6PPL!RVE!|*7 MKG3K<#ZK!2=IV\$=MA>.:0Z 3\$.!M!JME.U*+E!3S!6@2^A#P
+1NA@:1IXO MJ/DZ\$<*&&>,&=)VZ4OI9/WP"!+NXVIA3:~Z91D7TM!>P-B-?K;11.2.T>=T\$S!H!V!R7:BKZK
MAIWEJF.>@26 (DM&f825 !S@%ZC!9A7>GT:KSOV3>|=I^?JO.=&D_>Y% M8#JL Z4@PKNJ5HQ-
+7;TBO1F,^M!J. KES"!JWS(NSO)1C>COY!54*YVBF= MD\$HJH 68 #PCM7.8R*)91\$ 89.B&&E/\$_3W5=&70\$JE-
C!H/DDO4S- OY5* K->@C!8!^2HWM M#DUF7L3B3J/(L!@VJ!12. (=K^TUD#"(U_EQXJ.^MMGKWF#X
MY9EBG>QRL!3!"^HZ=Z#T!L7(R2LR4!3)8;1\$20*O#H!4N!XSV2W.X#&T8 MG*
!%9;P9>";UB*FYIZB(X!CR+G+\$K<f.8=SQL#;/2*4*(6..1;LQ*#SY>:
M*!&5KYXFD;JO/O7Z!&%JF6^//FQ0P>B6^!J0F0CG<"SI33!-"BE)71ATL1/MT+119?GZ7=O!+YM5!
MVO:&UO#>+JDR8T"6!+@^OX(7^LV1U,WD54#@M@<*1G;!10WH *<-"&.9IU@ MC"IR2!1*6^>O ME<-
92 SJM/GM*>A "JD*O1: !70#JD=>S/4 F=3D7!H!AC8"5G!WBKB\$U99 MID!#;@S0%;Z43MF-
@>X46Q'2K2149Q7W!%N_K&WQ(C5V3C"4X8=JA^4U!4+(L_K?F&3B@041US5?BPD/-85SV"
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0ML;2\$M9=Y9%:6(L^O3P4J&JDDL!0 M;)B06GEV!)?FA!5
+11QWO!P!%0;@5T!)B:&WVZ:T)\$;..L#OB@Q!PY\$!PH&:!>YAYJSQ#.SIMKEZAHKDV>#!A_17/#)&D+^0L
M!2+A@-(O45HP1#;A!B!Y! 35J=KUWZ^HUF!7J?0Z>*2X48W-FJ+2>VZ,"
M(HOS!_IL%L5IN"W"913F.#K8W%\$S>\$92N8ZB)!_ZF'9! M%FR&6#+ NM0*U4"DP-PAQ?.P!<%EJ'(' WNT-
WFZ3!_OX;G-BUK6HR?D) MB^9Y!G2R!%N(R+3;?436#E.X6L;#+\$!(DBYM3 (NN A/O80&|=>L:~^9+RH
M+R0* VM1VB5QTJ!YWE3#!/J!C!ON#UH(2UWK?K4W.D04>6.E^>JNX'T!>=7_U7CJ M6?CGO\$D!F4!
_FWXHHIREX0YIBHPE67.NMND";R!_8@3O)ST^8!B".=517 M26Q4@%Y_1AVO9:4N"<#QY2(S4!?
PS&J"!_6XJH(D&K+<6%65\$17(V0G M<1ER"M;RL+MV5(UW!J!DV.3XPC6!@LYBH)R3 V>SMA!+JYF!6+E&3%
!%S!*> MJ>..5;0?RTDL1&#U\$^M;9KT29>M^J5O"F)Y?CN_#Q5!LD1NEH#/<#JQX5#79# 28M!-/9G676
MT_S%;S&S0ZJK(EB5SHE;)P;AV A7"B-VJA/#ZFA/ 2TN5.*0-9N?!. "T=UU M1/=Q!+Q)+!7@DYBYC%>4!A-
X-.7N?!!%E6GD% "M<,&"F=;EIL!^!TM!;? M4!W=9PBFCQ9R1S!+KRK3BZ!;U^@!078<!W"8;"2A@65^0C'X+@-
!2%U+1 MPI^VD!0=%%:7UTXCU=C;QA+5!+.1JG0WZO=H)D1P OH,Y+OUYL!;>N#A<MLS&6G;S-
R7CO!003HJ0?CYFOBX2;462A_!|!|X/?*BN!A!|"S#3LU*1+ M;)?)2U<R+I(@<!.I2XW\$\$\$V8DZW.2CLA+2>E4-
1)5S'DO QE!2R/6 M27!_T_C\$K(ZLHP<2U0FH!<5YAQJYO"X1!&-j0-8%3 RB!0H. MYWV9S(K2X
8;T_U3L)TK^/?N2N M.0>-9F=/"3?EXUJ_-H7&5O= AQ2J3)_B.CL" T>0!+L)4?L\$M0J!|?N:0Q
M;8!E!Y!>"NL_X<?FEJG^KMM!@!K#BXN!O#@!)RKP=V!OMY(*FC%#H_X MB=
<3P7T=>Q/4!JXZF\$U+52Y!\$N=M@X KP'3LOLV(2.LN^\$4%;_*? M!G Z(B_LB*PA(T+*U*!1"9BV"!OFG.
!2!U/K"5A'QU!X*ZL,LF-ZH3Y%?K_*Z_% S;L!\$VK?3AGU>7I=M.?>ZH M8/E-*B8H3YEE/G8/RD@^+27?
>_FT4!A)HHVC9=QD!ES="!PG&D;/%YJ\$G M!V<9^!1@.9*PI(NT-ZJV:SY0/RVM;J?2_90TC4)J
6W=AOZ7DLYZ8ZQ&>ZMEUPFW&O!DFUOM# MBJ!XJ"O*U8#V6(C MMDZN_F> MLO!BB&
(60Q&^!);WZ_ R5!TY!O+XC) M!M8ROP>.6WHK5!HXS3F@LOE0VUO\$HWR@N4!CHSS>
(FO)D;_*S3@SH4NM_MX?IB"NI(Q*6E>!O547H!2>^!T(6<2V;%40-XM5\$EEK?7E/773;!"E8.9
MR'9AGNGOUB+!P3UL!)9J!R;JREPCAB!D+82;+!H709)K=FM+!)/H M9!0XQX5<D8!NZ#RZ?
^Z=V!>O25)ML_F_E?D=CYYR*?L=4.PQ#&..F*BDZ9_M0Z.MK@DHG'H3>+!BW+4XV!32;\$%^=2B>WM!)9.C?|PY;
<!'(1K_*3P44W&TN M^)>=F.P0=-JW9B&"(K/L/D2KL>ONQ6JM!#:@AFUV#XCNC!18:0R^3NY\$!I
MF^4SD!WV>>616%EJ2)=P-VQY=.A!%9 +X>H^=H2&-<2%C,9<1CS'_V%@9U
M4.LE;8\$JXQO.Y86GM=;N;+E^;#<"BZNZ_6@P9UL=M=6H_XR8LRN'YKMK!
MMNMS^_V8A8!Y%>)P2HVEX<3G=6U0 MD M*H!#3!R3JYU5B!K%%(!
M*9KI5("V6@E+5S7W^PS&HXXIC#)U>R\$2J"3!HUUC!_7LL^OO\$Z,I^A9M(L MIG&@/=Z8-<
/MFC!R'3>)/TR>7MZKS-A4E5);N/X Z_?Z*#J.94;2LO3Y M7>Q(-Y4!GMVIZ*^B'8WC6L&0K^LX;^7OZF*>
(6_!ERM5MK?C;FW6B*3D MD!2)!U:C%15Z!;J^MT+44&XF8YJE!2*JT^OE-Y!%S_FAZ06*",JYH
M*BTG="F#R?D#!(G*!5*V!);T53 S\$;G;P.#87;7IS^1WFE@5UQ!Y5/2H^ M@7V!YR@
EP)4:NH17.Y!RK0_JY;U<_KHN!9C" 42#K*=|_R'Q9!3!&^X0P-N53J!?? M7.B0K.M"!@%#S>H%ET/TVY
YHY).B)A^1%!(^!D0_ TMOZ?>MN: GY5*ZT, MD.!0>BSAVT3R%W5?9>LHPB&ZXB#R#&9AVPK!REP,*S*
@GC<0U0F"=G@ MU9@F:4"E(A&?T!1 KL)O5B\$U+E&-X/& 1&ZR%3;CU(^)5%1% ^LVV5@8 M
M_F2W"\$G8B3V*F9Q!YWK_NML;D9^"WJ!P5MO2TU2(=-W!_TF!S17M8!77 MJ12JP 5(9YG9PDP!>XHLA
#SW+^:(*19%V9!2_5.H^JP%_ M K6+!SSG-%G\$/X1=^X,R2Z^4>X^5B9-FM%O!R=Z3B9Y*DA

M(ND2I_%OTTBDFMB:UA! S#EXL=M\ML^1%*+LG\HA M=? LK18":3^J,4CX66'4XL"9*=ZP->:#
<^US@FZ&=R/L,TDVIX<,P\$:@CDLT M+0/H\GRS* "N7L-
JFY-!+F8=+,AQO&'K:MOFR31CU7.6W,V9_<ICG^/4<0I M\HF32,,PU0YH3TL W#F\^,XN(Y2-PN2X8!T:@0N8-
\$M603(A!S!="#CW'UK+ M'&_!#PIZVT5KV5QN=Z,^O)E#+1!2Y? %Z&X6@T=AJJWP&R8C1,IL%E(\$&CVOF
MXS*W^<(U8>>G"SB">Y,3T&[^C2'B;T>H7N1L8LN\$N:%=-+4CJQRC2+)V"PW;
MDIUN,AO.*VZFSG:FINH/>9YYI"3-<:%00;D;ZL73+0X.V.C1R='9^5B+C-%
M4T%-7,28:'R'R;15T(O';M3/' ,SB:+IT|: 1IP MOD.2\X5,4++V0;WD<(>M;QJ?| X'8BAJT=6"7?-B-Q%
L\HM">W|E8;K&Y M^&J2YT-2X\YX_N|%FL1:M^XW*MOMWT'KF""F M<EU*BX|HF5HR9>< K6-
=V9FL_ F7QA,H4R?-O!P= *Z^O7XU>57PDDM U6H^:"Z/#3E)T'RR|+'8K=S7(4VW MI'
|Z=T6,=N;B|M4O6F>*E_A@|S*#. ^='HC6OVY;Y3|F;Q;%'S'Y<9*&G M1' MGR|B|W>SG:Y)Y?-9G(|@SM.N+-
DUH&'?IDU24T<BS8,0YE)'#108^|>_C5J^ M^|96K:GN%V_CT*E_ID+7)L334&69%>H>
/4A05@J6:04|F7E%'^M0\$2EE,I956";YUJ1297IK5LX|U-;9Q; M@NC9ZD=LMV|8^ABG-|S\$Y_M;5|CY4HPM:W-
/QW3|-B2Q7KOZ|6XDI%.*6CJX*@B9X7WTFY\&5Y
M;GGB"-|.&)=.E28AK^#7X"Y"\$0. PL=SM1T5X|Y;4^6W>C"U)@1HC-4=3&2MIZ-OL;E<2YJ-ZLR"|FKR
MG;KZXK5%1;K,L6+ #N^Z2ND?5=NF-!..?|PT^:25=3=X|4"L^T; M8+>T8I1BG MZG|KHKAT7<1TM:0\$:"X81(+
2D(S|D*5M6|'RMLM NR0L|_8LY|"T|+QJQ5YCS/26>0R/PA5TIPW5(RH=B|) M;2|8|)+\$F7Q;
(|O3;9U|Q\N' BUT4L*8U|."@UK5_H"PM|*=L_J@P\$|US MKC|Q E%!.CVOQ|_0^IGCB4@J.^YS|B64L9:Y<+^PHE
MOZ7|_4)@V&<1U;|=G|6D:" SIV'G>L3T9,J44FZLW*K|H|X^P%=Z^/YH(X MO=-3E|?7|6|>48VON-A|1?HG:M
M=-@H45H_RS;B^ZVC>HHC;JX"4L5&2T_..@?C44K|G@-O^&1&N/|H1:(Z>
M^RW2 (+|+K==| @OEJE+R/N3K>X|*=A;G)NU:"E:0%GL EE;Z<=S2OY9G3H0 MR?0V*(R1"RL?
BYR'9XEB\$N,DL&PM,&%PA/|3V&-WU0R@F;WG9MW8@L|(^Q5 MZ;7_ "+JZRW5TYR)L%L(E<7185?;|+Y5-
6|CVN3SSE>F2PJ=KB M)N?I7GT|CX>L|B*8S| "W#^6|&A|XSSF&O%3Y;OHE_.;0|<3;|W|<706# M|J5'L_6JU>9|
(5H5Y&Q;|4(3M@\$?"CWS-C M;(@*>#H7306P(Z10G;"8,SGK%'I|WB=|<^ADQFU7.(+3ZQ%FX>GK\$UKR;6U>R-
MGM>BP,S|A;JG|C'6+W;|0^>6#?S@??"= FGPWK24X|5Y|ASG;29U=T#4LGZ ML62N|
|J1B1(I8Q)D;JW|H#38K@H_P)SA=/.CNA3|AMKT;6ZEN,M"9)VA;W;|I&Y%\$>|3|-
L#7+4(7;Z%|;#V#=&"KY=X#/C8(002 M3=GXR=4.J|^5UM^|;M>37H2EO6/D_*P>2 \$@J\$'"F%J*NT"?#Z.
(=|A5R< M334\$AC'M1RHW#E+;K#.^|P^63Z@SE\$STYZLZ<;Q|V_A|EJ=ZF L+FXO/N;3R|JH8#Y?
+|EAC<8IF8AP6 M|J2PK &6|EG-CQO4JY>@3G^J",MMACT;AV^7|Q_Q|M|>|S29X9L*|TQ&=;2E<
M.K(V>2F0^+ZUL;*HD' CVUOU|MMZZ% C@1>FM |*.*%IC?S!7HGE9^0X5|_)N MLL%- E6;*<
M+C|N>K#3)>1;.1AR)Y|0=BOEP7"9"*=Q=<;H|H|KG2_|4L)C2%1 #E*U*T#D MG4E#R|,OOK#9Y0Q2#A7 L88A|
<9%8=-2_09\$#L M0P\$SIP3GN(%7E,7EX" SYUS\$*\$5Z;/%^@Q|XT8EO>P8GM'D=|X^.;JRI>|C M4#=-FF1P?
7;0&NA|) MSK/ Y+N-1XUQ';THM|U>Z=G9F'<4(<84 %..G#M*/2#PO.8I^R^>)BR|\$=U
M^W5AR8&0VUL9#@B|H0J7%FIN1AK6F'.&E@G>..RI>41_!4 RV;A<">ZV"2J# M"34|HN#GD4L"KE2_#1)G;
NS?845H-R|01Y.40^VD2(2*K'/ M|LN|V=L4T' PC_C>3^VF)UV'C.E06VD|H&YHD<-|&L9%'GZV MF%6#FE9_<
RPJWMI'@<="FI90|3V'DA">>LVFC*Q|=|4MOP=|L|F^|C&2 M|/>..&A#29X#6SN"JL7_Y;M_OP=O23J?
D|FKFIP^\$+;R/7MFL1"S"V0+>M|?_ M5ML%7RU>N7|@O|E|FXW<%HIX0RZ^6P.4I97A?MG|4^
4O45L,EE3VH6L0W|)9.U%!.6@2^N8_>?<2P=&EZ|N++OK%|J# E_Y^VOG>FZ_|@6| M7M6E@|K;YPOM1T&?
0C'U1%1QF^_1K33|9!&*TL0K""^5S_BS07C2+|W_Y.TO M+|9% T34.WOZ13&'Q% Y,1^:|FC|S;?=B&R?
=|H2).C/G66L@?&&SS98M5< ML_YVWHV00M0ZPYSN\$#<|/EXT=1V26\$)K&5> QEW!?\$B_K@:?'E2|6S<-Q3"
MOK^*|ZD|>Q2:?'TQ%0,2.D6(K82-9Q,+X?QD3F_L_)A>S|8E9HQ^UO<|FRYH=ML0_20XXCL;(_WM
U,3JZDG^>Z;N8>0H2UH-6T>J '5SM|D8G3&LY_D|LB_C;?|BKM%Y9YQ P3
M1|H|A701DS|,RS7K6='5NQIB%;JZQOE:T<4(YAXU;7XQG%S+6 MAO?700EXGZ|!#F,3>F4/5,YI78 OS-
Z80|KS^DMJBNT0ZUR#H?1W|=:T@E|B M#6E7#"UXS9|5G% C-G85E|""5T8"\$Y.EH-T(&X";A4"O,#'28#/C8
/=?'\$2 M;7|5JDX'DF71.H+G|9X@L(S|)%E0F;K2>4|C=X1N G+TMI"48J!05_NBO;?
M"%Y7|OZ?|F%F^(|M?|D4*Z|);FR7N/|Q=?S,L_.,^(B0&0 ZOKK\$J<^"F_? MU7KUP|U,1\$|J*4'R8_6Y;=
|M^BTN=4070|;W_6G.7D_|5IMB=CEL\$+S@%V ME#%#8D;0T#>AHDJ2DF6&_+1!|)D^0+NNT*S=|T1*>#%L_B?
LP|PA,X1TE\$XY M2;|&VOE#D-HS2C|NR<..YF_T5.4?LS|4*=&*A>CXC&X_WF86?|P5^|4P12D%|A@MB|HUR1>
MFB;@2^-|OA>"3SGT;_?=9(%""K@PL>YXWDJX)@1\$4\$#P6G(#;@H%3#F"FY6_M50@>3-
Y"#\$8E=EIT&RKPG|CVI+L,\$FUO#;|<45\$05|>PR&2O*|J?_?JO/4 ME.VS4B;ES_-OH|0N'BKV|<.W+|+^/@;2'Z)
|8FWJE2TF82|?Y=GUF1AM M;|R5M7_-(<^U4M;M-/95,"XXS.Q1+J836<*>);B"Y_PNA=9-0|)
<0L+L<7>YR^,V6E4G7?CW(EZ4-TM;5|);FVX*| MG&E)E0DO|0|B@0;)(-2227+LOREU/|S/QVRE,+H*R0W|
>\$G2;GE\$G)V;3#N M52UY0ZN_2I/><(E|)(K=C^<3^5FGLLC|S\$YQ->XG;|E|(4|N_5'9SQ'MEMU< M8D=.S\$JS6(
&\$|BBA@5&25AW?3'7)@;.^;.%O1"L?1"!29W9("W>((&|ANBS'HP\$#Y/177.Q M@D^N4M.E^FJ|G8=
<.7K&B>JH1Y70SL;IV<|X\$2 M^"W+OSF|FQ5|P*P'=7-A=LE1QE3_23W;Q)8=RR*1K%|B|7.6|1"GM&|_1K>
MS_ C|##Z!%XAR57L'IAU S\$4\$<7+.'D*\$2;|GTX-GK8I+6G' 257#F7KH3|
M2|*BX=32GO^_45;C|HFF2;...-0ASPRWV?M+|00A>'M(C\$<(N(WMX"\$*VRD M| H;?%#5!WE|JUD-4=I"!9R4;%L!
|L|2ZFGXW"8JZW_43>SWVMQY%8,%VG9R M/L9E>W_*C)|N4 ?(0MQ+16L|E0AM:'F^|ASZ;+?JH&7JAO;+?+
_9|<GK M@27L1@|<8>|QJPH^_0;#&+&K;_1#%3S1P|Q.SL#|<@2&.(LB'D;_*QD2L MGZT|YQ6G M|H_X_!"C"V|H
;@?GR.433T?3QOC8Y/X2C6*^/V|L_7R;S>7V-M@U27X2+NXF;3A5<("8-NGI4'63&L|!LWK;IC753Z|Y'N_"
"H#QGF99| M=S"17XR@7W1WG,\$T(<+&2WOFZ9Z=#L3"G|@.|2|H3=A/&|4H
)"@)U|&F*YJ*!)29(L)M++|SO2Y M|OPISDV+V,300QJAYIW!)H\$&W0(W6U#|T1M>ZC<4!@= MUP-
^XDL3Q\$;S|IMV|L|GZ" M&TH+4%)Y&?OB|V|W+M|0?7=^H)K'U-2.8KZYJL@S&:06^CKL5|XA^G;
M0BRO_T6|)IHUCW\$7Q|1%LA+5H7;_@DZTR>^Z1DN232;7F*^O'=:YR>N
M4IC4J8|+|N'(K80K@NC%RH!@|A|J|H@R-E7SK|3UPOB_='_Y3_60|>EMV| M5R?|W;8#W|A|B1MU.%-
S)<@09;"3P8,U_0:K(HA_L#T|9_5|>Z9R#G08|&W MX%,|J)=+^YD|V_VN_44(";%WRT>9@9|C_33-BTE?
2>A5D^6(|&|;2A'6KZ30_7NZ>MG-7W) MW.J3781W2>%9LEFU0\$=DOY=B|
M5L^8I>^+|C\$22NMI;N;WRZ^=T7*>_ M7SB_'RP84_3QGOL|Y\$;IS3VV;#9U|N#N!S3=%QI3.S/C<@/_Z3S2#2?
U?'7 M4'WEB\$O#W;|L|NK&>NNJ80R M&F)JZ_3CZ|O_X%4SMC?
GP|P^&%#|=#BHH|_130_+|V03MEF22^Z3|D MMM"D8;|KQ;P6_<^NH)HNB_K_56OK?
O^@*|IQQ+2D'SZ^2DH%T_-#+1%;Z|<\$&
MIO^#U1|H M=|D*WAVTU_V(TV#>Q7I3M#7CP5N.M&7X7|R|9U13W|O MF5H5B_!?"C@3LXQ;+(&L/X)R4
#|S<&_J7+;|V|+|V8%*RXJ<80L_ZX M>>35S4U485*O620;_ OMXW,ZJN= QYMF*P4SG^_8EUC;H1.2!\$ACO;O
& M|O H@%BS7E|U|";H=636_P92^7%#<10%QJ>2=8";JLH^42|\$ MSN1YA.\$=@;M0?QSQ)N%PZOW*8
P1A19%7)U&L|V#^|_9=+|PRK*Z**SHW+; M>C->%PM|H_L_V0DT.UR+X|>.2L|C_Z'+QWFO6(W)7;_2%C2"
*K;TLOQ8?_+N;_*5R;XSONZ+^|;#;H|JB11XVTM7;4 M(XFXGW@% M;S"MNMK+?Z|H;^8#|.2E&W/-@3K
MO:8?;VL#|C32\$|R(OIA&7I88E0NY|N^Y|SX+&R>=E M*>P;A|Q;Q<\$1E\$ M3|1A|G^V0SO-8O=;07?
91<"BOD2@H_2C)<|*T2XRK2PROU|9\$M|J; \$ M@WP.L7\$;BHU-1N<"O(*|B=#Y?
>FV7#"*.J2@-.9#ORG.7LQRN_M;L_ "0/;/%Z;|X|RJ^=B#5KAE7|;%=2=U>;\$TLDWR.7H6WYUCK&AKA3;|);|

M('PUD4DO*!;BGM\$B25%2JOKOU\#HIEG.'(SYT6"04LOITN15.<@_ZB'M&9X0L690')ZPO#MUHVBHJ
FU6\$*==I@QMOJ\$!=<+1?0Q/5+0.!:Q^A+NC8M)-G/V4EQGN>N&HSL-
J9#6C9N<4!+!A<I!3;3.1&D;F\X>00[B_._=D.M7;07*2SSO<^*/#K^">:@M4C_2?.,^TW<>.V=C'1JA;(ZO=-
U9R.>DM_5M6_D11X%<.C1806%T8.<@2_*MZH0^QGUL\N%&FX+*\$XG^6.GU<.)28PXM.QM#MUJ?
*11%.">EF^2R1218)QR\$34IE1HT1.(63;3ULL0L?62TO%0D3MPSIG"UUAQQ-EL:00)MY^F-
BO.DKY3U+M.8!>U>NM"R0+ULA.GWX7T.;!Z2MW")>#8E;-I27!1_Z5_R2V.2!Y.+Q!2@IN+Y.FKEI'2.0J*W
NRI_M;AOZ)GP_IGEIMT".H:\$%^*3?;D:N<77*Z>\$(2I=J_P)12^&73'6K:B*B';M9=^UEAV;;T#49JAQGI51?6?
5U_ N9#?RW?%@F?S1-*&BT)3".R<78JHW.M2A.G_)1VL=3-L#)K0XL(&Y-
@%WRD\VG\$KK178L2)H%CNFIA5=7BCD)0_B.&M&(O@:7ZI=Z&684K3)F<9X0!+N5>)Q9\#.##?;
JY(6.MJ4YRZLWDF*^T.T=M#6#6*U)4^K_K/W8J)".GE*V2>A@*ZP=+69C&Q\NPP/KV&
<I)@C6CS539<903ID:(V\$)2_MJ+)>?Q..?0&TJK"90EV(P#M7<[HYV*.:2.-/%Y7^?*\$YYL_YJM7F"Q
M(BF<@&+*";H9GHJ(9^&^!<.5?DIDGDE;>L+01@E2H1UA*0G00:0^U5B_M0PLD\HJ.DU>XY\$&>
(GBH%@.2[W\8K8_HI\$=5:7%2RRP=-XI=H<)Y_7\$@_MC2+W.JA^.%3/F9W"Q#JH+&M33XLH+OJL@4LMI30;G-
%+IZR)3_I MH'8BJU(6/+%F47M1E!IP_9IU*!<):HB8_\$AG61E;"#\$V" &L)S_M23N!-
O4>6O@E#ZT<I_1YND"L97>JARZB+0664\$*1:F&E#!?6W4CBO_M<9?E%(OY)@_.3!#2\$;I>"B!>F
7/\$2!&9&Z8>U)^V_M7_!\$Z0>B46:M8;DBMHE:&LH=HXC?"CKZD&W/SGYQA8\$!#08?
#G%\$4%_0*IKMK!.*K7^5P_MQN!A65E9.4/2^IMYY*OX"?*!^N*U.*I%(3=J.3OY<I#X0"4)"^M7!IO\MX6@?
>.L#%;E31+Y" KIUXZ%=L('SK+ESU^R5XI+ MQK.C+ALL(8-)S8:!
(IY_S!C4AGTAOTW2RUXD>6.TD>1:WXU5!V?J">9?7 MD+!D>H%7IEP<6LS\$E)K/#36(>^?_
Y9K6.\$3+;229^QJ2A.W8N8L\$X/WQ5E01/_7Z_MT!*@8R6I!)@IN:Y6ZXJ+5.K1!B&I@E95("POILBY2
M\$C^" ^TALO+0>WQ;W1_>96C9<2M(^0^7)R^F^_)^8N_JMVCOP\$8?6(A#_2_||M2_.8A!#
I68OQ^M_ISI^/S@S_K_8!)ZYC2@NXO;-Q=7#JTIUR#X.FMP-(ER#GBE.(IFWZHWGLI58VAQ:TJR6/
M(K"21^8EL(TA#>N;GR\$IV_"J_M01V3(NB-<3DDK3)SKPI0<(LAEIMH9V)+TAPL_ ^+7H !M!++V26.0WK1U0V
M.^6EVOKA)URG9.3Y)R27OG=-.V.L+E?QDL(UQ3!A_3BLX*7F^IGB)-N*FOY_M.YMDR?
*&+H03=#@*EYO)0UK^AOGTO&?JN_..18"6(E6!_V@/P?=(.52Q9^H MJ/WI<6KSNUR4X.;3DU87E%H-
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F1:BHP!%&#L K(->1.9&1\$<> 'R OC\$K261B2?)X7 MQ"WOPZ1^JHY-1AJTXXPT=8Q0QZ3%<E6"6=TD)K^%9
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Z_WO\$1*8L1+MQG:ZZL9)G1 Z19- M3:L1%1(0-5))!TG! YH&Y\$^C1L,UHR1C-9KC>2\$#LBM;^~51@WX?RPI4:<%
DTXYC)@O!A":6Y5J\$A75)R(G:6 M=:V5JE,5:4"WH"0F.)LY\$1\$7L18BG*ZJR+8BDR/O1/WC?IK6=?H1^I
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IEG#1N\$1/@.06+~+19#E=6B1(K4.>?L1KH S..M2"7T MXBC"=T,NB:%>P#N1;1, 0@.HB%??4I?
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(*RH;V5^~!X.U0R((O)D)ZN)101?XM..92;F1541;Q1 MV-E9+/J(47-98%4P1>))K3Q"-
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(C/=1B29\$S;108#&M-/GS M6.0SX8@:M1H1JHP K^C?QE?2)@G7O5<1UW5^1Y19TKBN\$SY TUV"Z#5ZCG)
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521;S<@H)@_~H M+EF^21;..C/+Y\$G^N2&O@4QU1:9\$*~*130MR"14W\$JAMIA*((\$*NR1N96 MQV>
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MY1;K_1KZF2W@3%E1,*X+YF%040=@&% M+P2C;?5Y1@X9PK@!L<:S(P#(DDO:@Y0#4A/@610OPD'Z P+ F-
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*3OL+=1R-M+N.#T(G10G:S9BQ?M"BZJY1-J.85PL MCL1VCG;5&%;3P/1)@<=O1_F/BX_7:=J(^9C\$X1

JJB7IIOV/7S7\$?XIVZ6X MHL7HUZ#&M1_G::SA;+5V+U3"J#EUHG""X8=?G;#X;8&I2L @XB:8:7U MV,O)
I/&T#2HZU73_ZO::D@(>8NNP:2Z/B\$0+0J2_W7'B:RW19S>G1I M9GY@N1^KDL9"AV=#XRI1A7MM"A?M.
M%#HIZC7=N?E>G-W'MB>8L0?^()\$>:1%V)V^YC!\$?BHS92: @1QOY@1QOE*(:. @GZC14(?/65:OPBC0Y"!?
<(FO*MIJE>NU:1D8&8R)L\$M,>OWA+?JHKJE4D%?%Z1I#,#.)6K1)O%:,1&>G\$%X40%R V(X&EJZ=+\$&J
M\$BK"64LMS3S^9>1# 5P4A#ONN91%7"R1BFG_C5L"K""+0%.O#BR_>RB8DSJ MYDVAN RF&"
<9\$JP.Y@XT8D0!NND) M!OZRN(BRKW_8?MD739<2TJ12Q6I=**J:C/V69S M!%G"XYPXVH>W"/=BIF>? V?
JBJ95^+DX?Q9%9?^FNYNP)G4_7,9ZUUOR9D M(3N#MNYX;VVITXF8RDSZYC'(E!V.6NVD_M79F3P"E!&8Y>#
IWA5\$3UWE_ MX'1YF(VX*2Q8U!^G.NV7A\$51/1=H=K6EB57_ ^K^THM&J#0XFDX_1L2 M=K19OC!
(W"TX/E95RM54CH#0=%*R;G!WW6(#%ITZ/=WQHZMN@\$/SG('7GFG^
MM^8I#0T5>R,ZYE2NH_V/G";XIQ/XTRI>IEMB^Y/K3KW8_*CX+)"9'@UB_
MXR&ZU48(R6D5A*Q9;B;LIT_T9.DVSUV^BC(@:1%KAF+&):717WH#""!OBQ M4YJ%((_VL*)HFZ!W>
7T^EP\$>.EMZ*G"V#%GG\$!"K?-%>Z#ABX+5EB!C MCIT1H7P#4WK3P0!J#_YQ?
8V:"F41GH+VCG::3D)\$NO!97J2\$133. M!\$SL&_3:1 9252^"A!+R" \$VT@D:(UPIU;\$7I*HNL^L>3&@ #15Y0A.
M^4,CO)40!>2 LA!X!\$^C'(MBCY2W^TA.9:%PI>58#_W9_HR\$OL2JO2&(P0:QT-M#;A-IG;RY
M%=W""12*TZ@IF)>GG!L5#;MI+1TVH\$)1(X2W7/IRGN!P>TV#IQ/N+=!E.N84F8^IAS<_P6:5H-)W!?
L7+^F/R+0QPR_V M+>I<:0WB=4BUDO_D/2P)3W!IT=ZG:&K84!W;1"2L1QJ*+OXI!?:A=^?C UK"8W\$CKAH+
IL%_M599RSK4%W IKV3O><3=12!32XGPK.2PG/9H/ @%*/L(%U?==OZHNX.H
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1_8SWT'FTVI3I/E9)Q"4K%3@A)>?WMYS=1TB/+&*NEI8/M_M?@7E&I9(+7TD6:0?
T*_6.SP^G(1D)@5^Z0I40^2^5!<I W=Y.T/Y?9YYM MOG1@#,(7,0IAAZ2KM'S;V"4=*C!0YNXC9
MNJBC531+1HKRJ'_1#;.JRH&LY/HY?O<9U"W&CCF/7E@(:P.09PL'<) MRCXL_S+562Q_
MQ9VKS/RK<"4V/UK"XZ@+0B4A+U4J"WU!0N51:X)*#WO&\$ M+3T^?0:LS%R" 7<1D2?P>H1>0<:/Z>
<@MF/V;%5I26LEU!&60!17N/9GU1LH6R>_IKU4Z>@F% MW_ R!63!@V)+&S?ZJV#T M1*LI-NIX;
(F_1\$)66Y*;/2%/E@?QL&?*HJQK M^?1V/44UMR;RDV^TWO(1L)>N 18.9""&T^E(ACZ_5Q>05/1L_MZ;1X=*
M.G43VH>E^L(9R4P^1MH#+YXX1!\$&DT2H'5=*M2= &_*XYOJEP.SB:EJ_7#07OBB9_M4JBY(H%8H!9_M&
IGG;+^W"C2VO190"C4(4G^M^2I_B&3;N#R!YS1Q5C=^?#D2W_0JHW+&S&BAIE%18;C\$81M&"3G.4;-S^4 MS?
=:11N.DQ*==4=AJ+NT L; X)_DRR+?%M6:XO.TA3*LZGL^NOF(+LT9A6' MCW2\$R>S;V_OZ_(\$-
ZA3!3X!*I.O/RQF&2?;_@13;N;Z(17I26%LCJ"QBPGI_MF(*+61-YOQ:IEI0'H!5;=L*8_AMS!QW5Y+=N"1^BB(0I?
>H@A5\$.D0+01 MD"X@1\$5Z4WH)1\$% NG0%!*0(2GT3N@2B^1WGM+*"0!N"YIKWCE'WVN7OO
MWQ_WCS5&C+&FY6LM>:1UG/>N;1^&.97%:8HHI/26D6I>,>RJ?XU"=,<H0*83\$U>ND35!GCZY071X"Z2*
(9&M5B^YW:%B;E2#-ITV@=EJD*UKE';2"XJ1:9!2WG\$Y_XZ M_K8W_ N46O<)VGZEGXDT
V:\$>>JYYE6)69^NFL&1(VLIZ*"1A2PVO7!B^M%Q^VFDSL!+?
C)_EX(7Z1QJY;MZ1;HMY)RE>@N(SJ>C:0=>_I22)4K##\$%912Y* MY_1#?#1.HRDKC 2UNK*J>F"G.TL'
IGB0%TM"AF(.P5/VH_*K.)?>X M>-E*W(%G!GR.67%?>D^PX+<%YZ@/06PAUB_XI/\$03(9NJ<)C?SFSI MI
(1%N6!>M9YZJS!DU?6HF T&+41J.N2? 'TW>7U+V7'E!MD0%K
M4#/H+8D^UW<'H6P6W;XN^F#5;@F35*JW.Q9BZ"HB;#+Q%O@*9;15)&'< MXFTGW'QRHESB-SWI585G!N-
OZD?UL<=<1#_GPLR8!D67MR&+!AUIEBR_U5 MMBE_MVX)/Y79D-64H94I?A_Y?NODIZE(!#1>6H
MGQ:KR/!9*I@.VAJJ*=@^=GUZ61=[=!OYZ5QK4."/F>D6(#+R>PS3;1'3+BW MO#?
^HI=4.WMIE&>AL>8%CO*Z=OX0+Y4KMY;^&3^U^TT")3U.?I>VEY2+OR MOY2E^2Y8=/TDQ_
/_AZ25;WZMRY(&TU_J DWY#GF_"1:ONR)C;OC_U;1JKY(MAN=QJIS.6#ZB4#E+;D)L88GS#70UA>6*)2_VL?
_<25(753Y5B1C4W"CX MD!\$W%*B!JWLGS+!0T8=9: 0P;BT/A_F@^V11!QWS\$1+6Q.C/EA)ABP?Q;Z8I^/_=
(N%0!2I# M+L13*N_?#XP M6@MF0L_WJHF*9*_CK=81GXG ^NKITOT+\$YUOI^0('D)/\$619\$!56&_66F M V_
S4V+JQ0<9*;N52\$;?'"=X9&&OU_?X*4Z51/V/%#%P%AR(1TIG>8RU)(@ M=?JH/=>|=>R;!(D*0^
UB.8NSC8*TC(B6!>AIX)L4ORI^/&IN_Q?HRX(M6F_W^H3%QGXXO@%?"RN,(0.AIM-D8-D!3OJJ=?7#BC>(?
4DI=PU_*X^6N M0=>M)/#Q9TGIY@V.QEBL\$+IXV<7#;W@RG5WQ336%7<\$(1.2)&&169BQ_
MF2;00^XID:C@OY&G^T@6?9_R.0J^=*@H"IZ?;1&7_4SGT>C%."4<IWTQ_1 MVZ?
_T0E&6RW1T!*_8R!0:R5N7!(*AUM"X@I/U\$K*6"SM9:T_UC^9_8>L
_MJB*65P+D07AE+Y.%JFYJH4XIWGAQ;KJFF#+<M W5=AB4UZ=9+/%M6!U H M;A#."*W7-<9BJH
G?'BUQM"1_>^U.8>52EQED:623!PPMUQ@C+>7XV M?
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MMW6YM2_T""1%K!L<SW""FSEQ>"QEX MGP(DD \$<3_@TJN16D05WM/TDS^GN,N"5/N06Z!X!A/43 MB(@_
IXCF@O+3RI2X/F@+&FMQS1@R&S(5+NC8D)A B")0!Q21&&1LQ7QZ<
MYU4%H9EC!N(=%KUMOXH8GC_%+T_ZI^Y4?HT80ZN6)4#%7LVELA.=5H9O;+.)GZ"C5D
P\$!QZ_ADKYW+T@J7V_"I+5.*KD16:>7IE^I-C^)&.^YN%O53 <IHWK?I2L>12HZ?_%O.N_1%R#*N8Z^IL_V'2&
<+IN MQM9IQ&T^?W5Q:78QO;KS1DH&6)4AC.#%#=?I'9IS8H=5-CS47-HI-R=,29 M25?H67B+)(EI NHUVS?
^7J@!E8\$B!H==>W^_2KKJ2IGZW%;Q*132(<=IN2 MI<@&AV@PA(P27C\$P)*\$X2K#=#+>Q?T_
LYI5@S"1"!C\$7.2BS!%LB!E10 MJ>1^&% !H44;LIXV3;FI"J^<6)HW:2G!4'_ OKF?K5+ECSH(7IO)1?>*
MX1+A!_QDX%T.WG(>CD/C1>.7=Q>)>CM19;#AY3?_3I=#23^U*?P+!_#@ MF
1%._LZJ=/5.%D^ONPUJ5(Y^F.ID353JPO.FFVB /?4+W9^CQ@;GS(D#C MSG1T/A4-F>KS)N<_OU31&MN)[9>?
%%3/>C(+<8&6)X_1"47PAG)5^A-!K M0^"E_@GUFK=008_"PI"FC!IOH%%K:9V UP%KF\$5K:M0SU90-
DD0W3IQ" MO>0JH_ %4_93C!/_4WYK%\$LDD635^!&?@4KL&JHT/9#9< S#E=SBV" &M+D!_X\$4;)LS-
8P5C0A#O^H)9QX!P;1+6/C_=H8RE#_C54M&8VF_-8\$1 M^<=CU=%&6!BAF77!X7V^WG)-
XKS<0%."UYG@#*TJL%"MU_VY5?PP6DZG>L MDJ**_QS_W;OW5X6SH)^1:1T0=93@PEAL<1?WIT-
_L0=5JKU"60KIM?BHR^N3 M>T1Z1 JR+DOO.FD;9YR%Y28EHS)W;ZC?_J_XI&9BUO4RPKS^G^BS_T'O
M+UO!8XF&2HB!35;X2?;"_?H/%. LT9/L.5+N A=#.7A5-H-BOOBT_G(-W6 MN;Z_SMY? BY>?7+78RO;)!ROB!
(33H%<:Z=98!WFKZ59E#;2P:T!OK7;F99*0X/>N MJ0D059Q7B6B)SLR)9U7H%V(&U-Y^XE27O!DS8J=1)M*
(J@BB3;HSNN@NN M)UVX&E.H!LG<49!#U!\$(X5J=?<%/UMQ%8)2K#MU!@)5W+EG#CHH"N%;8
M^R)H%F3&.KH--D;-?YKSRHX)8I?+>C!::99L%KVA.N(YEY*!B;O!(U' M(V!#
O.9DDT5B*TYKQ?=>N9"U!7;R26^1B/Q@HMGJ2Z(NNKHQ_5(1R3W.K
M^WM"SY*8IPDO<=>Y+O)7!\$79W!U\$2ZGJO_YSGH?/^7;L3BG*#2B3=Z4_&E_?63EW.URRX-
C7!H\$S^0N_Z3C<-C5@&7 M!^ZM"U!R_ZRG_O_18Q!H%70)?%15GY@<)5G@=<I^*=SIH0VFBE@Q8 M-
5G@L;U%D%6%8S;%WZ3N 4&#I#Q M!B/N1I-YG""O4^IVV1#B7-'&V.I M>5?OH@^9.N2%+5&5FR?<
AV!B\$JX11+_SL0.M=BT.F&\$((77!713@)1#8#.&& MDKOPQJ#H;XW8TWF.W.T+WW(J!A Z0:CAFE_7
B0<6Bf:=2L30Q6963!0 MN?>MO"!P^95?PXN4>-G^C2O?U/FW>LAV!" \$7AR89+P4/_%MV_A"5L+R2/V ML+
LZ*W0OM+0X_\$.WCM-(/ <)5B4LL6AK(d@DSEJ8.TIV.PL^0I><=<1P%&)5
MCSAK"V84NHO@WBC(LSF!GCS3N5LQ3.QRY_GY3"4J/3+M:N^RF>O3K!R(Z4Q M1E:D5I+&HJR%\$>IV?SYI9JN?

Z@:O^-/2+4%9L_SZ-!W^2XL-1.22#\$Q0M/L2Y?MTD16"*EGM3B9R)EIT>>Y*1E%1%G:??,NLW1C5.
M/EWS"D^?G)R=:20#")0WO/@COY>+E34D4)H8<(9@M%.M"KK/=936C'<)MZ,B*6:
(Z&#V,4"/2/ECK+@)5=K:9Z*KJ15"BM:/OWD COUI^#6P2'G%<02VC0 MAG.6Y5.M1\$-FL.Z?
4K*\$B#T&+G9JW7F@3-MT7\$D-XHCS;J(XG-JAXI*3>XHK4I925L7J68*2P,IZJB+TB-QV3;HW8#W;
M9;JW>G7*LHR*G9JG::(\$T@R<E<\$ NR8:X'-*Z:M+))L2ZT@86V_@K@1MDS2?2
371|CO|R&5|_2:L/Z7OUB9U|L^GK'#!2<77_P\$;2W#J|T1P|Y0>IO#5_M*TBG:JA"IB1A9MJL|HO*IWRAYOK+C_-
_E<+J9=LL@=(YA\$FMT+"9BZ&M M+@3|P0;_*Y*"IFMUVPGFK^QNEU9MSUYM/E:1I<9<);(A7Y2^
E|7CD/CJG#_M)87OOPA*E-L;L5M%ZC'9JU9S/L>X\$';&F2_'O|3&0I%630|QFA27|KJ|
MDO>F9NB1@_2J|_MFM""1\$MPP<\$Q%G_3D\$N*M|Q*XOER;_HS14I?E/'?Y)G MK'9=Y0*?;
4C:W:DF%|FJXZ*S|^+21T|VO0/%>|P,<F9^4EV6>;?EUS#L'_M0|KS6HL-(\$Q0@G(EYG&2^\$5'A|&32YDF%P1F|
(R|S1A,8?B R+3P&|>N ML.5:>MUMF;F^_/_%F?A170%GPV;DMHC5 F48/"PO_Tc9AE|T-#;SH""
M@40YVC82VKSOU2?T|I(F@U<@|FK|_H&."1.6K1=50&J2H+)"1JF3DL?K/4*5J7,3/34*D_) +=@K;O88);
M(Q|';?"+!\$K81\$E8UI9IHZ;6KJ?R-8.G*CHUU:S8|~4=1JL49E1-Z>_OWC2
MTIF>R:ZOW,28|U4|WY_BF;17_^MA3\$E0LS|#:N>,P/>AEU,%=U9L64C&|3(>
MZRU=CX^N>A8D).C%CS.QUG;KR)6OS8YOMHK;JU-&3_9?Z0|0>7K00A|L9SK_+*_?
P#RES9)MEB54.GYX*3<^QV4=+ #9I=KN"CJ M;_TOI>;/N&PTT9U(-_HWJB_NHO|H|K|8RZ4M25XDGRJ|MD_Y|
H^1%R8 SL3@+N">|=1;JYVP_)V;..2E:14Z))S9)J9LU^@NN(=1+;O @_.@>7\$MO+.OFVXIA_)7NHJ_-YCK M-
^D:9:6'A|8A3/B>7*CB|6CKE&|G-QJV9B|^?B\$0=#-8=WR9&1 M=-35'Q
50:_W"VV^&\$^Q5?;^4P""#O%NHHHW_!F;14NTN1|^*C=@XM;ZL MK%_Y3_\$TJ\$(#X^+N.NI;<3T?O?4-
CEM+MTL:P;<>4_T)V^_%.%+SHH^|
MHE<5>LS&I?;CN>K9*WW*U^(&S>%SLS'F9W%:BV86K2;GZ|!DX/(ZM_6D ZE; MWMH^6H4R5.L_0J+?<
OORMZL.3VOLH!B|_W?V^|_P0D)_0AIOVL20)^T MK?9|6_#_OO='O9?H?41:?
1+;ZK@TG|7URR8W(J@157|K&%^Y3V1B M"\$HOOUK*^U;HJ#+S1\$WV6&4+HWQ0" V&-059KZXI-
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+QJEG MX_S0N^:X+PN^CE1M52_N|O_)Z_Z|YHX*66==^4L)>|LRO9K#6|NTS.L=WR M#U?R+FS?@JX9A
82(M&VM&B3\$JQ-O:G|5&6/A?W(MZ%_V)S@BLMVL^OJR9 M""
(PGNEWRZPB30W_R@+HEE\$&|BP=V**MZ=C.6-729J;15J_F&5,SJTLAN M"UOI&EUPAOY-
^M/56FFOY>FV3XH|;CCNI=K%QMT2UU MPPY?&X*8(=+/F0B+KAOTFS=_B|:O)*|YJHER|)0QO
B/IV|_)/CKCA#S:YM'73>0E)J MMAG," ?W^~:5JG&W15_2MX.UK8PA|^G*FE;Z9HNI?
PRD0#D7WT_M&B6MDU(64>|G5'(@RZ^; MMJ|:O.=YIU7=1+G|
!^IPO2G1+B5HVB7B|!WW&OG==6)KO3Q_+M '23%)VT+ M_'?I06Y>|QOK#VL/OD?
E^)|XNRWHNPUP%6>VURN_2V>?|D|H(4|S0_M5L6#SU+R1_)E=U^\$QN><0|_V4)A+I030|Z)K7(IFZ'-
WK8A\$6|P0C\$RM?P2;J&_HS_JV?9&M=|L_'Z6D*P!_M9M\$Q|I=*&.\$&NYBFTOFHQX7FMN4?
11BRT0HC+ A_Y9IB2EP;_W9K">B;IS<=<M%W|Y3=Z3B?UE?XCXFM;6"KF^CK;K(EK2PHA|_L_K22H3<""%
JWXD"%3Y M<&&1\$M+I&|I7EZ&Y5O^I>O);-|H(S<<>_OB;1%O/SA?X4HN%/C|EEY0Y?U5"WK^1TW5PL(_1Z1?
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=SC^_K%43CG1_-|H\$ A9: M%;6.=)"CF+4S@Z|ZYF*<SD)+&;J=%?L;|HW&YV-Y|,%EP3T
MW7E7A<>?/H?HZ(QEYRDZ97OF_Y\$8G""UABFZ+CB|DGK=<(JG)E(VH(6MA9H(2UA"6J*8S'3SR=9*9+Z6/'7%B?
HM?Y|Y_J_N.(Q|3WAJAOWX=#&WA?C MP|*N3^J_P9D.G^3_|JM>R;YXJV_)PV\$;S\$7+6^HBT?P6C_0?
S7Z_/7)K^_MQ3B6-C\$OT9;Z&|_DNO8-Z9)5*?|_|IS%GSIV=N#CPYO_U7G1S|_K|IE_B
MYL+JKFO720@R+XN>3_W|J6E7PMR;F+K2.%OA_3*\$PVH*+Q%B4|!%|B|RMH|_M+K>^+8%|!+BBQX27--
^|I%FL^2O=PM>SP<==%'^N>G|Z;^G\$8^|J&O>|JC"C M#E0?IO:O%"C_\$P41#7K|_3\$5_.L6T;RJN%
R64;50NX_9CP94?3BFHG&XX4 M"SWORG_7|_|JM>AZF5*O%E\$#NY_YZ055^CY4S^+9D)V^BE+(YIS3DY|7^VIN
M_L(H+N/Z=J_D>J\$@3OW(*%7|F96D|)P+^:5|?B6P-3BZ'2|OSP^>QX9O_M*K9|K7<0&ZXXHX'1%?
9MQ>_7V8VM&KB-J#"%"|_0?F*6|K\$??_Z8(P|S MI_*7X6W332#X0/5B#_X\$|9&E.LC|SBP5K"EC-<%(S>)A MG
^3:;X<>T9:0.6#8K6\$RQPAT9_00?J7\$D#3Y-9MX;Z2Z;58XO|0|;K8+);_MG^TM'+E?&V26=5SGP+;_IN2|3T8735
MLS0B|^<40'7G_94P59#N983R4D^B?V|(?;A=|AYAW
M#;U9M|.CS;_COF|;3&5S|+PINNH9(O|RK|+6WT%^V78B=2RM+5;_5N&_7Q
MO+E4X%HL|H|N9|2_JE_E|H9_J^P.E3U|*+|H.EG+7>_QOH\$%NT_/_0_M4J08KHBAG;J;JYYP?
T^9:P3N/W&6|I?;@8N|O/&OOZ80\$9^IXB38W;=F*I3GY2CT/FC4WI7=2==|E/4LK=P4@;D>|H_N;+L
MDE|4)BY>'.57CTA4F|9."|6.O7|&2_F%/W4"MF3=/_Y^!OHPX3J790R,3V03IG?2TS2M*HA&E MY07-I)
(QCR5MH)*ZK,Y%"J#4=|2&L_?82!A%6@#8<-T)4=4W;3>FYG\$Q7G MEOP9AW@+^A7Y_|IMPJM?
1|A;:\$M\$7U=-DA&_O_|QEX|X+>4^6ZM/2J72+ MT@*5'0?AY*IP4:Q8/_S_/_|^?J MI;|M;(5U,YB:U\$|&RL
Q%:_7^%#Q^5_3.TV^I2QUZ70^?1K@V"C_N/CGMV&M_IKO#0*V;_>0B^_F;2
#4)SEP|J68|PLY>@IQ6L9|2D/V<|VLU8;BV;9&EA M&_Q.BG^RK";_N?|BVS*S&?KDE+Z^+?
=K*J|E'9";#MO|Q|:25 M|R5H.(3;_/&8S;_1Q/(38HX;J
MWDB7EC?/SS*@Q>G>8Y1|XZCKMIY>|D1@W'5%GCE4>ZS;H;=KO&LZ_XR!D4#HJ0:F?|D|U-8L49J03##;
|U1|J|/+%_ML?_D.&>XPQ-I0R_FZ"\$#/Q<8N+;Z%&XOH7|=2RZ4\$U@B)E'A4L83|:4|L_3
M.E|^R;:\$5U,96W^16<4*_BY\$KE*E?L&7&K=MG=R-XZ-ATURF0R\$40?
^<)|VDO|J@N(GH)0.3*DOHR';>G|IV>HAI MT2WL|>_2T? NHZZC022X30%R2I>A*TO,ZX_17B+(-
P=VR;H^2(7^<K/_MR>O8361M|_2EQUKFWT|37JGD|>8K%KZ^FGI?%B_-TB;
(NCUGO^M8^HCR/Q.BHH'P;3'3V",G^L/D1?-&_?;YUX MA>N+2R2*I?^M\$C/_E6M|O1?
QZWC UW^X.#N.0_^ON M(%Y2.W(6_#1;G42204_8^1*019|(IOQ03.G4_0P'HY70('G*14CX;&5R.YAJ MS62*!"X?
==>ZYQIQ\$X|I\$M4*K6|XWE;N5))9C0P_B6DG VA-|1_4-RAI^&# MF)|HWF+|JEOW/A_Z3W&6QT: SX
M|MGSL|8P78QU>WIDBE0SG*V*DU40G)4Y+|+B\$JL|HCY LAT<|^/&6=L M
MX4=B(0V3;%VV.NL_P|_W4B0NNL\$AYL!&NLOH+= ML4=7S;YP#JC%/H@>HL|SO*?
YX&IT5M.3P5/9FX*)|\$20%Z|5.S|9&3|JDC< M=-%CCEJUUD3*=@O:|0A|G\$4A+AXK3/PJ|:R>5*E2/D<^'(#W&(?
=|7IEZZ_MOH*_9EH*AI%|I<6QEP^K9&>JG?NH|*O<+);(W:(Z/W?^"";FK<='F^I";_M1L28H#USKA|3?
=|X'W;=R&7YC?IV6.%=G_*C/_\$VTE_/0Z4KA3"YNFZ_Q6_MZ&X1CO.6?WUVN&Q M?U_2^?P-F?I?8TE'
Z4%M|_WN@C(8A|IVE5E%6/'*ZK"7H3PLNHK P(Q MSX%)"QFG%VKLG^SIH_/_L2%|D^~?XW6V S|OS-I'|
BXN&>H;\$=3GQNZH7;_M=2VP20"|_DW_A'G MP-7N".E6|Q7_*AVC=8|V(2+TT;J2_#Y;LAAYHW8=QURV-?
W\$1X&TF#>JF)MRP|=A3VP_\$_.55P.TV=500\$S)22L|Y%|_@+1@QN^T|I(L_18IH\$&<(OR|MM7)4>_AR="|@8?
#14AQ|3.LG;D|42YMR0G|S_<K1GFI|7)=W>=?G#K)5|HR9!!;5/9L@^8GW_1Z80|A13E3I?S"X_8;L%Z0LN|
ERH_ M2>BCTA7|81:M MZ_5|B7;7UT^K"G+;CF|@/_1^F;US;&32A-I^EH1X&85|Z>>|^_K42UG.3_-
M|TN9C|ZY1EBOC9Z%MLG|HN9?)|<35EP3;)8DP.H|H %Z6%6XC<-X2T--M|C)_8_Q|:N@*)F&:DZ1=|O(0G;
|?2'E'+WWHDE|Z_7H;..2G MH+^O*G_&D|NK|OIU)X"#R+8YMG|?CTA-EJ_D)WB@FQS*WU*3CB'K;XKM9U
MU:1+1#PU)>S@_#2.T)|%F?OLVL5/\$JX_*U,P";U4Z^>?MZ MBV?#")F?

A=<^UH%CV43E^!EX^=FIAY9!V5\$,2J-NOE /AY^#RIA:"\K<
M:YILP= XFEXQIS*Z% "K/ P(F"3> MU&4EGECH/2AI>F"25E4!/=M&RZ"\$ ML23XWD-!+!2*UA)_>D\$G!N-
<15:<FB#94@K!\$1V*Y MAL:BANKM5#;Z!A5;E+!+!D5V/#'='4!S(RT-T(KO9PL)>[R:BI!J.K7OV(
M!P!WQLF.8;KWDHPM5YA0UU2<7;C_#<3!Q*SS+UU?V00Z#.57_==J*T:%I#Y%
M%EE4U*2NWXQ*OA32^>KUP84V.Y!D#IM.M.OTV-4.I8ZA)4 J/OVNL.SQGR"" M9@JX0
6>!HCJ!V+!T">^B)V#A3DFV*J2A!E(PHO&W:%O"M>=4E"H)I MU5IV9@5* @.QIF:&076U3X.EXHF+B=WZWYU
(P+P_KZY8\$ _N"DK@/37?BV\$X M6JK(P.4&*@3;M6NJV""VX"728K'0Z_LL4^AXXN="+3GX><;J_?&1"M^=EST
MM)1/&A;X_IR+M1!0;^R/KYS57OM!HOK?_9=2!=K+N)85?4A#H^\$UJS
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M:3D5PTL<!/;@X!CY!+=R^/C0;T.6^/1V!T?!"7YGD;OY!%5KU+>XN?JS
MO.OR...X<;XQ3;&H&OY!1YE!7WN7S10^P_>;JPH?->Q>4+=ZJMH09Y&2 M#%"!QA08GO8BK M#;+0L&B.
_G9<90=P_J_+QR=O'G!H!DUGWF (X56Z"
MKR.CQ9Y"<>.&+V.X1+=A51F2SV!RR7Z<JL*K"XR;)SA7Z#FO32>MQOT5.HZ
MKB=Z39TINM!RECCK)N8RC!/@: M:09.>)00MODGL5G M8AR!F:)R5.+>RALFT-
9!\$OE/TK;S_X>O:UKF>4A^!L@SEHF7:K&JW!00 M3V)P>LK.!N#U!<%9AY;Y\$NBD#?
\$D=YL5" _O^XDM7.WO3FH"O=VSL^S+5F# M0IG 1-V)YINQ3C@AYBUQ:&)6QXR6V0ETO"Z4?/0HX\$CF
MR2JICOIXH:DO:53M5DG>ZFA!W5T^S8-3DE AIL^R"X4(K#WZTZBASIOB7F!
M@Y%)#O\$TMF=76OK\$611K!A0*U^N6%!EP#W&BS2=^D:7GBZB\$R+Z;V-Y #7I
M#;76(WPE"M6H!(&W*RY."IV:L!%34XMZ%IX^N*;/O+!F_ /J;WG6)Z/QPXXJS M!P?Q?KHA=VQE*FXV0@YX MQ-
*1@4^+!DX=J!S!S%?IYSB!P-[MOS&4!QAPJ!E=F!>AE#FGI"-;JSH" MOXM@M*Y-D\$&00!\$!DBF\$.*
[Z!H H4!6#RT4):T%7J!+@EO.!^4B10&8 MU("3MJC>.5!\$!ZXLP!+HOT*GI4WY D!HO0-JF.1.R @^U+VUB3X7Y!
T+ M#>74K!>:E!U 5H9 T!@:'!X22 8JM+= "2Z"0MC*8Q;Q.SKYFPY6P(?V7Y6! M:F7:2I4TT"IE9HR-
V_D):J_N_LGWW8E>-R:%KA7#20\$/<>-9B^0Q:X
MSZ!/@JT7"NL3HIP=3:RC!5..SK"=MZDIE:@AYC(R?)0U!*^&1Q7WON02A MU+8CUZA DL*9C1L/-
KB7?ID?/K>O)R;" +6A-6_R%(5>: ^U%"A99/)-G>K_B M5<>7!792C&5 HORLO'2U *PUJK.ZR:W5^WLW=!)!"I_-
[NW+;Y*HU7A+<=GH M:OVT""?YIF7AT!TW6S/^Z)_0C.KJKO#XQP%MZ+GV5;8*F"!1K>3L86G
!AF334@Q3=EX"Y!-07T^*OAZ4.W! MN4:X&#7!9).N0M!/ +JB+ CQ)!>-6=8JNJK0YK^L%?;31D3F
4%)AXH^#4 M!;@V>)%H:U&931DP!U=\$!W2?WGW72)X\$@L:W#M;15E*\$8 MSL!D09!_"?WU!"16Q)3T+
"%HV@BL+!8SM(O65MW#RW^AH.UIT;LC!N) M:HJZO(L)+UYDW;J+;WO;RA8FCQA7UXNR!F6%Y".EBTC
MY!_IV*\$C! NT6+F.H:#MRP^WUJ_W7H7A5S.Z^2>E!\$ MWK\$0E!B_#O!@%?4V%=1YJD";0X:
(Y71DO*&1P9:#XY^N0J\$DNCS8MU%8KB M8-
*7:WD>L/S@U@!%2AY\$T"@K73XS"Y&7XV^!G)OKX4N!JN"EC"9:1 MUI73SMR?
\$Z79CZY!^KYN*;'(C)!_L3C*Z%QN:S=6U7IVZ>4?<77F?#U?M*RJ?M#>M&ITW\$A^G!:)J2S\$E!A\$(N(<:
[37:Z!N?TB6.DY^7UDY!\$ILA2Y@!AR&O M Q/VR+57=VX H.-!9:Y-408A!
(K>A!\$L\$!_Y+9NB*%IOH!)>+Q<:KMY M090?&2DNH8MM:QU<815_-KFO MW4CW2/5J5?1.1YR5PE!&A=K\$5Q
R'8:4Z-"Q==K@X M-"Q!9B+W4.5:8Y7U:IQ!_OGE1:#GR3O+&J9=FD;D."HPC1G&?WHH=%CR!HD
M7GFT!AFDI"/W1/2!&SUU^"!-9=+1;5D)GIG2RY!O'C!UR0<.V+S= #JJ*
MW=AWPR^VHA.RG9IG(-12;R5!WRZ;_<0:2S0!G^9!1!//+P2K7KV"E2-H-2 MJC46+!WF25_9LDM,,
(HO).WO&V@TO!_62X=59RVD!(_*V FO3=B8(EUUS@= MK>O6@BW#T7N#QZ+!HDDZJA3#S!NA6.Y3T"?
VWX#!@ZRTY@^E.O3)1X.7\$1 M7)W<@KA> (E!8 T*\$>;0&97X?_>YJ?4=50!\$>#>#0NI"V>;&)3OPU'7C+%V.J
M.%>8*!T!4\$_*"Q\$;DVFTQ?BQ5CW.TL02)MG>O_59_G YTF^B!&UP;6RC2\$=X1+2*&;PB0?03TZFJ?R "B/?
P5!A3;20JNN M&.VGHPUWBVQJE%!/1/N#;2YU!=-<!&8 /8M,+="&09*
M>CZ>\$!R>3Q>Z0ND!P^6+J010@8!)@>G-DC(+*TWE!>G2!WFR5H2L!>;T
MB?;!KQVPCY^>"NHHIP%7!6ZF%!*1B5UN+!HEAX8WN=^"0*E+J;D/ZB35986^ M^3
\$J(BKG'LHS/IBF2!K*J.W6=3'(.MSJB?TS4!X6U/#J=I7I4# YQC)_. '3 ML^G5K3L6.3C! S@!:<#P2!PZ/NTZ=.-
L1Z1'.5X@!H&(NF^K05QP#7HSP!># M28%\$9+ S.3H5+YM&%"%|+3I9E(HKJ!%_I_C)YV>%UG?
K!6Z3XB/L3#*WNH-C MMS<;EFS@+=H)TBLV(1!0K?U!@. @S'556.V.HB"V\$PH4.W.VIMEU&W&OI
MF'8)O1M2&>4OIU*+?I#N03_UW@6JZ*TLYQJ\$&D!-8.>*K@3>JHA9UM&9.. MD/KIZG.9N#&C2S%^)3VJ
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<9>7Z99."P1ZDXT44&X_@J^X)\$BEZO?G MO!A@!="1N!+MHA#DH!)6N_RN)2@AA,MF%9F)HJ&8YL&RM-
&;#Q=W&4RM=U@CG.E!Z.1H#MDV.>E E+W7J38"S89U^RDI?AT3XX.J6L?
MPP3!K57#RBDU9C>^52U7K_4P?%05774B^I@9NG%>P?S@/?_!
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TY!VXGCD!PN0J<H;23!@(^HU73(YT@X2EH%H@8=5Q MT.TZ2\$PM;D91A.GV%*!)<H2C>C0<7H06%
+QB<;XE!TYZ?J^4)W/1@ (ZR MI#HJZX0ZFPXCLY5%+"A7G#3G>D8@G?TY2?"I Y(V!X#KO+HO8!&(ZLOBP?
AV36.9F!6EXJUL^P_JN3A&WYQLW.Y8EWJ"0C8,> M^GK<*M2(5="N6T.D(5_\$3\$B9X%KFB19MYB*N4N\$-
L@;FZP@UXM+G.TSH9F M.4<_%SLY!1!MLXY8Y+T8A%?DQ#BIS=FX%G,N)7/?
A^G9#AJ3TTKDS737S.0(>@5Y! MU-2#!_EDJ!D.SNW9FZ!5A-DCJBV9!&IK9H!HU""^N1AKO!\$IF_Q4TN4N>T
MK0%&\$-WH"FC>%L _">"WU/&TZW5S-57*L3;KO;4W;Z6\$'/ (A-N&Z.WO!W; MVO^>'14BNC?
T6TM71JWK!Y7C!_PAESMJC?F.V:&&+?9!RMW!3+9+P(=\$ M!Y?3;=&7JO^?
JCGA.7L6QDT2QBRG!ISH:2>6>"R!\$@@1L5-5T@>TZ!H_73P MZ:DLQ3KS!SJFGKB!3V_K#VWP?NL*R05 M'?
Z!L#!&X!>02PNGOB>.9WMW9!&@4:W..(C"5>U^42)4*?-D!&=%")%&D
MMM#%OVADE::8A31!PW@>KNH7)PI(EC5&/I2I6GJ<#OA1OE9C_NZ#D T-V MW JM*N)JON0F2=.Y WXX-
\$SKB!^ED@ON3GIWDG-D+NJ&G\$>L*(K5!J^S!+Y*! M\$D_PB9ZP;P>CX2!_HWEJ=8T!^M9/-V\$Q0.;!3YY'E9*
5SKB!^E!M8MR MO""7+/*312=J!J=&7K^J@SU_S9S M/6!EOIG!SOWE^R)Q\$1E!X)
!Q2<;\$C!>#88NLV!84"K^4C!=-.WL*75!M!&C#"%"33BV1+TB^FO!BEL%.1Q3\$R 8!2-Q-
ZU9PE6V*=-NF(FAFPG^X M4#_HZ!%L0*1.X&-8)^B!F)\$5'2-HH=&G+H K/1!^FR;KJB1C6:2G!P5&X M-
HD^AP='G7!IP8/V82T 8JH8<%!Q;XQU!976.Q\$BH:"O)^>9TTS!)10PD M+)UPR#H^VAX4\$7CS6!"
ZTT!;!*8KKO&H M%7XR4#Q4QWX3\$960EK-TDI'9*7!%)_J/5Q.KIKJ0&:99B;I2
MK_@M+8"PN0\$K6%LV/F2.NB#3;U:TSR=BN#TZ@3!+M!C%"!3_P#9^<=>ENW(\$ZHEY+88.IO\$N-O1
M:ZK!5G+=D!5!&+DY9C.!OHB :D6!_89)SHF>%N>8WY3X?H/J7BGO!77)_>MI)=^ZC>J!)?
!7!T9!&H!62X>Q?S9 M@ (WWQ&C8GQ*!X05MQ7J!>_G^EFFV)L/_>O^X8*<5..D?0ABC?/?
@_EWH+3E_!_A9V;=%KZ..2UWQ@*7YBQ3^M^T\$^0 MU!N!U@ (7+;FN4N!N*""^V4SX%\$_1>\$*7?
%NO_!O_J48HKWZES%G.W2.3 MZP!V23^+%)_DLNBZKI?-N WSVATS MV.
M3!Z8^6.%Q:'3^6R7EG!O0+IRKFY",P^/#W.#YC-P EQ#O?B\$ID0LY^L9 MJXS8XXPOY#V;4 RCH
?!7!#SIU+*%X?(!P3L!&D*Z*G8-?6JS6E!1T"IE M@Y!"!7CK/3)PCA)G^!+4!A!J!T=H.C2!#"S60*+!
M@P:UB3.OA8R5P#S.+_IB^#8B%N!0^E355H.TM)B.GY(T7KI?Z3Z\$+XY-MAW@P@!W^EC!BE>-@C.*\$O6-
QN"QF@QS5=TO%VS6MN>BCT^JN1>!0E>!E; MBV(S:A6U58!_E/\$:11ZA79R2Y=C1-^3KMJHRJ0^J;JLCI^R<+<

(/ATA6 M%W FGY/-30*?> GO.DQ%KJZ9/XI5-I31U04DJOIYRNQON@FT#L.TIR3<1I?&
MG0V\M/E)I"11QJ2\$G7>6QT\1 #H1D^NS"&&2I\$3I!19\$YV-.*?P)<&?H. M;M./PEEUM?EX5%I(?G*7V):1;
IO.-?2OMV6MF(QI7)G_NR7WGOL/C/(IS.DOO=C19>-I MN*19F-BQ#&1TMO2OR477/#E5X,Y17?ZW:V;D!K'?
JML2,3@7#=#)KX-!DWC*LCF4N;#Q8;81;#N1H861*THI;PBER+4A1_I M'70IW%Z0QA,)&{B2X,1?
JRM20G=9K+Z+OL,4Q:QUALNIES5M;XNSNUMXA12 M/#%BNA F?H Q 92-USIOI-
O.YIT\$K==7JIG_K"@RF+U;W.);(G,+8;817?H MMER.G;:P.-=O'5#1<#M4C:DN M07?29,080Y\WCZY4@H%/(#
<9#"5DP&(OL%OM"41RR MF;4BWCJW\GBINPR??2O>1YC2BC,/0+D?OP\;P5G(.GGK8(L!9IX70I.75=;
M6GK^2^Z74>KPZ /I I%X"65UVZ?,%LX70A^VO<9;Z;,"6O:K-<"8L!W! M3Q.K-9I@_@TBXW?
J-C\KXW18XMK%T"AL..@L_1O)F#9#FAF_Y,*DDZ8I9-M=|P>F&2ZH(XQ3Q) XP7PL+VPSK;|
(C'&QON=YC/_VZE|UGF< M=-OQUEG\NZB*@B_>|XFCF=-P-S72P?Y^>-I-|>.58M\$; "N-+%A8AV
M7&05L|S^U?..C1\$&R#>=2\$S5J7I_Z_W<=|5|DNW4YWX34Z;QW%/WZ;=>|G36 MWRWHTA_@NRS7SWSC-
#_LF,EEF,D MX7:IV=OD&2HGY>YF)U>=H+|3FCA|1#8OR+SI/7RO+*7H#1V)+E*!>72OJ M;B4;L:7I#OUH
<#H+?N7&#IW%_DL47SIDIPKJ*WEU>@+|+B M/W'T'3V@+X0S\$H3YE=L/CQ+7&."|@=3!&X@6IV4?
8EV_8|VC|=1;_1#| ME_1O+|EF4UP&*P_)S62H1@=^K&I4%^ (R\AG;%JZQV:E,7P&86&3M&HOL3.L8 MY%^?
X1Y|N'/OKGS|&+5%9HDS4%'8I9;+UBEWV\E_Y!"89Z#^!;:Q/LUWM M'&L9C9D)FE"&'OS^68N8?(*
(;%\$IZ^EDDKAY*K%ZOA*HXVG5|41*PN#HFAI M=-CWQ64AV EXOBQF:F(L+RYU^V'HI%|VXTK@'TQ'Z?
8Q6!;F&)@@&9;5^ M,J^17C=Y2I/P|HAOR;|(>D38DM-|;U62)\$;/(A>U*K2* #0/'S&S/K;5
MLH.F;J.OATP;+K&%Z;G#+,0>?5OH:C^|50UA6#|S*=E,JCKI+O;JYBI M?CLIR;M;# "W@+2*I"\$I-P?
\$S"U7SBL*#P2HL.8/N*XMD>;QF8AX9#NB#T M;Y@SU %CVB/3&99R5|W+US;U6*0H\$23"+FH#>H|;361E_Y
\$B0'9JEM/M4_KV;%&NPDP>BXJHNH?7" LX2;.%6%A2196&Y9JPT^5V\$3<2|(I+|0Q7Z M#>B159#H"\$47-V7CT?
|&|H%"N|HY6|MTS04>S%4QFT0|>BW DAW2O6#*G) M;W3&U6|MV| P';IR(COJD;2=|2Z(2E#1"4"E3ZIT-
)%#@TWN(F2\$+V%|/^-7 M;A6VWCZPK1E+7LXW@H*) Q7BG8;HO*ZK N|ONX>"IOY/-|JWCYD@SS2\$-OH
MUBV WR6U\$Y(C|N\$V3F|S%RYDFKE|A_%9\$WE,%63*Q.O=6 I;M_M;|;Z;N<
M;Y"P#56|91I3?I0C'9+&AK(B=I>6KKO4^E;CFVZ(60;W* @MV\$E M0UE5>0+D|B2X/^-9-
!*\$4Z==LE5%P/6)=%S@J M&F;"K2V6/-O-0Y (BJM&O;ZI "IMJ1OYZ2?<>|&O'5|^-;Q5'NH0 M4\$F?
0@#E!S|"+_8 MTOC-M3K2=-H&6!##/'|+LU|;#9#-R=AQCY) MB)=,SORG3DZ'TNT'|QV|&78E\$*)LLOM;8-5^?
?QUL\$1M4N3^Y6 !\$XO)P0(37=W#%@.UTAIAC22#>|85!""FX|Z3X/1?NH0|VB+ "P
MDH55&9H#T#N;-2H7@6|>4AR=Y70(W#4D+#+@Z'T@NSD00W=|'|KB0BJ;F@ M>T;8R/(R=QWL-
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9H(N_X)=.47.859QXF9*EO9?29;ME%6U M0BH_?AXT?K5|!6VUL8*<@LYUPA^0;(_*,AE" SJSI7N?
^7+W;_8#5YS4SO_M_5|;C=;-|4VKIX)M\$XLDLM>V_Z MT4MA/L@_2N;L;17#A&R.YGR\$0'7|@J-
&=A+2UWN4&2?T;|5L0_TQ\$^M6U\$=L*(>%YKBXG8AKD1OG%BB2.C&|#O+<-UIH_U)8PMZ#\$L%|;NV#"
(D.GT& MIO0=Z@K_+!4\$A?I?A7|JV62R*O14@/RZS.N+5W0.^PN^&48ITI/JX+R.SYI
MVGK|A'08CGN7/+EWYKDI?#?X6OL518F9A;:I>%(?VY8;R@&C-K6:C;W^TS M=O>9;"#7H119(VQ(Q1.3D;IV
N@P0A1J\$9TFYREV/+5T|YXWLZ15^+6^M MB&QO EN<"E+|S-7*R@&S;O%;H02IN81-J'FC1@;|>K|";#|
NH\$P%=8UYH M#_L /> /KEIA93@!M&NTTI-8.VLM+|W H=G6@&W2&7"UX1V (G7(|F|=M:0@
MD22W\$=#%L*DL&M+D0C'D_*JBRBYORJBW3D*H&_L?9Z|X|UF8|PJFK;((@P@F
M&IZ(/A4+2BB*1H5S>J\$R+8LMC'AT5WILZ<;M2.N3 H?^V|AFRXS;W?.W>\$ MYG8L=T2WI>Z7.CBOP0)_O+1-
&7"S|FBAO;H7C;=M7VP.CP;Z9W;"#2LKCR MC7#3XW.JIG%X)2KC8P+6DZ'T>#^C9&JCF'LV5-
O:S=VHMIBKU|RS@R)K0 M(&MW3#LR)#(A93@H@>6>.|04|4@A-5700+O#(*"LMB TP%_-MFP64?)P/
B;ZE0/#7;-_@03WA|G/(COW\$0_)2M._@E'P1Y?@P*|%=FV|Q_M9|S-
7U0E'/JLFG6;"7(CUQY0Y M;H;8E8|;FQ|JNRCX;<|63>_!E3FY'H_MU_@)E;S'XM.VH5>2'AZG4).\$4V^Q;3?
P>C/F45@&AUC%-N\$Q4S=LXEIBR M=>Q9U'Y8PJ;O\$;Z;9RN.4V IVQ|&\$&7T71Y".D|=.*1TR\$KZ+FIG*9J;
MA;MM;X@+U LD<*?E"Z#GR.H0@.C|M-.ODP-@3N.PJ"QF?Q3COEZW@?7@|# M-N|9S.HVA3.?>P)X3>#
>D&3K|=6./EK)JUED1|^=GM,4S#^Y8|;_%-LP! M?I.LP'DRD1"ZH_*>%UQX-2E'OA)28W&O'N@+7<^-
<B@T(T(Z&45)DX0BYCV MN|_\$.B'LAQSN_HLOK5>:V1=|E3K_ (U9SJH06/XI'X0
!|=+/+13E.XGF3>?2>N1&0.#K*^T>X15Z#PFJ%\$MA+I9HTY&V^+>WW+ MC'5D(EY095N@'0/2K|G?
%>L1FL4|J-6(X|OD) L M2|K;26?0N*DUHK6LL2;A;\$.8_Y+U=25VB7K-Q@8.?N@9IN\$3B")61HC9<0X>N M)
CGFXGUDF-M29X)\$7L,7,H%T;L.F8\$2S7|)!;?7-W?F%5;Y=21P#&4N|VD3>F151E5@K-2/D6J^2V_IQ|\$.N?
X_TH3=#<^4@S6%Q;C.U M MF)YPC(EU@Q6?@S0|X|>2\$4%<Z|3CHY>9MD?0'OL%WMYK0KEN.G(24_@);?
U|P;.O.HU<@FGDM9IGK4L; X|3-NU.D M<=<@O=H'Y=B."B+%8.PI05DD*7#>S3!;8L*_*|IMD?|AN;34X&>^>?
UIN_M"1N%L=>PG@OTH3|L1SBKFWF;Z*FS9)X4ZY7Z2?O| MSNNV/N'1K%")<&^I)P.@##;U;ZR?
7R994+9+9KU9NR.)U9O@4 P;OTN39N M<")36>&W9P_J8AU&^@U6Z27E|JOK=65BJG|N\$E.2&F;PP
B*|OGH7|3LD1N\$ MF#_ER;K6G'K.0WWU#C9XPK; N|1P|&MW| SP|S#N)F|E'A+?5R4+_Y
M9|D.X8A*L=O2TAY|5_.C|_/6'H6U1(&+@G3A|_GO+9KR%|S<>5Q2EDRUFY M0.63;"BWWOWDIE|1IC"V2,S-
QE9O#|/U8JTA639K"J(5&<4.119R% I\$| M@ME14|N-.QC13S=\$J+;|AE2X_<SO#3|UXB@1TA%
|5365|XDOH=E S^|;H M^Y;+K80HS;1XF8+B@^13K.5+N=>H'Y3*1?PV>'L?TEZ>R\$H#>|WCP<-MA%(
MB\$%|=1=6|J*727" LXISU93/M_%L#;.8Y4Z|6"+F;_<39@%F/VXM.KZ M0>@>^5>BAFIC)
|ZFM\$X#L;IR.T@1B8V@IC(%R;2A.)% 4P1%8=F/|6I6G_*Z M|Y>*_*;UG&YIEMT.XE#9NC-
@1*82_!3#.KG>!/U;JDPGJDO0M8N|PQ,ZY M4"";3H/=QT*XR.) (A)9;H|<5#>+--+VQZ;PV>ZRQ5?ODS2OBW
\$BI%='RX MEINE3\$HIT<+ZIO7HBOP(RJ\$K\$XNW4N2!+0@4*FC-NP|H0>9;5XF
MA;IZOHG|YK3%8C.R."YPHEV|8T"ZB+<@BB9-.FHJ9X;BD|KZ618"7V7; MRf2+V|N)#Z+CGBH-\$|Q| V.R/?
2/B_4?9_#;CU%WDV;YRXV|@;\$_A|> M^_&G>QQ?0BY_W_H'O;G^LR@V)P%Q"@U9"|8-4;)_P(L?>8+!9EZ|W
R4F_ MAE4'3M6ZDMV^#K2^@.C.8K|!\$VM'X>|@U4^=@7<9/.NE"PPLM^KW)\$|I
M^BC.9XI_R1G\$ YP&|/4CEL9?IPBH<|K7_T+|<2M^KJ|HUL^_*9FNTVZ5)-DCFY>HJ4UYJ>L^H3|P-)PRM%+N
MA2&W0X|UD5GGW1V3>|*<^>.BU;QOF G1TUT.ONBV3D@YKE\$|L\$*RQ7>&V18A MF7XZ5 MW=CZJ<INU?
_EW(FDSB14.T9&>15>>3-AD'?>=*/=S#ON|S)!;D0#&|X
M7G1\$^/F|#,T>>.E#ONIM03UA08=EL^V(4|WAA&;^8;SHB=*1Y9E@/2T1BX) MU%W-
D_SJG^&T|BR=05S4.4M6E-"LA\$=;+A^J|0KZL#JCW*|@|C|T'06\$WB M+R^OG^Y7<^DAC|;_M=L-"
(^2%+V3R!;|G @XK=+W.NU |6-3FIBYNZ4E@G(9(W+|<#KHX;=LL|H|B|BK23IDJG)AY@2TP8AGSCE8R?
J9|)#PNO M|C'A^|;ZA=3FW@+|A58,W9"V59L>0E.7;_1@AR" 5T<D-&IF52|O4| MDLR2.C|;|P;L-&|OBD|Z*>
(SBVPD0#0;HU7*9CF|?("C|><|X|UIQ M2=CIPS|TT3|.URI_*O2+R3Q8;K*X=4;|F^W\$FA#YJZ%G_V2.?
W4@P)O% M1S@>?+1.7\$;HRP222NS2UE?TB4_-%2A_@RZ|O>HJ;VW>;G#T9=SK|S4|P* M.R|H.*R5X_N2?)=
((^#&|<930*2J3.NNXQ_KZO6SFS/C SD)=F1\$C9.%21! MNN1(T+8C/GVNT?&M-IU\$=-IP+V?
ANR9"1)=E@*"RPA\$;|_5AYCZF_&W^88>W5TV6^>B M6B;F1P<(R.V0DMG D?
F|A/F6*C3|)CVU|U4N9N/0^>5>4SL"&Z;_?#Q ME|H0|O?KI6|7("0ZG@.44/O;L|WB-IXQ7(L5/&|Q_+FJ?
JGZ;8;H09^>12 M;T%*Q14@1=(V9I9W.XP|+HM.UFOP?E.P.Z7W)\$S^N#K/O-7NT(|8L|>7
M=|^HOG;ETVX|FA"&(M*&4/F79;PV_@W/9|PL(= M^C7,BEZ" QX^ET MSTB-

H52/7+'W59XVI>^DJQ(OTV6#)J.E\ C8JR U3JLJHA#G6145T42^O!0\$Y MCB& O^7L1>AL,51V/%7_I?
IRWMC2^9JYJ_V6N(>IRZ8^#1&&Z13-WI>_I MCN9)-I<%7M_ ^2M8KH=(Z;=*-
M^L7KJ9NGQP\$+*94+9AT^!IK4D=)=DGZ=L MV7+JXN\FMSM_B+B5+%RU#F26! 8?X,"\$PA5L=551@=:7 M^)
C-J^IZ^I&Z777I+^*6D,"\$661HW,I)Q.OIVWEBS6;A_ I@C6Q6G///R?&(S>I^74&5.H4-9PF,@QW0V+M3^I:1BID%+ND?
HJH8V^ MSM4IVK-JC7ZUY2=TB_E%+>91GF&G\$GAHNT)AGBU*1QH=:I2>;1FL<%5_3-
MI87Y8B1COI.L\$%OKTM?IR^RWH, #"LO./MMQ MCL)@;I/>#-
XO@T.T.@IAK7XT(XL/B;)Z=K9M;(CR+>09M%7W,I DH\$>6**&L M(1M^D^1A?
_HH\$!3R193SQWJXGX6775Z^2^4B=DJ&_2A_ ^_3D%A#"+,=Z76Q M?G%WQQ^8\$&_ 'Y1B
EFFX^B>;2\$#H;^;OJ(S5X>9?2\$0146.D^2VY_4WB^2I> MS?_WKMLGJ:IF9L0^EVL?
V^*06XF4.937L5I75BI/S\LQDLM)M83=C)B^97UW(MY1IQ9;5QE".T 8)V^ ^>2X>J^I^P+ATJ3M
C@;Z64!L.SNZX6^UDRL^5)-F^*MI8JL=:Z;7C)SO MS+UHFG\$^P IL1X^56^6%
4E2_(-7!)9I ZE+KY XUAP2<0/\$TE9F2IQ9/3E^M?P^V7:2Q.Q8A@B2C@!Q\$@F?T7J)QEL7#U#DR3:UGLJH
"Q!3GISI^R>*=M^EJ.Y.W@81-P.E%F^V^R7EA7>=@/6_5:HGR63+*&U.I2K+L6L><0F^*2^I M)6
7X_K.D^1G\VF1HO^>E7R&E0J&A4" _>O2,-HD;4)<=:L7.;>+MG59W1 M4S49O*JN=V1M;BE1J?/O)M5^?
M35DF^X29KBS?7F5QVV?I&7LJZ8Y_FVIN9IZI M9 R@!>?R>2+<'K(2Q@#WE;_WQ&8UL68-O%U8^?KE>/UT-
K"/N" XRXJVTZTH MX)6IZ+L6*_X=KSOX.EY\$1ZOE#I/DQA=7S%8S=OK4BE15E8_#;I^O-MA> MF=^>-KTSX
G^ZGR\$O2.X:0E0BIF=J9>:SP.%QO>?LS^G;8IL^X@S:"W62 M^<>IKIHW1&#D-D4.15O%YC59NBK^R7-
T+)RU.&0=#:"O%YKX\A"\$;NAH5^M^/ZISZ6<0ZA2B;Z.NO/I7Y_W2TR G="1^UVV5U26%L6'/+ZA)ZRB9^XZ03I
M63;A C::@.L2UTQYES<;5>FW"-5)0O&U;#8\$X U^LO< *V/L+W^*^N)@OD>^4-C-0VX(I D7F4R<4.X>^<^(\$+
(^2I(B=64I)2=BW321I23AR RS MB2.\$K>"^T^Q (U-H.292.Z6R89&^*P IMQM"JH^RG-0=V).9R.LBLJ_4>%;
MT?D?@J:OF9^TJ^+^36_P19UM0U@3-/A5Z(^YI\$UE9JLABI3LS^MM0.< MGH7K?(E=LH \$I OQ&
(XJ)8\$(CJHF3KI^Z35K SI(H/H5FX3I08_S^I)U>LQ7? MP+IYM3-QAT=:VM:N_@::RZ>?I>F=KH%BF-)5F?
S)O#J)U^F;5^S4)2JZQ> M8+YG_:\$1V&KF%<"I4/HL_OHG">#ULP2JM^9B> FF^LM,9QTUS+/9W^C^U?
MDC/A4DN=^UW9;8_KP^Y_0IF%.46ZJ&XV4^>#"I2I!M6X2I^*2&4+3I;ZHL?+NW^7.N^G4.M9^&JYH/
MD@:YN+FNX^LGH2^;V6\$2;=4Q_1O+L2%JZ#K#J53>IT^0%.(IK:RY 5/>^"3
M4I0A_(-FHX0B1TQ6&W>VF>"FIU",GE>LPGV3TJNIGA9YLF.I.UAY8IOU96(?_M>/9J&R?Z@3@R?X44.N>R5.-
)^@/>#1XKW->IGS9GW=<&6I/L^*4(^UP@R< MW<6LU1.T=I A0=V4R.EILC#MGOJ:MMG49;B"
<.92I!\$10&7!A/Z-JHSF4H0 MI-FHU^8^+^I3^ZQ9Q.B\CIUOEL"1FJ4_6:SIP,7JDC^ GI54ST^PA,0@E9\$D-MO3E^
I@Z<"WO: RI>M^77F?#\$8S:ID7_ _6D/;_ \$-DEY%3QG!-%3) 9PN.I M#O)HR48=0=^AU2;AJ;U;=F^9?
6D\ S,3D/TIMLIPN6/UFJ,XL8107I/&Q\$1DU M^JVEC@/3.W5=06AJ_"Y\$*;UO#+?258)8,1+1^9^3Q
6^*O(QG2A.9CIX&W1 MWZG18;ZXR;4U=,JJJG(9S_%ZH+(%WB>VX+IRU4M+OU4ZI^)C.WJS67S:: M5KCIPO
87;4+*S#2Y.(A=?XRR5.@N\O_ S=\$I0TS6V%_DA9CT2?D(B&.20K MLN:@2I_8K)+P^F,HHP?-U%Z^R_:=%T-EMS=
M^3R\$?9ZP=E&S#2.>>U>=Z%*I#,'=88D\$)H0.I>?I LC1OM4>TV^*T:B/CRS
YQ@X:1.*K=)P:1%I#.WSAP^9%71^2WSU5I0>.6T=^LP4D8PYLU.D?TY8 MGO NE+(>,(CYKH0Q^+Q?O\$?Y-
YQ2W3I\$5I7J^J^BAI08V2RXLU+3/:(%8 MCIFT)GEG)9W0E#YIYWCPL&TPU:ZH12/FG>1
M;VQ93P^OFP@MFPM,I@%^S&I3= OZC_O/X^YEI2_@4I\$XHMC%<0/+43.EIE M^&K(?)
P8=IG,6!;U:6%F>D>3\$:#EJU+1K#BND&Z%(H>\$&.#Y4UA,P!F6^JO\ M^*W;#YI9/A;NAI
X*ITP,ZWD>J0EN^#S<_OH&1^0*>1CF+U6WG2^H 3,(>1 M&)
(I0D0=!=T8R6T:7CZE%RI+IL+6Y"+HMF>G#L0LGOQ&H@:?'= _NL_UG^J MYVHXI E^7+^#XB^?
@*P+L@T>T7-I^Z^1M3+70^ M9M^4AR&HS:03.IJTSM/F&I^X+ISU6F>6C/I@BV.K\$PR^I U^8+ISF^--
VM<"8QA MW?_7!I!\$<5I G P^R^*1;KE9?VYWI&I_ RVTSI", ^M3GG3OQ@^F+RH8;Q^NS&0>O3<+6
IV0%FOI^*MO70< MQ8LX#(O)NHA@#"SH_P?/E@DFO4DWL2P,STZ,5>SM)3H^N@DK_I>GH\$1^2
MHX)SO_1FW@F)42I^7S1C_#YQE9PS3AXISU.Y^DI7S3^H#M,+A5E2FB4_ M.F53YPB@A,JI+HN N!8)
ISDH LAJ^>MB\CU_#I>RR_YTI>;_ ^+^#;#I^Q" MX9^1F4CEH67B#@M),Z:A_4BSI8-9N2,823!IWWI\ZY+?Q&NQS
M4(@*M-P3=[W:\$QWUV4CK3\$;\$I7#F/PT_ O^AV^XX^SDP+#!;Y_7!XG >S6> MFU,33^57O:ID1IEF^*3T
9#;"^2I@VZ3<=I0Z8MK2NF.>>X^RI@#@#WUYAR) MJS+M)B3>U<I60^E)RK?, ^==ZL&)I,^;P0EX-@+X
8EG8^WX46&=L4^*WH MXV^YRA92^ YKX=5@_EL:F W/C6XI53FI!>0G_UO^DU2;^XX)Q
MI^X85^4#5;Z+D@WZDVXMY=I67F=RMT;43)5ZU>PB-S\$X^SL<^=C;..HO5^R9 MB5WYC MG8VVE.2U+20+<7-
GG0?O!&)&_4\$VI/XP+0E%NH4^!;U4,A9C(I TAQ^I) MOI3/LO(*TL6K4^"0RLXP33R>TS_.I1UL<2^!
MXYTYB_W&+;-QQ=,&J_4=1VIRIX3.2I>5XC10)EFOPN=CCC&+A1I2L9^CE^7 MX2%*W)3UP1XG0:86R^I@%G
U80EZ5O\VA89@PW-K7Y!UCLH@_M1+(R=/T_!24I500U@ZUSJ61=3^*6)JW;^H:SA#BP/
M>WZD)%IAB\I>307Q#^WIV7^557Y_"8Y;6>:8Z2LPOLLN-27@8^TO/28>D M/9<I+V#NJJ2#J-
K\Q3;"KL=P!5+.CVP+*#I! DT\$LTJ6) NSI<^5\$^C<;B MOI6R5VNS@"./*RH3IL^00%C^--
"I2@>T_ T^9MIK^4)O^A/#M9Y7R?#\$Z(W= MONZBN.\$2QWF22J^LXZ%BF\$O!7I^="JF^*U-
L?_I.Z.%DI+3V5%;PU^OW2&W-5 MIC9SB8S&JE.8JX6UVPF \$%C^4P:6X9OUH CL0OR7H,>S?H>5L%/I7X?_O!F
MK.#A6>7F37\$^Z6Z.9Z\$)>@\$/O,V?J^IDCSWI0B(HI1H_!N\$U/Q(IJTA_ M/QS6/^I ZIRPX^_KK18I#WV?;:-
+E^7F3:U@VZ>DX9RJ^QQS^C^QUV TB;Q>\$_Z4\$)JOIMOMB6?YO.O<7WN< M6Z_5HMJHX&J>T>.&58^4-
I)00HG^Z4UH^&%"V%FQ1L, R6DE)AIY \$VZC M.ELF%I\W;1:1UJR(R<41^074W^P 2I
(= HDV6S52YL+VU\$1/PAP28_7Y3%&I M2;\$HLYQ67 ^BGO.^&)T5NG;RT%AW@ZB^4I2<%=09PMHYZ284I2&
GIM99! M).GE(CHI>MW7U(>0_.)BM,'LY"<L_1ZH^3^%F/6>& ME0+I=WY_#4FV.*G1Q%K6D5#CZ0GW/_&?
S6#D/5)5^1<I>J!..@<*C,CB0Z MVIDJ^I^OV-S8IHY59>NICW#BOH^ZIML(GOS
M1M8HM)LGUIGR9\$*^4^Z0P:DL^Q+ 0^D.Y%91^>POT)6E876ZY2I7>FHMV8 MIC S46/^V)\$9O:X@Y^2?
V^FR4/\$UF44%+=^8I1%>=1O_#<1.%1Y=42^I+5 MQBP0RX0M;='R6DK^I5J/X^TI03 M(,RXI!5YP-REM_J
V^N!ASE+M;^V M^WX8^*Z^IJ=)0S;VI,BUGH5\$R.8L3M32IY2>:SJOEPO2^(9GGJARL^T0
MEF3C.@%D.1=UH>YZ^5Q^A;@+@C;R/78Z^U7Q<@PI+_,G9%TNJV^>;LK_Q^*>U>S8H
M+)>@0K0.X43A7D=&6FIK5(7V%GDB\$JHZ!N=F^FUU;"\$S9>A17#VXQ^X#2%L^&E47G_?3NXZ?6)"DI^5T
M^V^IJ= _M7;XN\$@2WE3DO3;H^4YKKI@PCE>Y6UY@PN;SDX^")=;_Q+E>L_0M M">L^GV^&S@^&^P9X
,\$I>K/HK+JCIZK#W3B)^UIKII^K,LBK^P4BNSRG=O?T M5,E2)4@!1!IMTL:9^NLN8ERK7<%B#Y\$2JWW??
J^W>OK&CQ1H M41PR.4HS?Z>I;"^L1QJWG",RM_VO1PEJ@*B<0E4#&#_NI P(3-V;G+EY)M MIM\$#;GI6^>
<0@6^551IAOV M^@IP4>I VC:WLF@_LW_!OLAJOH#IMIV;Q 9IHTIT^DJ4TZ2IBR@FD!I;"IL M1RQ=U!?
TSC^M&Y0!^N=:GJ)7;F^K09R;DW-R5M6^3N^AK=-_VR72.*CGL_+
MIYM^1^8^6I^2M,Z%=W+;I23_MH1STU^CE>91^="904;J1VV\$ZI^;ZIQ'= MI;EG-YRSWYZ%AY^"X&>HL+
@W)5U_-17U^*ZX_"\$X^5QVT+K^GDSR<IV.L MF3^G^I>X8N.@6JY>RD1.NZ@O;IT4G>R6I?WZXZQ^DL0^I&I^?
S%0&^H?(FI= M70O6>WQ35RR^.*MXW;2X76^C<#1.IQ#C"+IFZ9VC='XK/I^Z^2_ BILQ=^Y, M)F_8#MH4&5P
#4N,8KW2@K^Z\$M;J/Y<81_S^BIM.C?+K^V2;YPP\LI&J M0J2^8UU780E6A>@I&X15#,(&00 DQS?
G6QH+VAWA\$QU,^OG M:6VU0<(MPT+^HY6D5>KC_V@EF;9T J^D5^_ \$YI^XUA DNXE>2= _AFA9BWB-8#5
CLIX MZIT^T%=KAU@3T+T^I(SIR\$).>?KMIMUIRI "YAJ+2A0I.2+HI(P MV5I?^GJPU^04MV.9SZ
I9\$BC30IHQC)5ZI@^0.Z=6&#SQ\$D5+QL^VYI_ M+VRSIY-R7@1ZRVQ/NT_8_6^XT%=G:I3ZHS.

BCVX8NCB5AJC-AZY/ZIU5!1-2&IE?B(TN=\$6GH-@9V@D1A16/50'U;5/4CIS8-MUF4M7/G^E9J*U%U1%IZIX
M7+'!B;F5AJ;/_@9U.[5N[9I1"MMG#6D\$S\$V4IFO.A7X&TLW;5%*3;474)I-M<|@>WPV.4+M_@IZ.8[Y_GQ
MAPG"ZEXVGA2A8L+&W\$U4ID_F:4R>M=HP9EPW7=8&-6G_3.4)P'Y;C.K%+V@I+M?
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P\$.Z^0?=\$GB1S(NCG3.S.M2+V/^BQ7Y%=-L%BU'W3W>1K26;U1-"1YV/Q#\$4KJF1P_020
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+0l9(&JO^\$.P;3@;_<^|=BG@>#.81*J.MZl@CF;V*KS""SP50Y.??M_L.0(C%1C>JW_)VE?
/Y2?)AGXPLZUEDH^K00.MV1HH8WBCRTI2H9IAYB0IQ+N7'CTSL=GIEZZ8.Z.TXR-/21(.5S^O(S>:CX
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(-9""*IOVF2-30>?1NAP6=-8.P%.*)M1>?J5KJ?I%?XIUZ/^6X7&/[QON+Q/\$\$*5UF.MO"?KD;
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TVT8IG0JX)I:<^G6M^1-&14.2^4^76%+P-I.MB*6#1".+JD#1/9AUEGRP(#!-0C!4+_G'(V#S//RC=8X;
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9\$1435RT45)5K=\$O9R?>)7&82U.(VX1.IG_4I9BN90U;_MUM^XAKBYI&3YH!BIGH3M"(O
M1((6/PN%LXH*L!AO5#?3I7BAAF5_O3-??"M3+=RM6I>4Z#??"=K1PAK'B.F7/=M5G
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7EW|@9H#?=-7N9I_9_S8O.MD#X^IK914(I?<%"*";JZ?>G-JCCO>LK..ME_9IQU'A\$X#A.XIPT5/I8.(
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H3+N!15IUE.M(\$NSF'K7=_LD"U15.Z<_P65.X:I5NB7D.M.44N;UT1WAWHW"XXPYIU\$Y!_?
G+I&#I04@.C*ZY.H;KJR;ZGS2Y)T=WK;8CW@O:4%W-*.\$I+X.MUY%.5
I1&=SDW=\$SYJ<I/\$YI%LK_45@2CC!H%XS1_#3NWIY9TZW'\$8C720.MIC(5C3)F&N+U1NW)5V=08I/.RB#
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<\$_V)40V:C=+7W.U99W'+?S%"4L+O)J5..H!=9=-=H(D_7#/.&Y!M@A53!(G=IQ%^TNJ!"/.CYR4/IB4?
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J'2A!<I;PT+V\$G;<\$J!49.D0LV!Z;/_M_\$.IVFB1!\$*0;6#O=VX?-[JSZ./DEI3)SIZ7BAIXR?1SLYVX.2!C.MT7?
P0%#44VPS.1GFQ>HSXOS7LH\$8@.DIT^N%G+Q77U>_M9@2%<?#E<;#PRRH<I'P>D'NA&P5.M+
IOLI?>QO\$'ZO5^T<_8+=E6*JH4_^^*OEJW<(7_RZY6.3W&C1.E^)Z.LA^
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(ZXZ(2A6&BBJ).IJ\$WR(B1&.0.C)_'A(22.D4'9Z<_BK1.MRTQ^!WBFNZ!6L=OG1.P52CIU>+Y??#Z^A>I
(29M'WW2C_WO"KWZ+I6Q=E@A7A^Y.M3X;4CNYE.E'FIM;..=6)T(S.L4\$1D)'(Q&:7_/_LS_170KE#G'H'HJ=82
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OJX!;'V<)1F/Y/M)*W\$*NR?I;A\$#K/VQB^N_*7607EJ:6QUF\$&^M.AN\$BLM.FEC/IH!;"B.1!#%(3-"
_R!EQUY.N*X?&=U'M:KE/)(7HJ>(U)IQ4J8F_2@)I/(\$(%NV0*P;MS.A!^5W&<\$B84>&A+;;Y
M&J&N)UFC:%51!6#6A?Q'.KS.J>6H2)5H=I;T!..A1-I077*.50M!2EI.M?4HH)X#H=#>ET@=;(-
FB8^<8FY39!%"FYI#^"V_8YIKASU@R/??3YUKE\$>T@*A!9SJ.*WG.AOIAH!FNV!/-@*"(MB-2@5*G2I.4
1\$129V@<#0?Z3T>E-O&E!\$"D">DUJ%#42)">>PLDE!!(MX>
(Y>+;F3GSWOF=IYYSYWG_N+I^R_/DN=>=>ZW/9^U5I^*^I&J?=[U^U>I.MJI6T"=P#K1R;^?3PEX;I^4(I?
CKI#;IDH+W=Q3IPSZSY3I8DTN>LOVP1A)/H#X.WG\$&N%K10(32P_1<1B;_*8'IMBMX(Q3
VU8KIQ!5OVTIP.\$OA".9D3I'C?@E)R9E="G0%8LT>G.ITXIL<)MO*?E.3NL^/YL.EVLD.MV(%NRK4W/?S1B-
(5=E:S)#_GKULWC6Z.#6%#MV9N&!"LW(<=<(\$4.UX'(2&M-Z_..^ZM4W7)7I\$9PI?7_3Z?
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_IJZNSR"0^UF.LYAH2")M@^V\$.V1:12H'OI64EC:6.DV!O#1H!2!+.4")TA_0(S.MUL"FD9)W8Y!!H4^8(7ZZ-
V3:6;=\$=EVLU^POD;ALK&Z%OU>6Z+=;L68Z.M-IQ\$41KB)O&JOHAEFY)7V";C%/N=P(Z.=.5K=W))YEP4"3N"
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+J(OH;?O!SL:OSZ^FOI+P0AB.M%-P62!EHCGX*N3I6C.ID^@FK=^>J#JEVWI.^F
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K):15#/KJ2IZ0?7\$.XPTK@3B.XMW10IW-SOJL(MY!M(LH++I;#"?5=QO>8+^6W4FRX6DB?S(BJ?
S)+P178B>IXNWPO6.HNS.SD)(A>!QOIR\$?)2KT@U50X:NZ9\$%GGYIK#;T..^+9W1Q;1(I
M*JZJ+^_@\$_+IF:IG_*@4I\$=S"46-0*#6I&4145D+#+30T?>+%Y11U#L6.MY.JT9*I&N!A)&/9>VF0/+
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I*);@#G.#+V#RIS&MJS^/BQ>Y>:(3J?1K+IR8/+I.A&C!S5#0%Y>1A)O7%Z>;VP5I?W9_AZ@I/AO
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(>_T.E=6IE2"+0A^61P%F2IWI%?G(IU\$G"7EHIW>P?EX
MX.5#NG@22.KJ6_!^M/6I\$!LX<?2P>M'E&2N0I.R5^C(A3CXM%HCBSI>V!MJJMCBUE/E>%P=)10?
HN...8T3N6L4#^U.C.M=F&Q2NS!^2J&MO^+@^U^Q.\$4/K!LZ8%M)Q-GQ^!#88G.3.CI/4X1MSY
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R+&>U9XHMB"M#R)N^N^OR9<2BVI+*E)S.M_U65HPTDZ!2G1H?J.\$@<D_9L4T^*^6H#D6Z!6#8=I
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I8=XQ5P/MB87X<_+H3LOC*Z#N+@5R^D.HWU>?*\$7WZA1
M;USTIR_M+2WJ9*IV(32\$LE"NIO2WAJO4.WS90IYA)"9FH^R5KUT7=HX!/9>6.M;+DI'A_3%#&I"-
^_@+=U!#)\$D0@2?Q=RIOS)MK;.%JPB;=PW+I=970)#=+YOQSY"151KIFF)A_F)^6C.MI'V?

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:4F7:AS^BPO*1BP'6:25)N\IYRY4*UF:FD^"O5I+LP M5-WE\$;ZAW?B+NJ<M:VA@!8:NP.OQQ"1H6T.O@!
(A73\$K"<|SIO+%G;-QNA)^EOB(FRAU;LH5! M^H8|WD-M4>.'1FNP3NBTRA*LLU5:=U3!8C\$
SNAKJ>7H6U+&KWN(+1+;8'M MEZC+PVFM;E:= 6ZTZ662QPRV76H"8 MW)"(K\$14WR<17JM>A02'C@Y9,N
U26.0#F*L/KN:;%SFWUGGA=O<8?Z@K/Y M@H:U7M=JFMD0@_:MI0CP9"QX)KH#N M.)62%,SVBZDH.
M&\$'MGOPH;VZK *&DF^/(&5Z7-)98K!OQN M&MIVE*W5I4.9F=-7HSB.*GX/B(A|_RFN:_1
5=Q\$ERI7@|TZG NR5M|OE2EWM MPL 7RZ+3IV",4.Q(BQC:K|VY?!!?
53ZG3D&|BG40>MGW#|G&B3%UW'K>'M X MFHM%\$S5H T\$'\$3/L#|Q9HBM,N,X7US\$>X;3:I#KXU*Q>_:75.
(D3NYK|ZAV MA|J|:7WY>C-|W=J7-|NX?KE.X35&|S-|\$(^S)>1,^\$!%&?XK3.#\$<|V.(4!> MPCWF1/Y&-4>2+|A|?
V>ER|ORM8P58&+F%CI E9|I^HK|R<(JH|I>.#?|NP.ANR;|H|L|&87:.-P??F M%DU03QWS6'C<:|/T:6V/?
D>>|!\$#7%#XD2 MQAOZ^F|IE O&NJ|+|K|RQO"FM M4?3N#/:X^#:#-3=(@?
U|HSS@|N#DB4"C>VH|X3:5T*7"G8?3T| 8G60\$FVH%893CV.NO=Z- MUG223/K|JB+Y6FV0R_ND@_YM5O-
T|O|@QQ-K>:A05TA M5|2KJM9Z#|:Q<:;\$/%1%TT>4|!O.-8&K-^"|?=>|LO30-%B6|G=H-'4(Q7 MG7B_->T";
|+R81W?31M A_V*@(SE8U:0\$UM9.|8JY/O&*NOCG6"Y*W+>59D M.P 8|YL\$&C+/K<:3UML7\$45?
IL>38_AAT&5/O_JY:W+U%PFET%7Y83X3&?4DNLU/CEGIV.@T|_TXV2U"9 MX=B0T+U'S;J2MP
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K|)U2:"UN460"EX;JW2CC3#%:Q MGJ5@UY A>H4N10|A"OUXS\$J/ 58R:MGP10OR5J^U7L_5R#4H6_B|
M\$2!%?YK#Q>HD#0R2.|E+O(WT|888Q&1.RUF)0(Y|38/F908T/TH#E!W(M MS((ZQCA4,UT^MAI4L.X-J|SA
0?:5R@(|=QC'3X^V1P|+8FD2OVREIO*XP MTK0,Q@PNWX|' Q=1>S%>:0YC|Z|F_2V*XZB^_E_-M0%<)=S^1?
W29;FEV7?NE1 M_'_S|@+5\$?9(QIZ:KCV6H\$/L_XH:L?H|^NQ|J5'GKIN: ^%,NY|S?/3-JY# MWQ-
KOSJ=0|+R9K>-QMYF-IWK4%Y2(|#DEP858*4/S*7>S|2:WGYM=#?3>QB# M4YK'OL?MX9_Z%NF'+
|3E."WNT6SNGP1/950|_E5_VDDL5WV8EW3|+M4TS M-(BE,?=
(2(CBB"=0L,^TO1O/E|/O#92TM8|Q\$;M+=6LD:R-L%NCON(PF-MS: *68<)>=H"%556\$!)|/"Z9ZHJE?
J|915WLR4G,N9.HC=7U?&ITA17/O MC0:U>=4500F!%;GQKW Y#U(|_0T?LV9S|N(- WTTD &(>67LH:&
L2|WJ#C M)40WBFOA.\$3!_:3|8|\$Z"U7_077S(UG|3* M:0DNN%(3K(DEP0ZWW6"^EZ|("HQFI#
(<*=0T;L;\$7)=%-3\$R=TTH\$E29Q>T M:P?5'C;SSQ)FNZ,U.#QB% EYXD^M|111|IY|(" ML-J;&M)%^)#/A+1N;
M7?TTA|Q3EX\$!=DRI1|>8)UZ5>12?ZV:|AYE:>7.@05T:6*|41Q7FQ@V7Q^ MC,"?O/.?7|*ZIUZD"
<|)G@|\$J>/(L_Y M|4SP.=ETDPP M=JDMXD|F+N@%XJE:#T#&-!&2\$=|P<*P=.)DGG&Z_|E6^|J@7"|#@F1
M?DZF"l.Z2=?Q2CE+K2|C;G%M)WE4+X37A1&*%&?28|3>)+0+S.89&VU3'ZN%>8B(M7@EV:42-/J>
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EXX/6CO@G/X33HZ961X/2*%;VGN?""(8<_KN3 MM:MLK|1+|/;#CU<\$2N-
2M)4HRV/7GKX\$1M:M;DVA+9:V1TMA"5L TL\$M> ME\$|A?2:K 1>UU/U@=P^_FT8N.@)H|WGAXX_5T(^O:%?
&E|'R|4*94%4PEMS MLY3|1W+|>:10H|*G+8IB->S3|B|:3|2VNS2IT'F1EU M&:KGG)|1B^6B8|6 M4B3SL<7-
EQ3#90S.'1+|7?OM_A5.>U,G=,L9!(9C+4Q1C\$B@Q0)|\$(%YZ6ZA MM.BE,:S\$TV>:|:2|J/FXDQOL|F|D\$|
GR@L,#T+=>&3XY_7WMHF>Q,1T KTU MAFO|IP=*ZW@;TE_J"S6HL|_97TVGKFW?-CLRLTS*H5|/P-
4=T)^D|A&64" MU=V6|7%Q%(B8=RKM|&%"7L_4EO"ZWXHTZ0-0M9O@'@:20|>^|YE+Q@|14|2 M8EM:OQ
^K.9?%":9V)|=B+N^\$+JE&C2-ER0-&X)J?%)1 MQ&|)-2N*O|B2CNMSW7D"B|&=4&%=9.RW'V3OV|L.^-
Z,UL0YHOD|D3<=<M:??KHF OCE8&Z%V7I73\$8,H#SOTPSA/-'OOGPP4^P CA7+C+L1G|=3HPE
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MIEE|9\$SGW\$V2A:'C/F%8>^#UB&Y|!>H%0;^,T#4J>>24_E#3P%8F/H4|R%|
M8\$-3:O_YI^_"R"BR@^|_2@RDB50_Y&7=RP%I_A%(V&(%371^STM|KQFOR3 MS>|HEM'GWB&O-&
X0F9|8|K_NRSP+EYP:|JU\$SS_@&AR35R)23JV9|E%(XA2 M?JLG^|_8Z4*9^4\$@ \$TY|ZN
+|9?/4ZX1<OL#H"E1@|H16YM3P3|5+FB4Y M5-%WCKGOC_7A&Y".N"U-T(W@#CAE_JFKSE>S%L\$7-
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MYHT'5_L5OGKS)/PI+48B;5;C3:0>>\$U|X|NT%\$:^=,|TTY('O:|^XY<)&E5% MB|M1_?H^4T
1G*6^TRP"ND|&7O>@2X\$RUP9066T8LP9&?TVJ?W>75I^R_M:6Y?8|C:QV0O<|Y2>ZSN?)%"6&XZ=
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(K0'J4N.>5:\$F_Y@1Q/%_!4KOH#=#CH=%3|>H'4=\$8Y%I3AGRO'4':U_10B?12P.??*X@E"A>:|/*_MI(IS%
MG:MGK+^.=5UO=8:??3?W^>)-INMM:|W-64KWT4KUZ/7N#'^Z=Z^YIVKEK0^Z
M<9SA0VE1M\$55:\$8|1WY|O:*AN8RXR4^MZ:TO|T^X;&I^WS\$W-TWM\$Y@=5|1|
M|YL>HAL0ZC.Y581\$(-&@GYO9|C|>2*ZI^L|TE|_""U#OAV|H8KSA\$;
MAXOM|DI7|PEE6N9VND1G>Z5YNW|NVU<=>W?#L|E:=0H\$C1HDCQ=2_
MR/ML'N")95(ZSYSGX4&|/0GO/<3TO|PZ_H_U+*C"?MXOTIDV5COGZ MWE3U-
O*V#K8#J5\$\$.5V|_J1A=&C:38%2/G>B?|O2FGT|2+G)|<>E.DC_*A MMQ"5W:'HAF+S,4)EI^|?UMH|9STQ_X|
_4P-(OP*_A=7V|GANZFUZ;Q|L_ MO8B^?@&_I=_L25OPQ:FZCFJH4SR|?|JAA#|E!!\$S%33|D8-Z69^7|J(T M-
1|JQZR?2|+<-9P7A\$ A*6M|CR|CVYGL4=&>:V"IC4Q9X|GS7|BC7:C=QZ MH_1@&1HOH|C<,&|HSEXL6?
U8NKZIEK/2M&#=(4^L_)8N-,+LE>(RU1=\$D M&"@.9\$JL5GU|73+GZ671#.0?
4F7RADF%2/U""^VU8|E|:DXD=W_SJYWBSQ1\$U M4V970QLO3L_0|@/1HD|+
|5YWN^U\$M^G5@QL(&7>U8P|TXZY6K+^_ENW6 M7H'2S>,&#NC#75|&'=<_:&S/0*MC#|8+|f-8-
G+^/HJ.&4<6);LZ8<XRXO MP|:IL=^C&9S:40|O|9V7|J&QO>B-ML?P)?
QX=/:\$8_BH9_V2CB3>:Q)O15>60VN^V;Q@D2:Q89C:8>^E@#|+2S0 M@C\$1/P<|BM*2?I* PM|);C_M-
?7GL:0=4C"JB#(R#W&17S.L|WDIZ*O3U;|A:U1.LC/1?5QSW0T*Q&
MXIM%\$,RE=XH(Y^A|JR6M;KB=:OZZO=T"S>_"X|T%XF:#FJ#N3-
Z:_.V.EUNV/#DVE>HW:FJ_KTOV3H0Z)5\$.M@XQZI2G>809/#5 M7"D#|(Z@:F=VW+OW#"?AYN.HVCL(O
ANI^KRE18|B2V7.P##R@>-\$^)(BTZ MV|IY:W.H|G43P#C)7|R2V|J#V?
=1UVOKN|T<9%GP2+L|A89GPA=Q|+>#J MF\$E|A:6VR|=R8"1VP0J=|.9US^|X:S4+^&
(S&S^VW'H5|=-X)QUL2@X=M=<52;J|3=K@Z6;W2|L97OLAN\$JUO\$OXW5NW.'O+(T#4'I?#%S^VT(&JR&_M-
@|HVN8"VHOD3&L.Y&O)C+|LAFH71=E 5V|3D7V|CYT8DH1KP63J|3E'8; M3"5*T"J9Y@|3-
M@IZK(&1HD>|E|""X2D^U@/CJ_2|S0GSZ"GI".&I6@;O|@ MV70I\$#L#+|1F|>9+1EU@>@=>JS&RY?
3|03>X% ^F2|^#605@<.,MI"E+JC\$E M4<@/O3-HRS|J|J-7&ID'HI'.GI^5'G\$+H.73".D.&4Z+XW3V3#0Y9
M7&&P2Z|H^K*W+Q*6=|T51WWMN%Y)QA3UK_E10-Q#BP%HXB^TT"SE.01&WS
MTNHP2M473+O>:;#OE+HK/61+50*E4H0=Y9CHH|8'Z:F|P8.*<&-KUYKL6F MSBW8?82PHT-

#G.1^D0;0Y2\$^OWC7V^*KJC_U.XL(NSEI+9&XHW1^IV^I8M
MN^O+4LJR4V.^IX&JF.XH^8Q3AQ(USAZ.3IG;7+.^!ZE8- /7*.^!&D)/N(NA&Z M2YAAL Q 9V#)AA1.%K>#;Q.?
WLETO6MTF2H^I+Q^52OZ\$RA% C.T^I0M^FUD MLT\$^F=L8<*E8NC^/0Z^V/B>;H6-3-WC1-I6: T @^I-
A5BQDKT 7I<.^MNIHF/U 1#TH^ PP0XQSF^YLUZW^*AZ^ED 1^"Z^LSOC18LW^.,&^P?^ITYAYS M)&-Y,KZUF&4,3
K^@.E.3-R^XN5PSIAIG@LOL;O/XU&^9ZJU?^1S72/ZJHM M3T^5\$%^H^PPA/?P^."^AE8=H08?
(E&-0=%8+10A9 +BF^2GUD*(L-2:& MG0-FUROU75= 2Y30#@># KI9JER -J?WMU,QXC%2,6;
<4KW^S>^%AMPC^PE+ MV .P^I\$@3@?MG@^\$X4V/B12P,LC2A&EMKU")^!T^S:C.J-ICCOFM!.IZSOD M^/@
.^F0T0Q6IS!ML.^%#%O=MO4BV^XAJ 038-\$2))P6IZX87Y%0JQ/Y-15M
MJHSQH=JH66PU6C%(@ ">HGFEQ>5^I.N^VN(+IEPVLOU&TI QD0F1GT3@.A M7\$4 *0IF2HHE--
)Q3G>7 =MJ^ UJ4^I T0J0?T @:1-4#SF%-17(S 27=*F MYQ^4^SZR2SG^XD^M@O-Q-^ISFX5\$^G P3V^3^Z
SPUMFO?..<.^I3AM;ODU&SK=PSQX^???>.*>^9QP M^8@+Y>FM71B/ZO+^9V0Z03^17Y_ "X<=,
I^HUP=K^BI.^1*(OAZO)V.(0Q M.^#)&4P5^1462^U.UF\$ OJN\$+IG3EI# F^UVQH Y^G7:= %G.86=O(CJF2
M^.:^O.^I4^HGG.2H^KFZ=.^S13IN^.)?AOAN^R8#+.^7LP@S)7XH45 5^I>^!2SQ MIF%F4.Z%-
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/^86CWRX^2^W<^5AAT)?W^JY+.^#4.;O&X> MKYM^I^GH4?^ H)@5 MD)WH1.
I(LD%D:;%O;&^F%&N9^TMUV^N:ZB1 AD^2G-8I=^IG^U+#+<<^JZPRQ^YXU^*10>2+1E8K^ICUS6G^7O/1Y89UNF^T
MU L+7IP NCM\$6U=;G0%L:G^&^I4HXOCB=D.K+L11#^I.Z#^/6XYS# MR-L 9F17>O0G7L \$!P-
1^W5HJSX8A(V=4F1JX C?Q^=.(AD;J^ .>YB^I.MZMW^)-^&TBV^R-DRI^?=\$P^@P.N^I4+S5^PWYV_FA??6+J^<-
VYA:7=D)H M6>3% N6C+^;DYTN^VB:X4L ^)T7K^L6.\$R#>^2V+UYB+L^A)IOG.6P0FY<@AB^M&-8L:Y?<
@I^A:1O&H= Q>^MVG0^02QTPZ^I5KV^62.EY-G8 M3?#^GC.157NQ6E@CP.7^3I-7A+HL+OZAKCL^BH-^I
I^%NREH?^X-5H(^HKL6 MP9%M=+^I^KOFF\$92.CM%/T^O:2I6-.?A4I4FJW @B:|=^?"&8D^*^48AU^I
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<7DBY523^N9-IDZ=I)^%WR@^\$?^"X^I0F51+X@+UG M^I(*@*4).CIU45(G?D%XGNAOJZ67R&4P& B9?%PDF^.
T3/^W(>Z=IKQ MP%^V%I^E7TA7;-0^T2U..2N3P^IN^7M:;+1TKFEH+;+(03>8H8T^MRJ<.^2VX
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<.^APZBED^IJW1V.UDG^I(4W=)^I^J^A M_KVIZU^8&HMK\$^GCYS/Z^J4SXI(ZF^NV2^X%LU0?
Q4^M7^E&Q4Q^I^PSP(DBI^M^IG<^?YIXYCB2.^@.^G.L&XU#)1:=^F0-S^QKCV3I>>G^(>.^N.^) ^K1 M^I#!
OCTX^2G_3-TD@2N^I<.^!&S7C^IT=C&-(7%R>B.XL?&R9-S4 M^@ DBNXPZ))O-?)&(^ @.%YSQ^HI9HV:6I^C/
(2QU=SE^7V^" &#U07R+;^< M^RC(R.^J&MZO0.XT(Z&\$&(F)3C-3WMG^DT^I%729K#D9I!\$K\$^I=IA^I7;5ZS
MANY=\$^H^I3<&^<85S_I^?U9+M8D\$OL<^VT.G\$&XEAI^C.^!8^?>^%I^?ZI^!\$I^%&K)
M;ST^I7B9^952R^.*J2%?I^?FC#B7.^%I^JFD)^74T9=<5(^%IGN\$IC0^A^+ MFC%D4W^?X^IY)/B(6V
<)^CJ&H:3 ^Q M \$6\$^I^MA)HXQ5P_Y.ZG^O@UW9&1^HQ6XAQV-Q^IYV^YSD^I=^IT+VQ3&^I^XIMU
M.^UIFJUB3(H@^M^H&@V^W^*^&^7C HAXCV3.JG-S29R^I7:DDUL^C^F^I^OJ=C^I MN^4^N.URXBS3 Y=X7%
(YPA>2F\$)AQRZ^I9)ACK^"(&U%3^/MPS94>IRLU3_N) M14#3.37^&Z(A^ZJ2UT6F0^N.NKUQ=53^I<.^"@I0N-P?
3^ZO-5U(C TW+2 MA^I2.MHN=^RP.GFZSB^"@.H2^I U0M2P_9VP/0==P 4>^"\$72NGTN_7XM;^>16M
MGB0_(JO^O>^"8Z19&^YJ6>6ZDN-Z&T@*G^7=)^5^PIC#G^I38D^W<2W5\$^AP7^I M^E^I^"%WFM^Y^JH.^?GE9G<^>
(%L>JM_JA73^6.1%P)OU_W^"SCDN MR4_O7E:0I^"? 283X=KK%E%1@<)?<(^G=.^AC@G.M^I^BD^>S<&?
X_B60T MQ#^X^?3^I^C\$J^V^7N<46+1HF\$Y:WM WFL\$GRTUYG.N- O(K@3^"2.I^"BF M-
ARCMRR.V^*)8BHL^I==.VY^I^@:FFR2Z9014=#ZT3_N3I^H1^2G G>^IZ<^C9F MK^*95L^NIKM6-
^I=E#^U2.^"/YOMJQC@J^N=R^+^AA99F\$GLXNH43KIW^F@? M^I)/4^C4:ZJ7AVCRK^V37,24.^I?
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2RUN3QV7+GMG@ M^@*)3T^I^A0V>-P^&E>?K:(V(=R\$F: B^WUG5+G&A7A%8^I^B^72^KRP2^I2>47(^ M^*;>^ILM5?
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^I^K=AE0.HB.^*H@W1Q1L^@4R+LY@FQDIOAH^F&2JTI^G&^@:7J2 MN^&B\$#&^*G\$ZI/^@3QF;^?OM%@: @^J"
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#^GL_8OWP^O+HN^% M3)CC>(+ \$4H^I^F^I^I.MPKI^I^S^YN7GQT.^0H7N=.09M#Z2.M7:I5?C??I3 M^C78
1CK^I.YAY^I^F ^Y^IZ^;P^I^MH^ZWT:G?R3:Z%.CI4^8U>EKESS.U3^%MEUQ#IWXQ<5@60\$^I-NO?
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(^I% @M_2VVB8^D:WA7D MU&^&\$SF_4^>.^G^H0+U7^ B^495MI=O->^?4^AC LN&R\$^ZVQ0^I0I-
%1%W<^H6@OTU^I>OSR^YQ^I^> M1^+A10%)O6T^>5%NIY02^8XQZ\$(>^U1(^7E^1ZZ<X1^*BD^I=^I^&9^K-J
MV4LS_23)NN.32^.=#5MBYJH0^<=,K83&(N2+^I^I^K902-^TR5H=L8QPD.^I^A MT^2@.7K^I^B7A0QGQVI^I7<
G_W:Z9^JB%\$J."UMX4^0YZ^5^I^NPIB<^%JOK^O^E M1&+^;K&N:;1%QU?X\$/^J_1F+>KM@ZT?
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M(OK:7?I+7JVF^CP)6+40F%M)3K^ISF&^*CW(XY^KY^D^E%\$.D7:H5^O>^I^VX^ M:4^JMB^I^EP>+ ^I^X-G^REI&H(3IB-
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:%MW>U!4BKLM=L9&0+)'>JKHWS66P5TU?Y;-9H

MZ?LS0\$)Y&YP15_,UY74E|U02",#<.:4V.,NFN.YJ9H%)Z)0A&(F0H AT|YY#**%CK;PQ

+2BWD("W.Y'@=D6#7%BWAJB%7I*K5#11?L+UA'M-

7GI_L@HT%|XUK|F\$|LKA!MG^%|>A^X0*1P6AM3I,V#0Y?C7 Y W3+|CIE MCB|QKF@(:LBK|5=>5|VG0&-LI

D(XN/!-65(\$E!@>?J!0\$J+|0?EA&) MJ8H

ICNN(31L2V.H>7JML8M0.59P/I,^<I2#16|SIH.N"-HB%9|%7K_Q871WTF3)@VN_X

MH!6QM4CNI7, @5|U'2H2"MB&>>*|JGS#|"EQ#K",K.2VE+NGI@NGS \S MGEETZV\$6\AXR%5Q<|!9,I

N/ JHWS M#&IJZ_?P5D1\$A**")|BB!%18J@0\$2D'T2Z A114\$|H\$VP:SRM5J_%3EN,H?EU8">PIQ

M@:+L0IP>>LH+,*+Y!WU|GN4)|5=3_ ^PF7=QTJ9_%L2JO*(2;X,FCJ#|Z)J M(X@MC8;PR8URPBN9J.FI?

&M@HG,**)/BQM@^F81/IBC.E:21%OOELU#6 MU8%LINOCIFY6I#_I_?I,|C(=@CVI|("?"2IE4.Z2IO7#C/"?

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+ER6^L0X1C(\$EC&=\$F<%68MY(+X/AX#5.IKG^%=WBH4A|2):7E). '5=*4RO?U4N4SZ.^0MI+%+*7VG-M?

VH|&MV^L/W+RZ|FBZWATER%YJ?BB_2Y6'5G-E\$XT*3NYU/-Y,7WY9:=.C MT\$OAT\$LTx=8!N2%5EBHJ\$FQ|

XY7*88D4,P01DDHT53)O"HK*+,>5M_ AMY MM4VFPZN<2^>QQ-@;Y>CXFMCW",5I^

AU6O: ^B &.#2O-|)0\$0\$S|L6BWZ ZI7_**T.K.2#FL>0K>00>GZ-

M<>@+Q|MFPL++O4L693L98NPCSHY<5_+R63E33UR\$B%4\$1Q8*>E+@XXE>Y^#

MAIPA@SK963TH\$FDNOEG/ZE&_X3:PKN2"8G9=7A^IR.)317XU|_A"UTH01, M8R*482-+TZ|9I:@C8P;P7->8?

1.&5NQO/7I?F6W><:D(-ZC|H710D6AU.EIG9.F<|@WZL+// M|H|OZ|0!*:^U@,XH<16'&+:91+V+S%+W+YV/C-

QOFJ"W"+!/(GIC<<7G" M^6BLO.&4R0F*|*O.C|_N8Y9"2I2|T=%ZZ T=S#7-|XT@:_BGJ-5TAWO+HOD

M.O*^B\$|)EN^TUH>AA^B|Y#DF@/Z^DN=G

N%>E.^36LC&Y/58;I54V09R#YX4)RPOVXMSZJHO)#_@L'+K#N+4MB(CT:,8IA=G

M&34|U>,4W*W6_3U7IYB|T#5*KXXL.C-0COHN9S:FOQ9,+LPBFU3D<*|06N.M.3DI"=U4 _IK-

L5JC0Q(DK=GLKOF|DTLH&2VS904JA^*09L/UXE("0@^PKW+D-M"@HW1U7EY< \$C P>&93^&'X|0RR%?@3

|3,|WX8FM58QKWE,;K;\$&=(= /M?H>3D8UT'7#8:N1JJ@.D3%R5O%C-) >*Y< K0@G3'7=3JAI15KUT

M7:UY=|,KY5918\$^FCY903;K|?O!'" |HED8K9ULM;F\$2?+9=KK|/64-STB'Q MTL69Q=@3E

=4I'&V1XD:6|4:|UP6YVK>XJNR+9V&H.8G)%..7I'-1W"FU&K MN31Y/N<I527K|44FV/GC-\$,K7VOZ27

M//9>_J.#D(@H@:|7J|DHL:XT6|DS)=CBA&I5C_-P#2EE%4&9DCR_WTO)80 MM|TL<>F9?9VL+NT>-!102

H(F79%|K18\$*=|&-/G&C'_\$9WNBU4GE2C2Q_+MP)<+?#?

7.M67_!*:|JWTHLMRPKAH|AZCUKK5;/3R(9AB|:#05#2(GV0"\$>=5 M5K_\$+K|_/%-

C1 LRJ7.1*CU714CWAR|EOKVU5"@6PH?V!#1G:D*2+ |&?- MX:QNA571Z(>,@/R/@8WY5'KVAV-

493_E!4LO8XNS3)O:78=\$)!ZP>J^@#Q-MXBKI)>>G91DI&\$J&@MLCV(C>O:O LSM+LS-#H2@ZX*MJZ!>.T.C

D3JE) MS2R/O)%0VLG|ZV:2ETK(&H>1(7C73)HP<35A=:/5|743V12.&*|M7:;YY%6G MI".N_|T(2?/I3N,AF

M4O<&J|1P&|OW'U,)|#|QS&(L|_D&N4=(04'H20:AUGVNXKTX8=L5U_ |HY'U MMDCA\$3&<.LSYPE"B,46IF')^J?

Z>|/8E3:M8*INF'A4|_*S-P.|&^ZN&OU' MOV\$-BI@ X^@Y^RG480%51E' MORDKI&-L%-*Z)?^Y)<%-

IU0VMD1|:G^%)X0>S5|,L?UFSJ:9|;^AEO+7X| M*D>TPXRR*,5?O=S.-2|6V=ZK1.53NU5Z&9<13^DQ2-\$%?

TBS:#O"E^T1X?U MI>MEVXQ#; GL0|J3L45VD=+VESH?|55\$>LCLJ^%'5|9G|_OUC6I=(0FN|)%*

ME,^9B*>D7U,4313OC5E1K^(|MI?Q59|&45+JE3W^A6C3^FYLJB5GY_CU-VNB0>A<@&D)D(C:S?

5=V97S88 M:6@B:SMUX,B6-1+>VX^GIZ.B|CH7,5AAOW#AMF=<@ZBM_0\$&7+5: JMHNW

MFU^>GS0YBKA/NK%7;R O4I:U:FJ IM86A>:Z#)+*4TPXE1Q:AEIU(@%NM>G@ M:0?X::R@MJ>-

+;FG)#3P;SS94/00QY)=E|6"A0@T|3Z1|VP2KWC\$-N*| M&O>R25*\$U4227IU_ =|C6G|A#AD0|5+Y/5W:*

(IOBQV|03_A1B|PQ_2,3>"AL M2-7|59>|T'2|S<3#;22I:U:U-GLZZ1#Z&N69|7OVJ9A?O1.DGF3X.'XFX

M(%9HT0KOWU8:4AIM5_/6ZB9:XIG3?8-WUOO&7PTLH4)5+S+;G9G-?A.&6WR-M,76: ^C&E)?I-P28EQT

N6O|GD^01C.:2T+|I#_I=F0:P+E2=C^&ZIAS MH'HYW42*LE?0<6#(\$130*4ZC5\$YU# \$LU*F29|'U?

D>G+TKM.O&3)'OM| ^|M)D?MQZF7L=>810_#6P-(7;2+E9W%'.U|6A14;8MOB2J+|+7-|CX^11"XBW

MJKK6E(|975AWT2A^>P4&WWK9=NLIZ*SB5)I43I4M/T.3K)GI^H:I7I6| M5#;1+U+|D89.^C)D5#F<"+P;?

P.V8&=ZY>L I;#L96Q:JU@Y,9%0D3NFNTR,5|P^U*Y@M.X,%7X^CC8EIS2O9<1S1.IPT7 M" |K-

"|BC"F2KH3H@J_|@A9AV-%)66S0|_N-|%DZ MX6IQ^4\$K,K>U7A&T^D;\$5BN,9F.IMZOFI#7S_YP*YJ4_-NKP_GN=

(200/ U M:B0|L|(^"0L?YZG\$*W6?6"B5O2Y155%5K?^Y-"FB4TR|U<.K6SLJ2\$^9%+;2 M0_(RHJ>KWR5

7N\$@GTQXOD?%=NFR#;|OD>.*GZRZ->=^X15'HZC4LXVI S-MY&3AROB:Z3WE^L:A:@G3P-

0*^H9CK\$#4)E8A:,%@5%D"!YY|4 _IK"3&G:5 M8%%,D&"5NFH17| ^)XC2@RN\$:(-,@% CZ\$45(#X=%|>-

>N6/GZ|U|>V*\$6?| M3@U_PY:;OF::H4>CN GF1L1HY"2_+' MJZ_4'WA#

I(X10WPEP)+,|*Y7YD>73>|H\$TF"/R|B="@5Q3OB+3S807" =?#=#5R-L M2M:Q77<<@|M\$=|D;R)OZY5?

TAQ|T VOJ\$>V3?3HDD^&Q)^W&7/O MG5|8I|+;+>@V^C^8>R_6A"

<2|Z9*^|;Z*#D2Q|9(?WU5DNX|*&AL1JO_ M6%>*?

I.7OMZ*,1307#ZW*^00<@)7@2|">>X5\$1A(LX'F21HP>*|7)6XY^-Y9 MI2!

|#GX1JA#6JXP,"\$+8:|3B1|T16@!#4%*8='M)/T4MM@|UE-#;RP6^+NU\$4LN6.#MDT1%_F.7|^AO#7&|UHJ|

|H_WG0 MMLO_-^NU7X>V0?G#_) V+=2IBYP+B#|YS?#?'|H#'#O7>WK3|M<8&D5HP:O M!;XAFZY>|

<|H4GHD_F%05^1XJR6F:|@HXTL98B?^8-N*R.3: M53|AYL_5'8DW;Q*SN|MA?

3RWE\$8>N1DZW(^<6WRCZ|GA*ZS!A4^9F%6_9IV M5G6W2/MXIF*Y|ENY&|*_.@.\$D.+PH(M)?9-?N=3I,XZ^"

|_YEXIGI4E6W+CU74|H4X,U;TL^Y|Y+3-M9)|QU%W"@AJ|33650E8TS#8G0T(M(|A#080PAHMO@|FG9(VB

ME,<%=BE=U UXO|G&&=AX:J V:6\$DG +F-WIH32AXIZ,JK7K\$+ E#W&" <MM=LQ:X(2C=\$A_H-

9D@.%V#_,IOZB2Q>V>|XG+LPUBZ.F|Q:9P&\$F|, @D#'=P MVX00?5KP4_AL>|Z|ML?

5CJLL(MPBA(|,4&I, F^<Y7|@.-MO-FOE|4U3W7;J#*"|K 400!V1> 400!V1> 400!V1> 400!V1> 400!V1>

400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1> 400!V1>

(8\$;A8|@|6BU.R+PQ#E4 MR7|WTDI4 'YB%T,+6H,M13*|WV=QY|7W|B%^,I<)P,WV&AZ|T\$QG_J-V+>E0

M)B#:#!@9L11WZ&X<\$U@09@ (CLC.+TBO+T/ <)/U?ML?>S'BA60I*0 DH 26@ M!)2 \$E "2D)* \$EH 24@!)0 DI
"2@!)! \$E(24)* I)1AFJR-X)8A5" MRCF#"32HT6-GIF7-HAEK.)^A&>-
OB(K6W>_SV, I, I6>68M,C R-#R,S%29S,N:G:G!P+/%300R^<^J,JE M*,F5,D4AB@HI82JY=9-
NBC*5Y)8DE2ECEI0I3A4XQ0:C%R+I+9<9JVM!>+8 M"Q4QF79BYE9I+I@+@IRB0CI+-5.37>NIZ*IK
MD=BOI^*+HMDMA"7D/BG(,ED,3(D)2062RI>(O7K0GZ2D9:2^77++R' 591 M<3\$Q<2E)"4FI?_EK
26+Q9Y(!HE)J(&B"X7\$5LN(JP%T(B.XO^DG@CPSY> (MJ_@B<0E)1 UI9\$+1,D1L,3%\$7%\$8^35 .1U8-
%R<:EU6_=(K+ I+ZGF(I M M3LSSQ>H7U65JS9H:&IMU#8PW&ZT8Z>Q^3X+2RMK
MF-W'GIX:7 JM(SI9=+KFIN'KI7:ISTPIVZ??=><\$AH6'AS;-S#1X_C_WJ2
MD)*:IN)E>D9F5GY:85%QR9NWI=4UM77U#8U-S>T=GSJ_ =W7W1#*8@T-?OWT?
M'OG:IF9B1YG05JV^XLEM;_OUU1)U_-LA007/DHIKC@:;#VMH_I>Q?MI&@ M?VAG_W-C_VM?08";F CB/+E
80Z\$,I,X354I_/_U/L 6&Q1N#W(HW^2L, MWU:O" T 4#1)D(I&R#*H2 :5D(J)T!,<<I)=@)^W(O(2 JI-
I#R&D98MH MD+->J&W*00A,;&@_@I6 *WQ=>_SF%9N4\$A\$C,248H!1E1%#WPHZ<0:(Q' MT^@V758)>IPD1
8.D"\$M2FQ*8%F7@L6 VM6XIV\$0\$J7\$(C1Q4I9<_LC@-D2 M6+F%,2-0I/+?#81 G9T0D'A^,.16'C?&R' S!
I1UOJCTQ^=_NCTI2<_OUM MG>SO_AA0XSR.R_HRS^WNR>>Y@UM/JIL&9\$H4W?A782 .B%,")S? M* 2FG(H(?
D" CN<_&EIGZFI_8KB=_U,:S:/\Z#FRX%ZZ\$(@801N!>WYER Y&ZVZ:HI\$ M4^G8N2,=4X!>3N+__2!K^!=Y@=?-
-\$XI^:3_6Q&Q!24&A#<5=I?>S!@I9 M'3I0I!*=V_AN8)I!JLS\$8G/*:S2YL8L_1
MK_U='7^2K:/C%.ORX(HH@27S:%6I2Q:KZ1QU@:T*IZA)!CCF?%MOEQU;_M'
(09.H(6^5P505)J_!MX@&FYI\$4R:IZ9K\$J<7ZJP):_5HVL.CZGZ9/"L
M_':5<:(AQH),JU'F>Y\$SXE#1UAZO_7"EOS"l726"EMMWIVCWI-IQ:O*M@I= MHP-+>:"X"YB=-
@Z*)R)B9R3F0.#")H21<5ESOHYA?PHM&ZDM<=>M+*IZ@)=82CE(I6!S/\$N/5#M8C#F8I2:ST6RS(-
R!):MTGIFU'VBZ ML'GB;+^1TRBZY?),T#_HXXW*FJ"64*463X2 :IZU7I'30@<IVZ43S6J7B MQYY2BS>-
>Z^X5OJ&,%EEA7%,TO17FCA! ZRR R^3I(Q8NIC9#011*(^1N/_T M"l9M4!\$993J5!CP2B/QUC5E\$!
<>ZWIEE>@M1Q9K8N E./OZA /6:FD0!W M%HI^2:FXP2!>_@*KM6^<^FC<8-2_2ZJ!1:ZWY)Z=<5WXQ=
<>XD_43BNW' M0MF:/B!H3L!25Q77:D0"%X^-2X-/V.70+1T#%@I-RMW%U7KN/BFR2/B?:
MG/&H67%JN+4VLZ_7P9D\$V11VWIO"/I/T:HUDCB^A27L\$:# 4 M-A3K9GU/Y9SO3(0SQY+Z&EC-SO
IIZXRI=:Z9RLO M.CL+2KRW?6F.J'5M=HJQI@_6WP5A"BKI+D@EXD:RB=^JDK\$-3,\$YNK;
M*NJVI,7BW15K=I3L=:(S!3"ZW=)EP7NJJH,OlZ@<O5Z18G3%L37_TWLIP0H^,&1D:Z*NJ M,*XW!WIM?
M#@KGC7D0W:=Z0\$F!QQ/GXFKLA2 MPJ9)X":VE7225D'E'6-3N05O!068BR(I4*SMMIDL:(9#I9<>2&ILK;^IK
MN5W*:NUQBW5Y\$LK!OD8'DC3UDG=OW&_ZSR#UCO);#+&8VFW-S'5> MX2?
#)VIQH3BPGT)TZE15BH'Z5<>9_%9IYI53+)"R32"P'V87)W'N\$=.OIP MD=W&E+Q7:*K?TUTAEQXMMY@;
(BTR2JM'=NN,S3&K'/C=:53I&H>6.H+&_9I"P(\$#/S)Y M&:;(I_365X0SHE1(CL6*%A5:#J"D?W!IH
MI=-0.47C<#D9N3CL?5N1?NUW4RX:AOO+^LGH/MB@C>2F&CJK"+B&TDB1, MC-
CFE=7F+W'>I^ZW#IS>3=LEIT0#IU/QI:OX!LS^_6H#>O&_W3N*.N3=
M'8YMP,I^@YR6N D:LJA9X2^R@MC"8IC0W#RH N>D%MS\$1HC6T3@C<-SD+ MXA^,4;H/AT!%*7OFTN;O?
OJ?5U@:T,?IQ#A"DRCB8+NM)Z@-NXIZ'F:7%7J M&DE9R;_PH:XM8N;'
+W*41M8N>#I@P9759<:=XV#FS0\I/Q'8I NAP^SY1 M3/'6',S8#(=(9I)J:.\$5\$G\$Z EV?WU:?
Z9GJ;"S9T5M1XI^UI>X@:'?>2_M.)C(L>7+WSWUF:(I%<8'ROA:82HS\$)5&8JGGH+GG.'7BL1%'>VN/TKN?..
M;NYY<3NIR W+!HG-_* 2JOQ9%,B;+GW?AMG28*(QYWCX_M3DI/-+UI M?OYQ
M5R8/&EPVG+3MO8O:7Y#WQSB4T4*73B@31&.>OG+2.UJ<7+"@?LZ MFUH(49IN)5:."BXJZK MI_MSO?
3JK6J/_2Z9B\$LMT9C*49VTA^ (9 MMPJ;_CVMZ2HH4"A:;C.IT-R!+I'UZ^A*LCD"8?FX2 1"^M*F\$GL>IX+;IW
MUZIN6HU"H>I3%FNSX/7G J*JVU(DCA3/ID8^G%JFBO_6JH7ID;HMJ7P.OZ
M*BIK6G3EZI&5U "5<77A5^S%\$WLLSYGE@=00Q.O2X\$>WL<1I-RIU1>'QY&Y MIRS\7V+
\$PO,U4*.W6U.NGH<^B98O5WJ)ITBOAU1W4BU01ONG9I4KM70SX MJVY):1.3T#
MID>VXTBSGU,"Y)XD4#9F/S+&62B7I?6VW6WJ05MK&VLLNXAR%I7XXGLT)0 MW6/ELR8G.OJ>JM=
JA&OLP3-V'4V+U>)E TUAH(F)7HX+I">CQM(5IU@+@+P MMTJH.I"1:(7;OB;I/9M#<5S_J^2"3<.07X4:MQ7.6
ITD:GV9MH#D-ZW M3!H. 2!_LS:@LYI+IO#I**HB.@L#^8.M8YX7WZ&(N/ID6I%)ID^40_4P\$(M#73-
@8I5\$U0^"@&\$#O9(UI.D"l*49VX_SK'/K?2G2W/_^2BDIQ?X<I84I
MJHH<+I^!E\$':ORE+G'<6KA9I_@\$+T%_AIO^KW?@S5_K+C'O;C*8-GI-U M3(-
G8I_ZN0U;>IX5NBAF*NRP8I/RWXSO? MEY-529*.SN#DEG'UBL=YIG;AKU!2OSEBBX!7YMN0TOQQ)_3=-
Q>!5D72L (69/8B0N4&D0;7#2PN!YI^%P.9X+^# MLC>%&HW42KR5\$@\$^JE+YPB!EK9/(%-
E")R<2*>AX=US.WI?A%ZBEV.'4K4P.LHR.8I/O.TG.CR" C@X*^IH=)(?"PA0P.6O\$-E2JI M1M3)<*=:+9GI!
(NSE)2P@TNR =^RKR@XO4!#EJP;E%U2"IE,80Q_QO MI'#B
TZ%&7I'L#XRE9ICRZ>Z.&2IMR=>Z@W:=,1;UL_CR0IXBCX"X\$QHOD3 MV^E\ (=I/;<9C+8F&IFFE4-X?
AFJ@:9_H==%Q!>N9ANJ&K=KYCG1/G-M8U MD^FCM.CK:(FW_02I&6Z<7/1GR=MA>ZR^5OWGD\$F"#Z\$?
4XAE M+6';UI *C2K!7N(C@29@55QUW_/#JWK)03EI=-J)7P#UR*7=SPN.G1D7:7 M*@"N36GX/N?
476HD"19I(DI\$55?9/NEA,*ME?4 M(WN240^<@.N!1N+1(Y,3:RSA-QD!),MZ\$3:XI8%3H.W1=AB/KXWWUF^I
M>%I3)\$%>;LL7*PF#5FDO1H0LE?X<(X>YM.9+4D2I\$=05G'V)<"DW.8!1<I-M_2I&H:56&T<.08EE5ZQB^GU-
9@:C=- M6=HX*F.=?EK/QIE?H\$IL%?DNX9YIZ+ M(T* 8?0H&>">0VU*%G(L;JW+?
AE9ZP0V!-14I=ETI\$^CV6;KNUKU;WLM(M M5!_IZHSXMM8IW.&6&5IUTP96DD?P6I@5%=@H?
J/_SE^O+/(R^E&I+@=Y>VC M%PG,DQ867IYU5VH= M%X;RR4:2;1IV#_M#?FQ\^+I+S&6S%4B*
<@X_ANNJZR)PZ7(JVJ_*KI=>OV+EV@>>_5K)J#@S8YQIG1*_ M;_I19V!3/KN?WWLB_LYTI_B-;_ZF(L_D8U?
RS\$H24@/N3I5?R/#W4ITJ^0WH:O>Y;U)J^8? VP MJN8H\$0!?(B-<7^*_ RLK;M!N">A%P&51*MZAPZIW
N#9I:Q30XJMC*GIQC; MJG^QT1)I)Q,AFKDN-R2"UFT">Q3BBSYWQ1=1)XM'9%Q:#W<>2=5!6YDM
MOY'L_>#281W+4 (R 3H@>Q@?P%,DM4TPHZA2!(KP(4WZX"QQ/'\$5G%:_+
MF7Z&0BBD18H""@K&IQ.PLP/GI(I FEPC6@+Q+CCGH"LL(DQ#@R0K:5@N
M4ID5A+ZIZT(@KN\$Q^,5:8)6%3U<1_DUZ84*(!#/U)HEG(6)_%P)B_C..U.R' M7%FA0D#39K"-
MS*7.J7OY'764_J&?I*9 MW3ADTE)+X8=R*";YY"ZL140"L\$ MF8^V!EB\$=N"L.ZCU:_27+39S!H2)+U50\$*M4 ?
AV2HZ%I2%SY(1Y<IM&>N MD0IXQJ.%@AZ@+P+J@80!YS8=;MIVW&"R/^2=8LZAJ'F1@E=CZ>X&9P2<8HY
M\$WVZ>WJ+=FZC'U(^8_+I>X_Y%V");\$G+B>A!3AUPE(\$38W_-8Y@BE&IQ_U
MB9BQ2TA)^_#^5M'M#1#RB4XP4NDG TOKI);@NIBO\$.IP'B)M#BX0/#\$@ROUC/&>
M0LIXKI_9U73>N>FQ!31-T+QK=K<)+9^G!;QR?LB.PXU \$E!%2&4CI4!=O'QXE>.%2RF"LA_ MI-U\$W15GW?
W/APXZWS9L5)WEEQ(Q" T_VCWIT&>PDMC;QO460*27QM.Q16M4 M:HD7GLW7TF7I&-
"QR7N7/QA&9@W57:E_KLNS82:525VGX*^/L!4VD3=Q=&0R8I1.A7=*D#6:4'),%*3-8F.A;_
MVASQ^_QA(X3;_&*D5!_1'U-NA:9Y6@8F_\$;"YZ44-N7\$;-^@WJS*);WO%8(MI*X*_N<=QI@_YIZ.XD"M%(B?
AO!*\$>>PE9'3!!Z6S8:8=XOLJN!RIC9HUM M5<'N!PA1?9XPZ3'IG^W^4L(*#JH0FY*F6H5)=M!PO^R+L2RIWD@_"
:(5;_M.8UKBH"(UM)\$*E(G0/UF0-4.4LAR?J#ID&Y)0V MBHIZ4)B7.3&#>B;>ID9)\$^0+@7/C.GP">IR:&M+;0-3MJ
)EIQT=*IQK'((S MRU75I_>NCUB&I'E8S2)_L3,'58V5 MIH&*^=HMOYAS2P468&^IR1A)6)!IFPPQJ6&3G*#;

<#J;2.4@C_V3^*H_3+2*N*GHVZVU467JHXWN-;LXDN5Q:9(8'E*_K6 MD*0NPTMQO.HR2&JSDR>^0R?>);V!7;I&HG6'-RO-)OY=C.RY;7LEY)%)V_V;4 MX=-&7D+3E=C6J913CYRX8D28F8[U!Y<28I_. M6B!L C76-'I'#D?>=FHMP+>3I&JUZ& MZ^F;(% "T!Q+XR=W7!;7?SPX1J9:F-?D1!G-43!\$!10RRI"#&CO-? M/6RX"FW"Q (5EMQ>KFU E,%9?2W8R9H*+Z!DX>ZW+VYM?W;@S.GDYGJ;==9= MKH./0!H%*F=8SAU=<)/H!L7\$+ATV? M%0U-) >4=PZ_E"LN*.;+B!V0!0-LR MF6P!JB&L<[!\$ O!8Z9Y@CIM=18TA+19'&^#.L\$R20G3DFDH;7799.- %RIC MUFU!0+!6.JGF&WB\$=6%PC>08+@:IVY7K!&JAGH/+ (R_6^XXB%DQ< M6XRRB M;_DHZ^1;X? WT=XD>A85KI/I^Q6;7!5Y(F3E^..7"YZ %)=(I M+7@!Y!%43UK' 7J"Y-W++NMI?<4!3>;20V_4;FY!M/T-/ M/XU5^G&7^1?X\$T?IOR;U7QIV>C=N^@;T+ B.+I""^Y!; ZGLI2^5Q"6Y (MOV,+5MLB0%F!8Q-F:(T@<[BHCH) C+O\$=W5M*6AL;"D.-N;#|C_ \$|@!P5LS MI/DVBZ?RIE; OU4&_H\$1H"/7!-9'D!LS%V;IURJ)('=*J(!_*LV=L;*=26 MFKD%.*M#0SI;ZELFF!./=Y%_*PU4KSECL&FP!/?3"\$[M-#L6C>!Q?"W81YHJ M8QN0\$J\$C,;>0@OXEXBYHENY"UC8,FH9(RSWJS.P'8A<<<;=O/S'I/>_L M>,\$Q#T8=,Q_XITAI*/AP7)JWA6'+Y4WE0AAE\ZT&MB\H&L@ (G&E_ML;|O)""""OY_Y2\$6Z4\$>& W7:=9I(16T9J7RMN;4!\$=J'%A3BK- ;&M;LZJC M-0_H5!D;_US;GJ;O_>=I^DH7S0^CGSC8N"%E=)Y CM1AO@\$2!%24T#(A M0B 'UX\$&3>LJHD%\$XR!*)G-R?(JOY4?-9V-6+"X++Y-KJ;5!*"U"*0;(# MU,+3A=LPA8;IP3/U0N#>*LT(C2;+6%/C0TX?IGMU-L=+)SW1?CLG->Z6C)(5 M J%N!*"I^NE.DD4#>_YG(\$N%MTZP?U4/6Z^7;H!_8Y;B;33(&B!V^^(I>U7 M*R@Z4K;06N-K@U? O%CM>% "TT1DS."+Y\$&|E" \$OHB;|!"N@<_XN+HY=-S;7 M0T_ (O#&!? KWFSY^N4WTZMA6:8/CSN)"X*HSM@0@FX>9SP0>#<5_#4W4TWL7>_D7>U@G&;)@6S'0E1@IO3NP#- ^X'6_X8HE_M'M; MIZ;|HN!QB%|NOF@|E=\$?CU3,\$ M<<;Z@WP3/^YH(9#2) 0>/_CKB5"X/>7K18(F&_*VR%KI/G/6R+ CF= Z"<5 MV=>BB!0YMGTD9;_2/#3!NO\1QJWICSI+- S!TK;_U/RSRCCE+5\$2;N/6L MB@B!H9O!)!+L1X-|F;|*3;=5*6=WML9=| N\$Q/0WTS^)|U!<5_&@GS,T&<| MTD=-Z&^<[V]C.N<&>1?IE?0%Q71A1(4-6SRZ39^G7OA\$ D>C=BH8S)O?%. M'!1\$4X=&^<(AOG#=#0X6!LKL(LF<|_G5_*+C" B0HHI"57@/I;V8(+UCB_R M'DX\$%:^??QK9_ZN- K\$D'MQ&YX33GNR#2#STG2I'R'R6R8I#D*QALXRG^Q\$RM MXM_/=-K;%/2AS<%(OFIKZ? +!4GXND0%PZ&RV(>BP\$YA0C^R'P#\$QO-2V M= QOY68D?|0%5W-7V|<3/3?|A5(0.4>;U_05/_F?- KHOWQ&5TN) 2NR\$T0!J5XXD M!"P">"SW@\$;S(G->^:#W0!/_X^"=\$J-J'/K4%LEX8X(*H+.|>2O)ULLS_V M/H=6\$AIGIT_?SD.R-6P!HS%_-F#_DB8/=K3R&0+ #45.0DN"(TG_MS\$9AJ M8@IR2!J^1\$Y;=NG#AJR14!H!Q=PV!V#387LZ!&YE"%3,ZT0;^G\$!&E1(Y M;L;:NOO@PZ1*D+O- \$5GTQ!P#BT32ZQ) (<B90"(O=1&K1A^SIZC<^V%6FKP|@ MHI.(F+>VU@M@_%|Z'ORM3E#EYBR\$0- 3!)5^HN"THV8%2\$|_E/%<""E9T3. M1 KX DVO;|9!_&^K_R!4001H.F8^?Y5E-^%_8MJ M!)M?23071(<#6M3;@YHVOH!N\$ W<|>|3!|=|H95 (I"\$W_O!49S9?A M^&*8#;^"Z82)A_E2.C +F_!"JZG35R'Q1 QL8@/H!|H!AU>#=#N?AOCP" ^B M;_5TH^B!(>Y@|KN)>#|H|!#K8(.^I"66_O(0*K717!SP\$E@%\$8@PA= 700<_1GI&:"2,T*SQV%%?QJ;_ MMY5@J75"@.DF!(/+LMO@|(%@(|1_4!D0_..D!1^KB_M.9!C!|JHBE!7M9/& MARM3|VW)C'K0!_R.COXW3WY.45?9;A!17(UX66)!G!0+PJ6YZ+YMZGGA0## M'H_0HK?@OZEP0F.#)*_ B<-82"OTEP;X!F/7MU?XO!@T;2!3DP!D)6 M6GP8R>;J7DBD20FC8%_K_CICLD"\$ W2;C;H@D!&%?G0JY"8- _X7B%0M0_# M/X!F9U-6(@!7!8*MD;)@16VHR=VJ8\$%;GY@Z"R;B&;?^T&=4OP LM;J!C!X M";Q>@92- #XY!\$E\$)B#BB_1B&KST> DX=GM+CRYL+<=J/R.)E#))@1052*27 M"0&.08!^D5T3^\$N;@V?V\$"\$|M| SDF!8;|CW2#G!X;QI!_*U=BTJ*.95^F MOW0!R9WY3|<_<_E4V.WR)3# |W;RB"!9B@|_CKHP!W^V!XSCF5A6ELB)B#IZ M=JD2K\$+B6B%J3"/&I'W_|Y8+^2Y_2.OPA1MF9E8(0-D-J7!OL- +LJH5_C2^_M\$;LIT(TCR!\$?H7)%R&0CQ\$HY4C"0@"#Q.G9KK_O=Y'?TMBD-I+6%X|_YN M2)O)\$|=9#1Z^ZY? YX_-ZS!SM;_)?H_RU;)|GXMCM;?;L?|_)CITY&A!_XE MWTL/B!WF;?Y_!:%#"ZG/6S3V"1^9E?&PC'R<=\$FDB'#\$Y M&;)8%_\$(I74?SNRI2(MU!9^_!P21@+13!8@CMT"O;%(HB_0;H_!K;2^X"7 M/OP4 J@)C;H;E8J#FY&_Q!R>? VRZ"82;_*Q^B"?=LQ*_@_E!|T>68W75_ MZ9!PQ4BI"1^T-/TU3+I <6_L8^_D15W#9+X19HPH!"Q&D4U!VQ#MNF!|*T*# MY6A-UJZ"K!!595S1BN""J8WYMX_0N^_BOPWL?|7Q!")TTOF/H+\$.!L*U>GD MR%+9!> |@KEZP!I4WX;=73!HUV;+V;|=V# 7COVM?BD+W\$!OU%S8L(\$ WW5 MB;>WGJTZ>B8NJO- 9ZH;RHWZ!13Q36W/M=|E?E;\$+PVE?57IGBC-SHTU)OG0B M=(JZ%;\$!>1@#|42B- 3(55M2KH<0Q4?'_V!@>K*JH8?DI9AA:/3_ MN(NT4A-WQT#F>E?2Y\$|2OQY!\$%*?)W.8R8I(IC@Y?&*B41_N!91K# M/%J^_!FIW_AUYD?FMAC5:#5?2FZTX;G2>>V*H>?2'W? MG&Y12D)!FYIM%9%&LMJLU?IA'D"1^WO?? &+V(^>BZ!TX!ZE!)OE>|H!_G>A MRH(A;/(+F<_L_-9?CP#Z'OMS;3E;&*J;H0;\$J;RXH"#JHS.XRJ*>K-"Y MP\$P'G-F!2N.S0!=#GM"C50>8&OWR;/<8!>?3.DIK/TC4_0= _OHE!\$F!O'@_Y M!+|BUWTE;2? QHJ_GC=6N\$|S!3!8L>N+>=;|&U&N!JT_ZU7?ST041^RE0&K MKIO(E!8&9_ \$O"!X2UN+4^V'_ M!O="+LZO2(=SEFPB)J_<=(H M\$B!H!P0G/JZN!F!>(|?U9G^107+U")\2LBH%&_J+^6IBD!HE);C?Q;\$4Q M;_<=I29K!S9!GN;/_?QJ#6EID3KR!%&OZQBO_~M4!76M@!IEF!@?HWV;|SYK*^ MN8!4THWF6ZF%6%DVGKNU;/FG(V(9!PY=%HYR32Y=0#53(-24+HW_.R9!4-9Q ME;))M!J"(H?24F5! <5P^V2&W!;HZP=F?;&+!6>0^V)<0\$B!Y!|A_&# M!4EGME6"BOQ-G+K^|#/NOD81K!Y";U; (WN12R^&O"HGF;T!7>V!;"FA(M;|OK)L!W^_2+X^4@269;^;|JM?P5!>QSZSCY7NI3^_M? 9M+!ZZ4"M;\$Q6QMN4#Q+42RD@T9KW;9!G!#50Y V! (Z?T4KTWP6ENW50.6 M7^P#5S1? 4G'4BM.7S0FTK@_"!9X(<|@|2&!44*!L8LY>LJJ?_-ORR>3V M;DA!+ |M7!NE)JU;|+D<|8Q)D+ZW&=040;WZ_NO^<G5)K<;WYFV/_%=%I@1_|JCN6J M;F9M'OCY!WJ\$UH/R6.NJ\$_(RL3;#P!AN5_H%Q<PE6RKK(Y^GJ;=P^3!U;|)7 MX9!J_" D>C8DW;B!WPI@YMF+V>D+;_ CVM;=%?7!G4!I9;PC;P;Z>(!1% M.W4R!6L_D_UQJ25HK!=#C1=XRF%)APM+4M6JKM7G!0/(@_NK_XCI&82E-!M M(TF??"-V);+L- \$D&E!+HEVXS.5&XJZJP-7?;H0GAMJ-3H N*YXQDOI6A M^A 8!Z5C>WR9CY_R_) 1 QU.68_? |RG'HAWG6)VGA#N_+F)<_<=K<_..29;| M++_U2@V)C33

(KB*HA=GV!R\F\BD5\F@K3S\34^>,>>^M0:N2HG2T\JG<1Q4_@&HLU4
M"2V\4^"A326)..IU.YRD67E>9S#N8N\JF\XU"G85ZD^7>[09BQ6^!&*G
MXG<%,500:M_VT1K,4H)HW004HI"!_VS+?QSZS2*0@AK.L@^HWNRSI=AD(95,9T9\N2:LIE,B+I>69WV<1?_!
M+=+(74S,OM=O^R\$JH^>QGW"@T,V5BDZP\3%HZU18\9Q#NE3%R>Y%B&.=TEM'RL=UUD>?B M\$FMC;=,G;
(AY.0^V\>=>UIPJASD>IQ>^TU_B6>8LAP..&LYJYJZ#EJ<5M MY3H6ZCSS*F=J3/\$WL?I+*#FIQW_M252=,FIP?
AN:EH>AN*+>'A#6J0ZH@P25_*12G\YMG7\IQ(R,E*80Q30\T"0,T^7)I-FD0K,9&V:F#"OSEZ0Y-3+*L39:-8G3;
MV6"KA\NO-A\18U6096J5^IWWZEB,,UM.+TAK8^VIV"(B'@/8+72SE+U.X
M6V,FQW\UT)7Z3\$N%@"E"@H\$BX-6FS@ (BAQ\K6 M4T1OCR&_3 P1?82S-NC00Q=#Q5W79M?>5\9311
MLRVC\JO\DT_0%N)NY\F*026CQOJ\$T89 M=MU_8>I"7M9Y\EIU,5%F5>M\8JLY\#U;YCK%,!E"H*?
M%+MPH^PW(G.)>KNJ0HUEQ..#SWVZE0?YP0&^M/L\TFOJ6\$"&ZT\$4T>2^KD-
AE,;N.MRJA195L>=Y5(<H8%QO2HG5@CFB57 M=WPK>A-
DRT7R+B@\$_D1=25#H)PS(XOX<9^M72T2\740=>U.K3^*XTJ9_2 MUE\I=I;1.R\I=IJO\$::
<>0RB@N)N0@_F.N=3;F#Z.M\2\5C\2X)L.RV5<7_HIRCC#E%G%-0@MIHO@KO*TXA+<<5^8X7U&2&-VOX2Y^
M%1-TZ7>>7+W+!3#_0XW.EYC UNPU:5K14_R&8NZ6NM;3-A\$!MF\$ND8"S;#D&@WN(*=C8LM<:5WF,.""E@2"
<:>^G4D.7E;0*K5_+%JBIAGW M729;QB?*YXPK*UH(+HG2+CA'6A<1\$0B2*/C &>RS>/ZT\YQ\I1^Y2PUS;H
M,9G6LY&XE<:>B43@#DK>EGT%L"U;=1#DEH3A7GF05Q\%YYAW3=BH#3L+MRHB'2R8W?^UN:ETS4G\?
(BEA?JF&UL'4\+N+N%CPK1(?JNQG#H=?^Z6?M'H^L.D\=#W>^&_ID\$IFHOF M0%T.I099'7IH+7G%CI+
<4\129?&-XSN1@M\AM02P,\$% @M\X'6A*^<68M.C R-#\$R,S%?9S0N;G\G\;P+/%1_MOR^&\$')KW""I4R\$B*=?
*9122\2(F\$H20J%(S))K""\$HBI)229-12;W)+F4
M>I\$P%28S+E.QO.VO.ZCEGG_4S.G.GKW>^&S_3JJ_7E.ZK_U_7E.UJP9 M3C^!(@>V&>Y#^#BY@*(W
SG=@S9Y3_2<1_4\;@X0X IP,WUX_CQD_O' ML8KQOT>5:MX5O'Q\O'1?&+K\$86/Q_?J'5 H(#N25L)"@
(I_!#RWT_E MYN7AX17DY^,7_%V&JNZIS7>+@V=QB7*QB7)Q&(WHR/LW\B_W%P M9\;V.N\M\$Q1\X6)
(Z*6PZ)C8N/BK"8GI&3=N9F;=NIV=
M_Z#@X;/'QT^>E\55U1607SUNKZAL:FYY5WK^>Y/GWMZ^H'ILF4T;OKO.3 MWZ;H<_,+BXPE;GEAUU<
_7OQS_T"XQO"IN'S@_V\$7%W?C(PUBJW@W\N_3 MWV\?'^*Q" M*ZLEJZ;=+ZD34-
0^3);Z&=@E**VD0U;F_S#M;Y;I#QB_9@;T,1-"8%U4RX:KRL:P&FK4;9\$1*)70_?L MM59D)'>N>A4'B-"WG
I\WPE0AZ;M2<0%PXP\HS;_0L6#NRF97;IE\5;D(CLN8? G/SK\8YV< MHJ=&M\$S,YY^>78XM-KN8N7+T-
N*P=W"%\$TBBA:4",8A'MR_\$5<0B2D8-V2PE>A\$2N(*OPY;MS)*W/I=RS/_0
J#L383;2\Y"BK*>/_9+V#A:\$IH04LI>#JAT\J1DHR?G MLL5>1?5KK;0H9.1@JKY?IU85'H6*WD%\$XXIY
!=R=A\Q^6A47%&F)M>_B->I\$;WF GF5=|XX22 MN)H6OD^7\7KJ#SI?)5_M7PZ05+I;=TKO'QM7-VOL)8P?
UH60\@;N2M2\XP2 MH\$WN1-&@PWNANQ45/RE_N=Q"^(^N#);/_9\%;+N2L\;C_&STM7\9^
MYI^R^>KD;E;9+3IM6..S4D1N,#^X167;IY?^AQ5CT9F>4*D^>I(H' MXS7MZA_1U(H8PI=W;O:KK>T3N?
Z.I3+4SIS>\$CI<*JH M.IR9)UD^6GV KM)"#?13V26F:TS7EP\K.RC>"WZFXG"+GK(J".UD.I^>#. M:Q
SWMK\Z3MKF\$+FE\MN\$YB\Q^('.@^EQVJ14@.>@B5Z@B*C #AZMV7\QTY+7+Q/7;I_ L1M8ERX M4(K"
6A(U@V\Q@X/==^22_5^P)6_Y&(LTP"P=IK;L;78A*Y1>R%*A*7\$#;
M@ (AWL8_8_G:A+^;R^RBB>ZE7I>H?W*9R,HV191A%3A_G29A\#7\F<@X-HO MI"IF?
F=A1GV^"F'L^E,\$AG>|HGBTMPF@A,"N@IYQ1OL#7?(5GE^@*L' M_TKR@?Q\$U?
4A9=A%V!O#@>O1OZ^E\H,PJ\$@=8"QF/3\JD@UUM5I"3KG* MCOY_FW#RK/#JEG\1N>C+YD)<=
(L9I%FN>D?2G(2)PVY&^1_2>84_YNZ6N5>M3=86TM;H@\$.+HR^63\Z\YVP7TC@=(YZL%9#FU;LAAD@H
(&">4.LW@R>"M_O=A\$A#%8HO^PC1F>[X_97.2N*FFL_O\;R<@"GK\7KF\K(9\$P*#/\$>HJ
M@CO\B^J&"4U9D25KK;M?I1W\JHN=NZ-&%;2\YEJA=AI9\A3^T+YP4Y*+ M0BPES-B0\YIG3^QIQ9^>E;?
I\$DB;#IJDGB6%2+V2&_VL= "PN178N28 M3P4YBFZSF+&A35/THU@>H?>HW?T_99K*JPREZN1*(<"89DNS?
*EK3.L_#%M:2793*3&DK=M7S+ZJNTUW%EO_4@I4(N_X?>P#+1.QY#Q3*M#&OL8^EAA MUH\O8^&7#;)?
A\I+I ME&VD =CBU.KH5?QA)RCGBP"C#B4:8F1Y%7QW1BTE MX!<%.I5"ZP_#H\Y\69^IM;%H%-A3#97Z?
G\H7I4U?Z2^)+\$T2"AA+-37 M/+*AO+L>5O/=UV1??#Y=7ITU38#I7,_C9+B@/PWF3^U/C2CX\Q+U@VF?4# M
(=LBX0+UFI?B3;?3H\>"3Y5\J.L9@=J;EN5X=JCOA8(P0NJJE MVE)S\$V M\JM7HTO_FKWL#_0-1/9Q
)_2+Z<_SY#NNCN+.649"NBEV&2IU8@.ER%CFQ\Z M>1@4DIN059)JF"B4*&7FIT%;B,@E!?
%X&;D\NSJU/9BNJCHX9DMG2BFX MD^O@\$Q"*TZ\H"50;HJ3DD\I=
MRTWIEZ*ZNS72;C\H5=WM+6&OI1HH+JR=E8\5Q=1BNT^P\I% (15KQ680HKMI@J MXQ,8KE9\Z&59/3?
VUO5J_5Z<=>W1U2^"K68YM4K9\H\V1Q\O&MV_3R?>T6 MRJ3D)0<349.5OR,*#_?X\H>SY4*,E4B7R@E ML?
MEQ\;S.FL\$SK;Z7/C? M\$1'5;J"NW\D/&M=ZX\A'N\B=JAXXA)OMY;TC)K9M3'T<32"H7.=A%27 MHFJXF-
93QF D;CTDP++7.N7*\$S;OAU=B:SES+I\%>0?%&N72_3L8>, M2B"6\%//T1
_&XG0.4*^96"N4\DI<^TU0LHW=7X/SUC&U5_BPJ*(Z M*R>-H5-I/G,##W5E'DQ%5)S.=#!W5#Q#KX>U)D?
6O:RU9FOZ\6E_7"IF2Y\ MHF#+I7W4ZL=V0N)4\#EY879;P%-TPL)S2"22MNF<6CQ4(M0>Z3O;D'SWU
MJ=Q.ZV&9"2YNDM*9R_*4Q%WR*204\I8*/PZYT5OJ12\$FF3\UF" V.?_C#-I MO=AS8X;9P-3M+2>10A?
2Z3@M\A8BG_#).R1\I1J6N\45;S^><:8;)C3QSR1Q=C5+\$D-
JIA:E)5W98>7OCEH)C;7IGJHK\^>(MKFNC3P6I2)X=0SX<I8H(6M\$QL>*SS?HA06D^C253\DEAM>T;XW-
*IA-ESCNE;+WZ_7=3&+M48+M/I9B%<=JIS34YIKY;^#3V@XQFX MDRM*EV?+0+I+FY
M%3_87&%MU'<>)+_3&5Q@&\$&-I9W<0"15@I@0.ZB#I40U? (BS_1(2Z1EP M'+AL@>(<I\WVZ;9\39#C/9"5"
I+29HFT+WF+5LC(6\4!!I\$B\OC \$^Q'. F M ?IDSE.IN\JUP(I.SB *ADA2?O\)^LT\$;1#7AHB2Y%(^>^>/(9RLN84!
I\B? M\H\U(->XS@.\$\3^5Y"7EYIE00;L\$>1.H(N*JH\I\OP\$A(IP*9UJ(@D MV@4BH@SQ; >Q"-7V
@7G".P>9!)>QY9J;B?=:5@Z;NP#W,5C\$&8&33UJK^ M8KS\97.G *T3R%)@_ZSJ&QY20 L;C;J@/D1M=/(WUO@^
+><.,79L MLHE">.,1^D=)C17S*F62Q%?+6XDA4ZX1F=4J\PIUH>F;E\TPNM\$W)0E
M9B9;#AXI7DAGU7\;.%U9@8JCKQK; M?UW=I6.MF1V9-M<C=;ESU0&U_ M92\%L,92MJ9
^RIYIF@2SHE_H(A#I.Q90#6\W52PA#G\@;6TZ@?TTQ6 M^C %?;Z9.W0Z
G;GD_YO%-0I665#MGL-2%EX0\$G;U8B7Y77\%#GS ML;I_6Y>+I79Q\NF NDU=;A\H'W;
<'G99(3O)6\;+=^5)PIM6KJ_1%)(VO\$UD;2GD;^I)4=Q9/9^@G\E_&HT"3+ M2L*+U?NU92\N>
(9%WKK1%K7%>\$"=6*JH8NMY&76.(9#&;JH7M.VJ-KR.(M=/A>I"O,0TV*?SO;>6;I7/G7RS%:0\+
&_SRIP7RSGG+L,.""&"">*?<=X MV,0%L5PO/Z+S0;OB\6;IEFR?CMD*"OER\K^R\I7>IE^K<&2;5B\BA9I+1V
M?0Y@,=C7HCA^X9\GO(LJH%6@JA;25HR:FP0&?LD)/5.MI#&P^7;(28.NY7 MJ\TUF4_*B?PA/I
X9;P>Q\G)9&15XLRX*4E"QC1>=I&%OQH=C.?Q.E&%Z2 MF7C*T2/EE\$ID01*1=A@K\JD*2J_7#MT-
6Q\G;I5#GI=#?;-7^MG<*3\ MZ\;MOM.1#>G_XCV\Y%G"QM.H&TJR =.?+C;RGMD-2N;J>I#
<9DL6#8NA8)WKNL2L;C9D)4E M26PT5F\2IK_F7H4E(6#R=6%BOQ(915%OCI\HLU>"SGHJ54H1TR<9D)PFT
M="(\$X@8%0IW*AC29YMGAA2\F"IA_8=B@T2D;+2+.\$C1KS\16FWC;ZH0H ME7 (>%>8QVUHF=TE
M:QZYWB*|I+FE^@D\((7%3!!J)E(*ZG=BNO_*?3JUCNT/I'DL5"NLXN=KZFT MTP_XEJZ!
((EN>8U61+;I1Q@33E&\$N\I"5&#JT7%:50W>#ZNZ:H0*ONE5\$YW+ MNOV4+\$=X;I?
G>AV_Y160NR^"6GU\JU8;UX&E6:\$5PL5KV\$-C>C13;5BTIDG M"7B6%;V3M4\$ +X@)N(VM=LWJYV; M+4%
I8^&G=G,\$\$Z!=^U#(E;8US5AN5T@V\F2AX(?#A"5UZ\$NK!<J;IE7T4 M)-

>NPX@;1CR!EAVFW%OI"UL'V R3XSFLCKID+5.HDBE/JTSUE14S!|5|>I M)2UK8U-T;*4|@(!YAOYM M#O %S=Y?
\$.&=%=(16.U.8Z3;=2J%2DG;8<3(^OT_1L"S_XP\ L=TIO& 7SI M(IT(<_.8U,@!7#79>&PE>SUFC#Z>MR3/
>RFK8@ #EG1<%0.1C;5|@_.7P_ MKZ\ 7_*6ZU6JEXM,LNG\$1P1J3^5"/N78W_B(="9ZDY",\@P-H4 T0!:=
M@CWMW-95T(IM9Y^IDZ7@^M" M<,(|>I'E;E<X^::#AH'T%|42V0AG3,^1IX@+!S\$S(UA(BPKI\YV!+<-K2
9XDK6_6|R)K%2+M^T^0>R'IF4LS>Y=3YA*X\$12J@.8\$O:L*K*9V&+!|"" 1IZET@!VF!2 BA
M#V^1?;0452UI7EDV&O*3VK9IU?>T\A\IC2"7K;SB;YS'V9_?^0./&#/L MH4;PB-H65\$U;G0;:MCIPN*&@
@_>KP'.D=>P2G01 YW+QJ;? /F@G+WD359^WUB;KWN/I^U? POIBP\J2Q%3;I14::BAC%O+XAG".F=:/A (H|+
|TQ;>AQ.Y@":J=SI*IEQ\ \$0"7(EF MNM=POT%XD3PS5V5E *2&L;LFOW\$ E=2M'. E<2758?
D0T0/2L6(A2SGQ9/E.&.)X3V JIS. ^2IZ\B M<7+).G00=VH10*Q5F9D%AKO@!\$T0^SF.HG:?\$QJE, X85.T&7.,
S&I#T M'^(=).B3T5?;LS93Y-J |D|KWVEOI7^Z'WA_I07;H+/-D\;+(-"BE@BI MP0X>AOC UVS?C;1'8
T;VS|0L66JL0QZ= UJU_#_NY5?YGI\EXSOYW LM3AFM1Q&K>8 M.2\$1D51^H8FTM! JV%!(#MH M-41<!/8OF?
5_V_U7OD;P;N2F;1<W;Y;5;A<@T!01S90Q2T"75^8JYTH M.4(%)4\$<KD"GY-C1@!(O\A/RJSPCFZFD|<=1A#|X;
(*033RZDM_Y4*XC3;I M30B36R-P3HR.;QI|HJ/N J%4E(-)K8^VK+%;LLH;^EFDJ M6|5MERCX"J|L
M*AY#NDU84XX>+&)80S.JXOR\H";%1^K1K2R0M|::&?1K%O"0-X>XCP)%31C"Z-?SH%;^_3(8J* M|^#J
U;|B|^8CJ+9MHW/SR(J\|H4.Y/&1 ^6Y5 #VG\G. TV48A@O"7 MY7EO3?
HAHGW%^^@9=3.IE=2JO>946K.R.5.R.ZFL
MT.D|MYMP##R;NJR;IP#V5R%SYKV^L0LA)W\H; RZ\Z32,NYH^#F5R'?D|H M6'^|TT TO/*2QB MS)4N42+
N|6|=?)=<@;31MP3B=0R'.((7%*X|^T41L|A "%F&|SE.#P\$<5. M#%FIFGGD_KUW&34XNYPB;I-
#.V*/E9YPB_.IS%A|N_2+C5IH K+/L6RPO MB@A/CZ;E T7::QLM6W*+2ET5;K)P@:MK\$H MU5\$Y3V8|^=,%L^
MD6%YA>W&Z29P4QV^O12\$W.O-1BW.IDLTJ\%;4_<L8QDZN6E^P)3|OI>:.\$S MS1Z74"V_0*V|4M58)Q
UI/L;F"4^Q|7CZ-%G>.R/S*5H\$YOU M>A^WRDMM=^G&K9|P59D#>GT/S^0H?>N>NBS9/"Z
<8;K57)SF\$M^F= <| M87OS+ATN.E^R+(D?|V.JBN".(W|H5K|4&P33H8NDM,10#""G(MFGXWIC(A
MHW40>U-I.3|O35 H&|JXC%-G|?C674V"1B|373>CWAR !?+N2?8AG=*7VLY MIG^?78S/LR/\$6FYV,MS(+
!2CD^HX7H9.E|OESSX18TFX;V211O)9KG
MU2C20,\$SE_W%_@4*GJ_%71|=LE0J4#>CP=*CGRJ;N9.V7.1P0A^Y={3/F_W M.00M" A|BN_ZT!6/D*>?
9EREXA#20Y.+17K=MY.S>9I3Q)MBZ;X>@C1Z&K M.T9L(6|H&7PM"!HGAWPI-
@FUTM^ZS<<@P<5|5SN\$#ZY5OS2KR&UYPNVI MWHESDGYJCON!&6,YW*Q&S2'D|IFC|5AFD7&F=UZ3L+?
4)Y/62FT|ZNK^ M%RUIM4I(HN03T U&\$^HGC>XCU9&EB) M>%&R;LJN7?L&M TIU<4?;S1S1#|W|
HIM0*82+@4)L M;*J|UE;0G;+|4^NXXV70?AVI*+3?2B1=K.^"26|OYMG7<.OXTJ>3C M1X>8T49" #J*
(\$3P3|V.9ER&H@|C.V#M/C\$16+"Q5J%SP|X\$8&=W8WYQAL M^EBZ1W3UQ2C)%|=@2-S2H049K=
SNJ2.02LLK;IQ6)^RAD BH"&CM1A4Z&A# MT-A"PFO<&UUIC*SD|W|YY?
ZO=9;1L0=D^NS@B#K5L.WA3E"AQHL;<|6 M+1J" IF-VOL"O|X473.8&JS74HFP-MJ%)3|5A>(D|H|N|O9^
&T#^1H; ML_O|0|3@ZWP_8M)A6\$B;A5L2KUG9R|U^=+I M7Z4PC43YX)A|,%+TA^WHOO\$V2ELL;8H|8_\$C?
4"/L=CG4@V4|75;Z|^MZS\$BY7W8GE_U^D_7&:4E;EU@I%#R."@%975KP@=>D|(Z|RYN2EN|@^
MRN8H)L@|H>1.S.P.SXA='M+ O#NY<2JBBK)D-AG8PWN*&%80|M62" M7P+8%#D "#Y&>T;HYE0-
4819>YC+)9U6XD#;3|B.NPBUP?O83G"/|0>8;9W MJ?W"2TW0)K|^#UGTE=C?|A|82B;0L"NV/0LW?
VMIDD|OB+(\$TE,T|O|F|O9*^<L?^|J5> Z|^\$5JXBG;P88PP|84PA_3|P<&.) V MS 36^*=|A\$;C?
0LZ|OZ|0V%9|%=LV W#L|NM6_96|^%2*OPR|Z8Y>1B6)&>U4W&_)A8.0" ^C;\$H14?| M+ I&^W. (^<(^
L)0;#>8MAP|^&Y&\$NMF6K%JEL?0D1|Q0:ES^KGID?HEA M67ZHM#BOV&FTT6C<|8WNX|8^V?LK9T0|*V|^2?
GAOE_X?;A^<"XX|T<.MLJ^FT1GW4 MHB(3%'1;LEIR|?;I#%|K911*Z2H5(;^E>0K#
B8+>3UC60I3|1DKF|HSM_@_?;(A+^_8";Z#K\$VRC<)0#G"J5;1?>+&D^92K"OJ?D6\$S_</<&N);EF">0D'6'SL/-
OGBV<%<4P| M6VY,FY(LVASAK6^<\$60?B;S_9EG9Q\$C"C";%DCJ8>;7"+EQD%8+|(<
M3;H0DXY2;7C+Q42\$U#3B@;|6|*2| MK1H)7>;%|MY|1A9|HJXPPKQFD"%1L2|BFG 8R::BOS^&19.H?
@@_EO049 M6JY(13FND(MO"P2I@M1X#FL=<|I2>0^?F9G;8X_B-1#GQ'?|8>P|DRWIF M6N"20;8HYU\$C?<
Y9(#.2>\$Q;TW?W<.W|+ MCF+4%;2&\$U2ZB."ZH^AOP(;UT*8|4A2%1RLH#F\$A|D_J^O/XU;2A@45)
M;19MAIQD>>_/U?=(I.R_NM)|C|EB/EQJO*"|4MAZDG|Q.?@W#RK??>D(M_%N.C'6>GVV@R4C1|&
V7SE#V7X0QG^4(8_E;?92A#&?Y0AC^4X0IE^\$.9 M_E"&Y3A#V7X_QYE. JKT|OAB+D-H(T5.44UV#|
(J;MTJ5=|69W|===%JN MICXMM/YPMS7&OC21.N(XM%6B>?VZ."E#;1,%Q)4B'4RD W>%>8*S|QR K@.V M|&
(MQ*NU6?&H4 X0HX)PAWN5T|ZP5&#%B2@6.%"1Y9#>P;0Z0
M'W(2).6CX M'!|KCI C" L;9@Q422&)UNN|A M/6Y#1P@U8X#K#Z\$D)\$1?D@5"%Y&P498Q
=Y=VNO=>WKX.G;HS_0<1N%7 M4Q_KCF^' O-LU=L=)SZ|VF|P(&+^_3D7_')3/OVGN-(Y5:O?PQ;A4W@*
M/5|N0&A@I.YAYX"J0/WF*X#)5)!&F6=Z>?KI^VWJJVDHF|O;X J<|V|9X M7?E?
*CD%);#NL_90#Z5R|=HPY_F;WF<#)|AR|AL!_88M4P/7S&9(B|<1_Q(G_GO>Q\$VP\$8R=?&ML|3;
:#L|X2_RH-I;_|*P@ES^Y| T8**3PQ|64AM3K;6N#Y=-8V'=MKBI M0|OUI5U#|I>2&MN2FI;R=%?
5WVW06V/V^\$;YL;:1\$2;OE)RZA;U/+^|H ME^S|X/XPK|4M3;XHB&88;6%MW(UC|Y;C65ME_-B^M|^8@&?
G/4^""|N*#8/PYFK|7|3K|H-9;OANP|;0U-C^|H_E;7?FS#B; M|^|FRF3=VV2^E+A^K<_Q:=H^?S1ONUAF
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MQ|KVM(@8ZZB;M+W|L(ZV^N&F;<*K&^0A"E^I&EZZC@66YH6@EN;+Y|J34 M@|H4EL>?_B?R&H-
CX/8^40RB|)8=@X@VT|P<04T2H>UXP_V<|ZK|3; % M;RLV'ERP#4;SUB^C3%?R#_1N3F ^\$UR"YOWQ|?
R/=&P+9HNKMVQO&3S/0OA M|.B\$!(ADQD2ZY'+L' :0' V9?Q.P_QST+>|KP\$YW30| AU",<|_FVQO MD\$5<-
U\$P%A^VVM#7_KE/5;|PJF_DI8*\$K|YKM/N;1N-CBLN+QEWB^DBNT M8GC.B9NN(3S/;7Q0+&"O^N3^?#;3?
6?_8VIZKX6OKZ|<?S;97^N;05&** M5ZN^|RN|N>"|E.ZO.72AT?W5;JT (V87%JY
MR;I|UO'MO.025FY0ZTWH|Z)?;7CBHX?X>J>5?RLT|J#&_)3&^R;A@PGK4 MX^O^"+U_J_-N(E85|B=*
(A=2")O*;7D61+52N3;HWP6;&*;P|560A; MIKT;G#>^IE0BA1;PKU@ (7NDQ|V|FLXC)9G21XK.NG23
M;2P0)3M|VHY?L|G(HA1W#U4IB0?8E1R=|K3#C)1*&LW|2>?G^B9CG\$(
M6Y|C|FNB1LYQO/7NTZ;13CYE|GI2AV2+?U9L^N"3TDTYB|<)&T*=:2H|MK&VY_B4DI%
L*LD;OX@5"9T'3IM?B%#XW^L.GX=K@4W*3JZ21/2P\$8O8*ZZ M*/BW|X(#8 M&0H?
^YX.%36NK!+>.E;IC=IP*15F6"0U06FNIU)+M772J U^F|O/MU@6;A?;85?_Z|R|KSZ1+7_U;#SIN^2U-JM9|KS;D-
*?N3Z|VS?O|K29\$Q M5?S495H18WUGL#UEE>1CKL8Q/<"O3*F-E?7.;#|^E5&_P|%-*R-
BW&.GP0W3^<^*W6\$TDR#3LR MUF2L=O3;^CY=^<R|PQ.^<2Y+;7.Q+@ZO;&_ \$ME,@W#3|O\$!)V=K8O\$.T
MVN0@|XC.T;&?USCA;#;W>Z-LG0_7Y#PIJ)S7S;IG=.CU "YIML^|QNW_(H|U/E6^3"5ET
MR1)+|KA0.RC^D=23>5UL2C16^&UVCBR|Y_Y M^_7OG7DB4863?_D-
\$KZ/GP_P|E|*2JP.XL=2|H/G^<C>J70;\$_XP(\$*|B8^M6?|J@|H^HY;R;|HW8#|EMK7SU=EIWPT_%|R^>
|>L.C32\$-4K6_S2L6_M0=@|4P2;K_..VH)G?X;8A_)L3D28>!!F6/BB?KW|E\$11MMG|^7&EG
M3|D(6=#L'SHF5<+|UT^W|H|I^C?85;J1)/L>?G=Z|9L/9TI^>^ (Y|OYT3.P\$1L55^#33^?<
#7DURXF<(W+20&ZSN&|HEZ&6G==>)|RWA3|RG;C^T?_ILO M=YYZ5H1>P?C,<|DZN<;TN%#O|RI/_E35_ICK?
&@3-3A8_/6L|!-1\$2D*) MGBDIE%&;HC917N3ER_-0E&%CI"+X|HZ-2R\$)7F9XA4#DFX32HY\$BTS\$LN2+ MAKY
>4V;|H4-5HF#*16;."|E|U;LW;8;SEB6GRN.QV0*B\$2XYV7A"YE%/_M&_HO6A1*.ZK@<;>N8G#TH^ (AXXW|Z;

"8QGSNNH-1_5R>&11#N-Z9^~A4R9-M&T(5-H:P@6!<6N^+(2&GOZY0GJSOWXW?MU8)H?>K?><>
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I7'A2)I"-H=|Y">"&L2!FJ1IT#.6B-36DSJC?JV..X4GK
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M(855D)\$W#IGQYK26<_Z>TIEK_7_8!..%H=L_PCG;9#&@!32FH:29;QXSM5-M3K#4>G-2N(18H?
+^V@TL,V&=@-5G!&9FMXIN:*ILN=ES"JRJ/#[49-4VK80-M6-#H*LHM%DD^PZAHM-5-!S\$W+RQ*<[*-9!#8-
7YQ5+IE(25?;5;8C!7L;M%=;?XC;AJSU.6V))+,% "7&3"-8-1!O/B!2(7-G3(X66VPV?=NX>\$FDKG5P,F
MZ4_\$SHLYKO+87D?E^Z"5PJ!JQSJ56%ZW.W0(ZC\$:8-")BF5,<2U.8!SZ?M*\$!A-
E"YY<(!RMXO..+R7YLM7SWIAY*EQW>..W(LUN-B\$7(7AH^F%V!M7!F;SX@B+*##YBBFQ3/Y.
[<3SY.G\$7>M#O)9*SYJDPXA\$5-5KK+=YZM-M.7CTG6D46W"Q.^!L9;-M4<87DB"KEGV+W@0(
W4S!7211HNFHFEY/UP8<@X M)V<:QTM=EI\$<X!D"!JZZK?U(GYT%;T3/)3#|XH,I=#@JB26NHAJHDG-0@CXS5
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M91P&I6="KGM&M3Z>VFP^46FW\$QFY-
OJNNK.=Z5T2Z7L9BB+*0\$3.64HJN:\$!2H!O^ZOO>E87!8TZ9@*2A.S!C-X:ZC7%-M.M.I+(T>RH&B"?
H=,03_T57!>VJ&|>T-#^!OYG>U9#)=CFK'#(VSNG*:0X_S!X2)R1!HT7BZJ-SLN6V-H*U
M7!GMNIDKI%@N+!C".020DEMUE-O-GO7IZMOYH MIO\$B<.:K0-GTZT!7"SDRC@%!9!L8F!VJ=PP!X:Z^0A!59
M)Y.L\$*A)WMUK(O7J8WUX?IF?SXR:86&S9=T9?M-M(+(|5X3,<3%"Q:JOQ*@8Y5OFF60P%!(U-
+G9J!<X6>%_5\$6HT?4U5M"%+:5 MTXS+M X@\$U5=5!^!W.T645UUBE!MZNWZE.(18^L|^6^S0:@(
8.46DRC%W0-M#J17U6\$P!L38BUG&NZ\$LWJ:T4_&S*_F+UPG8!1MU(3S="EO4XS?K";#;H/
ML2QGC&ZP,PE)#.R(7;.1&-5O;4E*W0E/F&5N^!RIG)E=5;KJG/U.S9-2)%M
M=KX@!8!F#PO0D0*(@3H!X0!R#+@!SN4%NCB"(6BL=^!HOUYTI+.N"AM7&N M;6+5!S6=,E>NX^Y#=#4P9W&
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9+&D!1D/H3;+VD&+;/>Q2L:)ZH3X*F0-M\$+SY99^!ML#PIJ=S+J8!HB'&SH+R/MS-3Q"-@"/ST*J3M0
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MR("D%YAR_Q1#>3)1;#(\$TY^IK2!|SHR3\$'.ZF+6;4E7<9BX3N-U;IK-AG9M\$%GKL/8#^M!&4
MKJW_9*RW?*"J"SM1A_?@!BIK7T_%;"R69CN-X9M""^OFK3!V!9.W^_K0>^F6
M;OGFJ1<>6XH9YNWT=;XY\$XBCD; &U2F?E4%;!5!PST(%!1R!FYEZY+Q@A
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(CW@"DAR"^SXL^/CC!/_NSX?<>OCRK5IG..2<>+8\$U8H#<#_WH0-MOD?7SW>,44K*>B"TM-KEVP_'X
)R!_P902P,\$%@JX-'6NQ?5KOY-M-FV+!S>68M.C-R-#R.S%?9S4N:G!G!P+.%!OVS>+!1!MHJ%
MA8@TI9!BHU=J&21.8?99NT\$VK,\$MEO)@!F5!19+)+LIGL1:(KVS)F4)-M#H+F5GSK>IW^!O_G,?
!|Y!^!^WN^!WJ?EN!QC7-=YG9O?=9Z_ZYUAM_#M'P16'32S_.\$E@D?R_!2D-Q!UL?Y".0"X!?
C^P!U@F.OZ!7O9KM(M!>OY4)"@D+^RX6%-!9\$5Y FHPB!JO%2M%?UW(*W\$Q4?>?P2!C^&+ELN
M#+A<5\$181/1^>*_!17^>Q%B.HL%8%)BT@**W KP50B(!Z>/?E!R M0:'EPB'&F)(A^5B/J!"HC2RQ&-D?
!&(O!A*27RZS?ME=8UN;R(9+92_M\$=;/GF9E/WM>4%A4_*KD=>F;ZIK:NOJ&QG=-9T?/W5U!_3VT1E#PR-?
OWT?M'6-S!S^9,1!PN-!(!7^!^L?VB6-V+7L5PQ\$?MDEL,SO5P=IH>7KMPG+M!+41.7-
)=H/>S15R^+>3!ZM6JFT_R!1WOMPNIJ!"^@Z!^F7:WRS!SOD6_\$!9-M!O!8!O_!U0>("PH@P1.4!K
;SL4R.0PLJ!\$9@-!-@!1(ND!WXOD!6_WWN-M"KV"HS&5LB5!(\$P!JN
#IA0^L,\$!9!TGUN.G!OQBM30Q7O@V(H\$;U+OR_N9+X-7-MC#F>I4;>8D/U-GP?%SK!MP-
!X^!)H!)&M;5^Z_1;H!Z;=;IMT!_6">[MD+&=;:RD.!!CQ!U+!Y!NJU_VNA4;3JB9!...E-W\$!Q-35B#A\XLXD/
MS+!8B!2A!LYB5,JX%QJ;#IBPGP)6X!%)0,^4"!%W!O(TIR^5L-CT!1K4
M#)OQ!_#18WS@>SVE79L!P4KFQBYO=>+R^\$H!H4GL65+>Y2>>LQ+!S*5J0=R9DH0BPS'J&P9,A!PTP<"
M!3A*X#LG5@E7C|<5*Y.H*2"+NAYG0\$#/G-3-UOUW\$TEK-5!P'M^\$?
5B*K*YJRP=>WN4#"JMR9@_^:Q:C%83&BP4G9<53'4%HZ!C@XLE!MN>+)Z2H9TLKJM+2W&^!X@-G/L(KX)
MR+>6RQ?E>MNIG(M;+>NNIT% ^Y+9#R'+Q_XA1S^EM_M2)6O!GN;O3!B;-@M;ML-
R8&*3DZN>*=>*Y" X@Q?!"(LL;&OCF-0\$;O-E/GZT-0.0W!/N71@5E/O
MU_.MIRN=W3HO_LSU">4#KQK&4UDY!L(6-C'X@,UI^#B*VL2!C!U>!.48"!O-M5W@!Z6UY8)=(UA"KB.%3H-
5OXT?Z;A/(K"BF!21XA92J3S@Y."OLY!9-4V-M3#EQ!&F<[H9FK3L*!UQ\$2.QIPJ."@DA6.V<%U+
(!UEXSU"U0;D>9MYL;=4C)H>D5F-M=0B*;WES5RF!W\$GJ!58)9/4!K;
!7V!|K89H^SRBE;ABW4K5AG/M#85-JMU*>H\$CM1LK_*1&XU:%14)EUZ6'-E7979-8D73(<|^WM/B^?
M/IE_6#|W-4M!X!*,0XKBY4S&P=|@EY+;C!K.^W&>L51B-JLD>M;/?"-!8'^<7W-B1K)M0;LT?SX-BRIR9)\$1-
S6KIU3A#N+JSN(>S>D+XX+M^B>_2!Z>..F.61H&M'M=S^*O\$K.71!KV'#+KO;J6AJ?
DFM+GBPA#7P6)A*MWP4UD08!&SSD2?H1=L\$MA6(<2YN-SULOIVUX@-RHW@F#@M!)(W8<0)U!):'<%5?
6.*BIN>N^_!W+M-MUE_&O!<.1!8?"GLFIVU0-PFTBW#XJEA7:7S-!V"TU:OO2!\$4!P7F06ZP-MS_!YTOZ!>
F2;ZN-!3LA%<2!0F:1%25!836T6)4;A>^6)YH6.T8D?M!8T(M^5=%;8\$9ZHk2(57^)=D_*8E\$2:X@!H\$%
!&#H+FIU1(-JK3G@)E>=O5U-W!ME-1Z+!>D&FW7SDPM>+B*AGPNBP0G-0"F-A;N\$!XP,>V-
X\$;&^BZSWNU@Y!M.2)QX:G5A?2E-J!75#8VO>:-D'R-6K"2%::XL>J!JM\$5/\$7<("LAKP8-M%)E
!FE68DNMJDKGAL(4#13R"FYOZIO%18X#51YKGH0'+BMDT6Y1W5Y/<+MPNR"!S9KDR"?
8'TN0@JS4A(Z>5^US8#_?NG?*IG+O-CZUQZ!H!\$?:_@+M0H0;' \$^T+2'ZD7A*%W!X"W8EL^2L#L
MZ@:=ICQVI68U2USB/A\$7>2*MJX;M'8EQ-M++^!>*_4/4;5=
!+>65U^5!WG'51BCN:I&@^Z>8D/NNU!#*WEI"(A)E MO6)%!NV0KC4&"4644_SEM=-KLVGY"/WJAWJ31.
!U).F_"K1)8?G5C*4CL&MF61""B/=9VO:1#O)Y\$^LOQB18KMZ=;)&@M_)'^?7N.C!-.N&7#B&
M)PEVO*1RW^S1-XHD@+E+>?T&>WH_75DZTY"=E(70V!8:7UU8XV2J(9\$0!V M!H5XIA?
==82%M84Z_VECKQBN9:ZK!1F!N\$B797JN;K!%1QBK!<>>+1;_2J!JR2O^D#WCOA(<FW+07/M;@LK/*K\$;+)
M#)!L_S.Q!;WIGDF&^!X*#_6FU!Z%EV,Y!@2MCWW==;35%)I5-ILV-7!W5/E-M&163!&>OXYN2AYGD"82)
!VN!BA7!WE6YAODAUB/+@!UUL!\$)!8.?X@8LK>J_M#4#VHXL(!M\$-K\$9\$C%=)MV!Z<9K1FF^P!N#-
ETFY5S^9*GSMKSM>I">/N-M1V5OWO-NYR.L!8X#H:!"KB@!Z(G0UU\$H(>1/4"!D)Y!0Q2A3<^,2DN*DS-
M/H!>WG35XVRLG-E*30^5U^=39D%(Q7#M6>T!A+G#K)0D13?JR\$P-!JYA-MHBB!
=E!YE7!O)#M6S:S4\$KYN>.[22-0"U/(@YXBC1PD?4!1\$@=G+QE
MCWSTUM=)5;%V;C!*"B"MF7_5OU>PC&2)T\$;PV(=E:NX1HP*Y!&
M!H;."1V"J!FOH!+03SVA+LY*QE(IP5W0,TKKT-)U\$H!<=@UL"+12^A-MCX!&*W)M?
1Z!OSEK^CC%3>4K0>9E!<.SB1\$&=;XH=,^!J@)!\$>>+4U,YX@-M)52%4?
!09\$CLKTF3>%W"A..?25WY&J8IN&*7!PR*!IW7-ZVEF+^2A!AT-O
ML1%;=.TAQP^4+!F6EWZ5+'8XH!_UNE!1E!?"6E!9GARM!12-MTQU!(Y\$R%J.2&-Y?<6%T8MP-
92(DK21),Z=*_8;WOE5COUZA!SZJWU(K-MP'<^Z%TLZ%Q&M..-6^67(-=&D!1P?
8Y2IL*Q"R@UMNU891XHS6JMQ8:H"MS&9#F-HL!IN(XN!G4.3L39QYXAES\$SMPT#@.8XNL8.HPN!
MVN)BS<*!PZ1PR6>X.00!D.TOP:MA+4GDR+5:O)=>IX&=K0\$-29?7!1!MRRMK>^2LMRW^H!7(+6(EFF-

"J\$54NLI+%UNW2>/6!J-TY2QF/5JFSZW@Q M^=0B=*1!HNB"-H2S0W\$=EZR*U7!TA)&OOK,1L\X^)*Z=X&5>-
C/NR-1X^DWI7B?7D!J9=Q'62F+4Z4ZX!007!J(70X*\$20S29: M@*GLW5JY5S!)*K
OZOC15D\$8>#E0RX: EJ0!BE=/?ZO+O!JR_N%:*C<_P**QJ?+C3RJ!-&!G/MOM:8R@U.? 2
3W^=FIOEYATZ;HG>P%Q#+ZM?ENR,VQ4-2-2\$!%XXGBW MB1(GN78LNRKRK3?)_0C'_-
XUFN.06=,7,_,E!F!2R#_TL@T*'=C90:4QH&F MI2N\$XA#+0!JXISE!(>P@:,*8L^G!1?^DF>I=SZ\$0'/
#.K@V>BPE<*0D)=*% M@G?WZ*IMBB2^N6O/&P-!3!39+KSG%(P1E%I'\$R6N)^B^86!)QF*7/'O5F"WU
MS!;..JO<>Y!TMJQ_GEA_9C4!N//5J!>R*"NS#PHKA==0(C"B3\$G*)3A7P MS'>?8'1F3YZVLEU9.=:G=8
@%M@8_+A!\$M%0?T9SVL7C!F-!T!ULTCOOG#!^6&*"H'A^>2QKZ;G0FS?^)WL: Q
M5T#PT2.1+!>,*\$K_V/36:3!48NVB@""X*+F G> %YC UD1&G!N5%W@!HH_M_C)V#E.D@:H
Z53CY3^OGGJDC+/9!K2>:WH!_CEG!\$ZAM:J?_2!G&OLOVIA M_OGO^\$
2&ZE%C3_-7GY2KFBOVEQ_ZVPG#H>;P!YIS2C(?^IB50^8J^*^A. M(0H_CL?)"(^#>ZFS!MCI@4HJO"KYDZ??
82*6H_S:G_J^C2!X^3(9R#X6X0 M>^!AU91H#J8T@.=I"YO!)SX>-"YH8*S@2>RKJ+ZCN_&UG!;/_!3#?#JKLY
MKGR@_2P?+YQA_+7!2AZBO?^*.*Y!T!LGC6O/L!W">"Z.^I^VXYP
M3!;MWQ".UH0=^OP0>MB.J+R65PA^+P!^*K+;1.4L_O(NQ\$R59D96!_1#% M_%UIBE!T TW 6&
(IS^&!OKXTT1T@+^PKDT84L.F2%A ME#!O_Q_&3:*2PY-YZ0Z!VZQF!A!T>E!H8A<6L)>"@\$(X9X12OLE*38/R1@!^I
M=O-ELU06YZQ96FNRZ3J(+6"15OCC7705A M0!F!DO6W//T:3!2!S"BE_VF1@.28WUS7YWSG7Z1:Z8=E+2OD?
C>[!^D M>IL^\$SORIO)!^TU MR-!^X^4\$?RC+L4>??GPF.P+>^!6F=Q^G+O%9!ORYL!3PIR9:H"G#DY028
MW0U4:)-"/,<^NV;>R052QO4K#7!_7"Q14J\$1L;_)\$TXUR!IB:>,<7W#K!M#?5YWRZJRR>:T_<
/,<^PRL=B!H0A=A@H@C>: M!O1^W3!H!NK/NJJE^V3+KJY0LJ^,*+TYUQ?;M9F^%R)E.K2R?>H.
<2D\$O+AJ^KD ME5OX/ W-1;H2I=9UX>Z1L3!O_1X)F\$K=#M;"X)57_4RPG<&?^VR:9ZQX/6 M^M:AM<\$7>
<#Z^>M178S_>QE*8829?P=:E3!H3/%WH8U209O^@^X3LO!V=8 M!>-U^R9RXM;G^+^H^7B(S;DNE3-5^N-
"3!BA^+2W=X;V2P353,2F8N3*5H M!:=NRF(U#GO:3EJ!>*XE.)>S0>D^<#Y5A18=:)2Q#^5G<(<=Q+O!^U
UOZ# MCM\$G!C)<IQQ^=5!O4 FMM;?N!>T)34ZZG/?^>'RZ^IKE\$U8N2#IM7@_K=3WJ
M+^JXH^>E^"FWB!+J#^/5-B!C!F.29QP>IO#?^LR:FQRR=:+L51G4< M^Z-VQ^>ZF^RB>?8CJ66!IWQ@+!%-
"G2G1G:#6BAI&B<)<E!P%."6:5PS7OE/LAQ7_9IG86T@.R)QF%W MBU5MY;8\$%L\$VZE5U2K;
YP=JLNG5!^2"XGRT9&JQ7V/S"&OGZK1R> UL5DA!^Y-E MC2W1U7@2&V;
(K%P&X^*H2IOXFOKZ=3PEMO#^/;8:2!N/F!O\$!X&D8+!M^V88;H!D0<>9"D3-#&2_>H5"A^C^UZ/UNC
M!JB:OX:&RQ6VV.V%I#FZ!H4W^N!H;MPFEXYH!..5S<;H-+ M5!2+@P+GSYUSR!^ORQIEYU?
Y""FM6:7OYM\$=-J&V@D\$&B?FJA.T.UK.X: M6C\$V%NN")I%6>1. \#(U^.;M+4LPB!U4U?
G%*Y8G\$D2BUC:SM!6R(WZ.S9 MM\$=2F=^7!)-%OJ!%C26G,AD"WZ7^O.'\$X3^18?I2_984HVM_5+PD3L-9;V
MT^!WU_*^"DTV\$N(ICUG?>#'^=^4EB@^E%&H9YA2%=6ZL.DKK^;K%5(MWE4<" MAINXR_F
ALU+0;JW!BP^<8B*007?V M+^\$F9Y9WL1F1>>V3>: #4@31_1L-L?VOH.3N6Z?^B?K3GTE#MC@<ZZ>H!Z'
MYP:O@H@%60\$^0_WK3YB9LB"O">15H;8_%.@EQ?OY)VP%)+.FL.B(O&)
M\$7DHW!3U;R2JC_R9^PZB2N!:=,*!1!CT(+^7E8!L4NX3!\$!B&I!/(9K-&D^7C2A\$>=-TY2)3;BBS)A!C;
M5SU7VTV;H!(<#Y6-TAN!DV!8)<1#2A.X;@%7C^ZP%KD+=X.#8"AX M^KW.G2Q%...>
(W7!HOYUK!Y9'95!>^AIH>"FX)10@/?7LT/LBDG\$(WFYX9H MXO)/N990+T(X2^Q:6J0_VL9H^!K!<?3:1>CY_<
M!O"YG00!!"*6).C!Q!2BY7U):~!F!FOYJ(N=02#5B;HRZXO6XK6!%OUK-^M-
6I=ZQ>;!Q6LY&:UTSU;WMF&)G;(DD9LU1UKU.XRW&EA!@D(3^1A2GKT# M-66SX11>VS#>94NA
!X 7#;FJT!<7=A+4. M!\$!#J!XN: 82(S!7#F!L374!\$W%&MW;JLXD@4P"+UEK%MNF\$9KCG+O(\$<@U^@M-
3AA6>=>%"=.%J5H>W2JNF8P.' M%;MO*MI/YGW=N!L"0P!X)O!CT%1!>17 M^Y#31)VW/4-
KN6@.+KN(EP/J!L=3*48/78+A5NH\$Y!\$9\$-3;YS-Q_8(S!J!PZY;1 M!H+7&5C*K_QYB(+15*
(O:AI+XPQ.N+^\$!_82VD\$NMITU=A041*HT/!^TBW))O%GJ!^A7
M!\$D.&EOX%)G7O.M4^<(UQM1Y\$&=!S(?"J9A*4KPAUPARS8
M!^=G9)Z(YT@!F&+7F_R@4@!>*88/A&&2J9Q!U"VLS(B9-%EFYJ!4\$=O M WD
M@!DS>"ZDZ!YVOC%I^PRF2PNQ(2^7MSIV(S)#^!M2)Y^J;P>RP9J- M/ 8?J+D.?D+S@29\$9X!6.4_-
R\$58!>PO(<150DJ5_) F3YP/3.>A\$#9% M?@D^6X-TW!^YA&S:O!J/12!%@R^QCQ04@!LO.10"KE<2H?T
%Y3!N%HI_ MYW)DY5.AFV0)#M!F!P!@&:20BXH!A/O 4#W!?(&4SA.F!T!(*-8= M. R<-
Y=")MC/LZ"#^T@LWGU#FBKOSZJ2H NXA2>(10Y8\$)<(?-8LO#%^(!
MOCJ+2+K3B@#;A/WNEX7>4N+PS)+Z!->)&PM<O".YJG^GX-2^CB.6!^VTZZKJ1?F&@5&!&E ZG MD>O_7W!<
(#B!24F1M.0A1^9XU@)H(M^<QSFU9+3%?26E)3#M;_<B-*T!4 M^R/H!QOY_9QD9P!>^;@PSY0!>S-I_C
IV45&^K0<^!O1&&K21G(D=MBV0O M#^Y?#3/LAE!OW<_@= WYM?@!^!MS;DHKDD8<7B-
IQ&MZ5!E+J!"Q8RN4/XN(M>\$:/L5C&:&M^WR\$_.!9DZR^1_FZ!0/^!1?#U);RR26XA=/OG(J849!DQ.4M
M!@*2B<JF8+;.*"EZ7_ D**WZ6^YP.340#CHYA"!/^#V>E! %DEHS+&HE%: ME&DF^+380Z)_QLA;615G*&6;L
7R7 WI9!81YIVGV!EQ*!D^XNT/@O 8+ MQ?X&^!O2W#.B^<(UZ!?! T842K
%>YXTKT!6!7M*+B\$CNH=IB: A)TTJT^ M(F)&3-8MX:M_#X^N%R0/F9WI_#U!_7AC!+1)^A>2+
(L\$5@U!^CN_X<\$H<47!5!C.3\$!W DKYCV=.%4MITR.N;T.69+1*^1).MDS^Q8+;2D7L^C."K@NTY("JZW GFB
M5\$>=<E69E!S-A1MC>[!^M%1HD V.F:CV!HN^#42@V^X^CU=YF_UK!^*E_L!ZN!^7+ZM_JH!)TUSH1><
MN.XK^3Z\$".29@17M 72!DCA@BN!)X (X>LF\$C:29G^<(P!4O6W3+%S!# M=M\$14T&8H\$6W"!FU4/_<
H8@E1NSM!AT@<N!3:J3:"9"%IUOD4;2(C MEE0#VA)H; 15;!DD9N9WO/7=-BR&H_&2397=#!
(\$DMXW%B^L4F\$2.ZO.CUE?^M.L.EA/!^Y!) MD7(P7EM+; ?F>P_1F"+&XY=NG^W^*/7-1L6#3.K.X;<:%!
X9G)L9"<- MMB28!TJ1"-;12\$)YN/V>>@W4?A-%X3A=JX3=1^\$T4?A.%WT3A-U^X311^ M\$X7?
1._7Z+0RL)^<8T&?21/0R5U!H-E+UO:7IH?O=!1GWT!5")?KH- N3) ML:0\$CX6=^T4IO-
Z_TC;^GVH!<G@KP^3H M@+P!J!D^R(XAD!A.6(7_-N<# M&3!2!0!-S!^V^K#!T);UOAR(%0/A <4(I6+H= 7%G!ZE
!M#;7@ZRINDH!9G)DD4K%I!>J_ SD2Q!^H#UL#@?<YWP^Y!T6Y!7 M)/^*.)K+X^KU"!I@PU">
<#H0>+^EB2;1/>@=>#VF%_TT>;!f(+F=458=/TO M)=+36!U(+M?25=:OAJH)!3C^!J6619MSGLY0/5;-
!&ATV^VK@KM!%X=290OG\$WC6.AGRCFK3!K\$&R.Q"1 UXB 2L(OH9)YL M!9!EJ-B ZP=8^4>Y.8#^DSMXP-5!
!#-5#.SBX M3PJ68Z.XUTG0/E_!@I@!%CK6!+&>.%Z5S2B^/C(1R#<#^!C(=82VPT_!& M1.032Q1:XH.NY!?
V!E+WEW&QC5S_I0)_+U#-18+^22P+VPW;W.K@E_0N. M&O;W&^_G!);5 6@E73TU?A;17F.)C!5O_-
Z#_LN31_O/Y MP!N@;HLDY";QJHBZ2L_@=JUD;)3?AN!OJ0O!O6.Q^YAXS9RM9C;4V%VO-FF-5O M-
AF9L2LFGGMEXMP^0VJP-KJ&N!^U2PJ6_/1^SNB=S1S^HZ21\$P+!N8>%WG!H M?
VD:5P76T^DA+8C5!8!)BSW\$0<%12HXW^RYJP0YHY9L40HEN!ZVFWC)!? M-RY^E8*W5.I!:=6&I(E(DL=_1"-D-
07C!+>#BHA/ UO?@%>H!L2=!)JB2R M^!HQT)&R\$S1F8M_<S^UU_D!>>!@R^QT/A3!8;+I
MD8R(D3!@2!@V*>EEJ^I3#>D!J!>@X5H;J^B8V^>=)4KK!(&% F!F_R\$0)DHQ\$H7.E!OUGG M8B#* #
<4ZG.\$JGF3(6?FKMH\$>_N+ M\$H\$23\$!62@!&DAX3M/1T!G)T\$MV6F^T2^KC.R4"W@16>7)1Z=Q!+!0MC"#<
M#!M!Y!6^Q(=4Z;:>O.N)U!^3) 4/TR!MY@J5FTHN7MP_222_H6!1 ME.4V+N>14NOV!2!7>3H9?K0@I2?
PS<"LWKJ"Z!HYC_N/21=4&1T%,02)/I M^&C_YHK_OO%VS!O2U:8SHUO3!O+UBMNE?
(5PX86WP4LZ115O)>8WU:0_<O M)T.RR K?E2D1!%&C:HGAMFK3@KBT7W!P?U"!)9")AT1=T% F!QH!M
14R4754,>+?H=RD=B&677!*>H!_WA+_QLC4S;H M/OB!P44);%X+&H;+T)*A=C@_"BL

!4R"/+,#9RIC\$^6:D4<^J07TYIH' MXU.=^Y)WVVI>7#YW053@YQ=Y!B@'^^M!ZAX8TQI!,"?C1%.Z"7^BL5T!_J39/
M::FBT<)<SYV^M(M=N!VV+IUR0/W0Y1!*<PGL8#E&L+>?ZZ6FCI5&XNFYV5F
MIUIA(V3!A\$OB2^0^A::OAW4UJ;^O!?!9ML>%,&\$CX6!L4P:GV!J:F&*@HU
MCBZ0802E5&JA5K25&J\$^BF^R!#^+E,2:960.!^3)0;N=:HDZF\$44YV5A
M=#VQA02TDC*1*CVK5@+3!@4=1K!:=2ZEL+RP*U!5537LK">/OET#!&+M^LGOYNCH&U9^964/
T2IHJ43MMJ:"JHG7=VMPE^IX1P<0C>.YDV^XLK_A2 MXPJ9(O5IRYE?>D-L,X^!0I#!*"\$WD.VIN\$Y&>
<1/8JB:4L2-G^>G:6V+)<M-TX@OQKRCOK#BOQV5QW0FFCH/U>JMHR?H,NR?B@J'29>Y_#M:HW02:OHJ!6 M-
L+2@!_YRS*^=(=55@JL.Y7!,(^J#/#HB72Z5 X7I!>?M>6E^K<3+CTOKJS*Q! MH??Y"6CFLO?
15<"BQKQ5HT>V.W9_!A3TBY3:.K57XR*V\$;8U_D?IUP*CV7)!*5^C!Q>TQ@W: W= B M5-
%J^V^TX!>G@6^U,+KX,%O9!42!24'NX;8ZN!QTDLHO-9P6Z^G8O*NV4&"U>\$M!^!PL45-!J=C!/\$4+ M
S%.H7L&W,"Z"@T?N,#NM"LO*# V!92H>=QM>5A5(L-OW08!P?^NH MTMOA!(%.PN4.W70DEK-
<.:9^7^%HBN+1R!6<5?%NAGC7&3@XXQP4>OVL;
M!H8H"TMN23.1)Q1 *E>)/6ZVK5QBI5:X7T5:NPQ7CCHX1!^V0PJXFI MU_*X-
Q!0B,=K\$7GB:G8).IGCU/NOW! =76,<8EHT!\$PRR-K#!:^XTC!=6#1 M9'+&@\$PAU=(?6D>IW,"/X+'6:,O?1&3^V:
<2BY6=MYU\$-@6^ZP_O1R@#V M/(D\$%LQQ9:7HDW*8J>S+T.FG=2P1QKHSF?H!Y:X!;@E^EH9L\$NB=IWFBB!7
M.Y7C@6P*O,(!=)4#^U'8!3<!=N^BD MFWQOSS*A1(MH9P\$9Z::LHTK*9G&?LP?L.@GECE,CH6K!JB,J:Y&Z
*)@99Y M<=>O!T2FQ.-K.,H57-XDX955/ B/IK!X^8+0?^!R::65)'D"B0"(>8)*ZL
M(5NH4PYDQKB>^,&6!J_&38XW")X0"!*=!POYO-XX!R:,4=YXU!FHDIOY!N M9PZ\$G*_,?<?
3K'=5>Q5RX!RK#&.:+=! NY&Y!0:6F13YPZ>E!L&92ZN0M7 M2"D<1/Y E#SE!HRKXX^<^
M>K/QL9Q@C!L5G(<9%M\$@VRAP6^!DVG^WB\$GU8A;6L3!N^4-L!6&!)3O ML;HUIE"H%VIQ!>YWWT%:
!92MY:VRSWA(S)!NUS@HJR-\$/(2%-M&X...P#A5+N0"4NY2&,%0Z:V^BA30HB&S@;RM
!^H65YY#Q!42%)D(T!// MJJG83B?&;G#PW.5T8*G>95A+!2&SYWGW0"!T M"D:
(^*Z!^93RA^O4\$G^J@V^",^ZPWJ2!,&57V%4!^!U+>= 2H!G!4P: L! M!@^A9,ER:1:./M5
N!D^5A^T/7(A#&ZUO9MY.!.L#!@U726C^.:314!W/C# = M^E27\$61ARY1^77_FK?P@N:!!7!EX/G:A! MT?
*I7EA>O&"! =TC^JDM)+C\$)!H\$SZ&I:H68-N(R@R:0+2Z5_#65X^!\$!8;KG
MC35R078=1U!19!_ZL<9G39!8GM.91Z^!JK+_.00C\$AU.46!PH6^5&EXOL-I8K MM!^S@)(9>(G-
6^G9&A5!YX^C!K@?>F+VQ:TY!M?(3MW?^UO!W7PIWD\$M* MZM#+N)H0C9D!)<^7P<*>705^.?<?
4/5...WTLGMC,X(O!1R-UXJ_V"3?SBJ! MMB7 YR:8;SCQC#7#!FS#>H/!WBQ!PG0EKH F^VWRG4VQ8M'?<?
I5S73^!XN9(C@*7>!L+ECM!6H)3_W.NAC1^SNBN^Q5/3KM?KTMOM!_H+U<L2V>F_!F!RF
M5@:KG&_OM/LURS?KYL!42OA"8,5 A4+BQ06-%Y_+J2,'ZB7NP;+ZWD+L87: M1&K07,-/D4_-
;J6#MXY3Q^E:M35,KJKGV!92.=M4U)7JZP:0#ZQ("K_ M4Q2\$+OW!_DU4>
(L^43J9&%6-.C2!"JF75*.#TC0J93QO0PT?C2W6W:G!\$;+ M_+G20BU..M+@L5ZO9KL%ZA@_A'^@C8;OB7%I*(U!
(\$5_9#7+W3.@!E9%NV M^!TN7%1!/:4:5XJ23!3HV+UX+*Q4^2M5+!92Q.WD(= !C)4:2V\$54:SM?<?
MJ67_8^+Y!S>Q>P>B>H08ECS=DI3KU+W.KMNK!6B@_D^OQCG"">+!@.K4878V/MJ<7W\$J3Z3168=
!O*\$U:Y6N7^&=> (Z+^RX X5_Y#2Z:26 =8^*CA8!HA'
M!^S:1_4^"R!E(@:\$VXW1X"!5+/"A,2KSQ_7WKL)!S!2G#U^H!5+;+X:5:&+ MX<^!*(^"%0.S^=BX^CV
/E2\$XO8.'Df+7GY!<)=5!28!6K")AXQO1A@!/+!>+&:!A/L7/N\$AF+V*)5%*<?
M!;Q:1(TX)G=+!NR3!^K_S\$YGU72K#9%ZLVBVW^E0(!"PH&ZD(X?0H35T M)A?;!^U(ZD^FCSJAA(3.IMOO-
AG\$3D!7Z= !L!9EC9T2QP6!DL:Z/G08E^SA M@!H!G95\$^ES#3!W CFU.W\$^T@/K+M_8K7KQ,PS@/!"QZ?H!X&8>
(1V03_!JT M!OHC&)"6"?AJ>>+QUQ.VRSON\$<)Z^YR:.'!\$F@&O:ID<<8QM!SL3^S4!
M&7!6\$)LP\$KS:6#===\$3HUO%Q3X4!NZ=\$NO!H=JSR/G=;X4!1^,&KLG,?IX#=#_MU?H!JW1:KFA!2
N+! !S7!RG#YFR:@Y^ZUDZM0MY.>F?;H:~;W.#0^/QYY M;AKA0ZLP@>J4:X8C17^"X(\$Y11"?*!;#!
#2)3B")=EEFYNN!O!O!O!O!MR^!N_VR7Q3*W.!)%R+!JU2^VF<=RE*68M.C R M-#R.S%?
9S8N:G!G!P)/%1_W\$!L;G6)%N63%DBT!0EA4Q229)44I2D)"2D MS90QAX0L-^X11E+1:9)2+),!E!-
E@AE9DP+LLQ8IL;G^E.UWT_SW!N)!G M= _WOUW7!G_OUW)U>7R^!G;YG_7!>7^YYP(PH9P+=.^UW
B*B(L!QY!^@ M^>6V)P*;D%> '(2+L!VP!49%?QZ^?HK!<.%?R7\$Q<7\$%TDL6O2W)2FU M&%F2BQ8MEEDL)?<?
WK0^Z3E9&6_2627T+^XU)1"3\$Q"6G)19+2_!N!4@OUCD MMFB!F(@6("HO(B8O(FP T(B.\$G!33P3XST-
\$5\$Q<8!\$DHH8,D MD)55EJNJZ:16TU!C8&JVT7S39@O!3MVVNVRWWW@H.LAU!_W#Q/>9WV!O\$!<?
M<^BI(*)>L^JW^T:O)M^B 7)!#WSQ3,'M3L-CX69AHNF&Y\$(@RAJJ^P Z^* M\$-Z"G(\$!MPDZY5_D) 5
AT1%\$>YHHHT>F#CZM!0F-1M@)=OP^8T3 M0B^K!P@DK,">7.[8X'9\$!H;4^U)^@) 6UBOA
XL48(3^ONDWR/+D!AWYU0!U!HIS,1 M\$V;+N<9"
(+&:%0BIP'?0G6W2B@Z_WD1>#QOPB!)M7721U",P.O\$T(N,\$F1
M^4<_27LIKXON^"7YY^W^AI?^B"PE.#+YK!7R)*)(<,6%4L.#2F9C0GT%Z0 M?HFNOL-O4
@L!TT!_G:NL^Z!J!+_97G148GO N8^J M\$0:I S;QW!EJ!T+HFSS(\$7J:WZ;+;GPDN!%!>T%J8L\$;FICH*?I9!>NR
MDNJU7#09#M2H!%2E49^A!W5-Y6PM^W165FX:G)26O#>FA8@_@"/@!UO"+L\$Y69(F E82O"GJZ:97Q;
ME_J>L!FJ.>Q.M:9>H!W#NY<:9(4FKV1.GZ17KF2^=NI0FT)!.->Z0"!2+U) MM4)
W+3_<\$>HJH^XZD)=WHE4A\$XZD)=/G K&^ MR.H@V.&G0B2I5C4" #*SXT8.QC^L#LVEJSG7'\$(<+D2!1:FS=7C@?<?
>+L_..MU*6P 6\$U5,+06Q)=2+!*)J<_<%0_A0^"L!Q927XR@!#E\$X^S^+@U9:BKIV2 M!>WA(GT59/&"FG"?<?
LXN\$9#!L=KGO!9G>-CNE*/+G15=L^"XUIE^VI61P2 MMN20E8&K^5QO!K+W2BX7:7
6!^)-6F+BF!5.B76OWCC#6&X_0_F5WF>37 M;J<3=OU_*C,^)^Z538F("\$28H"0\$.G^!K.=N-L=,R, SF>:
0E/%Y=,6A; M2%L+;_FU#6=5=#Z.K! CG;PS67>SQKE)ZB0Q#^"S (AQE^9P?47
M_)^B_EZY=:WGSK#%NYS7R..6:PW:%\$+?@)CB_ H!1KX=0+@Q:V@8SQ+ MO%^35%E>S&AJ_3E
LV.OKJZ,ENGE(?7S>G<4.25 M8A-JAM!G/N:S2(TT90B!D)S1?DY/PT8!/&I 2C^Z#PD!HIV/P_FGS?S4^R!\$<?
M^>O<7K5&HJ8E0KON^A4C:5H.4'3>^!J!>1*IRC11*,=6;7K+)-ZW,SFE5=YXZ&^!A MLVQGO^MY!-
!>+!1BYZUH4(F?7#MPC,"!CVA&>X4 J5@+^H!XWB;WK8S!<?
M!D:F@G4G;7C;^NHVEM9+VR9!_!H!Q-KW!YOT+H6(T=H5_3IZ @FO-U0/C=6"\$12
M!_T:!!M)\$0%\$^;YCN6MZR_WW_?/M !O0HR6Y!^P/807^DCG1.%REPJ("N\$^?+B&F\$>IAU6O-EFF.8!HOFV@V(N
ML,G+,#ZB"XW+"K_*XOX6I#B-3J:OX:C&P!N.XJE-Z1:=K@C!H^4AJ<="5 MO0VVYNEDQBJ^)!T;S5YV2
MS=8#GEH!ARD!XHU7^6/NO^!""LA%IX>F_!U_!HJ0BJ8AM??(N!ICS!)=&L
MW%D5@7KKKL=:FR#!NX%MC5O1_!\$!>ED7^AFVUO<2#>6+ZILK;+^9
M28T5)BM>=J@8^%K!AI@=B,HP:2/N?),^?@74 +/AT"\$?C^*S!M2^HQ2L1Z:RG(BTE=
M,1PL(HJG\$N^_RFAYRX@.M<+G3>Z2_!>=6QL^!4(E>=L)_FS:*)UMVR \$ M-
*IPXDF!7!VB9;_H#==NN;^9%;3/R#1+^E&B M^Z6.OO@BM9>R7Q&M^VFMXY.ZQ!TH)^8T_D#JNO:=JQR&
!T!?:2?F09%K!61 MWKD56^*7 \$+Z^V@W0:./!2DV!C!K@&34QU2;MIB-R^V03?U(*?^!#O&!
MA^>=!MJD_FK;5KG8#LB.@^7>@8QXIWS:9^"8!:=6SZ 1*8ZO\$%3DXZ&EJ5;> M,5X0./9(QJS\$SH7^GE!XI V?M-
^)QV(Q%= <3W^4WVOD&Y4=NVV4W0I=R3 M;M6UNGUF;\$Q40%W:AOH!M! WE%55WP935:W1?
\$=!8F\$9JHR,*=9 MRGH_!2^BWB")#OY\$JVH!H!8_5!&Z?CN=: 9!DP3E=&5-!N #6\$H=!B3
MDS:HU(SM5V^4R);Y&C>_08U>R?Y?(TN*!|=>!(^_%6PU^5!QZDW!#B:"@OIU:!

MODQ(>K>.6@N4GAY+C.15!;-H9E?HWJ\$WC=&@WUL<'CY@&R@^W!^MS MK\OH7-%U.P=NK\I P7B\^L_7%?
W..(KB>(P3;.^*R M7.8UH#&K.\$\$.10L%WP\>M(#F?O^L;Z9U(+Z"-P^?>K5IVEPE>RA96PC48A M3 I?
GSR&GD*O\4+MNNGLVJ N>"HW@!>Z)G1K%^4P1^OQX4.DM&KW^"512#57D.O
MW7PD7B<.*7"888CH;BE2U@..U*X\ORR^".WAI(BAG1#Y*.[1T7];H'G#^((->YGI\$A4I
M.L/3(OAS>L96%&IV)9# 70X\WL2KQ?28UXNWWETXZ+..>^W.LVF^5&^AI M=<=<
:Q-8BCOE^62@5B\0NA1^HS917PW.LBFCM>Q!^L&JHH".3F^11XO#SBO?D-J4V.*?
<4DQLH9>81_\$5!FEBT/GFJ>|JB8LE#E;FU= M#N\@QW:=%P==_S"P"*_<-&3A6MV^57.-NZ<66Q>=B.M-
:."CJ&I\VP.U8U2(K%I-G9NETPS&LUYK09CTH\@.ZAN\I@SSELU4*5/&N\I<5
MDF)2PM^E^WQ-QIZ)OM.3F.%:>#SPI3+8ILPAI6>>NIA.*5.&AL6A\$%3QZ^&K\TY#L;I4M7WA:KN==/8+4#J)
M+ ?ZH7M\N&E0^<>)(?DJ+O^&FU.3G+DC.@CIT2^G)OO)GUOUA1VUY6^AP^_49^1HL.C)7:M\3M^@/UKZ*#.
MLMVM#1-V 8R+)%=_8#VT"\$R\XBHSLPU97A("G60V/V"P^>A:K\X3T_GFF5AYL5!+%"AV
MH1^X23B6*TC;TVF4.CCW>6*56Y\OQ_6(S5A^AYV2%600(P<>@9^K;I+BI8_SS5W/5C5N^?1J2!@2 M&WX";
<H^LY\$ 7.*M)79N;/5+* M>PIW4^JY&_&I^WASJHC@+G\$E/J^&UD.>RN%6.QVH<11#QRU^+WJF>XT4I M7;<=<
>PPGD8D6B5D.&RV(3Q8"ERT_7VTKC M/H54\@E2^ZRNYS&7FIWP1^I(G7C%L7S;Z.4JD*#;1\$XF19+\$U8ID'
U<0 M&Y-Q\$CA8:I8=7/=R+5U1J\NT\$BTYT^8HU2C-IGZ+>+D)L9<%Y\Z)VEB?..#UE M^2"S^N
)@4:B6C8UW.HIA(52@V+;1#LN#JF^"R<*PX?+X^_%R\4Q_GZBHZ M@SK6R=."W\&2.^HBVJV#%E*U\$KD3-
635WSR\$7U=(R7BW&8B.YCAN06P^4 M2/IRRB!^T E>@AN6FN/?HHB\0\Z"CWCIV0.ZCCX\I.U6K8C_U?UMQ
M(C5U)\XXO6F^UO1/JH.G#163RVUEU4^LN3_"2(A/P7>|I&18!^9D\I+ M;9ODA*==2?
1GW18^CZE\$E_UAM2C.2M5^HYU%NIX8S3JF-B(K-JT.@QU\$Y! M-
I51HM84SM\$&^23D3Q39^GU<YCFYSQY<9-D?M2^G9;X\K2PD(JKUEO^Z? M&C^"8^#&S-F2W)3V(K.)
<+12^6E9?^+PIA^2+&C\OSR9L6F9W7T/9^>Z& M\Z(*8_1.5.HV0\$T0%Y5R*3<..C5T\;
M;LW6\RA;#SF>/3ZD7@B4!/*59\C81EQ4JM\$S).ME+;+;@ZJU-GW6(VKC;0H\RINGT_0+^_U7 M\O(OS-
CZ1/&.)Z^&QJ_G?_&E@?1_4(&B^_9%78?N\$B\I#;?!.@2M<=P^"IY:8. M5_VSWL8+E..IO^!\$-Z2)SL8(I_15I0=
I#;V\GM8)KHC2GYR\6Y85FQ^L#?+;.&9S@7-8^&M:B\$WT7^S^2IS^I-B#1P7 MM\A3P3\LEVX^TJ9.?FZ&(W
)^98Q%-@2P\$T\3=6D@2+J-KYE3)LD\8W0B..MO34KUC\W:MM\A(7L\$-ZE?
AOF22*_3I<*1N^*E631^6SIA^*PDP.HD*8>-8Q6 MXF3WM6\$C;?
L0&7>FK_T#7Z/T\25^P+>2TBO)\HMF&W_FS>+;+;
I+H=;HL2F732ZNKK\$&31U*+F\V05&_RAJ.%#KLZ;Q4;!&*/MS)J^"Q\ M&9GYLJSBAKU&^I-5^7?
#91\N6VRUU^*)CQ8^XBQ!%\$&"E0OK0\$Y<3W;9XV^Y M5^E\8+&J=OD=C>A8%4_%;B563_?Y5\X\I M3/B14O1-
"D8^I9A%CW/40>V\I.Z5^G.#=O#B.9?H8J5O0F 1\@38J^I
MRCE;.@69LQ5LWL<4HSYMRK#L=E3^O7.AINN^"%?U6Z_*@CS^+081\31XHX
M#SDQ27^P2M^K+O\!S%4=VXZU.?(+CDY9E39&K\H?6^&C.W9XO>U948@PPU\$
M.D^&CYH0.*@^)*>W\$ZIE= 2M\$#M4%?WY^*SIU^&7AY67KUI5@<=<
M\XA6M1.C:P@R^4C=+;9KHD6KN<9<+&OCH/3R5ETRUVU\Z9\O\7=GY=R4BX
MKP;.>G(3..AHJBI&_D^"HS\$RIE^>-@I3M7\3%5OA=RWJPF\3VB>F?G7#G
M=M&IF\$4=Y5?T7@CN/FS15H1^FW(C%FV^1K\%G^14=KOI&=W.!*<7EMRXHY M?;W!!G\!S
OYDS>Q?!\UF;N36#FA_2X5OLM1J6==\4DM\R\H.T5VR#F\IR MED)I\B)S.P\$Z\$HH.W\P.6E=9L;
(OWS76JV;Y\$!UY?&QO?;ER\77%4698 MK?@R?
3\$F)K8OIPFU!*RUKET^FMZQY7OZ^*Y!^_I_4SO^YRG=5FIG=55/<I M<>T\@<I;)TN^E@S7:QB?
1F8U^8(N6W(4P0Z))9^INYOI(I^5E^#91J^=C8 MWEI\JDE%M\$;QN6= D/93!;OK.;D;7BR3/\$!^6N7(("&M\6H
)>=PXI@3\I)\E>W0%>|8W;|OWY=VQU-ZV MW.\C^;Z=C_(>M/EKI.Q_W;YML63;MOR\XA^A6S4?I5#
<S)_X14(N0@>HB M^I)>0>C/AOSIW?^2ATWH\I/S^/\^L)13\I\$..K.*V57G<..BA8">/8O&4RVB
M3IMX^446HL3B#^#;1^0@?+@UGE;RR)SPSQ=(12"G C7\$X>#ZT#4;J9.
M^A%&D2G^9(A0V^HTK/2%QO+N\&3?M;_YOX EA^P MH.P>\$00MP-7/D9#JX#>PD92!^FZDCE?RF-
B\$WWRXB\R5YQ(%P+;.*W2?-" M8^V/A=K^O.AU^*F(E-;K-@L\KO0%789K1*_@;_1?C#<I\OE\TW\3\I:23^+2 M#
&G\L\Z7KC8\#8;8#KXJ3P>WWY^H DAV%%9 MT+ 0L^7!!XQ Z-13@&H^&#&.;(GA0#I&K^V^"7Q;0E3;/S_IRO^"
\$>L;A5 M8+TSX2+2LX+@37)5/X9\$G0&V?=\$=H;DXI^8N M@K-XL&)&8.0(4=G9/F1@^00;^J^@)(^H\A5
MD)DB)?HOW5-<@!^F2Q^C&\$16>T^V9\G7\8SGS-U^J5_QD<"A_+OCWE4#... MU^*I-B-
*L.MW.;.9ZZ;."PK>MWZ7&"8N2ZN\>61+UIA M^>SKJD2^ZFWY^/% M.9=R))?W<<_7%*XK=@C^<-
#.BGT6I8FEU\JX;R^_08U^&IR.0;^\$;.%YQ8C;^I_)PB83TFE3;@T4QZR/DNB_!S;E2-E+L%TI^W=&O2.GY
M_"-7GR+Y\8^EG0.ZTF?..*!^+D3!E2\$ _3H\$+AN)_+SL=@Z4A9RRW\T74+^O(=Z^ZG=;H M;INW(#OMG.I
I^P<4%W/8MDD;SLF/2FU.RHB\I^*UO(I?R31B\7Z^E\$ZL M9^"L\2B">*D%"4^FZX\I(HAV\+^9C00?I.C;TZ\$+?>-
UR\Y8H_)4 U7^7& M_<*#E\Y^"(\$Q;I#L(H06\UH@<I>8.<2=LV\0H 8E:T@H\$^NYB&R;EW%8_
MMV#CZ<_A\RB@<K^@_O_\$\YYS%F+JPT\@YG?I^@*3\$EY0&L)\=I0I M9%IE
ELL^=KOT>=_^CSHC_G&C^L\F_C_A\$%0;LC!;3Q\U718(80&-FA M_6.3&MX=B^8*3A\^U7NKP&H;C^F0^&?
PEXE6BT\$N\I=+VY7G#LJJ\^".ER M>J2U2%I\YT@^9_>.(WF^DQ<">I^PT\8N C.SLC^Q?I_6J54G\5SRP1\$B>*"
MT7-R1#O7^Z0Q\Y7ER\4GD<_ZW&OU4TBGE%4S&UX8BMRW^?CM?R\3A9M M7\11#_J_3&P^%4CI^X.;>*<
%R;2YK8<5D).*#G0L0^_19^X^_I14- M CAY>@K+BX "3Q1\0QPU D?I\$=NM\TDBF06ORHM3 MB\$< (I<5-
HJ>3)R0O78RP"-HV\H3GHV\JUL>AA^C^2ZFO^Q_Y8;UXBTW3 M\GBM,*MR6)W.M1."63.90H#^70@.^B!^BY
^Y4I8/I.2L\$H-1Q^*M.5@#31 MK.;D)&%AE>3(I>Z+^+&@R\$ (DN8YB^0834>#TWFD.71%6
M^#2T(R2KDDDD6*%0CL918*%0XIG#9@6=ZO(W1P1^8_&\$P.*I^"6P\4>:HW0(M^MYBQU\IE01%(E^+Y:T.QT
P1D5M7\^D+>@T3VX1^78LWQ^SJJ17\Y7LJ MVODE\I3LNO.NVPC2;"OYV=I0\^XKH>D5\9S!
(CMR^N\TLR&ESYPA_UH6!% M+I\ E8JXX^&F W#Q7(E_#;S.XS^0K1.8^GS KUQB\$16Z#7?&S-Y#VZ#I\^/
M^P^4)*83.R\JN0LUIWP^%V@V/W)S^_&Q\X5(I\YHK>!OA^G2)71A1%.I0
M2S2.C/ZSEPI^I88.K\I9T)AQ<=RU\^N\5U1^5IZ/=R01)\Y_FH\K^R M@KX\MU^W/I-
D(CW@%#B^<4)8\^7"P/7C0)H\F5\SLAP#9_8MXF1.M4Q^92Y0@ (ISHOU^79H46^8\+
M;KE\N_\$Q>JNG_U79Z>=4>'_T_C_3\U\A(%GTLMJ75\4C.)VG8)-R?C M@X4.?0Y(^/5_F>@SAJ!)1HWPHZ\$19C-?
I9@.9I_(&'6J\CP@^Z>F5Y/HO MF6-CHO&^I6?XF>P(HOJXZ\$^##B/R%SI@3/U-83D:FL_7\I)PH>RE\Z-
0LWAB^PGE:N>2W9N\FN&TF\I%/7\ MN5\I2+=ET\LC<N;C7KX;DQ)U\I006N-
REJ7>Q>YV*R)G4H<I>G\+L\$U\F M9\H1;U8?@9V4.;/5.. HR\IT#L#^FGCJG;X&"EQO^PC^TP#8>_2^A
CNX MOVH3 H)5@>V6PBTBOU/L>/7>VR^1S4 8>.QB_B>06Z\$%I23CQLX/9_\$DD^ MSU5_;/KZXU;9=-/-?
YH9^Y5H^*(8M^I9N8(V\I.E^BX^IQEZEOF=L3U>U.LXO1%F:L<[VF+I\RDG);ZGR7XF4XU/EC=?
FQ6^BIDP9<"^+I^TJW\$5-M\%+G&X\I9RZ.5\I_S_)&<-90K\I)MV3DS4FI5Y7.
<=I\LT/MJS\I9_VIOE_G\%R^_5UTBTY+SMM5J_..M MN2Q\F?>O^P@LU6NF1^+5.I6>+."&T/W.OBK_ W
\$L;OSF;E(C^6IZD?^R M6:YX^#M\I8)GU=G8S7\6VUJ%@R(W2A.FU&Y2\9H4.#\$E0CF95^_I8J@N/7%* M+3\#;I?<
=NB77);T<M^B(I9+ROW5:C2FSD.FIVKN;YD^UC1X8X@<6(<_Q>89\I8JQLV#4\9GR-M55/&I.U.^VKW1_5MCVV
MJB4.IT&O>M;W17=-S^9)%WX
M#MC2%SMKRW5%K.K^VI^HS4J^5.);OB0GL(ZF<:ROK^DI&U_T.64L+>4@50R8.7%.A\$T.ECAI&7

L1&\$0M.90&4!9\$>:Y> ML7HWKLC=W5.?RQX!-I#ID|BH?W7PD*#=#)M?3^GUP(U);0R?VS)Vf6Cl@ MAJH-7;
(NEVW';X^SXOI?SBMOZ?JV|G|@^-.4=I!X;OC=T@G"H"RE#VV<# "C M(1QM!|@O=V1U!VU0G!M>^_6_\$2|B|?
A\$V';8D_5|!7C|TG2%5T1+EU&XRNZ M,RBCV>R)NAIC"V(V2|ZV.1-US10CEW&E|_2EF|DN>N--VXN!K;
<|M2(O/N/M|9R UM CL+ZT.#22*(=BTA?#?ERQ)Q*S1V89*5M+N.KI)>/KKW!K%M_/C|N MCN6=IY(
VJEIWE>7+/%S&&X.#9 "Q|ORHJ1=&)5W+>VJ?3'K9D&I@S9" MZ|2KRG\$%2T:|QR!;GALAI,33C" _?
+R|ZDJ.VQ^C#\$(% B!0ZVQ-A*\$GOC; M.I=|JXGX #(RR"7\$NSRTWMB+ .V7*;6=I+EL99!W-Z
/5&8XAMOGK1EUZX' MI&U_ OPT(/EGU5C(DC' IYYB\$,5+>E+(V@&E\$#!0 FV!/%N!5!6G'3NZ
M*TCJD/H7>=RA|^M.BUV|HW?4T\$QR,BQEA"D6*_QI98@f8,H#Z4-VC6LV-UU M3"^RRE
D.&K9|J+|O/&C>277MWN6!OAG%&VUOH5!?
G#CQ4WIMU4)W+E(4K|1K6&R|9|=/R!*L|O!;D>7S28R.DOR|JDU/F/
ML>W?JF&7TNCN\$6@9.QMH0V|T4X<?;7FBO;3SW0"!4ZQY>>WOZNAW%KYUXY
MX@7B9_32Z0E(V<#64M2@R<|?ZC09R-RUO(*#C|L|\$.J5HE3J=#9?X>* &
M'1JW*DMXO1NU3LF6|Y+9SB!-L0I8|W&W)G>HTIT"ZO7<>3>7'+-/KNH9%C MS?W;^*!;2(Z-
'7ZZN=|PX9H)3@% ^ Q;3^)K|O93=-BIN^|+(M\$&|YRP=SI2C/R@f6 M_?
&^8K>1|HAY7|DDUTTY|OI6!\$B0NA|0#9W0LL@|XCBX5Q;7JFN>/|JA?>T.;?/HH4'1^FR4 M4=VSQ,S\$
|fL| VMX|QH|U9/B)V69L(H3-V8E1>59UB_-021R3A/H4<*W% MZD62|f3K'f<48f9>V>1|f13&*f2FT4?
16B4>#WDDL=?+;A?H^);3+!;BSW M&5CZWK|WX,C7 Z(>>R."%DO5K52IV_0!9HP5?(AJ4:F70D ^CQ;%GR"
(?M?YA;Z_0&U*_1Y?)?/SM&Q4=-Z^FUR3T!|YPIRO7B8"*&6.0'f3?"5Q>K! MTF^%O&/NPS6B-
9SG3X);G^3Z6=Q7B?ZMA0(|UVO|3%L^7S3R;C1?V&."OX M%&AXEA&KS#-Z|<&GfDA,KO&,@9Z_6|DNNI5
MQ%*#;>5M@)M!MANZ5<55%Z,L3>|W>E04EE|MZSK|AC_EY39%\$UYWO%_EY M|&J|K|XDSK84P3U|L|K|9C?
Z|fR2N8_MV;IPU5Y>|5Z|A>3DH%|f^0 |P=|O# MFS/%_#Y:X77)f^<(OR=|O;f>R4OTX92'&%\$==19S^B_FJ?
S!_9VP!(K71| MI%|J/91_&|JIS^P4E 54F|.^M6|fV'OOG>UY6>KZL|J?>V.!W=M,R7/-RZ7 M<-KS1O#JE209?GL
3X.E@Q%&N;Y8|+*4NNG8\$"@#+_X_!ZS|*\$U (YR<#;\$#+N/E9HY*; ME(^T3VA_#ERG>.&S_S5"7EX|T;4C^\$?
9M.;XT+582E)G@1>N>?@BRBX#|OT MDR_C =f /EM; *W"R0C;NDS;ZGRMMFY_-T*)X+A3GQ-W*W+J98C*
*_% M+!TNIRZWK_C1,<Q.3539:>Z_BT_6@ M8\$-ZE6L=M20YGZ-01V8?
=@^7C;"XH_1@A|4NE%+O@*IO8+f9Y4G5:4&SMWLJX^X9|_QC@.KZA2L#E?%VI43N'|@:M4N%:0;L+M2
M'R;X|WX>/"*45X?Yf>WSE'CR(N%&QZ>X.W*|C|PR|("B=107CN"!W9Q;
MC48Q82L3)D;Zl92MUI5(U1M71%=>|=B_Yl9HK;MTAC3_|LK5I8_K+K MZJ99?#I%?<
CYA.2'J@C#M0&/CC@5BY;."@ZYWAJW.N;+|"W|@PF3_X.I.QX= MM8|Q"U|W^G&E_C(=%3(6DV6|)-1=C?
QP2W5P77Of=|NE31X<'Z1^G8"DC M=AQ#+R;P>FH2O)E!+5NL|UG-P|_&).XF'G|L_|COWQ3T<_f1@Y?46+/"
MUF8M*><(@;J-L@U)^6&VDXJ9PDUMW_@DYBV|VF4|924|Y)'5V1@1%_*;#E
M1'7"7*1=H_|&Z).\$>0R8.LG0(4P=W=M|O562^_|^ON(19(3.V_DK#P9AD&2<^TJ/*#K\$S|8'.XZ#/9PV|M>7V-
|OMQ|CMZ4_Z|"-9X^J6Y;(CQ7W;GQ|4W#J>(82K0U7%DTB;\$|R3ATB
M|ROQ#TAW_OM_8\$(|LPA:T#f";4#@|J&GU'O5*43fY9;/"?Z3KWDL MKB^\$f(
\$&K|9|T>7|C(RNXER7=;+R75G0^|JBRX-CH?9NC|AL2|HZXKU MN=;GSTZ)R^;B*Y;
MIT/ZHSS|KE7Z^BL9J(<@&ZRYD>T=+P1.TB*\$;|J)R;|XM%E6!|NJCYR^D M6;Z8_@\$;#QR+)U2X;I?
N/S4*==G/3?A.O0S4@1X"M7;9@.%B>D&A_4+EZ MZ<'\$37&U.SWV%PK5-VF|O.?F>CPS?9W2Q|>2TB8>+?
^0TG,>U6\$TFXP|SV" MK>BM|f^K.O|_<|/#A_6;\$?^LW*XDRA/_==0L)NSF6.?G#06KM(4&Z>Q*
MGC2XJW5Z|V;*.B\$0)038T0%*,0?\$_+=D9J_Q|B*+2>6Q\$@+;?N1K|S|H|ND
MWR?J|NGW2;J/^N|OTOPWHT)UA8<92DB2_M%\$TEH*\$F%0R&+U<%;3A'_\$))5*D7-
*OEDEE|AOHQ43IEQ&)LY|&_WO_W M?<|?S_L|f_M^S_O|OD.fW_*KK'60>ZW|NJ_f6FLSP=,QO|@G
OSK(|(O2Hf+H&X(8UT%&J&N(f" M(4Z+(1XCWPU%O@&(RHK)K3+;(2fO>\$)"PU_!^)|QF+G7F5F.?V%H;3fZ-
M(BFEJ+1<645|M8|N&CT3TXUFFS9OL=QE96VSYW;02?G0_C#1XZZG(Xf7G&
MR_O"Q8!+@.2@X*O7PB,BHZ)C;B7<3DQ*_N-.ROW_|P|293U^|C2_H+^HN.fE
MZ;NJZIK:NOJW|HZWM+:U=W1V=?+C?/#%J7KE!_A#^T!@:L M^:W| M81;^OTP&5BN3W6#@?B<_Q*_#04_G|H0
P@K>UA/H=/OWWZ|=OGW|H|=|PE|=Z=?@)4_|3Q|@/3;f5+Q M2f*=COF|fH6!;'
Q8Y&0_1Z|>_|J@X9SJC;\$G|0#&#&2J MT'=E3Y4@)<|LA.Z5H|&
M2D0*L)3|M^Y<4KXTC"P1Z7f5FXJZ&XXH^_\$08N M@.f6^!8GP-%84\$C^_*P4H|BB;9K)VRBFPDN%TNC8L)
(\$0(L4K'39P_P;3E M(^CB*^+UC>L;|f|&AU+RfT@MF+|2'2;X;_|fPC%_0Y@RRS;|CPI>|\$GY" M=;X=;f0,?
S0WXH>fULK7YOL_R>_HTEOMNJ>=>2)5fTUG?%XWBF^fB#&_M0M;5f" E/;f1;M!<2VSO8("Vf'/_.-3-9 M-
6|XNC|4R<6fV)%&HK0Z|Q;O7G&#HOLBVB_6L8+%f0C4NX=D#ERM#GN>0-
M*VR&@3PJM2R\$;7f58HJ#*SP*G"i2+; SN0?>7E+;GBP7\$?3;_fHX_E5WW=L3)4YOB
MVBt*+8;_*_f_N@0^L;1B3\$|fV;J?;AW1#9,O|XR>(?+GQ|<2X6!\$M-5f4 MRKA3-
Q=+=#DYX|f"DJ|fLXIR^fLVA+O&R0'H2f^(/*f5/Q-K_C+=|\$.2O484 M;^D6R#LD|_f7@*
<((CVDZQ|DH^E9(<^_|8235=Gf5WV^_49fT?KJ)JZK3= M @.;?WA:H9YA17Y^ @;#\$#0)2P8-4-
L%G^BGB,OY>BUDY|U2LP;#?Y&X#XEX;_@&/C80_)JQO%7EA-6<6fJ-fM-
Y6;G4|KW7&GNBPY|M7QX;fR;A8E;LNK6BZ=(*P>H6=E-H#&V;A#HG;
f'69>E>*5CMLT>9.%fT5\$454&"^9'5T<|@8F7ZT@X+?+/_ZFYD-RB9SW;=;PT/6WM_>M MM.f;?
B#S^+%EE"f0)f<#*ZN^V-W26WN>O|f-H@6U-75-?EBJSX&>1YLPYXZ ML*=4XNW5("fJ*W+Y&PPI-
Q;L(M835A4OIX?Q|DV%L*QJ0&E#"G*?PG|L%_M1|^|JKE^ (OAR'K;91
MSW#Vf;GE9+&P2UWZO(UVAH|LKNL)7%_PQf/%0/KE;=>07V9Z+*KPI;M0QA0 MS_Z1BMZE.6!C7H(;?
M>3>VK/N0=-2@+|G2!;8!;7MY1M?Q4JV&GWN?C<* M_P;/**LY-G\$XK^8KV/S(*KJD7Xf!&"PMJ&*
f_CL^fS7)M<f)(TEXC3NY>N7 M/S_-'P=)-TSB9(@4;007ZV TO^KQ%1Q|HJR9f!%452HDP#2&=VfH7;WfS
M9GON=XZE?;TfQK'fH/M_+6_*A*,DZXO6^>0_*9J-S4,T"TYA#BCW40G9|M\$D|H8V*P.
Q6D0OG(D+&80'G7X_"G2-10f%M"2?R6H#THW)> M;E'EW.DK1QKL5>OP6A(fAYO6BP_TH;*(OGRHX-
XP|<2M&YZU3fW'1f05f M'KXL>U2;_%%fSAWEZ\$*+EXH|>^#?NARGF-6W|VIA0f3VFLB&
<"V=0:CL7ALZ\$62@1U+;TOM-6O|f9X\$/*_?NIZIO#+,845G&X8-1E.4("S7 M&?
&R@K^FA7XZ3;RSNI@5V;P-L&W^#^KE7Y)%fFRFZ_LFM5NP+O5>X7f|fI
MBf'8KR#"f;QJAG1Rj3#&-5QFR;\$*f8R>D_+;f9Z;SN+8-T@VNSG9EEE0R+Z# ML?Z+Vf|GW(Rf57-
W0%\$U5OXY#(A6<&9KMAI&P8_JZ.\$@3f9MXWO>XZ_A>f0E
MAY|MGWT.FCTM6<;&TH5'C4f7U8Z(KU^SDD#25FM7 MM,f18WJ/M>_<-0?Y9LOX4A48N5-#"0;
(f9Z6G^X5=B^K;1WK8Z<3JK_P<5P7Z|MKJ+D2Q>CV48T?>O>=Kf1HR7FA@J#V
M=NN;8^LF=;7>Q;A9|R3\$P4f1-f9-f0) %Z>Q2EE7\$-f6f9V9+6fF\$O|L;_|@2Mf6;Cf7^f)TXD*
(QY2VSRB;HBKCV|3E+5?_MWSF@%fHJ\$7_ZU%Z&+&K.M5(^ MUG|S+NY!K?
f|BM%;X"W)0;*8DKPY6GUV_*DQ&SR263VZR1J;7W=?W!^7G/ MB\$)0f6RCNDH;7f^HJ+P9fT+L?%E0J5K
SW(=P+23JZA1LT&E|HANZOK<+)% M;_5AG%39Q8M4&5+NH=2F5R^+B";A*4? H>RJDfT>EZ
_EN^_X3Z6YW#%fE^ MJ_?f=L_6&@L_O%+80f5Bf2?)fL1M-49ZS9fE0/W;Bf6PA6;_?B4f|(f5GC?Y8)_3_P!
MHfEB-V6\$F;|NEfF*92D"8-DX8YPW;MHQ;H2;)&X<+|f!>^C.Z?6FXCHY#Q-7^8MQ""*P9B|fN6=U>D(?^

!XJ15L8%G;WCO&3UX3;C%:U1TFT M@OEFXVEL)>YIz'+JTM8F2C;+ #QS%9(EEVZYUW*;A3'2U3KR<-
GITSL6;A^8K3%EV.UX*/Z^CV6;;N\E3HM ML)^*GAY^+0WZ09P5>KK;-T0&I(A"1%ZYCOZ2;R\$U;";
|=KI";@YZ_JA2=MK M/F)YK>Y3H;11CJY^6;40IT@6LF>(0!"UX&_?EL@>YAP4)AA1J2+7;+.4V
M91&4L+WE>%E)T^MMQ>'G9H#XJH130V7+^+65U>5P#MR'470S*#V\$V6B0AL
ME;\$!QK+J;JNE^N*7R;8'0Z+1W)2);QNGI*2UG80&#OITHWA,*Z)\$\$(R=J MS;P;
6JH^GZ)ELI=ZNM9.RVGM'5*YZ=J1%?9O16;_#/(#^VH4EY\4&<0M MZZS+J\$/\$;3E;...UI9NP-(CQ;G\W46;E;R1
M0&K2#L);L9"G>2\VB6);11- +=L)RIA^6=&V4IC_U20SU41?#R;TF=JD.MVM32H-
6S=0Z2T&"59K7;JADT(ZA_%U=0O3FJH8'4QGI\1U\W;J.*YIX7JL M1H24T^4"5BZTAE(T2.B.&!U0C^59D'?
AU\$P)2\HOFUW39C^L.BC.T%K=;U>7 M=MO;H"WIMMR%/\$>XPI4\VI@AE"SW?
P@PDEI/DL3'_FR6J7NX.D;WW"O2MKI M\ID6%BOK?ISX,<:C!AM\$E*7H0HPJ4+0.9HFT!-
%1_0Q#3J\U8MJP54RUWG M;LEI.I2KJIX>9V?'FBUX/-@T/*1)"J4S>,3(1F=G5='0B\$B?D(!>11@3)J)T)=D
MH"?E;UF<^!\$!9L-#&N9G_L&K+38+T;EVM&X\$##_K-B@7%9*!9\$5)N8G&MZ);..<9F<3
Z64*SN41)>"&\$02&JMD+ZRN\I34P3=N++^<_A94ZP/%37SJ_ M<8*>+["MX1=15%*(="S-T(=-
JHHO23D\Q6\Z%9!;_).K.(A1Z=-TzM\E9 M-!S ?)>45;%\$7SIYR*T\GK/>VOI1Z7_K4%=#^80K8%0;1E"9BL_9>-7
MFI//&Y^K3)S1ZC8M>VH8^P-7_7<6;5DXNUMN\H8V""L"... (WH4*6&!L MNB';L L;4(2SV(W?;-
D"(N&#P+=_<TCVQ^T7T=L\$C^*A\HRZ9T^HNVGH M)Z;#-
"FDHGIV;YD24TU#;.>GY>S)@M;SOIVRO95RHC=,U6/NB4P_E)9%-9#-
M>/H0H9I05(^(#Y&HCSA73;)6E4KU9W^SO_T8W?;/<M2EP;X+X;)1I!% MGF.V
!0>_&@IH4.6G7)K3>2VM.8).9(9E")^<1J""\$
MO>J15_";\$QFCC.KMN8+N\L^(\$RV)NRF)YK9H1S;=F"BF^I(#IP#U?DGKPx2_M8OQZZSIN5A,SW/KFDK;HVBS?
H?W\^:SW9)E;8C"OLE;FAH<"NEB;I.WB6_MHB1DT);SMRU\&-
R9\$A>1,2>I.H09MF1M^F'5SV^&I3HQL_1N=ZX+)W*;5%B M%D/W=HC"RHGG)(TN(@TZFVDZ3;+=60\#%<^E_F
7/^0R\5?HJP\$2;7P%(Z^D MGA\UBC\FQ=OU/>GH#WK.L)Q/L\$5TB\NY9ROCWEXW-INM8*7S8VBK6BJTQ=?
M<IXFNWD=-)4GPM(>2+VD-%0(VNS^686+FX^<2K?AEWM3#=#3";AJW!&@2OI2
M9/UUS;Y#5PT;E%4OC;^+Y4/;>=)*(H\684-4X)ZED_94(NA;^R2Z^F.MQO6\IUQ4\X\71)H*Y-
13UZF?)44;.>#P/8M9W4L+H*R6MB)E2^S8KDZ5)9K M=QCRUPST#A+54QJHMGWR^>VKZ-
W2DJ=3J2;5S<8AZ<X#07(Z#%0JP;"7 M7G,B0R#D;9(D\&R);WQH&GOJ+K>F\5;==^H\N
M;F9JH"=67<5"-3F;.<EL-!CQ+T%E7\&G.M@-2(-2CQ"6SABB MLIGDDW4P;R/A=556H9&C_V\F1SO
4ER.1C*T)4U?;\$L(^?BE%\$2/K6\$ZA\$FS MDI93HX5;_";G&J/BNG#77497+55B+Z^@_JW\1Y+/%6;/7 MU3-
?"LB,W@;H\!9N\$%.X7S11W93_N7^078=:(2_8/5T\7'1V=JS(M32U?
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T0=NEE@\$4@G+#+%KJ")Y25_!T6*V.42EYRTI_Z8>VZ\HL_9)SITK
M>7)IFRZJPI3Q@C6*3;0A9/U3N)N"0T03#;K+#+D?Q2H)5RAX_99\^D56W-
MGPD^LJ1D5B;#00>8U\$FQT.OY&#R0(0KEU7Z_MRL7L;S&."T-D\DOT=\$OPR;&"15)=GO9.E^Z+XF_U1U\LC
M&QJRM5YXJ6I0D8SW?+8>_I-/8@_E_M)CS_2>92G\57;_9/N^1=N M7_CF*_LKHZM\N&?V.GV;+^?
3KQ\HSE6\N\$+P;29OZ\!0)%NVI/L.Y^Y M-3L5ND1&-4C'&4_\$91NV+?;)C@\$ X/BEA4+W\14"O2.(R_\$Z%0UAK
(7\PW MDKLZ59015?YI**A7_)#\$3^<^T4*!_A" MOPP8^)S(6:
{0ZD8\I_L_5GZ.+^6UZ&>PYP_D20_YK&.#=HO)LV6?;J<I'_ MU88I5\@JB"+-JMZH;QI_TP\$(XIT_0E3VR\N
S(EL_0;1;YUVI9K^;.%\$T M4TNQ\$=8Q)B*40)G89\IVKNIDQ'A?2&5U#MDDXEVZ/M-VWTYIEOLW#S.O^T-
=;UT*JUMCV\#;_?NZ96RT8L#_2)+>K)4)9^MZM! M O%02W?@UGG\I\!9BAM)AH\$AA*L+/\ DG\$1?P/L.6RB,*
<MLY&%@?<_JV#@P*9;.)J)DG@I W=T0WUYR^4R;JA_B\$;S+G_P+@)6%-+H;!
M2QP_Q\$G0ZN\$#_QM;B(+XCX^\$*EW""^3\$*HF")^PD/(EMMCV9H;W;(Z1(6
MZ#FS8&I+P6X6=5X"N\%3+Y\$@%>+U;M);.*23I#6Z^@F_H;Y^C+6_ESYRP4G\>MG*O*HJ?1)PI2Z_)=L+
M=LPP!M%Q!C\0JHP"&8WZ;*CE"#.W"N"RB"^_IA#@R*AYUCE)B%/_D\1Q_IY\O_O*IV; BCTA; M-Q'>^5_8D
DU\+GA%.W16(1CS.X@Y04KV/T@U\ANW>.ED*\$5EJT2\@DC8>8 M@E\+_) #'X;G"ZO!"S4PX&
(HR"44"1P7SA#M%E5&'*MZSS_E72PVGE;Y;?H(\$X M_0K9PL;@HF""7S\2;.%*+B*P&MJ1=+;OC
1\1Y\$PICDD+R)0@_+MJO_7C'Q\Q1L47\HRGRJX3O\RS\$>RV5V;+@PGY&"J8Z\XQZT
MJN3'B)7WP3L66\Y\$P!"12)7>S?_H'OT8*#D%D\AWGY/&#<'SFC\$S\IQ% M*I"V%9H'PL#N^\$G)).3(Z=_?
9GWU^QW\$T% QELB;87G*5SWU\ZIRB*#M/M C\3;39/R5D(*_H?2.U0@IM^FRP2+LIL\IM")*A*CI\I(?
C)RK@QA%QJ6\$S0&6T WI<>'V M_#GRI 5%@T\U\T4#1" _IT&24GDW<1_MJUQ1^1B+("AE'J&9\$F<_+1E^
M2X;?DN&W9@M&G7Y+AM^2X;=D^"T9?DN&WY+AMV3X+1E^2X;?DN&W9@M&G7Y+ MAM^2X;=D^"T9?
DN&_SLE X;HF.@ "Q71*UYSB+\$\I+FO8OWEB0GW-6R;26O M_/9>;_15Z\@5;KS%;='(AU_Q*Q.ZC..5BJ(#-
'92!W+OPF4GDL(80'_M_(V?#/<4&K\$9WP_"\09J;@_@0.HUDR:0?X-4*1%E;_Q:MR(&3O=DWI
MA(*73B^/7#N_TA3%#RE9?1\$@P;F+)/DQ#^3-FP;>S;_Z(7+OFU#<6SXRVS4=);/O%5^%@?IM2!J
M9PJ7I>&%5WK00@4NEA\1ZB:B2=O@(\@1G@P\VL<#45M083*-8#U_MU99<@5@AEK\IF#_?8-
G71NC3BA\I=A.RY.%V^OK?L;G8HT^Z);B^2R?8"UQ_M\O^Q 4."R)_10>W<>>.XU=Y6V.#(3>
(CS2R5^L_NPQ1H&G'HEUAU/+VT M0Y\J^9J/>N>Z"JAOA2DF*/8IE5NTAQB79IXZ\%6\$ _V0D%BT5RZ4PIXQ-;
MG\$@>7+ZA\$1\H0)=.Q?\$_=O.V3;U-27;5;KUD7B?S7DF84L;^!7\%)Z;^ MLGW5%X2(Q)EV*\3R^## MPID_";
HM>@R068I#)P'YPV\H@5""=;_NK#^V M X\$6B&C)Z)S1?
QAXXAJ^*SF'A=NL2"%LI\B\$;14J;)R=KQNFUFFYQ/B"H2
M3.K9N\$VN38MRVVJ3^7^QU/ON5='HNFFYU5;VML-YME_)/>#34.^04B71%MXS^))#)'G;>N%#9FI
FQ7RCF8)4(BL_NB_4696.N\$1U_\$IQVB>\$>6Z"IS_^M@_T)\$YH(=<1_M7SW"IP%16;G&^?
=1;7.&90#IR#DM=P#MOWB;V\IPWPS M^FAV\IER_9THWU5+#{SEIP12%
BT784MIHT^JG&CM^@W6>_3&8>;/"UM3/I MN.AG&B\4I7%MD&V=0;.\$^(8XY_/T)D3_L#SFK=
199H?2.CT54PL#";L2\I MQKA3^LIR92+R_YTE)(7&L;PI?H5H\&U_)SXI\MG-T^#<JMXH;282;V0
MIKQUF_YPIC_"IL_0RI9K^?U;F\$ GU"TN7_2I7;T9.TZVSKO)L=;_6NVU@Z'
MIF=E)YVGHPC&UT\$B04Z=U>G.IVX; EA_)3N^_B.6OJ(2\6L1S;24F M0Z"@AB2_"IV&DEY(12>1N0V-
_-.OO(1D\; M9-F%5B^"5;50(*&))"\$J?R Y;N&3OOI"C9GC=L*";(OR((10PA)RM9#41
MI4Z*P&S)STKL>P\BAK"#N00+R_3*6T<'F=_?L;H\N41FO4";A?3UP KW M8_640_*+MK'\$#-
HJ9\Y19IUOKIZI\#1_#_E9LD=?=;WW5HN%285\YT) MZLY5/5U;OHBTY^5N;2J9.DD.^B_X3.D@IS7@A3R!=96
MA\60S;_Z%7Q"!@ZTEVIKY3(2M>^A\N#I?N3E/\$12G"C(L+;B;^!^4+QO%J5+T1Z\G'FE)34E2#PT;U\$H12&W<

U2-FW@EDNN+KU/4X9"\$AG+^&6:\$>4IGH M.E3:5\$^5+VAH(33LR85D\$T.)#)DB+
((JNRT.&SC*5%\$XM(\$U7#7T?5T1RM\$M\$#)YM4H5*VWG\D.G\A='NO*FEW8CK7Z1)#E'T J7CN\$LX3"683%9
E!,O" M9X,=^U@N-J,X=VJF:&\$!(>Q MH">69N<_EX2WKYOZ4,/TO>|@#??3^WP&
(K0:JU@J_YY8X06H;5*6D#(\$8= M^1,"EZO\$17L.WO_+90S0W>=XY"H,F13_1M)V%E8?#1E+
_BJV9M2N5A\A\=-Y\$<_CTV MGV\N%3AU"E:S9F9Z7Q/_RE/O\$%Y_?#Z\\$/G/SS1 MW%CKL>
_I2T14#TC\^*Z\&7^G7")<*&?2^C\JGT\+KW5=^YZ0OHOU)U.DV
M#:Q7Z^EPIS>OIROVK9()WYE0MON/H3S"YAZPDD166Y;/F8@&W1G1*H1J5QO' MC4G@,IW")41/_T*R:\$-2YI?
MKT3T5&A=3+, KI?#@IRD*QAB(\$>V\$@*AA/? M.H=JFV^;3%9-H/DBYK,UGOV-O)H*Q=M0BU
9E!;UT \L\+BYCZ,VT<^MV@9Z4M7)*SAFU0Y1*J9KP@RT%.Y7/_%^^M/G+)9*GOUJEC&9?AFT"YBE_
MYV,6_J6M2592Y"9-1_9NL5+8I6:K=?QIC+BMUC00>=\$_B\$T*H@FELP8RG_@\$_M3U1AN\>RT-?
I9FO"12+1ANWM-5\A("S_S_EBIP.+;^6G;IBK&0ZK8\DMIBH
M'4ZMYL.YUO*P,25+TWYN*W,L9=W'#^E%*HW"X7==)M\Y;LH(H\A\$+))H++0N4NJ+5.9=>KCN?/
M"*&IENRAYSW5\EW'E\^N MFR"6DM1?M&AF7?KA*+.06/9A:@&P R#CAOP5*(12?G;I+;@XHEPWWG\6XPP
MB\%UI+X1OJ?KRE_>"^G^VKO3JR"G2\$PZAL'D#N2U^P1&/U1K>.CP?YY%I MO/H27?2\3F?
J53N=R@R"ZRT*5\LA%*IO(P9\;WDPB5K\Z\;8\F\$IQ3QTO> M/K\?XG\$X-2-&ITM 'ZW_79\2H_R#S\ KP)"<>I
>3Q#X8TSL\6X 0">7G MGMJFN"Y@E;?OI%<93IUO\$.VHG)3I
I\$XV12(OG47W("!\@4)\>U2>TSGP7C5OK+.%?/_H.3FN9U^"M4_IZIKGO(L0(15J?C\ 8&OX"UW4> M=#98Y>P?
OCS(#W,I4>;6W2V)J@E\ 'I.YZZP9%\$X#2C56' 8);#6VZCF>:38VQ YM M\ M"UVROMF9'7/5KFFS6^T-
N\J)JU/9JLL^"G(V/>6,EX\$_.EKW/<"G?1^M M %K%JMR\1/3#23\I0VOM#F9WF!;@Q6\BMQ MX,
+=55;HEBFQ9X1AS\;7B^RBWYH;WED;#.Q7\J*BD7KQBS2(MS42^V12E M"=;D"68G^Y-HHZM8="W=
_U4%,4'R\$.VNAPPE\2GS1 MPBJ.'D\Z\>AFQG?>0D,65VS\W*2P)0MC/5@OA%OJ\IE-U0==3&5YS;<-9*
MJG1;\$Y#;-%Y6Y%+XZM+7-IDRMUXI MGLL<NTK8LG\PO,LN\;7@ZH%7HE M8+OHC?%/C7JE4OB64,)2XC
KJLM;%Y*(%CEN\HY M3?&+9GUG#24OQZL\7;4U=36#+_NL) KTI?5DU?3,2YKJG,NT)=M"#6^5%#Z;_BM2 M/#
_IG*IL%R'S\;73HUN\>"R)?PO/ FM%:A\$1BK90(VFR;-4,*ATE7 D=;3W" M)\>OSV^B\JF\IV;2D_OWR4A!(K,^
H.K/H(BKG+=P9\ZY+OZ+XU<.,^XG M*&+0071X?LE;PLMZH;10<2BAPE;
L)L)C9)A/V0\$F\1I07,E^#&+ER"3299+ MDB+MWT"5@SZT0L+(/EQ_.)IOIOB0\$4B;4";F8/8#?NK \3K1YY':Y""55
M>;K#P8J2V?HYD\^)U47G5\?2/2&NJI FO\GH*9_V2NAM7P;VRUD>)X1P
M^FF""\$HY#?0N\2LNE&ZIF>BFB\SM(MD=ICCFE.WK\KCOAV;^C\T"68M_4S\1^/'9MD+(!D\3>@X/?
QK/N47I@H&2Z M7.F3-MLUI))DR0=JBA+/H\X/E6UG4^E;IP)/2\UT\O9+I/H(68%8 CX MEHM\7M>?
9R)-7E9*;\$M.IY%<4C\@%Z\T.CM"BF)/+ OU9HPZH43,">IH7
MB;80(Y;>=2>LG*M" LZ3G>J1W).IAXZ\$D>NRFWM8L'1S\U*2QA6("55C#>Z: H MK*>Q;8G7""+F=F2M-
EHH3\TYH\5WULF77Q*R3=M9#3ESKYEQGE\$.A\B>\$& M.%CV8>)E\(_E4H6\+6GH@KV\YB"@-1_0+K?NZ
_IO+^1Q\TL&O+S^T9&8^C-CRBL\$*.O\$+PC&H\KYN\OZ"SU_E3@*HHX<6#>.+N P\;)'S;
M\$<>8*TXOSV\H>X"JOPV4;.1(7\@*RRB^M\;QE?<XBY? !=.Z8"! (C)6MDSY/LD-24.*(FV+ M"6?
3.2/AR5%IVR_1\1%="JQ?X>%YQBM1FE()4LR(2HQJ(3*)1&:R M#U:6JW44(R\HMY-
_W#>9TXD_MA=X>E\HT7!NL\#75,,R*\$<%3PS#V%2>P\ M.&I@H#>755_3N)1Q)&1439ZI5^V5I7H!?
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_LM@5QIAAS>E;4QD=L9(;B7V;IV>/7HM M7O\=5(1SQ*:Z33D;N'7(XC0HC5M**M2;UB/XD?
=Z"U*HB/SX;_Z.8K2E? M8>LO\6N;9_YLD7SM5&(%03\DOA3LE5(MG000(IV=ON8@N%9@S\VXE
M#M\HJO/7 MWUW^LUU^_7FF84.(" .+P46;72VW\YY&-M\H&N\^;U\+ P04 " "K@T=;98#"R0S !T9 \$P^
_Y9BTR,*(T M,3(S,5)G."YJ<&?M? D\E&^_V,O9&1-RF1+D11)BV;4)\$E#2%&F0D*:%EMB M'1\JBY)?
Q\$2+2DQV;3A)94M>V6&+&EDQC(>9GG^3\I W_ _IX_WG_HSGG/M^9S\3T^MP_FOJ_GNHHNK\7\HK-/ W3
_D#^RSV<(" H)Y\$O\X\2.UV M)9QV IP Y\^_P\30%#<#>Y_7SN^#2UGHYW<186\$A85\$14="2AJC2)<@0\$Q5=
M(K%DJ?C/" E)4D)<\NPD("F+B(HA;D@@\$TJD\$?6%A\^E11"-D5>#
MD=4B;J;=XO*VIP24\LHIW\ M*6N)^IZ"2OG#K4P-@.1.70I> **RBN4%JI MN59KW7KM+89;C;9MWV&ZUVR?
^7Z+ \9VID<T?S\JNGMZZ0.#7X>&1T; C;\$FIZ9GV+/0W/Q/NP0 (8&_7G_7KN6(
M78(\T#LIUT"@OX)RP?%E="JSVT;LU\$59-?UK2^3V)&455"Y5-SC,E#H MJ55<06,+79/UT\3?>?O'#
O\=UGV_PSI_W;U D)" LCF"2T\ /_IF<@90 M==0HC%KK-!B5N@-D\HKE#5\IVR)?F&(8*9.&0Q\$Z\$-O8,".#-
JOT&6;\$_.M\GPVAL&I&@+8+X+0<#_DHA?;^T(Y;J3 @;^I=G%HL;A+SLD,PD;
M,N<>*AYDOU\TP?0&A(17MT?2OIV."5C5H><#>=SOF^EX^H M\PK.G=;FI@OR@P%U8BX,G%H/
_LNUF(MZO4\LJ\$.EA\GS8L"*_OL-0C%!.93R:%\&QQMWVM4EI6?O9=Z(^G% M\$;NDF'N:6IV-
IO\@(%S;W@/HZ7S= F6W&N_W.OP^*/O8_OJF0\>@OX;I
MU1N!\ZFYE;0&AGV54)W+FE\DI^8Q,7J55@T#B\5?9Z4SW"E0?N@ZSBD6* MQ&C>R3/6&HR7W2^_
_R:A:L\92&B9-BWAP#D.DM@HO5\%ER S^D4IML99A05&C* I7>UPR/P6EF3
MFIA^C\AU:%1#".6M.D.OMN4_81%&E>D\$^0"#.- M(C;XX*.H4J_-UX8/6NT\Z.=U3//X;S_N?;8?D#^5+C^I
_7S("KM?J)*6*U MB'U8-!&+ID71ZQGV/V PNHQJBBIKO.3' =R=IOVP\QOCL&%(D9)PB2-9\$HC M9E;C\%(\$:_BS&
<@-AJ_HF\+X;06/64%SL;+(4LT?L#)*4JEROJFNQM> MBG\5UIPI&_I.T=17@S%FQ;
_I^PLBPGFXL4Q%6C6"J.WI+ A%TWH> MI5?R\I5I37&#M*6GDQ5T1FLE\$Y4/UJ9>1-
XAE)'M^IZD@)^SU<@169SIS M)HB\$U_<*B\$S@\$5OJWKG;L?>J8AW\0^FVYLOZK80\Z\B6MBU%Q\5SXM>
M_-HL'D""_.O&=I+V460"#G(&FI?IH:2ATHLT<6LOG1VG':2".A4L#PO>C0K M*6R6\+VM920UTSWZX9HN6-
00S6S--3E;/42,@9;SIV_WAOK;KHWH0\1FJE M'9_D0OKV7;Z&7P=6RB\$HU6=,@ &W1_2-
^@*ID@%2(@R44.N&W5W:XUUXQBD.+LB% M\=9B5Q\$+25;_I7LA0K=-@^AB<\$E#;C&^(\EPL;YG7?4EL56
JS6@&D*G_MTI!>_IV K\%S4)P*B*BICW;B)XJ ZD.<& 8PTK,9%KP+S/EU@_B(KFJU&\ MO)6K^XN,7R9&N\?
H#ZE&S\NY%#JZ^>2,19P#X7H^Q\I&GC-V\%SKO@;DPS
M)*\I.KLLZ*N57%.62;H\Y ((Q_U*DF3UWE^KAMB,5JD+&;Y52'706ZD@6" MCD-A_LOJ2L@04>?@;_KCB8-
G;ZT1THVZ@/_1\3N%TE8#8"J4&M'.<@/VB.M\A'5 D;HPV79_6*5,M^9;^HCBBIH>CKT3X/XFYD;I?
ZS7*A;P4ZF\^IF92+ M#>MD&N"5B6TPH #2\DB%B94W""NEI! %51O\^\$55'NYWQ\#70Z^,+*KR)B
MC8KY+E\$30\$%#.QD#D6.(A6@-P'2?I3"#+&GV5J,7@/J_ _D9CIBM451U M\\$\$73\I,2Z'239Q\UJ+M>(+V 64?
C.S33N\IE9SS^FWZ^X)QBP8BTJ6PV@*T0JXN_C?"K;&%@ MM.X>ZAF616\Y\ M6&+@&?C-U;+?
(C"059I7Z_J9>KQUGO_0L379?_!\@WK M 0_H_3\$<3.FIABTGN7K>@+ML+ R9=F=TVF=;A=:K62?JYXXOE%_B?
\$381D4 MZ+R>\$TOL+_.68AD\O>H38K4Z65#DP8Z\K*XYZ2@2\E\IDK;NQ00Y0KTC>6
MGN">+;+U;_E8542A\$5\$(" *^UIQ&B/7JK\OJ;+;H9\$XL5C=EC99IQ.QX\1.1>0\$)5 MNT-
_N^<K=2/2;S>K\>X3"6IXL*+A@Y(^NBJ;LX""ZTHV\FENT\OFRMD^C\;S M-
LK8GH9==I:"87EZY>GF9=X%2\05MSY_*7MN\$;J^BD8C\$FD@+RU85,%#*+GZ_%PT1^V7ZVM1S#<K\,PB>+^>?
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_&64%F3)7^2M<^E\9XV>YZZKE7;1^IX6BH+E=M.*=I>3 ME\B;K,)RY9\O9F\$9G\I;P-
P2&*C>@JZ\T6O\Y)S2W47*G/M\HBO4-0IG
M\MD.6N*EH(AAZ;0S95>L#W>\O0>QD5\T.ET0\$ \$L90R_#>BTIK+<*ZA^8B'1-KZ+*KW\$1

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UZAX86A*Q09^??:%=@T@8&:"\$.*+!B2/U!)E[A76,10L71^5:IS)PCMUFBW1.PU!%;OIIWD-^CG-M1Y-
)U1%147L^0A6[GB]^>O@AOV=>6PJWF"IT">VKS276)-%18^02JZU@X--MXQBE*3:O\NX-
)J3I-J("Y#F^&IG759B-.5&DF41M*DFBH/A0XZM12_M)^!W^9%,C7/%QS;:-AN:K?TXR:C<3#AR:L>6%4-
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D\$!6*V)C"FGP-P#[ZD1#)YT!9)2\$4&*MJ8F>&SO(<+U3C+GJ%. GYY2<#Y8DA>FXI5 G^43FCIZ.OZKJ?+BB-
!^!\$?PQ(3I)>ZO/Q>5M6A7C&4A6B M)!>O!6GDXD8.D:5A(#!7X>?/H:=/(1G%)A(F?
A95LPLPH#MNCG2AW\$@F M.NZ@CV9QOT^8E!4ZJ!>C5BIV@A./0&:=0F=Z&9K/HN)GZL%M^I%Z&(ZJV,
M;J3.S'H#Y3JH^R XM>7B1 Y4/.F? "&YC3^ON*V/0M8%)M^7=' VCK&PS>.*2@?2N9Q.FCIGV%YV?
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QQ7\$>)J21D7HU1 PR.#.\$H6.ZUF8D_%X-F:6HPT#+ M6ED8\$.F\$@2\$Z#\$CW(WA!6
@Q)EB753F1P@PLBNP!;MRX86'F?OS*6AN>A ML',7!+ H/VDO!RX0)-(KFE0(HHQOF\$@08TPLBK;8(D8"!K!
)6I^*YGHFO MHXU<-H8N9_-=QB(=VBPLX\$!6:!!+\$ _P%)9Y@L!W1K.636+GYFPG\$+EK@J_"MP#(SIAX_DL1!=
M)/<72.U0!&N9@H%;362^<(5!5QIQK18Y.N.32ZPC;J7.M!8#_FBIRIS&_E&"7
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>H95*!\$0H;#_0=(D91M+GNGK#;'6"2MUJX)\$<88?X M"J5-MI=+MIB^2#SHLCFD8!H!.LK407ZG%E-
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EJT\$5; M2ZHM5%<6U%&:=OJ-&^:VIVF8;8@H;IB"!1HW1"
H!^"5PA;_!+!>W+A)U93ZY\$J2G\$KHPXD9O."7QD-Q(@IHW<_M.W60!266*5NYTJA6)WHMRS#G^L;N(+,-Y!=?
YKQ=CC4977)%W?S4(MRO2#0* MTH#\$Z%&O/5BD_854>HVVU8_%.3!PY;7R?5.%KYZ=S'QFOVJP%??
PHHH4CPH# MIYNC.;O.NIOZ6W_D@+^>OP<)O0U(4S!>_9*H' M28P)G5+Y)0.BX)O?U>X!@K;J7_W+!H?
VEZ%NA_B?/ MO\$2%H(L)#%1>4% K10Y!CN?%)#^CRU?6E3.O!@S2W1)2_*=C+CWJ?2LO)54! MP6&X*E=AC;58S!
<%4/ZWXTK..%)"U08-G;4?F"G5W(3R%WH/G6^E7L!B;W! M"1PUG%MIHAM_+7.C_?HO(BCI MIN.?E6_'T\$SD?
MY^G'MY^C90ACHG:<=<ALO9;JYL^C"T!E6OW.^C8\$=XZ M4+O^MIA\$!ZLA;=3I87!6#_8.KTM(F(FYX @WN(S-00X
M&4.SOKB503CHG:)3R_?Z_\$.PG8BS957USC5^#<G2.6=5P<#P-SWEZD3;RUWO M.S.RZR.;@X&'
MG"Y@QEGM_*47.5K PLYEV^_#P/5PUY+;6XX= M/+O&LNCUY53MVG=7<9)65V?
#@Y3I>D((SNV5*I+;JQ\$HX!Z16TH?H-I52T+ MU?NOP5/P6B--:C@\$_Q1" C_@7 'Y9(0@IH_8TD/H.+LEJ; MJ/D-
OW6G0H&8S!VE(:RK!@5\$V_#3J_9HUF7+9;N\$8^DE*:Q(4MGT#EVA M>>8LCMF-L>M*+6NW-
"RAJL^"Y4M^!^!K0EPJ@&L)Q"#\$E4IE*+?PUY-K5.FPI M!^Z.M!>#LI='D'YS2=TN=?
OKW+J^R26!PT(WQ_R@;_8WDX21B+3.V&P&J3&_M+M%BI!\$NM//NO;KGHRU60!&DI(%8YKK7%UN(N0B6+L2?
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L!^EDNM*XL4!7Y3A)+PQ^N0K.(ZQL-IEA!\$<55Y)U&3M0WX+T&+ONE MM&=","I0^0NNQL)"MS^!Y.-?<
7!4(Z40.(XSU7M^!J@XY(3!8<2 WX&QC4=@.I4&I^!^!<%9!>H!\$RQIA;"J8S
ME<_.YKVB>E*!H*LL0NAK398M(^W.G?QF@HLW+D)%*V5EJ;R_L4CZF(5A#8AT
MI#X/NF6@O=CP7S<22"_JT5O44&_TGHSPYA;::P**IX<%S!QF?0
M%+ _V52)/E^J>_.U/1NKUS6.L\$5ZLAWI^&=0VFHS'+Y0 MR!V;_MC8#J'X=98@3YQZ7&
<2RT;BXV8.\$!V+NPT#!_+\$<@.2KI3<""LIAM+;S<2K'8_ B=4;E MR>1=)*LU*.K135#0_G!U7_X&Z;\$Y?
Z!DBPX_*#NS9TJJ!-/&HU1V3(D&-AG M"0+<)>3_1F=6&1?H_ZLI"23T!\$ _)HL=+!<4 AD"1T\$7G!9P3G(^R+;:
(FF)H<.:4F9RJH\$+?5\$2ZZF3 M7D1!)A.=!&B?PW^6'DYX7A80#US,B!X>BJR"*+>PN#DSNHQ!&%=3_%%\$TX
6)Y3**R!5;_M0R#:=201DW_QN">_X5Y9V6W)DJ
MJCH_+JD^P8H6ZX>D^?2.F/*IJBFB\$2"/Y/\$0G;>HTUFP_2\$.5^XU>+D& M!IST>&1*6!UIBMKB#2K#
_V8Z3U2%!.6@Y@QYMY&I4HK0C:9)&.*_JVI_9 M%VD=E#M\$FW\$+C;G#MIX)_R5A1T\$JD4S^OE_3B%L5(48X
MJ_0_T2!D).=R<)MF/_&44%D@=)&MC!3S_X8%#.G!1C^QM'G3_.;7"Y9& M
&_MM861F49<1)EX%WTF%V^<=05>0-O=S/3;_G!3Q.1Q2&A@&:Q.1@)+>"5K
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J23-W44@.FJ\$X(SL3Z+9(9F<&CF!\$(./VR_ MO!+!%OV@>)/L/K;X"<"S_OI4_X2%(UZ40C@8?+;SD(WLOQ@-@-+
P"RD1N MU5YPPDFZ"-EGX;M3G^E>U5>S_.50D^VOK?>=8?;C-"FM;#&#PQ;YO M@VS=ZE6!L;+35005RYKYB
5N#6PI9R8@<6%K#Z.A_OIK1S;9K#A0&NE3^> MF4M10!L;L*SR;1#PE#7G;DI\$@_.!06X186T-
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/7M1#N<*!T M#)FY"RGO*O?YTAD_-!>%%^C>8&4A&Y=(<@_QC(HL!";=EH_M!R+Y?DF.MC%\$!M
Y9\$GW_N_W_?SW69_YZ*!\$8H!*%@FL%J?=.%"560T#B38PL.000D9V M>R-9(X5Q=^!1WSP9!YMG7F;
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(HFQO_4FF\$C/PAK(HL4)@7N4@?L_*= MR!CA^V1OI#8!+\$6H0YGC_4F(@X)DISSASQX>Z_(N9S7HJ
02R9JN<#5G^ MT=^5@8'.^GEE!<('D5!P&D;&I=^O%44#*REFH%TY(^NX+R>(XK'!_EK7Y'
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E+;^9D%C/XAA#!>*IO>^!F@C9+V!Y%)<8K?9JDI^+^2G#0X_MJITMK^D=K2WYZ!TSSX;4= =NOG9.
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7(>U;:=?>2ZIR MPX!_"KV>)S* S'5#ZWI+!F#YKE9W(I4A+;_+81 M?<\$3_PAPL-
8!KP);G/5@0!2A&\$;"_YML<_9RM(EM_0!&=>-+8R_6U=V%!(12 MCM%8"/5/TS5YGA"Y4_Q?
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M_U2\$ZHP.QWI1>W+J>K%S.3KQ.VCL_!7(HQEV9@BMXI5!H-P'YN0L!Y>F\$
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(Z/EX7I?&X9.V+KA"IS^A*Q5I^YZ.DI@RU)X17> M.F:G*R^9B%L\$O^:=X@OSJ5IAQU&.E9DI?
+Z> 8:BK4L"8A.V3UPB.:14.> MCBT3&YIYK)7M C8#GP6LF>AHEIC2#KYRLS2I:5>Z76'LWZ[6:7&W>R#TIV
M(D=&)5QLZ LC@YBEOK==:(8 S_/5:!* 25T=T3-HX[!EJTOG8XW13NL..7 M%VDS.E W:\$Q)|+EMQ
>!(XULLB)J134&SR2PY2@XRNP"D&'6&*1&ZQ&8A6K M-1^4NKG\$WGW#VV2#U39&5O/VEOVO53U:I-
NL%N_LR8ZP4E^*B.'JOA9V2JAIP*E MLG=120^YAAH193W<68)733HGMPZ!C)M_7VI+WSF_UHR%K#8G17DR
ML@)=,N5FZ@D%8 4YFS U@GEYV2I+S^PV1O^~7F?^-[KLDX\$1% (%B> M"48C4?^2*+
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(O997%W"=:"G+SN14VFMCC&'AIH2:7/A2Y:0QI\$+IX5_-W M@6W/R5/'O.:B_V1%AI%_?%
JAOP4GEXB>F(\$*96"DDAQ.6LU=Q0>@6EHL M2OILX:&,%+C.D<#-7_7)&=8'ZBA)=(7ZXOZLIHAM910I
>I%AT(3N/ M6<2V2^Y\$2T,1PSMUITR.'%9XU" H9-VEI#":>SHJO&4ADHE.A)H9I#=\$WP) M4IZ:
14"\$2TC:2PI_?_1SP-(I#<=KP#1,*_0.COZH24_9=N+JM5;+)*D*" MHUDDQENE,"L6(OCH2;+"N47:X^(?^C>;
I:EI_I>V?3_#3QP(MS)JE@96UI M?3:YILNRL(M/H^J,KMW/7=8I&X%N<'A_(Q_/C&NR1.F)>C^HS8%SNWF\$%D
MNVH=7_KMVF:<)=1#0^WR3NLL(F13HIF=VXOQ)SOLLT@IVDI9:51/M!*" MRSU9RIA?
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BP^23:WI:NINO")L.E)=,B92 MFOSY2Y*+CS G\$BIO J%V""V"XII-DOCE1O5:/I-F(CH3(7BA9_BU
MCD)&F8K,1V3"Y0%0L?<19IE&G:,9/4?6CIZ.V:I.WWVYI-S>IB5".OXU6NJH
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9LN^*3H3^7*IH:(M=@_O:9_5^=I_PZ "P_&6VCCX&U9B.E-MN0QMGI:G8.VH*(10:M9Y%#^6CN MOF+
(UN&07NL#2VISRY8U>8QIVW*ST^+;G_2OQM#(IE"(ZT.2N7AONQ1:AO MMT&D(BGRET)N8YI:HR%SG='7-
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K*7\$(X\$'UI+@IZ(V..K^%>8ATKZIO/HIA:GOI:8IC,8/K M?4/F4Y+C?+IZX13V?J"8:/3IL6(:%PJUXV MZM&%%
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WU5).JN1KC:1+&Y:5K MSZ'U:YH9:BP#1I#1C9/8SP5I67<6Y>:BC19:Q_0I0>^I\$ZY:73X64YWH/G@
M\$1V=>G^5C<5,3)\$Q\$P9P9: ^ZLMORT7M+7I6ZVIZ(^TJH; JD=6IS(HT+K,
MYD/C3\$7V=F@S4JLJL5B7_G" 5.P.%6D-CG M/KVL-ESI'K,CAM29+A0\$4" MYLTJNLGGJ1&N')
IMPR(PKB"1<1LR8/K6E%5967 #YB.CA67.Q^MIEKY*:12^M4+5YI:N\$%75'?>7O.VWY2UE(D5-RUF13A
T)5:06>HJ6:9.AZ'Q' TGC@O MD:1IP\$5?=:)H1#A?JD7QV@UB%E3)421^I!\$&SQ#0JFSN;:Y)6Y9:*\$KN.2\$
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M*&VAQA1>@O:327:9VUYE!TLJK""XXFA'D_3%'Q94I!>N>('X1)Z<@-8YC!X M#I4LYOD6F1U^WMHE\$9)C1I?
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6L \$X=%I*P^UL I_!S>68M,C R M-\$R,S%29SDN:G!G!7P+6\$QON_2F3*=).O+74"B%Z" ZK1PZ25(DBD9(*4E(
M0YF54NDX"#DV5'22Z(@RTSF\$2CIC#I7.6E.9JV9FK6IYH?I^J^IOHJ_?N M?W?MRW7TY6KYIG7_=SWI_I=OV?
>O-6("9AMI&T!\$5 38A_!#L^*_J# M@?N1 6I OT2P:F C("KRX_KQ4_3')2IVXZ>N+B8N*2\$1.1?AM3L6?B0DI2<
3-KMO2I_1_15D9:IL=2ACYEZ6B(F)B\$M)2DE+2?>%50!S9HE<%\$T0\$1\$ M1.>(B,T1P6H
(NZCQ%<\$P^H(1%1.7D)3"W9#I)Q0KX.Z+B>%.2^>XWJ
MB_1=\$)CH:AH17K)N4H:2@:G+MV;L:7A2:6R2S.V'#_18C9TBJJ:NKS MEBS5UEFF:V2IOF3M.M.-FZQM;.WL-V_?
X;K3;=NIP_'00_Y^!fV.W\$R^%0(M^?
29R/I-T3\$78N.N)U^Y>BWE^HV,:>D9IQID9F7G%106%9>4/GWVO*JZIK:N
M_N6KU^I/K2VM7=T=K\$Y:U17_H'IH>XXQ.3WWC?D:GI' L2<1\$ NWZ=+*VRV(BIA/MC:W_9V=^VL8C_U
I^I^: ^SIZZ%DO\$3QY8G, \$!:(F=A M/H=0QIA@J=D"5U(.85X9I)4S#5^W"604&X:*I>*09\$&R O., Z'P.TIT#<
M'90ZTKA:>O &B&+^C^C"RQ+TSD@'X1<I)=+7U&. LJU@=4KMV0*:\$IQ MIP/B!#EW";
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M:S#@'#2XT>W1#L#96ND?.\$YCP*@VM12&"-79":5F1.M13P:8"-WO9I9-/Z M456_1X^VU\$)/RZRT6Z:
I@+*7"@)9.5I+D6IV:Y1P76&1\$N;75.2O&#'" MM772N+0TW%:BfWM+Y>-O@%>I%W:Y-
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MY_.=T(C_S"14\$HBIDH@#EWDDB4=RY:;>HIQ^0P>L;L=73BG4%NP9\$UH!Rj>?C.O@^T*E3+IY^@V9E&-C
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A2:5 MH19(+3.+*=ZU,?@FHS\$N.S.\$FXT'>CC\$!EB?+= M=M, >7K):.@OBL2UAS_ZM)
I03A^2^H:&VGD:R%C/5!47GK^CJ9)EY-/=(JN M>G9M40R=2C6M6^GUE,7L_9WS%D@ZSJ.9_4Z_BJ"ISX-H)-4
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73*/7\$0F)UHHJ1IR97(@\$G^V/AB>H3
MNSS((5M+KQZZM.2TE9QEGV-.1L1VX++U61N"^^RA2Z\X/AD5F71E9&4W4IS MAYP>=/O-
4PZ_UF(SYHJ2_D:ZDJ#I6KFW/EGMDEF)E T\$,*YV@9WPZQ98W, M8U+3X/*V;?8'7?
0^N2C5;F(W1.U;=PFW/!89G*%,>I @-B/5&ZG8DT'7GWO=I3F^Y^MG M!^NRC7=5P@/"K4I(HBX\R1&+4"
L.V8U5L!>"6WK-18UJSW> MNW.H.-H?LYFL9=WJS5ZSH6_LU-S9!%/ OUB0F0<\$J@.0.\$YQ15;GIB.B-7^!
M:SFDI,OE!7#T!1WL;-CA%,8\$QEN>/HNGV9MILBC*RG55:E2?%ECHW:MF8
M@83:Q3@5;M5JFV55UMW:T7?J^R^M^T&_18R#&" M"\$7JX?
H>0JRY IAY">#3H7*4*.J!=FRYY6HJ>7^K5EB/0QDT3.T07C\H+DNJ-#U>>U M:480/#!*XZJ>"W:N6HJMV8+=
9 VGHM+Q.:RMWF\5FG8YR0_*&0C;GL4U M-%P5^>I=Y M\$;KL\$43JC35IT6*.*?
H)8*)*.AAGO_>V>B*8)"LPTE\$4,-MSK0H7I*3!=ICCPQ6*.IW ZXUIA)>5!<;JYTZNWE\F%K\AZ)42*6\$ M\>(B?
QYL% '4YW6IT"(I+WHI, IAKRI:J.^X:XJ=CDF29-J%*8 M5IO#P.T!#9V^BWBUE8POXGN%4E<1CVZAFLEAP-
K'ME5-ML(XOV>EWT=U1+ND9YRV^W-Z\RN"1UEJ=1U>96\$RW=IA>906*DYW8F9\$G&3&? MQ9M8+48H^K,+
RJ.KP61AM+YQB^8@606SQNKVV<^I=N8^#181P?4LI@027 M4?5IW=6CY@YL.8?-Y^X\!OOH DJZEZ<>1-
+^@.H%Z(HP)=AG9'5FF'EKFTZ MXE-C*4/<^>+7LWJ5'_XA,^IE7V';K(/ZAXIT&2*EEU0I@I-C(T3HRG;8=M-
M<MKB/C^G+*8V>+JW?2'EX?^HJZGOJ>XJY;JE)#-9.(K2Z1HFU3E9ID6 M=,P\$=I.Y#7&
<1MA^X3ZLP.5!+;TPB, &02 #C35@P:A9.B;U5U&?R V OIOV\ M*XEKI\ 'Y!%2M:<" "WS?/DR-
G^X>8GI;N6%W7+I(B>I2DFHF@LXFHU(JE7 MKP^R;M(>XT?-1*>^8Q.4I5^MA%Z @-J&"HC4Z^6=A 7\XX?
OITD=1,/CYZE M)DF 'T8C#I"=.(3199S)9J-0B:=K3;/O-/KD(C\G)>I29XU>APE=7JOD1WXH> MY9?
XFKU%3E+^L3"JM&I^>I6>0)I.*9&SX;J^+&IEG=,N4.KV!% S" I-IY MY8S)I5S!GH#JW056
RD))@=#%#SB)\$GA:3JIB>U"JH23Q^=IWE38IO=AIPM M>IH*9LK*7N52K&QS!8:<#-R
9A+3IKC7W+=4?7?)D^=(2S431GS3EQSXX M<I^I^U' EIB*>9I+IQ=JOW&+HNZYA"D MOC^(>%U&?
M;9&PWAES+&YSX2LPD)8@M5;JLJ*7D^>IJKL^00FEXE M=@/^7_6W_>P;)<X8G*VK5R2<8,
(O!2^=O(62RFGZ?@H^-(U2R>LQ3 M>PY7P\JM&=>N/<\$7ARZO3\AF4>S2/^;
IOOO9I^Q5S\XY%.:+G:LIM"N+ M#3=_N9WO2;+;\$86@-?'L8%\\$0R(IL6-'(&7&6@+;8"\$VVA"P8(AC"=U-0
MAB\5JV1,JV-WQ^V&+#,E)HOZ%.2V' *S8^-(369,)T#V,W H:9!>B %% M^+%QKC*+*93%/@\$D+ORX\$C-
HJ98X2<" Y&H.N&PQ'8>+N^*.T I^P^HOI\$FYIQ8\$#1 S0CL& Q:?'E%D@_)VS0\$WCK?B+M^9 M&JGB%@E-
&N+&UE)I% ^*0K1+4!)*.I-3N^Y!>I33#3IE7&+"#<0%ZD/I%F> M+XDS%\$ZU5X*
(@@SP0Y(.!MR%!*E\$P:6Q#VIA&/#?N9:(?YI:CJVE."0I.# M.AF=#XA39R?*&PW?8(174&+J5&-Q:-
BZ'MOHVQZW\W\N> @5U>SXTD.725(%!Q-MBP/75""*#<I6-VY19SQ*=-!<CE)SM\I@Z M K&WX\JE#%-^HH#
<QYX;3?T=A+2W->?)TIX.6)_P+D MU#2H.4-F32-M-("B<H7PENJXA0/GMMP%.46K6..GT3%
<#.7<3AOR&^7 M9M>&^?(*&MD.'W S?18+9_)2/B\9HF7FV4*@[A!5HNQNOEHVK3GG@)2PL<
MIE4Q8&D@7GA/P>E+=M/O<+*XG:8CO(LKPPI6U4EC-%1/ICAGX8>?FLOQC.. ME)>"MN<#^9 P&NV/14M(?
\$!P+0H*JG ?QJ@J:W6FY/Q.,<4@-UTZ;W.)U-MBL3;@H\$7\$Z=T7_?SR;-5MX.H\7&7CX%QHX5-IUPC=LUIO?
H58E%U^1%3XS M=I>:8X^WG JL)X%<8TD&^7.R^DOKUM KPDH?FH^%Z\ 5>T>H:LI(%M-X
MX'4=1?JZ: @.@&D+P-ZVL-/X@D-U:"3I4NMT# \@J.HA.H'6EE&%D@RMW#(9 MV+6IY\XHA4>H:R)#3:-
!;\$F.GH'7AN#BOAH%&D1\I3I/YZ%4+0D#K""A M-&/7HPR-IVK 8S2WX;N#(9,<.&Z\$Y_SX-\$J3QY
#@Z\$XH^IQJ3-(@AOE MC2@+ X:LM8;7\$M^<40>J"7M"JRTN(P0)P!\$O#^NTEXX^P!O?"ZJH6G M-
I&6#HPB%=-3E.*8T=,GY^A+4@4)PL2K? 4GYPF2'HWHS52J M&J++S^*W?93^=J81"t,>7@+)F3!1F'-
Z:5*4=>J\$17(IK:1% OOH^O'YT MA<<=> %61_5?CBHP)'T:/OIF6:D?TH^<I@"/.K\$8%/OCZ%-^37T2I#XH0F0
M'XD\I4K4ARQH2E<'ZL9OMHDJBB+4 I>G1F?GW;/2W_&2OP*YDVC)=H\3"/ MF9XI2#401^N@ (8OM?
6N9J'V8K? 9GL&IUTXP7PPG\$)^I<93^DIL3.Z)S M M-N.E%M(=,;+I#1*C9NR,-E3'(&GH"\$=M^T>OZ;?/M?
L=\$64T&IEB08?>8Q M7LT7?N&40> IYIOQ0P3J>.*\$IOT9-P\$1 LI;@B.3,>I5=0T?E&TFQ\$3CAU M:Z&./C@)K?
@(#1A/+2 I DMLI3<J>"(QU,;/(?RUIS! SWI.(/)G\$33RG M&LVT=G8T8UNI55 /-E KN@+C<&3F(*ZRFW&I53X-
(RP>M%B(NWV S5YSL?J'QOTX\J%.?8'A.6^2\1.2E)I:(+9>\$Y/%19IS IT2# MBN;2>
6P^@OK#LGIQ4=XIN2A)MG#S>R>I0M8WIRLI-02+I'7CZ;9?K^MH)EMC?VIGRCF9YG4.KV\$=
(>Y X2PQ4#E !4:DZ2VR \A.ZOQJLZOP"6 M\+I)Q9B?0 @4=
ID112=IKO=059Q.SL*9L1,>_*43X.)D)CK&?;B%0I@K'&PHA MY"/_B>R(G@DS+A;P.6
>H8*TEJEN;3IZ.1;HVG+I^5%OK."CLR"ON\$^6 ML4DD3;J<,<C>@BH\$HHN
PPL#V&YA."VDA=R#6&G\$QZX.F7Q:KPS0\$)T M8GYX\$16;=25ATFSO?TN6=I^9ABXA^UF;<7K>'T CE3I4
JH82M89)HOE"@B M'I-@.@W"D\&58I0'PS8+8! RHW@0)'(IQ+5\<3;M;\$@)T)&#?7=C53I.J MI V!8J;(5")?<
H@QJ=(\$P9EX^_Y%7-Q=M&D\=ZW%(J;HJ-@(*=,>BHDS@N-IZSL#C3V?I0D8ON%^(B9N""
M+ A!"@.0FU9?P.L+="+M*SB,@78./F;S#)0J)HGA6(B.-D M;N?YUWD_VI+>@H1Z6@
WTA@A4APF)DVYZMD2'90V<6M '6./W'!9UJQ\N M2Y'R%IKUD_X3E>C>DI?KH(Q WSEAC++/=)
(-N9+1UGH(7HVWN?4&(OO?P7 MQG^Q6I27NB_#4S?HRIER\$#C5IQ0#".*@QDW6R?
O4\OP/ZL^+S_1%0% ^Y MAJQ<-,D(!:(@YU)54N(?O^19.&W7?Y/I M(?L',OKF=WTOR7Z4.\$\$P;
(BNQCRN\$HWITID'8I6^141;^,;UC2D#E)^&.
M#X_I*7#IX4#D2KX\.*"/GS\B\4>.0(Q%GL0YOX2ONDCVYIM&8;"K(AX>
M0^/DI3M&7@>1YWSFGI9ID.-2OA:QJ7(2*IN.-.%4\$T:7(E;#<K?X\>2Q@B0 MO5I@AC-I)%Z&K"!\$=.406IM_13?
0!;ISKYHZ+5.+&WD-"NZ" Q/V.=R.=Y. M71XLJ6KO=MM\$BK\O&E+ &L8A#""#;3(R\$0+E?
DHXZOETF+3E5ZTS\$YJD\960 M;9(CTRW)O=1JH5B7=/POLXJ;J2JACX%G1<;HX14:SYLF"CW70#T1)@Y?
MO2>A\LYSH2=.%0@'= Q6I+*P%YGXKZO9)CAS-(IOA/37G\$J= U/K+&0PP(61
MKJP.&*GOEZ/F8U;OG+K+V%R.#S*TSW\IZ)OL%*U/C.62D)3YI2>O>-UG5 MA4V2M?_%GOIV4^50"
M#@OBKPO:U4=8(W#ITEC2?M%/NYYM\FPO6V7'CC4P M,203#;?IH>BB%:ODRQ4>=)?<^R M0?W5.
<I%)E:'IBX\&YIY/M991:QA"E0TF.GC)"V%&8U7AQ\73E3 H8, MLKTZW/QH&Y9PXEB\I.0:HLP8?8'_9W\$N
M.ZKE;9LYD6"/^IC8+.(H;G-NV.7CQY=>+V7O!+N&5!&ET+N8JWM5R8\$5L.5 MJ;\$K(2^/M+I.93">N8)*I-
I5N>BIERKJNR50?2*?^)=W&J>TG5>KUHRTHV M"5E&'&G@T#K&)W@=U+TO2N!MYXOV/S:WXLW-
KT;JA0=;JP:+"D#N;NP> MIEH:WQ_K<(L5IC/V\$Z+>?N1PX9
M>+WWDGI8=I%)B#N\I9I1'8X5H^>ZDBGUW^2P0.B.2:@*MX\W4>B\ 13@ M9I7FO/Y
A=JL398M#IY*9X>&.%KQ?(<Z=)0V^+=JAOWT\$T5X5<*(Z2+O'J8B M6LI0-&)\$/T*"UB.+G3RG?29YJ^<-
S7A^9IZ"0;RN6%V14"9IG681C WX-C MPYHNC;X&Y05Z/5J90Y.K\B?44"T-
L!<4K=VYNJH\AC\QT4!"7/2@XVK> M(A:SQ.IT\IS'DW4:*LIH-D'2+ BH:9Y_H\80>RBXT<#<H'<3'XZ>&F_?
D'DDRUEH\@7+I@:!"M3X 2E.65 MW\06\SQ=O_NPOA HI\$18IWAN?V&O\W?Q^I MR\NP8@Q7-
C#B*15\$-7*YWAQY%3LWX>T?%-KL#FX990RJ_<@JFW?9+292JB* MPXX:M@6F"N:12;O.IA1F1P:"AM+D)O-

>DX'.2QB??ZB>7PV7@B^3I M2ZT:SMJ "4P5EAHUYH@>;252BO+IM7!\$!\$,S4M8RXX4L!?

@%>+W20(:(613AGZE3MN/+UUY&S#V>91IP193T)+4IE!=

M>+N+!#O/BT^F=1<8R@*Q3(NH9N>#J!&JCQIDN& (Z9%>?Y1;YFN^I*U MP;HFVB,@7QEM>>XVNK\$'H

[CO4,K^+B4+X;4V1&W'L'G+IWL7^80JR;GLNP;XWNO+>R,N&N&R05GN#L/2VP?T0;

M==8X>,JP',GIES^XHVNR*K"P\$IHV-IMZS(RCXGXWF)ORM?2LSB5OHMEMI8 M2+^4N9MO1A=F5Y)/++V

68JNFB LNB-O9ZMT*L2\$[C,ZGQ\$SZV6V+&]!0N M#PB'T!5P OEFTNN>R=6I*(CW\$4ML: M"S-4VH)K6

7"6Y@=N>NC)ZION=;1KV%.'/X.IM?IVH"YW;HUGV2=;;4>C:|

MOPLWQ%9,^I.%*@W59^128DY^80H+DKJDANJUA&G?#STM@@IA5E('G!47I/M>-&

<8!)N*3X(RAF5F945GC@:I-2E>")D\$4MJR5BRB4/^9N?30K8+G6F\$! "82_2=5?QC15P6>*JPIU*A\$IO,0(8'2Q

M&:X&Y2FBM?<)XH/7WH:F6H?FY3TI_["HIO LARY_=DV:/AH"N @>:35) MP 5K)@1OER%VYSK WHC8 8L?

YPZAIT>OS:Y^79_5/^7N>KJ):1KOV!:"R MQI&!:T.5\$"[P6*GV.)13GJSJ>D<=G'NXT?;T9SGNM31R)&V\$<&

(NEP6YT M49;&_D_15JHAE/ D9-&4&9 V>\$5>YP-V=8S)GQ*HV?E_RG9K+JHN3=S%Q M<:(?ZNIG>0D?

EDA'SH.)%>I^=PI9><L?G_L%99J3PI^!^9!ZYZ>'8LO ME7PI>^OMVP'L\$HO'P:419@K:UH(Q#"")%2K

>+GY0R)HRJ_ *^HS%NT3:|K>P M*+1 \$(CX!2(ZM%JJK(NYT+'X\$#B:SI6K2YW=,CD_1+8E(

/MVG&FOV/28I?'"&#M=>GW8^V>N# #%L\$1#LP'IT:HLB5OQ7*C:QK!WT9K2W; M5E7N?

W^=\$Z3T3DPE3F216X7ED:@8P"V"TD!Z7"IO,>&9O/_F:+:284Y58Y^

MO8I90ZIE*J4F:FIJ.PQ>1I7(VZVOVYUD8^'7T,20H:RAR0EFP1*SWF!_3=5 M8XN9T72UXL?PM2I>&/8U?

TPJ/SXT04BIQ+MNZK5AVO#I/CK_!ASS)?A MZ3?RL7/IQI6CEH<4FR8T6.!N9/LPX

T<=<XGH@5=;T!8W(LUZRPEWI +MI8VZAE=2/C.5RF5A^6@/I414IP/@PI"^^9DNK_BY,09YIBK);,MC:*,I,G68?

WE3 MFG6UCIMM75_!SZZ!9K#+_FL;^QVLA(68T#@8)A^F@_K3#FRVE(I?0A@DX^V M=>?K,1P\$?

K7>Y*IM6VI4FU'Z<1!WO%4TMV.N%5&>PF0NH(NBI:"D.0G1A)A1^HIZG*%>%CC-(A_+)\$ MYJO"A'W?

^N0OY;OFU+>GW!;93!LP4M5PU#!.\$%6H\$!L/Z8Z M^5R&/P8H#\$!GOABM,%A!>,NA39:IPUA7*[M\$80/!"U-

W#_61>4QA>&+D77! MW4CR^@+DGDJ^26I:T)I9#"HS<17,U(WP_E^!>G*XMG'.@+[*22H,H3(Z/F

MVFP.Z&SJ^A7&T3=VW+O:_M1Y!U-D3?#L_VA/&R-DL/V8I M6\$N3&3P#Q=+K>8OR*E5&7<<4\$QSWU-6?

JE3TW6!:(YBI8I5Q.6(\$P^ONXAH MJ_-#G:|B?)9D>RP!0ZLDDP<26I>;Y!WG"=EUF&I%<9NP"?^#R,8 JUVM

M(+!+:03OC!+2PCQWCP M^HJE\$G?N..2.O@A2C WF)9+><UX8P)5*1XB!TBNR?>BV=K:B?WR^;*B4\$!\$93<0

M4W"FI&X:;%5!Q2ULN\$J3PI&BB>K_W_5(W43 MT+9%9W-!B7)C;SEB&OF2.+^#J<|>+N(&(UJP+?

=MSX)R=S!&6E:G^UX,L6T3!" M+ OJ_5/2ZASV=KHQJ^1ZJ!UN^K!%_TOE MI(QO-Q?

ESAYX_B@D**VU7W!0;JGML01|LW)?"00 V9!S98?&+"N*3 M&C>% M>A|*#@B3CH5ZPNDDZB_9_R>|70&

/QF_9_PZXIC1C*O.5%WUV/IA*R+6^+|4\$!#!!0 (*N#1UJ? M"H*LFIH! !D2\$ 4 9:'K);5?

<:*UL+PZGDIU!033(R4_/I% ^1 M02DN_%2V6O672F%2+CI#P&^N/A_F_!!?="GP355V4ZW_2_C7X"!K%G)

MB_7MO_EIYNW:/+ _R/_? NW @/_O?S!KPNV>9.K!OPIA*D\$1Q!+YJO MH/DJP_+ZL_B&P'7*!+

(LKJ#|#: _UZ5IPI526@_EWKIN?_WWOWQMFOM_?77H^_4'K59_+;O;7Z,@

MB!+=GOY+_B/O>>_Q^W3K(<XU:_OVT?KXM"#;MCPU_UX?T7IE7<\$5BLZX:L

ME290%_JMQ^+>QEI6M3A@6./I% ^!C4!\$PPG&X5!_U/PO_?_C@J,J5 M^"PDT/_^_OG=49+X5_W\$KVMQJ^?

V6E1*R!TI&K>\$RI6BOMVM;A7OSI7^KB

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M"O5GSN;Z!6U(7LSXIQIZ^%F5#5C+!+79D1BRO MJ ?OU4I!&3W0"67:TNE5!XA5!;1;I6;M-

KRT="@X/_^%_73I?I@Y:_BIEX2!6^#1UGDEZG)3 ML6Z'5'QIZZ!CI3I^ ^N7OX+;+5_K#F0@HN*K #1+ #WVZI

!;:9!0!#B_9Q M!_PR" B,H)8LKK%&9)\$@A!* V6:E!:_B0XCWFQ0_JWYT5Z!3.@MI*#

I(E(RXCLU&>M&GAD*2F+2;|M J;"/TJ5DTI?+U)ZT.082#7_>^1%?5(#FIV)FYZI_XE97*!+UOX*-IDU5Y

MYPVBI03V>LF5+!^%U6:ETH^@_#MKZ8K !TW=>:KU3?E9I)&+E5^V#OE M3=V)JV6M/GI%ZJ_75?FM4/O-

RX??;!'K3_="W<^O*:<6WEJ\$K6C<58%?"6^GC3V)"S.JM^G M!FISI^4EMNF^4IV9^2Q;U:_

%I)+13AVXK_RL0*_LM74@FP MHPIZUA9@RQ58<|<'5=V:OR">3!3UO.@:Z>2/O-KK6_OQ!23&KV-D5F5Y>6

M/56)'D9T4WQOU?B->%IT_JU4=_*@J!\$55V+IGZ!3:5)E,UQ7^U5OE;_ =B MK2@/IE\$>9

F/(EQ&BBK5PCES">08(PRB5.E%;;%3?)G87@_P_UE6@+4L@Y7B M>:;>@&IAN0X7UCF_I;LXN&Y-I.W4TSG:?

ZIS)-DK8W!>D!FI^K1_/3<00> MM_/S^?^I%#@&+_@IGGA_<9\$ZU6^%GGZ1&3/_5!&6^?R+;I:~*0+M#AE&7

M_ \$04U"<9=<\$*IA#YV2A-V6RD6Q?5!/H&:1!"/P@B(.\$XB"/(\$YSA_4

M,HR#B"=Y'C"3#7%OY(FWLY:6M0BJ>STOI% QDK@*;/#):L+_>MEMI^5>ITMK#Z86<"[X!TRJ

(!L"PL(X_X_Z=I^2&*CCPXT#Z!+!2!89>E# M!\$%>C;)DYQ3XPLI%MBSN);NZWG9/DDAXE;ZN!>4{8IZIDV>?

MW43ED@HU M4WO>+X6M-F>,"PORD1<^7IQ5\$(41:FD%(N8\$[SC/8)4EB%%,I1VCRO=N1

M!NH;6XMUH>S+SB^C"B5E7>B\$Y(WBB2EGG(-UV9@>^)X%|+R7Y0L6V_7<(I*- M2VG"B!TYJB?

YS;T87SBXN23N>%@Y%B9"GO_23KX^FEO(L38?C=ZWE)Q58VR M7M903C MF"1HG1T:&1(D=*PLP,/^T.R

EAI#&42VS;C+\$;%T\$ M;V"9+W@GV4_9-VK\$D6VC?MO9-9;\$YE\$63@!L582_V_9>_4U%|+VE+PIWM%3?

MY""E(HQ05!H0L1#_4G.0Q@J:;_TPSFHIZI8I&GE@=I+1-1S/_O%(LWGT!P48>_2"!L\$H+QY<=R_5&40_*VP;=I

MIZ6)O^V%OSXYLAF;XOTNGO^472V"W/T\$YHX?Y?I\$5UVIT^LC.^ ^ZOLC MS?)5/RK

!%4_H!;I5>7=7MKMTEI?%3O);_I:5&TJU&Y05NH?OI0(1S) M!0RX,AT1YQSB#\$AED'.0I&&,3P#%PMJF);1K0?

MU+>%B^>R0MOLV.4)UO#T0_\$UD\$P&YDI!<2,2,X!+_IX6F@S.I=^Z#9RTVM M#;_Z5F2HCAI4I1-

#1:7X!3#G..8DEY#)ARF>5&%(4I#_3"; M8;?@Z<|RTU:AV/F/O'0G8&)V<+|P\$Z#BI/2-4E!?'X%+_Z??A^_EC-IT

MJ?="48\$)1A!*G0-FQ1E,&WND19LRK M,Q+E<9ZDP;W#59|>"U*+>Z<97RIVZ%9^DK*_+5<\$>;L2/YJ62X,IE

M&I @%SR#<9"\$\$. \$T@X1@ A.)6(AQ@) P"18X49Z;M+2A9JP^8*VA_"LIL4 M&#OUU!+2)E5TS#S!WX

9HAI\$? \$M |@98I"ZUH#Z*YGIP43#?-_0FH5@K5 M&903*M9^S-F4KK.X8S7L/HA+|A87JHH.E1+M6C3_=

[G2QS^U.FW_VAL^C&E M4L8Q%_D7\$.4.PSP(8X@HQTBDI>I;V=L!0F3^/T0>* 3!PH'U*JE>;E*5S

ML)U7OE|!L%_V9W!P.#?/_V*3R.41&=-L+K7F7@^|VF@^"KW5X5SOQ&^!5+!)R77D=D=Z)/HZ:< M4.(D@SG=-/D)+""

!P2&F5YGD511(R2_!D8V)"%6K_ INN8C^Z*LID) MW@SHV2EO)"^L#_N%N%-O3N9XK%

L>|5T(U=30TN^31X^X^DA2P\$ _!00 ME#P%O JFF-Z*(2/V.VGT:2^+BS>*E"ZQIOZSDL62"HS'D#"B7*A\$Y1 PD0,

MN?F)0L8QE8!L60P*UF50#><|T5=+L; M!6U=X,+GE)JIR^>;*N0YZ%KO!^VWBO::U?DUB(YL@(_M,V1*LI

DX8A4,35GILL;M!S895\$>0R'TJK_'P1V.LI >O""9L%?WN49&5V3 M,(I-V=&YAG1GJ1GGGO:S;LME+CBX4*;J

MD=5&:%=M5>HAZUA3A2&69IC#*(XQ#Q%#+_7*8P2T(>1TRP2!C%LHVH3>W@_M*J@)0X^*&-%D6!O-

5FZ)R?A.O0V?C%@Z3SLY!1!GIX/<*RDM&757^2UKQ& MNHG8>S:WT4OV)O35=U+QFFLY"/>V;HF?

>F^UZVY(#2<=JO??3-?_S;NA9 MR9S_Q_CSF8AGA1H:R>?M!;J*WN"CY=DIIYO1%7/XIZ&6.4LH@%4&2.OI30

M&%+!(C^2F6+&22X#JVTI1E3GB97IC!5+1ET(#F@.@6!_-;L2!L:P.D< MT+H;)*JFM^CJ8B75!%8!S(29Q3

7OCX_0X?KIS9MD3M)"ZM#X1!HNZ MA)5Y^PIY^VO?Y"/_1W+!#1#ZZZMRM2*_IN6HZ+|LJZK!KB!|#\$WJEB'G+

(ZS M%&8Q#G0F%(*4Z*0"\$88DB&@F.FE5M>

|S8D5W&>UKU0%TRV/=J.>JN.!OJC+I4>JO282^NK2(\$!Q7EK%)A# ML%>BP.)5_ UPK=M*E.NK9AO3.O#

<&ZXBYCR-4QS#B!\$)\$8H"B#%-88S2)\$H M4(K#F/2@O;\$^J+G!) &' ZZVRD+&U#-E,9\$4-DICLH3=#VW=D-

ZET?F2E.8ITG#^5/'*;75YAT=*V+?-I" SQ>|#;-_0822_M MT'NU)_J+UTJXIO)Y*_5IA,S;LY"/IM?

ZOO;ZX^PWVA%L)G;2PK;T4I+=TG M5UQJ1-C#3?FYJ/_U;J6+(IR\$!XU@BB(-PYQ3#+&N>Y9E&<7\$ZMC\$

MB8N)I80/Q:JXV|QUW9PZ;@#IV0'WF^J^U"&4%VH9.+4=_F+K8KC;NIT3 RF
MG0YY2=9=C&2VWJ+ ERHY40T%\$ ET17X>TYU)G 1;G8 CIP0 #1;/AT5BY MR90IXL+#S I-
!3#MNSB7#;HJ0!OE\$X+7.0OW"VE; 0UM"C_)#Z3Z4I0I@4:N M/24)D10+&\$4BZD.D2I_!(I#2")&*+J'&K-
P=2*;>@RV?8(I@6BD!%I0! M?FH@>0#5VA*;&S=(AZ5KKK'9J9%KIMF
K""4.3A%>ZD KET*WC RUJ;JV45N'JL _JMB M1912+F6:HRPDH5)7.H.HX.HJHP&!
(<.BS.*8(DHNS&AQVYBS;9C.*' MDT% M'C1/(@+9, =9QU7ZX -IIEBY.@I@KLR4X+/-
@(_3L+:OL695>8RCV='LMG_+ MSDI/;@?I@+|=PD^90A2' ME!(!I=*RRF:4
212)%#F2<2CB.2,6B44/Y^ZHBX^NV2:@%/L# TI9PEM+3;
MS(6SM|@.RN#+IW'H|^+RVU\$^I@REPTIYE\FM5B|> >N/R8)HBSCE J8AJQO MN8+S\$\$\$2DBD2
1LMOEIO'0\$R^DEAA0U'R*#S!6_?3:N4P@V!|-+XM#^: G M0EE4/W86SK%2L:F0=L6\$#I0JO#OXQ?F*)ID-
%174//^7U5'SL!O!;Q1. MPLA^I@Q%C,49#\$(DH.I;G&2",B89'DFGT3S-Y^TX3M=E
MJIITD^#AWU0/9W6GY_*H?G.C@GIG@2ZDXJ;^GQ39^+C1
M6I+K8K51G|6M5.IFZ9NR%I75H545|2&N4Q3Q'DVRH LLP@4&>*>M..IQ0
MHKf% (OL4)^(Z5@31M+UZPHKW043PW+I=K.R/0"?M MV)NS^7%G6!H=;
<>=?;LE(GQ7FUZ_)V:S_5MH2R5I@#_MZJLZZ44\$8GSA\$2 M1Q2B4&!(S2_8T#1#A'&%M%2,1G'BS;VD_1JKJ0;L
Y\$YWD;YKDY#9NPO M>0/V@_2E&%+&NQH=I>JZP5HR7OU9(P\$I>>:G"8WMI=A)/P/_L/L;=E_S=2 M%=HG&;
(3WZR:HGG8Y170+OH1D?" 9P%\$DF3J/ZR14" @94\$H\$3_ QMUK\Q MY8D5P<#KHERXEU"HTYDF9J81)
I/3#\$6@>1G54)BKP8RV)YUA3G=6Y6\$- MOU.M8C^ FSKI7&BEK+HLYQOR0Q?P?-45.5;I*Y*
<_<GST)4*R*JM,K6C<5 M88(FYG;CB:Y8 A(XH.GZBIFNMNYC M=NP4DZV;5-
;SX"TG5(S;DMN;BU(#4QX5G&>8*/D_7US-JAP10_E4=?H> MWM0\FZ:C1N"|^BB05J2NAD#S_:9'430())1"/
(*K6:Z1I4"6(PHX2\$<1Q/VG?
ZB:A2C+.-Q""G.8HC2((1\$ACGD\$0\$ MQ2+,>&!3N!2%;M9_ (M4QWD,,+4&F<,,=\$4N9"9\$%
J3Q*B,,EAGN0FP#?,U-!7=(8E MJ7C|^SU7CJ;:!/6_H4*DLGUBB3+(B YPI3R,,08,AK&2<81C9E5JR4CJE-'
ML;8|@T3H..":#9@#\$EY<6>@M'+7_ %DIWD.L)F@)J25T'I=LC.TG/_H/A MB*E^+)
I*Z>NTO\N4J1UZ=>ZN/&3AUN|ZGQRO^09_I"6NY;?EDQT M92#61=VKGHXY>_ ^J(T(=ZF|UI%"C?
@;58Z|/VK'0EHFW)H=>"-GU1(O7_ M%\$S6W*\$S4*7JM5Q;5G:|Z^E^"ORKKYB6IBWJ9YW&"9,25\$R\$"?
0DKU&=1#(2 MDU2F.<^E52M4G^Q-08UQZ.F7 NPY1W*LH*^16VDE?P8&1MIOFH.. UVA M+RV!>F:0 6@A+
(T"GI-J;#L|TV39Z;KGFR=[NV0"0'V9+SY9F|?2*F046-H M"AKV M-1=JK:U7UN"=FK=I0\$P-ID/O3JQ!>Y+C?
NEJ>=(H.@KYY-OR.K<M>CHH^WG3Z5*QI721@<1I0QI/M0I9SLIX.#SF8IG1)G;#F=?.'I"KM\$O'T8-
M"Y6XA;L68/40DIP1S+",4PQ#JXRJ(XB!;,,)D"-.,YG8E0XY3W/B)3KN MS;"EZI;KTP_/_I/#,RIV*|@)\$/=>TN=%|_
U1^@3%Y^DK?1Z"HIVE#5ZU4P9<
M%.ONFLJK|NZN7'IE#^V=W5!4@>|PP%D*8<0.36;1Y2&\$>Y"2)DC23J5&Y M5#-R\$ZN
_GI5QP%h65@W0BNP53)GONICS>XOV|@:C3/=M MI8F#P?8IY";,=;U&3V4Q3"V"EJK-.Y?W*GA=Z\$SW0KF?
MXI|N:D5"=U&125+;FG7F.TS8EWK<>5 M!75# GT?A;DWIL1'\$/0S'3UC(N=
(G@:R8B|1F:P*2HJFY;X_+=9*YU|:QIKL@3/3" XA1I M-?S^170,=\$;1P (8|P">1(G.)>W@1&3SC DJO:L /BJ>:P?-
N^K-G*#;?2|NYSZ|3/R+;K9H133-0 MG6IQG)20:2F=&VA75>M/\$R.WC:80>ZO6U>?5W?
7J_KI=_ (ZMWZR^;NKANX M;M8W=/6VK*IN5W3UGU7O MCE=-,66;Z9;_@H.78BUDT;3-E'6IB&OU|=;?;=U"J%?;
^_NR:MHK+\$;+1HXN M@38KP&)(M)X"@SUTRBFPW&B?
WV;82+X'3;ZJVIS6M4X^YYI23:BR=ZKW1=VT%HOUL:2C TRHGCJZ0!>Y-JZQZ4^
MOY2|&RWGL:RJO63P/MMM+-RN>53'QUUOJ3J#3V)@M86126^ZLBBSHZ8(=X.\$EJ;+M;PD;B>AI\$9^F->LR
M-A+I44V>^F2KENK0IUIKM@_-D4E+>A,2)(2<(@)H)!)((8TBR6,"8416F.M H*MNF^:.)UX8?
>=IUH>0+K/\$5;+@#IV7#IQW4&3;-W#-\$EMOYR;Y)QW=7%7I%QV2=ILOZ<^?A#H^!>5%W?WX53DT
TV;FM6:2 M#MCK \$!C);WSR:AU>YV%@4A=(HRY^G*\$;U6H;^ (I8Z#ES\$XK.(OIBVFA=1.BTRHK6*
MD^IQ8&!6E>0.T%-5=<%(WAH ?BAY(0066CPWY8WN('#@J5U#*OPD42(DE\$)Y M?2AB.I&/6GLIR?
YD/6.C2UU^50 3KN@Q\$Q4)1H6^0M"!>B57<,KM3PF:0H:MQTC0\$M M^7GNIH|N!|DT!0 MDF6)SGHDB-
DHQ(-4)E9R.W)I=-A.HQT&ODQ+72RNG>89.N>9RFNM/\$I*XTDA M*8QZR(*_;3A7OZ85=G3(J\$OR&_A?
\$%JL6A|JM|+DWXO5ZFJH%T%?(DX(MBXB\$G!&B+I)A/-I\$'ITP#16VM;.(V86X!&>>Z=I/KTO M1S"1.5^VJ&?
VO1SAV7>17=RTU>0%VB>4MT-|FH>_ =G4L6!PF+(2%I+L# M(CYBS#\$.FXHB&
(9&89C:VPR\$B\$YL.'4DPT'1LA7X0'3/M<G;=@K"6EQK!7!* M'DJK """)69?Q*2&?KM23S|HMQB_LJ^";E?
@D3;M=M6I X1)A&@I<Y1^+6 MV30H@0%/YICA.8+16 M-A^"X\$F_N'(QJPJZ\$JG6NKA2X2Y.PNILEX"#?
^T JRCRI6BUW8H^U=TEI4 M+=DVD?AOK_!79,7T'6'UX^=RI6^)ZCXV2YKQ).(*D67Z"S^1\$(.!RF4>4#" M!
L9V\$4VIF1VZDS#46TGS|WL_*A;.<"0!:"19@+\$.72P|>2I\$ (SG 'UH2 MT(OB6J9IBJ^
8:3Y)YE8RR#T3S&GfO2QR_5,@X'3*+&Z)C(/+ZWP9S7NA-&F2_MV*G;.5G;H_S;[P44JNSW|
I+2>KMIRK.GK7\$H*S;Y%-AGFX>W^_X*4)D6 MXJNN;2I=-4>WY=U_5\$TG^0-^=\$=*Q/*
I60B=>B^W>;Z1EE!)-8.AYHK.3 M6#" (E7Z%@A.6A2Q(13)JE;./I8FWL.Y@DHTY!\$7+(GBQ4DQ;E\$>IL;L3<|+
MK)TVZ#|IQQ?YQ6IT/SJL@""Q3;A_R8)%W7'SH^CX08VC^"M;WHVRK6#J^ZF5+O^IL+P71
M'GI_@WOT8KVD"MSH9Q1F<1Y")%(1S 1D) HSJ(CX20R*KG3%BI:3'0A|1C M/'^X^IVAM;Y%>L(Q3H-
@5%CN5ND6DIHVMCS&B|L_F.Q:4DTEWGMZL^INO^\$1_.O.77:N5 MOEO+LKIK8Z'OMT+2-IEAHET%*B
(P%QIFDD2BBA*(I)SHORU;FN"7=972E@B\$;+I&>B6C+3ZW\$S 0*V MZ(C0V&I-&I"<>'4;W-QU2YHS@=-
L17L&R4X/^,#"TWf*3+?3"C^1>53V:T
MV:QJWY%PD)C^JKRCQ;JU);ZKLNMWJ%L7;"V=VM%GZSZK#KE&+1AVON5;2N MU=3C(EE7:SYR&I3?-G>"?
Q3-\$DD2Y+HD+8NUP8|TUV222A0\$F19%N5!ADQ< M_><28.+(07?3=BY:OQ>&GI336X"|^A6EW>
I3MP)@313S"S M=HWD_+Q%F D4!CWTD7_FUE CNAP\$XJL;W%AI)LYQ'PH%>NO:0I2?
M4I@WKOS9OQONG3!_IB^):5;-YYRA\$YTIGX6MV5J|/B?HXJZBSJF;T.AO? MN|BUK+|^GMM8\$KUA3?NG
|BH.\$IY1_F4D,48ZD.F)XH5=PZ.S+(&(HGB.&0V@B%@B4DBB MY9O:I7_.B*U3UN<)=*<&UQ)G1_P-I-
I8*0K) IBX\$4WS_L%=(%NSM=5^>_ MH-;JR_2BAQ96<JS.K6.T#QU<%V^N2 ILBH(6"13G.91E\$8P3F(.49 FD&0L
MA\$QD(D4D3VE*!%3-H_\$G5R2/"GPZI"9N@3!3"V1"V2WZ3J|CN4I\$.YMGM/>181&\$_76I(CU5MR\$E.IPA"B*%
(K*|@9I/K>HDSSA(M\$ MY+'N;V">QG&"UL1AF%<'DH MRRF%T.)DI)D_2VZDIPXQFY7PW35703=-.&I9H27)-
*^"QY;B"J MKY(5)RC-6IGBO.AH2P.7G' #OPF^JAK6YRR+9_XIN%5N6X3E#=DU?>=>7A-
M&O&D.6"6RC0)E7L3R41"E/(48D%2F.684_633_K)FV7;#Y3N&6;#C#5#=-MX7K+W=-MZ0'H_FR3Y"Z8"#-
Q>|=JK(=E)^CWZ1.E;7MX%K.R*Q.0@;#6*80)51"C&D.IGS"(T""2UZE4S M'GWJ8)BF!30Q|(33VO^U1#HFU
MU|_DX\$VI_-#+FYGK?3>Y&+N/9D&(UJ\$|997+59.VWD7995KKPC;9(ET\$0 M<<32!%44HA(%\$AR
43NA>LV9FH/H8=N&T\$;IM|HY)@.HJ MGM.N'10@ (ULP|I@5L;=@2LJS>G;X";!F@IS|_Y_+GF15;Z6?
C;ZMG| M99B6@=6N.I0X1I&ENM'TD6@<N;NI:4SC?Q1DK|FNYZ|"=YQ"
MF%_FM8;YS!8U.7B6L3M;W#RFQE^"Q 6W?JU)SG;I0Q6;3U@YS\$4YP">B&!PDS06FIK0:HVAI&A!>@\$.#I
M3W4,@C_Z?R>)^?F SM4Q(Q\$@F\$QJ:7NX|3F;JTXM7;S^# MGC(8D0::MOG5WA.PG591_H2W|_
F=Y+;ZV'M>+*>+O2>&G>UB|WG1QA=I#9YV MLU?A2(\$8P+1+
(<9QD07E.80QPFIR@WB(F4LY9S8I&C.5U.CNQFS.B@7<18\$ M.W-@EKH8DY2_F*|0Q;.5M#

H7G%YF8I1ML!-N6YOY5Z3ZE/UI=\$-H-I"Ps,; MAB7%,24!C"0%\$.4RTS'U,8,L1YG-B!N-7!60..T^?R*Y W=-Z-
OR<5^*.) M@Q?%&FQIKF^9=??RRS*(OF:VN=^C.(TPSMT6NH+G<6COE&@XZ"K8*YC"%U8
MU&MRCZG\$-D)SE*^<.IG^*^((#23_&K|HIBL-B6|GZ5JQO'S?(&^!>+/FXI?53IKNJA:0USGR)BLUF/O M3KQ
=|0L-RGEZ?_?H0T6|QW52D+9\$^_EP"IA(K|YS8IWP0!6K_5IC?+?# MC@XXRZH2)ZPD,X^YI8W?A2-CC*UYW|
(665Y>Z>A:E,;VPT@*8VG"17.D!L MML5,"YS=TM=Y"/N SV-J4_*Y27;>^EB*664QQ%.84QE E\$(D@CRI7S3QAC
M6*99&-A=B:I.TW"126FH>(\ X3L,Z1/- R4 Z14.X2+N4F\$RTTG,|P,%;1O)"QU|HY|GRJVZ"ID:UGH/_>H?
VU\$H5RC6C. MJV5M8-A3K%8OV^_YC2.(>(2P5QR#F46L!S+/\$P2HWM1'GF:VGUK M26|3EFO
QL1!U:8L52;/BY4N\$=1)60#,*S:3FMFYX);#0-3 (6@YU&:6>
M1S:IF\$FRY7(!^9K,;@D>^A|36Z:3!0S<^JU!48ET@D09Z&\$4RD0.H72&.(MXS2%4<)Q' 9!AD,K(!>
<|!#Q:TEW+21^MN.M2RJ3NVIL>#UI6SS:UY1 M0PF#"(<,XA"K69"(Q5D@44C.&@+Q?
\$L\$;%18M|6IWZV(2>=VM_NFR4V73 ME1:N11F7\$^XC@3_;)#17>6D/D_VSU9-
VF|AGK|YI9@)F*Q=|C(|_TOK09V"= MKB#T<(<7W>E|O1&Z%,E+!OZS7D8L"6.A//M0A@2B_@AD4D(X98+E'
PM3E MJMZ8QASY!O16&%<=>.%M%EVJH3C?O'D%CYIU?+#+#)K>5!24@Z|N3LKK><3LD MC=^K:X|H/,>_
M\$.B'KEH=O!1UR+L0@JUMGF:L2N^4)XXIY6%_H-0\$K0N^))2 MG- XHY"GF=1W6\$*
(*4DA2;-4(\$YE@*S6I2GAB1?KEHT^!7^U8P3<;SEQ";L9 M(VNVK?* RVZM|Z#J|_%'3(=%XLN|N:S(+B=Y-
XJ@1N2G:D\$N!T8^|6_+=^WM#|2|^4?S#2-M1UZ2)^|>UA&K1X:WGB>79,N,;)|GR%P M|MF07BG/HIN<\$?
7F^O&XCI%((I-N9L,;@S0HV#<,<=>=O+M|7|/I>)"|T M9-U5Y;@F=...AM?F'2G62|YB\$8RZT-
ZV|UVS+RV@>6O/TCXX-RUJ2IJ".|>(30&6WWO=0NKK548>SV%CO
MVI:2>MJT3:G.NF=;00%TR|9IW3Z\$ _S=2M1T/AU/I-|K:|3B|/(<))%NCH.TTQ MAT@F7#GEA\$,;A
3G>1AGB=%QNPFOB=7\$0'Z:Q@(&|DP2Y.VA_O_G|@F(G3*8 M&POS<+|/3-PBN9=A8Q5Z-17V1-3TH!"S:3Q-
A1G*HW?N: #4=72|E#22QKE MG"?G\$RRD\$+)\$ (4DCR*(@B1/(<0HY58WAD^3F^5Z#A*9O;-/IGM M-
%DG=D=X|@P@,R%|MCDZ3FS^OD=G:3_8".G|6XXU|OGKZA *WM(YT'-\$%S|H M+62Q%ORE6*L2FFO|YW)|M>
|>N2Z5FA%-T9V=7ZLO5KWMAA-C-2-Y&L\$DTI4# M(Y"/R5ZX1EE)"
(1%|Rf6XU0S<6!33GY9MHX6&NX6VQIOY|.#N?E4^" %H MOQ^XUSO8ENJ?>|L.U-
+;|UN|01VC/=W@1|W2'K1.?|+6Q|Z 7H!0"!|T?P. M5:85GQY|S^_V0|D+6;#M%?LNE;"O?A*2 M,\$K3*(9!)
(F^+9E#++,\$61"F>QA\$B=\$|N&4*<|AFRAG-LYOC\$5A5 MY#A"9V*5!F""5GPAR8,6LJ6(?AC.)G9=AZDMU-
3H);6UAQO|D&1VC,JM%|MPMGUVH(G79|L?;|D PK ME7(WWBG+;GU;T)7H E-=+?;=5Y>D(0H3J!\$3\$ D>
8IECDD88@1I31+0F2S M!9N3GE@##(RT29L|5OK0|=V^;(&GV58|4IV>N\$T0/T=K#P=-V;T%\$X5@Q
M'I"G1H#"!W-?;+BZOU<+5A7Z|K2FT9|+ZX*|H02;U.F<@9R5*HUIB\$ MB"!4U1RF\$1<1 BGN@R:PXG-
!\$S.=|S|JIA:2J"F#M0=+_K7U98;NU4^Q<29 M:80GF@ M|. \$4',Z|5R>\$^*E^GI*4_?'+-N.TW3'>_&-#5C?
EI^JW2BB%5MU)6L*N#|X3!"O?>|C8XB:G>\$|+R8GVI<#|YDY|Y|G:73OGNYSBUS
MH"DUR\$U_54 H'#7+.YRQ1678X3#I8MC-#YSFA_M4,K3-/@YP-(%UXES
MKHM)\$86Y@N;17F9MS%==IH?;L.KWZ|*MK#J|\$|SNRKW=2W8IA+|8|F(NE|> MJ4Q3Y20H=SQD,40HPQ!G+
(*3|AXB*B4H7&I4V.J\$^|=+1JZ50V<@X5L.4% MM,S8:##3|\$UVB0E0LMT.S |RTO>F2-
DH|@D0<|7@%WZU+&6TI> G=;I6#J M740QFEM7VY?> C.O25W4RBG8%@7H@JL|HQB,;>
!%0"E\$84H@CAB%('(<1 MPAF)8T%L IOF9"=6I"T3VM6^5@|+4N/((GUG\$PS|H=GISB|>.@WF.O>P\$
MIQ1H,"OZ: ^S #HBGX0#+M|T4QM| %M8/UIT|2-|E,5"|LP#(A ROC*2;P+^"8<8IR',"1\$N4\$BU|BFY:XEO2M5(A|
MVR|&T Z=@#KVWRV?(|RO|@="<,UBFZM=# |8-ONTQ=Y,|4R(J)W^V8+9E)L&%C|/>9FP3I%. MY9CM"
|W>|Y6J (|T46L|+8^C;|>B|&SRY!QT3UUA)HC#_7^".C?L?H MDQ?
DDQRY3/UC10K3>9M67TA* %%%NX'=S>EM(9 M33C=!(PE)(0L)\$EWDY\$F
M!;\$9A)CEF4QS;|3S|LW8Q"J@S<:NM_O=DEF|@&F,IX#4CM%|^G5.WV+4\$&Z MH| 6|Z@4C%0<|<
OQ%ESK|0G/^RU41;1MO3+*|7#GU#YS.-QP=|<=>03S M8 *1S_\$MSPJH9OFJ7-
%60#M>47J+XM?2*W+>^WN^W-TTH#>_PFS,%6Z M,T 84H2B#C.\$LBD,5F16|L*4^L'+>|@-
TAW8Z;|1CX<B|8P RF4,\$*;&S M4X)^43./C|LB<\$|7J4%>DS|MM-A|O3FB;&|PK"-HSL/8|SZ,/ZOM"U+FZ*
M.T6K;)7>W|C|H8KUF'6 M1%IWN;5+N|JA2YX;TNB6G,D\$ISR!)\$8HCB0D 1Y"L.(L8!\$:"\$Z/CK4D8F MU@.?
12VJ;P+03;BX\$4E5H+4PJ(5ZD4@GS\$+9H3.1TQF%XUY^S@:H|M|H-R! M%SO^YD+9.N%L!<"#|I++Q'/N5J""4
M=|+28>4^GT>\$01PS+*\$)(VS=7E4F2=DE":\$6;5B'2?Q|0N8\$L0%.NZ M:(M5&YY9E=-%Q
Y@8Q:TNDQB:|^M\$|8|&#B:YV7?K>2H+|Z:E>P3F+=7R5\$! MJUJ5"-2;?&U#0NZGH5U5|5^R6DTN140*,KD=0
^L51B*\$4*(SHU:=U,N*09|S+C),Y_&R:PRH MG-VJF0.3I^0LDHY66J%?#J"L419F\$!TA0B@?67)
<|A#9.0|TDD*|\$J*&6 M2#Y(I\$S T*3)49C6%.TU|&D<0U)%YGC|G|Z|J|Z|M_NL58T^A^M\$=27
M61^EZ)O(M5+|K|!|!-=O%2HCA#+&)0AMHJX3135DF 8"@CE,>2DD18);=<MQL|4+O?0-'
\$V*DJ"O:AHY;|A:O\$#?.T/((+&8.G^ANCML+?N#SV^34 ME9GGZ=(Z(7!'6J=>J;=KRI!*DWU4-K.'5=|Y,L2+
<6301%A0BR0-(G\$ M',#>3AY0NFDTL|P|U5/;=0/2Z*)_UR@,"L.N.X@\$ _UP(DG72V?^T)9^LF M5WD8!(G(TBC<
\$!%@HF(+ \$ M.O*VILEC3\$P.#F=|I5;...IS='1'>ZHX%RN=:@\$|PG@6O+|;B.=MAW| ^LQ: MJD'HO?
@PXIY'@BPKX)O5N*3|(H|H|6IE\$6!3KL&PIDP|Y Y C.L\$XAESKB(M1|P+JT5X@M;4XLK|N-
M"VC.*=P,DPG.=>KM%>DAP|=-&|Z:Q&WD-?7 MI.\$|I7E#?N=#WHO|&SB:"2KUSD)*UZVZ9|J&3+-AK"',41!
(B|J:TLI<3 M2**8X@)|P8E5|>9#1*;>4M4#|7YGCJ@<#*|A:LA<*;*=P=Q?>=5;TFK*= MQ7^Y|H=B?
|>BZ=DIV7<B(QKWE|0L@|_24LXXL2F;|H54|H|. KH3RQ MEYGB|O2?MY0WH:0E'\$.
AC1'\$'\$1:Z6:YQ#+C#|0A1RAJQ:EQA3GGH7|HFW M'NGVEQ\$KH.7%\$8V^?MOI M2_+U<#CQ|KR|*|K+7F^%:|
|7 IKHHM\$9.(BB #*=-,6?A"V00IPS!XCC@ M813*V"B/X4(^)M8|VV,R'4SKK|H4^>/?Y5N>>
%W6|V=;M@GMRR'A1ZK#Q M1)S633/"Z>I#B<*,>,0849PN@>_?Y.I00V/->3"^^#M|JQ|F?|P_S2
MY&Q:I. QRLXU?H4;%L(SF1F6P_GG#^BNXJ^*M=#|I#Z4NKNH7|J^>KPM A;UD
M/M13@@.I.X.0%,"H='#OU|HJ+2Y*)N9S^VJR;PIZ+Y M6F|4^ (07|X?70JVI.Z6_=&|;9/ZIOM:V;W|NB|8V%4?
N%JO-V35|0\$=YBR, ME1|089;17)FAE:XI,90ICQB) AHB#*8|QIN)WG*A@!) M\$Y:41S9::X MGA'Z")?<
1_58P/>8J\$S#8|UT=|RL+|JAEK&1_59J#CW5O|X'G |J:1)M)V|R5GT|+=|/%?C\$U.PC"R^K|JQ?
EQM=|VX1OG<2Q>06M:H"?F4"|@(#F M3N)E@KKY?H|S|N/!"1?CA&-VX*79 *WG#(=J|/N9D^! RRZSZ Q/5*|:
|_MMJNT*+M684=NU#973*WTNAB:H2|YCCC*|8>1%!@B0B*(\$<4PRCB.41+&K"Z M_CH=JO/H85LN
>MNE_MG^J|S|CZM:U|_A-G9A'I')B(|RWFR5M(PV% !YQ MOCA>,%G*HX\$ %H"?Z;1!"A|H|F9'16\$VEZP)^:23-
0=#S@)3JAHTV)U\$VX MAF;2BDLTA9-Z\$|LE|'\$210H1S=/H@0B%&(>89AD"">(<X/8 *KDI|V\$)*<^
MTB5=;E'+@F.A@%NAD>W7M&P+U+^9-98-E|'LN<)>SGL6:PS WB&L^9MV M"Y^+80FZM^/?
%C4CJ^OV60L|5F|3C<8293&"4Y@P@G\$M*,"BB3*&>YE#R)
MJ.E/TEEZL|X3Q=TA\$%&;2DS1;Y:8Q.KVMODEM&O5V\$-E|01D*=J\$>GWN^6
MK IAMV|CSK+0C42;#B;9@_ARQ^UP=A=T73WD2Z)ZQH'GK'E#^*PYY"@| MA7*RDA 2@0-|SHE8F7XX@N&
B;1SN.8W,^JN-%8KME>\$A8 MAQC/<:G-0SU>I^>+^A-N57@YZQ0)^C_QI^+=0QTEOUQ-C|PVXF_MR?7LC
M|CM=S/T#;?K |6=Q3QI:\$YM|KHJE+-R3U;OUOI2/56S2,R2Z*,+9/?
D3+CQ,*M_<1%,3UV.RP:SKY|HM5J|^2%8VP+M M%6G\$;5D5VR,-PQ+9H:86%DHTF!+&^R(FI?#|@G
+1WA4W8|7L,;(^)W,;" M.17 /CGP:16P3<0;E|Y>MZUX6M;7N|+5R&|W|L=A&L,E8F D)8ZYKL1< M0I(M,
12)5.A.2VC5Y/49JZHC?4.)?1|MVK1NNRSZ>|S"S #V+CE"!UB: M|PE^\$+*,

OH'OZ'AZSFYO35Y4IHYL.NYP3>;^9ZI@WIT\$;C^?~#IW0+RM MRG;K,P91/VU7G%&6Y))(*,
(XA4@W#|NC'\$S9"YDS1@2+L&D+E' |R0- YBC,8=(D CF61! Q&6\$)0EX("/+
M9;E|+J;VAT:\$@1BTB/J^)=9)+PX(FYE7D^-FIW\$|=F#+#|@QU%7%7+2JN*UG M-^:M#| D M2.O*
|LCX%1FWP;9N;+NUR6;=ZN//D4I?..B^#)AG@R^*S&P6!GN|Z1YYR
MC=RVQ0QWM0SU7URME,K17=+G67;5^#|K|_ |NUBM^M_U_.908DW64|)\$-)*@ MWQ4+D.UX
)NUFAAPK^,|7A>XK;JN)BWH4O+T|X5===-|EXH"NO&L\$+5\$+-I M&G!^MCFRTTF'G=VO Z=8#2W(
2:6|BRNZWIV3*)|IE,,)Y 7JN?<:Q)X'3 M6_#;+WY&' M&0|SH_2;IP-
/K%2W::F;EGWR;2OZ;45VB4|V&LA,%|>;G7YY'U%_)_KGL |23|XK;DRTEAO!5A.4QE MYK(K)T7=+
|IR^G'IH^..KU>KAO5AS-5R?LHIDR'A,10T11#%VJ6/P@SFC(-I MVK|B;I8B>G#TZ;Y'D|/T/QD%>+>K^.
|_G1YE=WQ*>ORA2VOQ?Q&W>M(^|52Z1K0|I.RK.I: M.7SYT/IQ%W|G28)PSD.8BTQ
(Q)3;R'&602Y0'@8HS04S2BFYD(^I_91*?N>M-@R;D:SJ=.'U3' MNQ'X#>?8ZJ|>N^|HJ3|41YR9-MOCTS*,
|IS&\$<;Y<^\$AY&^8-IEN5IA)\$ MN-5>2.J4Q^|GCF*#@=<^94L@(^S,5)-W1.P4T4!<N^|HJ9>V.4&|RF-
ZMOXFENEMEUS=Y6Y\$|H^JF2 M7IW?KXJA#..X^=\$5^A;S:137WP4JR%5)^.WMSE.G^2W7N?^BU9);Z*=5U
M\$|V';WXT^EB)+&L89P3&'A#*XHIR"FE"!..;E-N'V7B=|(^78AH+/+P^1| MJ<%(;L+"S_W'!IN"C^W\$-
/M1O|WT'KK>^?8VHH;D_N;"S;O8_.19'K(Q_<
M\$|Y=VYW67Y^T2/I|M(7RXPI&3RJIV5AL==I=U/=E359M3IUZX|7N8Z)|AFT\$ M_W3?<\$QDD;'DHQQ&F00Y+Q+
K#0/T<+QO=N=|OE9I|>2038RN" ML=KO^I6RH<>Y&+..WMB*!0:8NB;A|5KHFCRZ.L;MV
MWF..NH%W;PD=5\$O11HA'O\$,1CQOVY9RB'D(4"!9S<9ER|#\$F|^6 M8-N7S#+GV19+;Z4_)4V*0ZT&;5C4"
|6P|I46R_4S&W=KK9#C<|V*XP^,|I MMB4..W:V(SA|^=NNXUQVN%K*\$|?<
|WEZ;324.7|HKS|HVAW|B1&F&8\$4<;69 M@IA'\$N6A3B;\$+ |S0%G\$UT7B;|N1V|IBEQ
MAZ|8#9F.>#UB;3G4U|OK#W+4;|/4(^=#WNE89D=5S7+;U*US7+O|LEZ|T9 M|3"5:40ACE
*49;ED\$8BAXQF8<@#DLLL-|OH=H2"S9)UNNG6T00|4<..LB-H MG-9H'B2T4TJ|1?-XBGM&DE-
*0;TZ4@CJMYTR.#;J|EFIT7;HN=>9 MM;8TV^BH9LNTMI<;MN=7Y|2(68::MV|MX1F= \$|A8%^&P
5ZP('H;K'"9"Q MIKE@%|MZ;MV%2-W0L>M65>;N NV)F\$AI5"/A..)|6;L1HU8D-3WBK?<@|FI
M8;>|2R4.2-|ZY1|<;|3|I:035#?#Q@T*|H(VEJ1FJW3C|L&X^|WC"-YKZGT4 MS5*R1\$B"M=O;|+6R@#\$#;<
91&&*BK/XPC*RRJD^3FSQO;TM#F*|@B<=<3HN 5 M'+.JC^1|?3HN;#H*31|EO|;"3E|G3|
|A&0W7ZMR< OWK6%)PJJL_RZ^VZ^X%?1\$5NQ7|68L67 M/*6"!B*2BE@I0TDACA(!((QOS\$)\$#5T^B;G=&(-
W+("RK54HYT TUK\$&L YK MU9|8W|*?;L+>+
-1/0UVRLWHF'S77J;G'9|VXA3WH&8&*X|PLD3\$WPTDM%NHK*U8^B7BJ;3A|!"<29
MY|#)/(\$T8Q&DRE).LB1&6FZ7QS98N+F<*|3%|H| M36"K@|=3|O2<=VV+L1JS?K3_J0F#KNP5G*%@<
M_K=W;^HEC1|+TXS -Y"B*C D"#&U;^9"..B^5INFL^"|&+U%HHY7-7K%O|B125-M#B,^S6=+<
(A&\$81+\$.@\$@"B*(PAB3# D:<..L&S/\$24Z.S>&T?SG"7L& 32.PY|<
MSR(8|P|TDVT4W3+G|/),3.B9H7;Z0C"NE)|PF|>.)L+NXS"&2O0538|I>\$HEE7^PYX8%Z0U|..+5MA
MC_ UO\$|+^|US"Y3|GFS\$J%RH,*KJKJH M8?|LBMZ9|!\$<'F'A-*+I0\$P:: M;@R|HJWAZ (<
G29|HAYGL|Q(\$ZO%6|8V*|T=_'YH+32Z19Z5T|LM@_/NH M9 AG|1L?<
UY| V#7XJ(L)Z#YZ;Q5SK|K;E<7Z=G>|I|60926V%0Q\$ >9'4Q% M0|UUI?"N\$7>U8D|?<
RZRZT.F|M5I7RC=9I@G.9\$9R&.0Y@8AG'.8LP3 +PYB& M)\$A3GMN<3D_(Z|1'VVI(M6X+(M.6P5TOB?;"?<
M'56FDTPI8ATNEFSS36^E/, MB6W0M@7A6;|%Z|7)=AQ/KHH/TO7_WS+ 0(AA8;|J,^4ZJ;?@|72%=#7-
#@ZIV5V4JPG MAMGI9^W7X*=4S>D+>M^TZKJ7QX M^8?R9TP787'1YAZ'2H2YLOKA*#G%Y@?<
M&2T/B78TP4|4U^#AQ>".|1*.RF_U=(Z+Y|3XCHO|&S+Z|QHXP5FV|0S5#N|<
M%E51ZKINE2"U>VZ?|_VZ"O7J|..YJ*?E3O|DK|FF6&0Y\$E)(4BCY"N=T:4 M-|0Y#- 89D0FDB T6|TS;_8G=I &3L<
+WO/RBSY4|)\$%";<29_9?BCA//4#O" T*+59I7VT3% 4YFF4PT@78T 4|Y#F-(<|7&; M"
(NS+|^%J96Y"=>)|HN\$HGN|XZ1GX|D1 M;Q|JFL#>&R;D7^G.1F)?<
Y>V..Y;TX&AKU"=E8OVT9@F.4*.\$9HMU^|6"|?F&_ IZD;245QIQ7=HVW|==U2|O>D<
M4%NO|O&ZON^UYL%NXSV#HMF.ZP\$4QO)E#|MJ-I_ZNIS%KH7\$+M%|_U,A=|RT3;UC6"").84Q MBW.(
I|I;49E#+"69+Q+""&5|8N963RF.# Q*(MELG(UX\$|FGM;2=T=GK% M%C7'6D_N(GNI^N1_AGJ|F#+=+@2U<
7C.5X-Z9.9KD7UY2NIQ.MBM5|I_C*D M>1"\$84RY00BF<.0Q|3|.*8X"JE|L|"-O0|A.KF)X*>%&LP;FX%|YN+4F<
M;UFYV1A*.&4B5(\$LS3711|)"-(DEI)&8>1TN&AV8E8CWBY%0J=IO4IB'B M/6R#X;89F0Q#;R/|<
RYV6G8+R+7N'JU;1|I;\$_5XS>2T5+XNCQRA.N^5D..B MJEWT./XP_4<;^F^BNIO(=5M)=HLYU?<
Z0\$4I2|J'K0^25W>D6*|C'C*@Y1R MF&1H'1?&\$NA80B#L(HY1P8J3|K'A.K G'1'NKH:|<
K< 7#&.'SIM4DN%B> M7ME#8G=MO%;\$2ZZ5&..|I|DK?B/KJ58OVQ>.>|..|5+94OU=9H#S%BF\$IOE<
M)-6JIT&L\$|P#F#\$9|R1%4CEEIN4|'@|I|=+6Q.#+4TG+YT0_LUPO\$|@R9C+| M7X8|I..=MM&*53 MA+Y.N-
2UUV06|A SI0<0#G+U4YY!' |6I)E";=LONW,R|3:X>_?OGKY=4 MMKB:&?LSH64;=KGDGLG W|>+^D*TO=^|<
ER|K-?#D*F8>+WM#F;M|YY M%QJZ*=KZ9J|(?=&0U6>=2U<|_K;L^D^NN|/L(=EDBD?1A#ET&'BC|P6"4BR<
M-(M)-697W96V;^\$M9FJ MFQI.QWWDJS |+A.S>KINN|.;JZW1H'D\$|A?UG_EZ3H1M.PMAA_P.8"
M|/A.47O K1I)=JYL#!ONMP%(.TEO5TREJ>VU2Z|I%68?;MOOK>ZDLF@S@3 M3;|<
(PU%V\$|H0AEBR#;9C+\$/|EL4EIE7E DIR5KG+N#>ZQX.TB|1D\$#163-UPL MHS(|&#OS:=M<
|5|_C@V5ZA&G|2W6<=F+UEGW^F\$V2|EB>O M2U% +)M>OPRWS*Q;DYB|+\$.|F(\$<4)6)<|<
J#I>MO?S)/6+) ZO="G |EN MP8_OT4P Q07X_2?"|I/V. ONE 1G06:VS#A|T1XE\$4NM"NA?Q.W\$.F;R\$|7R|=|?<
PA%#&8&|/SZZX<%TR|F:4Q&|V M>FG+%MCQM6C+UX.WZIT%&(>L MG5MA|'PR9CM?V;UY|@%R.F;|6(1?<
P.G<' MD;N MCX;MLRR(|ZDC'F.(1*IA)B&"62"IB*4\$HQB16(Q%H^| ML7=H+\$"/QV+L;'68C.X#C7|6 |8U-
MXT.6H"64IAI>4# L(H>'S|W8@|1%*MS@T%?O;IMVY|T|+..\$=JZ |/O|H7M(SX9_E6>&|E|=+ DPM-
GYZ7(X>F?W3 M26"?2CI^UKMY%^+^_J04|HEH5A|\$G.&1|BI7M(Q.8DSCBA\$DF%'Y+V1 MI_8K|UK6-
S;>RWIZ|Q(*KL-QE@|JTR_@|Q?D.WW>+S9.O8.BC'.RCO|_|OG MTF;U4GV".YH-RI_/A|TA_2ZN|J-
G^YV_Z|I%UY7+L_E|X19GH)ZU8L11PA MA+|OCE|(<\$0YPD%.)4QC0;"AZPU?GVY%Q.O&B|^+?M|@:HDO=I^3|<
L MS|YFGLO.XF=WTZYM+P.I^*|JC2."FO3|S|^KN<M;|PONG|SSGXW..=|2FY<
MLS8L)|76DPTX#8^SFFN3POS4LHJ6F'.THX372&G*;H6#;^+FJU*W;#ABM9-M170|-2;#1* 4IE&@6X>S&-)<
<4AC\$* HC@|+K4+V%K0G/P0<2_>9ZTLD)ZV M9>3#!E'C)*0I<+(|W2"R"6'R%98?ZE#QI3GSABRA>1<
HI#U\$*XMMZ6N2?)3 M|+N";C3|_5%>G-WORH?1/6|..RK4F./MXILV4J619F.FV(|?4?G.A|P|!#<
MF8|81|E.H|RJWI4|*Q.KFX\$#P\$;DMS;@#FR)5=&UJ\$>CB;-MI>T|69J;1YX<
M|;14S0.8\$P6;JP78@CXP|NBAK16GT>|?%?5_|H595UK;|G|^M+4^|L;R@?@Z.WWE M|Q<
|2;3#HB6ZZ)S+&G1T/985.BN;KY)"QPG-6THK;|H83.O^\$8*MM%L/M< M|^Z+NNBM;6VOA.G 1=|<
(P|C'NF|I%\$*|QBR&#&8;8.0DM>HR;T|TXG7^Z"1N.MRP08N|VH(SP-
(Q0>4);N|T.4#V<2..+B7V%@4Q(SAO5L0|A+TAC|ZYC|^Z M%LU+POY4NFC;*K6_%DUIC&5(K4.)2O.6YSTO<
M|EY17H-77&.<|UHCU);|T=|7IG2#.TJ3;#"Q/#FE3X9?F9?|I|P^Q|DD>>> MHV;M;7I#?HPJ1K(><
MQ;RX\$NVGRZJ^GX+..(U\$0*N\$;K.(=2L;B.RBRX1SFN8Z9QT_N)(1RG_'2@Z M)_|2-#95RZL|D_OY/SB<
F\$80C@G57AQ02E@8Y=A@40|I- &%B&=|YAE2.@R;L5)_NG<3RG@*|SQ'..&5H A"B-FW|GX<
M>:X2^U%O(|5%H@DRW7|B#&5-ZO2 &*"(A9*)|_97\$B5W|2PH.16V|I M|H.4V0XQ^_7J>;Y5SW.?

^J>X2&UY@IKOU>G'HUI5H?EOK\$OEL3P.8:OUOSQ M*(=+\$>I<\$LS\$S1K.H@FD>ZIS6&\$=-0N2-
GBD.59\$@<3E\BZ5<I3VJ\$K(= MXV"G;J8A=++-7?)U11ZJF7ECQ6WG^WVIZ=(=
[XINW)NROQ#M*1JVMRJZ3:TT)1.L8"T=EO)M.?C.U+Y4.Q4=("J=X=+3I*X#^5*FAE)[4WCEJLZHH0]&?
JA3UQQN:Z1 M8J5OVRMKZ@M9B5T_K6@S0?2I+JH0:9*ZD6G+YR?R/6;TE1_8VL-F(9"BZS M(
UAE.146:\$L@R0G_QJWJH=-HZLC?X5?Q>RJB+< "YOSE.LSDMAOXNE> M<J#%HB+POF9D)"2TY?2?
P"2DBA+(@\$0H/N<IUVI0I%%5-5#H5!5J(LGG/ < M3LPR!(?:UV"66#*L1*1C RNCZ! GF" ^<@5Z:0"6X@#?ZSIA7
\$ISFAETKR@L_%J%6_R%GYANL'S-I\$<23*TR;:^NW^W;8J2-I<*97HVN_KA:7013/1WZUX93?4R!9KM?
DGVQOXNV-U4.'MXVM-S)L" LHETRW"55?V&:@?>MJD).%Y>_DYX-WB;+LW@=S6 MQ+QEF5JV\$-
^O)B3^7YOPX6^BS((67_ASV>PS3("1H0F6<@J#;J/F7B#6C-AI:DIU@)'A56G>_+V M3 EG-?O6(7I:JH-
X:4LF(;\38GZ6U6JZA_54K2FM8QI.EN72I#GR!UJ M7\$>L>R3CE2#.S^2P=YQ96G^_#.K+_JY0I=1X<M-
4UA061=,ZJ7MJ=XM:I7_A9LJ%&)K64IG:>R<^;1J*BGV3IG
M:S?Q(=+HUM?7SPRPJYJ678=>SGA9%&=A%UTEKGEY%>2B*R@1;3YK!^TZ5:JG!%Q8X?
M@/<Z1UD&ABKJ0PWR.DI#I\$#:(^<2\$;?OXB&1&(0KVO(#K:=2T-8D^)^9T
MB@;A1:6+/B"O18S!"OHQOH_%GXQ^W^;B!W4F^^(XYAL:T9EI=NN.P*TB!G M>0XCRC%\$+*
(P)W*>2DKCR/X25*U)N*J!W;P2T/8;@SV'.6C;48VMJ"\$X'
M*WCHJ<HB\$QB#N!8;.>>K2.D5GT<^;71RL"J27N2!2:9W%XI!:8@U#D7H/ MSBOMOMYN?K3E!6VN3.*1-
\$5I"@FE%*(X(1#I6)A.GD^B^CJH@-RHLOF(C/W M?U^!^7!)\$!A!>E;:FG&TW@I!H*F"NI:B3_2*#SXM.SOI3AQK5D)-
!#^U^5SA.HIP7IDJ>Y.(QRDD"LP3Y..+8IX.8>SS72JT? MH>5XR^XH_(T6PZ.P.:V22T)K;=3=T2'2>'@0-
A^IY!Z2PW_3E?Z4WZ_XR(M?"*D5T-@CAJEXYVOSJHU05Y6N9>D419'D;."ZT!^FL&DA3F(>.;"5^\$!XE6 MYMP8-
<=>^&)QKF9YVRA@:EO&@QZF HB-N"/CC2P.F:2UL:5NGM);LE(1 M^R0I2NDAQ:TN)W9?KJ?
7I%_WE:RQZITIA6UL DG^U00!(+B=O?>W%1'HW34 M=NL%F<>WYWOQI?;CA*06NSJ.2V8TU?LQ?WIBH;
M.1ZP*_ _AIM_UJFE#7OIOEY=0BB* MXWUX"*7L6_1%"0YJ(>?5+";#LQ91D1OJTZ!81"44T%/(21G&1VS@-
QVE+3B M3Y%&8^&+&\$(M(GEE\$3/;0.7\$2BF0NTI#=_9H>%8QPFJL)3+>D"25A!;U_"95J769!63W^= M\$H1
9UV26%U/69#<3#>9!:"ECR9D&J%IEY<3.1L#14-5;-6SE06G1S7^& MPX5P?6[P4!ZU7&0S^C40QO2!*
(0AJ*GSB&^O\$2YE,>>0KX^!CFN?9D!5 M/FR4)R*I".LV17C DIJ80<+LFLZ.>Q)45I#-Q.B*W78&)<#%LI
(RY06;8- MQ+BH)YT=)CYN/USU\NGS0"6#<(>6\$EDPC3Z9,TJY<^> 232.Q<% "848IS" M, LXXCQ.LUB01:06=
<>;>MAS2N:Q'G\$S");&?;I.6;#G&H)YFL(F=R?Q/M?0SL30#5H+WT#%;J6.Y, 3581\$1545:L/K;O/X@5N!0Q
E)HP!-(L)840-MX@4P3I(0!C!W\$D!S)F42)\$S:SM6(RTUT)32@\$X!X\$!@IG-X6UY%+>0N/ M2#
2Q11=-7M3_#8DN?66F3#C0BQVTYC!%TX.O-ZCOYP>AVS6ZYV)!49OKW
M'3KW13WWL@.4O/UI+W!6V;11%AC.4RIHXD6\$PM1C#_.;X!P'#?Z=I/A+CS M4!MG NSIMUG^NU;-
BLZP":H3<0"6.D>T#N8^J2=0UW?RT=N!YP@_ =C*+ M=0>GLOC78?L:D5S&(9!QMY3GI&:2-
>4JW78N4:KV4?AEV4T.IRAIBR)D? M081Q!#6<4A^C(5QE@^TNJ^A^0HHI% M2MHZ= 339GNTGS=9/GOCA!7/
M!787"#<_JG7?^4_YOW6_9I76Q8Q?DJ16\$8I7X(F9RL7TS#;LRH5E@(*M96G B%8*D#8^CG=VWP7I21
%=>O;=>DCD!ZT^&3\$J7:V/KJFJXI9GKZ8_*M;R!?:<D!^27Z 8.@*
I%BRIR<X;"D2Q3I+ZIEC.%YK8#.%S+339^C!D! MX\$29= 9>+/&^>L1%N8IXG.5AQF6Y,*SSV(BI
>\$8\$"9E!4)VV&JU.MUG(QK MDU!0A9(ID&3%AA\$/@#)ZTH1P0LPJ6F2^<)K!@&DW/>ZP1.?
UH^Z!=\$ (2L4K;UHOXK9N"R.%ZO(1VF8LAB&&4TA"A"%.-BG!G!O-V=2W3'Z!+O^YIBN80BU+_ KWT0.LI M6-
=5R:IM\$JL M89;PY&?C GI&I<_%I_ZY)V'4IE\$W>V11X_ ;EL-O6V&XDC*#3G_!3;=E18 MOCQF 13G*Q) ML-
D"!L!2L8Q2P*M3H>J)D;X<#/"1VZ4CKAFW5.70IQI&B\$0"PI:OM!?" M"/)I""(JC*R"U3.KI^HM41PRI?>\$43\$BI
;S1CQ65"<9!J"FLK?=-.=-;"]=E8+\$!>8'J^JL2K;%6:P/*><.'BZ3M6BA!VM=^)!U0S8NMG6M?
B0>%0.7._^L0K2C<=<AQ!%80)1AH2*3E@%:9@G)\$T3&E&E M61V.^!LR.^QXC'?
BL>Z%NWNYGCHQGKK*2;+T5-5!TAU&8HJ>4*I&R!GB!@ M&;GT!PA8DGOV>9N4?7H"-K76M05&3-
EY (P^CN;15# 9*^40!C607TABF M.<>0TL1/H^0+>JZ5&@Z5!IMASH*4 5H-24FF7Q!1152WPXG!YPR!-
<2UI M(16*BVH6#0A>:PN=1_5O"l^Q9I<9_)DQ_9WE,H)SDV7/7<&P-YI-GC0X MHMW/5>-!R%8?
KBT!8">C094^BMZT(5R8RN#<\$<77NS:4\$6X=6ATN<V (U MF^!)1)@P_0X_LI7IS"?1HG"!Z/HHA\A..L1>+
SEB,>5I%&>94NV;"7" M6IH=^*C9H\$!^K4CYA4>CM!QX6L5AHGSO/N!X7I_A%_#EFFZ
M5#813&I CLK45!U9RMMY+8S1H;M?9+\$#IC7:P/VTY&^FI2GZ2K?!!73L.N3!
M2.OOL'229<(/+E!NR_7+X0T=M5K7L:1CFC7CL/8"(R%);TX%G.N18 M@>[8DQMZSR
4!PPV@D5PX!<ZDY.GCN6U'3J\$MBK;=;+A?11F)ST+;_E
M:QCQ7:6G4YL";R3<<6YUM5OE_H%U_HFLNT1+NF!5.4K&G>LV>VKIZDDH/M6ET%\$98900E,?
2XT9)2G;=9!GT>)8@*M>EALX(ZB0=Z!I\$VT61!ZS>B! M#_5&HXH8CNLS\CH::QC4'8<@
\$+N!^UL%1;HJ'R2S'JT6P-)JV*HG!TC_ M5L6%F0GJB?
8L+NKYI/ZVG&WZ#7YS!9HV@:5NRG4UR7!R%BS8GGH!5%(81RD M0C,FD0?SF**A*\$/\$XBS+ Z(TY%V-
G&MN)I^+K_2G.D_YQ^6TOS_-D^1QZG M>9+0C;/\$DSTKY%!!Z!DMJRVIC@DS9G&0 M!0;
I:6UM@O+C&Z:%IA8K+^F/<^&'3YIF7=?Z!%UK.P.W35EL^AOE;7 M@'5;:H!2T5304FE>@-&'E+IZ=
(.8F.*TA9R6RM0'8\$1Y:BRVF!K5%W"H M4 V>UE>MWJ@&%VM6?_A3-/KNA9?BFXDLPBH^XBA#B0)*7W!L^X+?
!2Q^4N^ (P;21_@0JIN R8_Z M_9(RH!K>)CT5V5QP:1LM@H(+)9MEIP M2MR3TL)!AQV:3?
!ZQ!>5>M")R^H\$2(ENN<0Q#&H<0Q01H!)/9M3+LHBA M@'A:K3(O\$7*);M5.JA-T5<_
@D!BH;58;NKMU8.H5ZC"OIH_!?)EIV2T*. MO4AFT0T!>SK_3KY>8.R7<;JO!75INE3TVS%30A8:K?
N'UG"!3Z4E\$%+&O2T MK!#JMJ4E4X7CC\$(QK>E1>GU=N68X ZZIRO(%88/++NK>YX7_T3-OG
M'P.A=C;BZ>W!>0ETZ_N.B>!K5*MH[67K;LZ)I9)\$=79#WH+ "<41WJK_H>
M+)SE298E(8P(\$BYCFODPYUCFIB1Y1D-"F*25D/B)HI@C_2N!&3WW.?BW:2G,I MK"RI6N?L+JH@EP+_ M5I?C*
[98?%;WI3!9;+;<7W_1B37MH:AEVW_A 6?;D M.1YW!<3T4175TBZ<)>?H+E(5_04N4!L.D@;GI(Y-
S3Y!Q6D:B9&_@NB; M1N4A%U_(O!)J7S5/5X^4702S!2@K@Z12F%U;1GL+3^C5JR0;68!Q+!PI
M*EP:STIAZB<(QDF.4HY0\$B1*B4^+<^!8R)&#&I9G_LD679G?#Q5ZXFOH!2Y&44JE:H^!70A_R^H9!HQ'YEE_HOB)
MG3S=38SLHK#!%@QE @>A++957/HIV&J^N!C?RI9H7/U6G#1R7)P!4Y";^T M-RC20FDQ/!1>4^NO B'D1>
(L:7!541R'V\$!G3Q:B./0("8E&&<D024% M.L48&"U2752HB1-ES#RD(<"O+WS387*JN_D)?'=I
GF=JQG7OPRPJH! M!R_#TH\$=28G*GFAKV=IT2B<\$L^9-7J*SL!LX(>ZL_S;U@\$ER2=5?*BFGDE2+
MW*#=#2;C5R0^IE\$!&C 70VRZ"=XMW7F>9-DSFD)!O3K+^&BQNL_ZG^!VMZ M7=>?
2OH5/RW53IZR/\$769)0_R8?BS/L:3:6L;+25_CUFH>5/E(8YK*VX&M M,*!A=3ZIH5R.C?<
KS28M_XLP(0_7G/S#0K;OQ;@O.LDY2PE"LN4VPQ#E MLN4VQ1F..?+^"*(ISB"MME@DZ2IVT5J5FL=,4/GI7JS.D-
KQ'42E>6:RG413* M^N7H:RIO!17F(S>^HUWCH;?JYRT(<=7I>JONON"
M0?IZI09L1M!Y3)!ESB:52G:QU.K2M\$4D)!B1>TE%ZM1-15V6*)HO;=-.O M55D5AS,<>GL\$TSI(@B2-&:VY)!?
H.-KI@.+SP"B M9A59\$%-/7799I0.*ICJ_*ID.YOT#)7EE^!8I^SLK MB+!ZWCV!3@9R!GX(V)?
B8%L^>"3>#=#&T"J MNF9D4SPS(P'V6U7_&Y;/1+;1205CLSI>*GMXME!6NG=O#=#HV!0+M+&7P
MK6C^#=# AIKTZ;SFY I(M.#K"O30V!P95P7#VI7V),&%(Z)5_3B1%9^O!%H_K_W^@S&9#7Y;3L;
+!W8J;=R!M!-Q/7I9I%LY(AS_M\$BICV!K\$ RSE.8PI!F.D23)\$WTNPRX9MMUA.OH6:6-J0M?5=#5S,=>Z!VJ
MOE#_FI&3WL:O!3#C@I+862U/X-SIM^@V!-2+^)!X%J.N'LV^JO=BTV8G M/6\$B;K^TCT(DCCU_!#F09

)-RU&,\$IY",21SC\$A%?29N/T"LI>O=4P8ZL M>JCU\$BK3\$6D+LNHILU,Ol,4E.55CR!;D-
LL4*SQFK4BP!,"C01Z+SVY6#QW M@O5AV;JHS.BLV*W5O4WML9=7V\$J5G%-(A3GR)("<7"B24XS"A)H\$="A/+
M)IFGE>I!D9)CY2)WAM>;+B5=&.M<-E/U=I<@9NJ40P830.F\$;^="X"!+>E M">N.Z"Z&:_%F>U(PFV'
M82)O1@~AW.\$IK1A!8Q<(&64NRM=@-LH_M1T;ESV(0%5C^S51BP/F8#%F%*(P MYS-
(PH3ZF6\$QAF)6*QI1%CCRK%F&/)=HR'GM/AA67/4-,'K0V&"7I S M#J.=5IYVWUTY;.FIP0/1WU_Y-
WH=,&_0W>B6G;IN7>C6;f=I8CK;'MT5K MP7;REN\$Y;C1O>W\$S
_NK@ACM/DH1.VUCM<;Ul;DH\$YYS3F.&T+9S)\$B1L M6!I#"HC>,TCVBH8)...\$7~6'TJ2B6R;VF/W9- M"4GKS"
Q!/?=I PK&6@_6W@I.F81/BVF12 M=HG@6S4FP!@I"G8U)/Z55SMO/7F9BTU'WU17PJY/U%.Q-UPE*.M67' M
6A9D!;22?8FD9?OMYI&@Q~JY RY9Z<9@*2N;W@%>GM>%10P1N1W0IV
MFM(;59VIK+I8+9JL;*_9W#;\$9IX;IFZ_7M3U;J;0I_Y#*#^_%.FB)&5R0 MG1%08PC4+\$\$-ISP-
+8TN>FB&6.CF4Z6FIVTD6&CX8K7?Z4_JWL?X-KZ^~ M6WY7U_~L/Y3TEG_XS^;E^J?
82?~KRPW15+9_3ZNZ6-IGR0(^6;H7XX;FF M_ZSU"Q2M4~!=-J5LM &/QENP0=I%.*B/H+M+9-J)V0_%.%2IT?
(WVI<2C1_ M""+7Y0L8/+GY@3?RT3;TIX6Q#;A^>EH7I!U0?A.FC.R&E-(577OJHNZ^XTP MZ<6"
<@WU;IG22YP^MI=-?H1D+&JH/<><\$N!\$8FA246%K,ZI\$(V-\$PLKVS> MX4_X/*I_Z.GO> MU/OBQJPC>>*A
!+ "\$41!@F""Q4^4IR@)PSA"B686OB)E MUJE29SKLZ3?-4I-0+8SA!!DI_;<Y;0+W4 7'CBQVVE.2WB+G>+4Z"
I>Z4T+ MCG.=VO06.%.DI_MKE\$ EA4Z/GYIOXN15*4Z_EINJ;0IQ"JYRST?S15%D<IA
MHFD(<1HPF'DA#?;TJKC>B!0C+APKF!U/TD+8#IMC;_?"(-UORX;4.Y T/I
M.WJ*R.P=J"DEYIAJNK4#4"JW"!>@I@=-U.@;BNK6;84EQF/"RJQ&;I!JA
MS50;3+GM;P_GJOQ/S1=-%;MQ2H/TG*_UG=-ZBK!<./C4SV^O;593G8<"H M!W.?<(AXG\$&<I-
>=J!AQQ178GZ<I-EW?TE.MKNX>'NNTB#3)JE35M@&2;BN;-IP.NGD8&M=UQS(KW,P9
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M"t@;"A'DC@0IEZ048@S%L&8L"#">41HC1&H\$BCC=42PZT!\$!4+TSR@D. MXIMGKG1Z^T=#;VV*)-TT-
-3SR(9&X?3C&?L8"EGN4>+%;6&JC?EUOI_-%@#LF1/P\$UZI+57GX M"IT\$/2VS8QP;.)?34?81G2'SH;.>I-CO\NH&;
I"7X.KHERI&52V\$MR6'PC6W MBWH9'T_ VO58BJOI JVSNFX#81UIZ>2T3\$H? *_LOK *\$Y91AA ,TPA2N4
MT1!A&"8TSRC-?I\$#@YDG"J25U;2LZ2=[N#@O".L&T*=I5_V7V!\$;C3\$6^# MX1WY*W YWH2(-
N+*XUL+>TQ07?G(K0W;TE9=-%;TXFNU^2?;O&?^3.HF M7VKG(RNL)=1#<(\$8)R!_ VM&4I+6&G%/JS
9#DBIF~ICV27QF\$SAG9'/ZJ^BM_R;5D^M@J'_VC;B MM.WL_4)?A# 6+I#-O\$(4U)"&G*6\$*5<V;7.2I'D""5-7
MH&+IO?M&+L".I9 SYMBUK0QI..*91\$PI32-(8X6LOIG@)SFCHC%IZ;(^=-! M 9G3728)?"XL^SSQV00-
=F<&OM*GIDUFW9JW(H&/&=1'_LRP*(I_W I3 MB'<.;HI3A0SG9GSA)=Q90X\$0;_ XC)V9BYJ.W*S\$!DOB.S(-
I'=>W)_.%B MQB6U!-MKQYS;\$_(&8E=%^I9=ZRO99UV M-&;(J;<3S234'0MY3A;3X9!-RTY(O*<\$!&19IJB-
E!^;V=ZBOI%C2K(\$I MI.L\$Q@RG\$ E;:8QXS'+=HNH0-IGUQG6+9U2PY47/8_-B3ZY#GW\$?
TBWH_BVU;2HG\$XQ@&KGF4_T9I MYXK-IEB<9;IR-F@+?Z_-V)K\$A18!6-6>.FJ;AL&W!X;H5IE;T16&24 81
MHYDP2Z,VK=UG 49Y\$&>JG?LIN7Z-S3EYX?D1S('V0S\$%#OF5"O.K;Y1B+ MZK?#64IMD)D\$!VI7H..3I(R"
Z)M)SYX)S>f=R+Y^2SQ-NI\$O83C=Z-6>WY MTN!J(XK=-9(CY>VJ2U6-^HFI!O8OEK4Q&D0E;21'CL*
(L@I+I@&N! M;.%2;4 2#D>I!\$+2I'B'6H6>(I1<6Y4IFG)/=6R_?FK0S;R_E22(-S43\$U+ MJ&B;GG8
F3L1Y)RH;L9X'%%ZRID;YT2>&)AQH!%9(I;N*SDBZW=6//P0KE5W MT;SR&
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M>E62;PYEW)HH^#O@%.4C/9;(6NSI+9.&_9B@HU'ZT4;GBW5 MXV-5?M14Y_!D3;F/O>S\$;\$!.)\$X12F-
(TAIR_C'B.<>HG2BO*~C.#6CI M@9;@YAER@H7BR3%0KWM-Q3.XBW!T'2V#H'3I9=5^Y?\$.U'V\$S^HG!SG?
Q@ M=+MFMUSV_Y\$C3FCO1^+UWEILVH;&*YFEW\$O#&8)(A#%&./4XV(KDC2BH>I'
M*5>JKI'DZWQ'IO3;G@%PX*!OKJG;TE 3T8G@H3N<=/?U+(BTFT;!)Z19*-# M;_4&@;
(A@DU)H;M"8=#E);DJI<8YFPX5BL'8H(.AHM4M+;0G)OPVYN\$YB;".C/I&_""/MMKNQ+G04YA?
48C_T6(P9C+Q(^<=> MBF&6X@AF@<>I;.\$4!4K-NS3LC>=\$ISIKIZ0/W78IJT>1V#H;=0#&V)_CG05
M5(A9SH)+9^JA\$IA.YOI.@TIS;*\$V""*."#=576W#TH+;(QI;I!WF @)*M*M)FOBGUG!GI+
IJM^*_.M_U#R2GOMY+=*(XM;8TG'.K+G!.Q8V4T(I+EIV(? M^+G23OW6-6IPUZ"S7LEY?^*_.^I-/FIDF?I-%
M^;EJFMM2MO*YI6T>IR!+4&;IEB86SD*&401D?&XP@&E*.8QEI.U-J%*=)S MK\$(D=3DA3SB;I;I)
<^U35&UZMBTK/Q9E"3LWUL8B'GFIHH2A%DOY5(O*H1^1<
M^J0HTA16DQ.TA2U19TH1=%?;U>JCYGM_LI5^2!+W>6H#XA0F@<_.IVX_F^ MX0U;
<9RDB/L4TLA\$)&80!S3*8I;R_D)3Q0<[HTZ3K6!CO*^>D0;\$;(%D+ MXGK;0!5)-W@+H2_9@/>"@W;@I!780!5S
2;S-K^U#83Q!MQ5 KI="YI M^D.3"DNJOY7JHBI\$XK7JD3W<=-BN=IF7QCIE@5YXAF;M2EQIUJ7N*8\$-2
M24+4E%\$S6"L4ND%FX;FOA9RP"(?)1#GX13#I O3T\$LXCV+5T*(I M?
<>GW8XF;"11@'NJZO\$S\$TBGPXZ.@=+3!3MF8;+V+&#>GZNP!IEB5PO0B, MZN%
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MI:>2LC_~;RB@E'8HI0&_40X1PI'29M##.2;"W*=>K%0?<9&"8I7;T00I M4=!2!8*L>O/R!
IB;ZU8KTNIH3VU!M9J9CPICU_~(J+M34?%6C8VWS\@V9F M^IDZ2#FHXI9DMW7QT+5^N-
G6M2#ZL6@(<7LN_EXH^U9QOD(9C<(-X^QXXN *DXP&I')7X&?/%ZD8!IR;E!4
M8GAJ7D>/=#QUWH"OP^A;BV7V8#*4O.VSQ@%O7PK;#V MV@VTLZB=L;7MY@>K/VW88W1GFN=)JF!HH!"?
M?OZC_E%NR9<+;F_C/02TDNSI0NQ=AVK*ZR@6 MDI;K;FX;\$+H@<1!FZDA);OYS05E)&EKS_!OLV;@A;"SV&R
4.<.)9YD-94 M;.*2!S#GH?@GY5D2893IOM)EDF*CC?ZGC;0Q\$N;ON7GOR.DGA8WA-QWFL
MH;"WT_=DKSH\$)&7PW0\$_.JGOEI P36XW140S=UU!RM'TI+'G%Q 5Q#C;E< MY8\$YC0;_#IKSM=?NZI?
%B38!SWH>5X;D9^%_.2H;A0G)\$XI'&.*86OE;@Y MUEMI@IXA!8EN?0;J1HIEF#0-
5\$N(-@9EA)1*NM#"-1>H/FAA-BGVW/60 M?
NKFUJ8I575ET_/H1M2=MZA/7+2ZH1KKFQ*#.MZV@#F6;VJ_B-W;9 L?-M;GMV@.1'.T-S"/Q#6T9'KWM;!
<9K4I;19F-DB^GUEXLX5)1R&&2I>HC^KI' M]^+/OV!+VDT>^UCPS4L;P_A!2"IE-[P!+I/8P\$;
(2;9%Z>U<~YR3E;8440C MI!<!)LIU+ KT&_I/(<%.N!2U'=I%8!;MJUL"R^YCE=-EZZFWOY)8^E"/4
M!IX="I.GMA\$PZAZ'98#;_X%H.OX'AK2CO@?JILLYH5HB#3T170>_1(9'^5 M!5;+
%I^,^VV+Q@<^C0XN@PL8ND;.&>CV 2>JE%W?IK;TVVIT'T)L&_M8^O69ADD-4?VYVBZ;HH(ZOHQKC-2T15IE#9
MG7-F+))M?T;9IK^C2X<)WZ;I@(&8Q%_XIK>S!O?KYI7PJ;LJ&U@8#\$4=7 M<;S16^(RY;F1!_L@!I?
ISX)TIFYL"BIS8S0&XZC;>W77FZV.VZ;\$49^B?/A%Q5PNET-UBHD-MA>LWJLS^+;NKU@5Y.7QYLR#-
_HID;_H2.9(AH3#+97IKA&4(C_%.+U=N8R MXU@CI\$1WXI;I9A.#1EM3X<
JZ'D%_7/J/L+LES+M62T)M9I_Z6RMCK5C>*I' MX05_="P""8UD'W)UGVU)Z,T<M-78.?+LX7/B-LXF1B-J\$M;
(.H4U9R4H MRH3'9E.W7!VM7!29&'BYPQ2#T40!3B&;4A%.YE@+R0Y)I<.)H;B4+ MR
-9HRD(EV12(X)X#I+2MGZf&-.8C5VR_*C6%I880 M0\$^YG6L;V?OIV/9DEO@CTQZV?
USQ_5Z+FVIP|=P6E)=IKF;E\$IZPC;USK9 M%1G10_~L;5.4K&FNB;#=#M;K3S*&A=> X?5VGS7!\$&<"/L-
QE0VX224PS1* M.OC*"("XX7&E"OEU4@ZUK(I)L" "QG3;/D_2/J82)%%?C;_QT52 "K 8 M9#++;/DUE(-
+72"OH2?Q2)!+<_.%0EEZ@&T#5H/FAFWAH@PR%# M.>*)IR#&?&X1 %)8"E!BHV8.S MI=53;J%=9!0/2J1).?<
MN=W7%Q8X7.QVO/S+6K'"6 M!0%PB9);(V8A!_C^V99)GD.<.\$_%!<@C%Q\$0KK#M)T?&!'!5VWK3
M4*GM1:L Z&W.'>FV5?R_!40Y!U-"544UMK T"EZ"!!513_=(RHZH.&=Z^X

MJ%N;^=W+X9E;%BZ0NIP4S3MY6*(HC#U?J)G;IL'C^!.8I2&69%I&.#A.MM.Y@Q^FYCK>2(*6IME%I
1F:MO?(A)ZFU;:/U:6371;-W.3E!;H963?23 MVUK%QTOI/^RT\$EZ3^OP(1"?HIHGH<0LR 6)G7(Q\$19 (-4Y"P.TX
SS;+M4R1=^'^RWVNJ9T<;253K#_4@S\$UMJHL%OV^WMJ2/FC!)EV:G"!;L+LZJP
MUAHX3Q)S*@(G;9N5G13/P+^OZ75=^?RKI?;9*17?G#E>^V-2SZ%I)M+X7YFPCM^?N;IR.D:3\$9")=-
W1%HD)7IK;""1Z74RLY KQ(1LGPKY9+;GJ MO C#9!<+GS I#/#1"BC.\$5J*R.7H?O"1I&%&2)Y"R6
XIB'R8^IQ!TK3B\$04 MI7!W3.T'&^=/(6VBI>.>7<.\$;6#;:
<>KOJ6\$0'H=P1:2P=5>H2_HO7M6L^_D>_JEK_RVKR<7OBX?R7JD M@RO?&L0:BP.84"^"B+
(\$IE&8PCS)6>BE*243K)7E.XI?QUMQYVME*4 M9W*S;JR>A.4HLM+6QJ0IR=ZKI*
<9AF'O:@AV("491GPIA(OP5GJ0AIE). M_43JXN*?M_@>)/J3REIK,+7L4SW)B#T592EIVQ^(/1'-4VB6@LH2&G.
(-<MLBSW(>*1/K"(12!V,^ORA.HKP'ZD-)X9I1U\$9)/&=814+_9.NOZ8!F M3-
OTPD9ELN)G:>RL#SCVV.1)I^E9HP M6M-4SGN-\$3E:.*%9J><8WAX,N7LWAW.I<|BE)?
G%PI@H@!>SLC#0RH*9)NEX^_35+44)MN(8DWEI^58Z MJ27;(9K>?8WX)=U-
SR8&W04UP"?>CCD7NC#)/%3QGO&.9QDL\$H3N(CTR6D6 M9_&J9
_2%5X4WJR#="TC:"L" _I!#^%4B\$G0.L9E78_4JJ<#>S^NG5;==RX<, M= E* B;A#V30UU@2!:'L%#1%U %
!);I/ZILGUUM:B#?W6;Y 61<2>#&*MLS" T?EH4&.8?HB9(VSL 502T=-2-DEKTT%,1^O5QI_2,?FI.IZYI MXGU-
V)Y*8LVINB)2H7UK9Z\$;L.C=%%Y0<#1#)B=MSL.N.11K?B<3GN M O2LJ>?_J*.VOLV=
:9K^FICY.#;IC801KE&ZE062T/2%GR8H:3 L&#E;IP MI:9ZS.5(\$F\$X?&=;N!9NZ?
KEVR\$Z6..RP6WCMJ;J^5AQCPK'6AS!69OUYHA
M#Z8>)C")4)YC(=>JG5=;J(8WVSKH>^!4%#IR;X/PI8"W_OI0LQ# ^&VH
MEIU+8*RGHISJH)928VMEJ>F+*Q.&^3F6"=.#&9NYZ9)FO.5!X4PI287V; M8NS'BE>.-2-
+T.D1\H5FSZ6)UR7=;(G M.N@G=YR%%/LX3#R9^!+PP Y&85I@!8^"P.LB0D<.Q53&3B'/GIN-BEYPD MI?3I
[W9?>842&[O@J;XW4.JZ_YHH>DTX6LN.M.N"0S96/CR8!Y8IU<*.I<'RV^Q>@-V?;\$F)CHICGDEAN6KMM:T13%
M5= L8IA7+? B3@AC\$*=4>+C4#V&&2 H1H"74<8IO;N15V=(+S_ZK*0ISVP1CXI;O);H^!OK<=\$
MONRV+AZZ.>#W/ROYVZ8K;IC9"AI*S4=AE^*U_/WO=.%A%>>K/ESX>M2&&I9 M5YQ"".+<#R#VY
3%\$192@PFF-CASG5D;/_/=C/K,"+9&E7SD,ZIMI?7H&? M/4=&U LO2HUE?)F+T!/%^W9/&K|T>4-
2%:OP/#M"";O^W?3LQZ%AN_W8% M?HJ2;."#6^R":?7DBR7>WF)0C%U8+XR7L4S\$+U14.);?
B/;@6+S\$1/9(^WE M&W0\$A4RM?5:5=753 ""AFB9+.*H<^&7V1@H?E8U= 8TU;..MSFLD17J0VN6KC*"/#IF
>2A_+.#S(1D4PIL+8YT&6A+LJAKN-1RY2P+OK2;25"YNI5IYAH#3V1:2D6_SPXR9EY@3|L=XG.@WFF;IS,MN
^LIQ0J"VO+19PFN*S#J S B?NH_N3<^ANO1W%|*L7WX|S-1YIZ?_8IO;A
MC'LQCRB,*8V%MH@|B\$;20S_+;1J@."*YTOCD&3PX-E&&31Y.9IH-N+H"^W@EA_U"5N%!=63IQ"/AP#B**
(P321E2)3%1HMKE LG-ZA>>U:U175AN#P0Z3(*N&OZU" MIOL-
'Z+V:8":8J="DZD0JN+;&Q0Q27'IV1&J\$)P9)Z^J)DGV^-"7.M^Q^OL/ M7+/IM 1&\$AJCS(<^(<RL1:1** U
68!HAOFFJHS(N\$7L)W9DP1.K02.) M@U^ ^BOT/_%:S5.=%I-3V00WYI3;17G1!\$K0TG+Q4M>-%5K!/?\$L*.1EY1?
_IA+ (H5C^NN(^B#-4N"HI%&" M8IB2)(O&^9!^OY_1H6"JX;T">_QPIW*H;,>|SPU%P)4Z!EAT\$O^2G\$%!
M4O(46"NXCZN&I="T<4\$UY.<*<JRU"33B7PLJ9I Y!A0LYPE)J92G@&4D M;_Z;15+L82^"
M4<9CB/*0P)1G@;"89%T;2X.DTMIOQIRXWIK-IGALOR.'V3-Z^10<8I4M00AR M>KN_')PX.*
|F\$0*JAY'(XR^=JF*VS:Q?B1GG;ILN2GC'G8U&5-INNUHK M_H*F |\$WN"@9W;F:UT18J-NUW-
COF;12BLV*,"H"FG%(?#^%*",8XB05WUCL MY!%*(D2K5C.-\$GG^30=_ M>B+JSLB; M*S!Y-UG@IGA6A?
V"/>NT&1#;_*6!=|C| M=^LUMAILNRWLJX&A.4HRRCT\$!\$F)DI^F*9"-2<9)5DJE+3O*15;=,KE@@D'MIZI!3\$V;/
>L;D'.914G3RMA8:#^ (M8.N9\$39Y?*/<^O.FN>5M9MKI2B:TKDB6>URFAW'Q!\$1(M&(IY*HON\$B0A2ZD?
(Z35COR4A&=W!)LY.ZHKF.J&::UQE@U%3C/"U)JN MI-IJZ+(PEG3(&0*+*H#>K|>O2.?G&N<21?I5<>5"
(68RT\$V&>XIN\$2._4D@ M#P.6^_GW%\$<8JA;T%32^R0ZBI*NL3)/=G.;HQLNNHBY<%E\$ZZ?^&5)O='A?
M^OKR&3SRG&16%4^R/NSXX#9-;4IX3?KLN+H'7GHI=LV@4.QH'(Y)YQ".(MTHSIE%
BZWJS)*4TCI!6LSD3)ASO? WVVD9(JND"U_CHZ0C)#93LM!KB:AIB M=I&/>XIDMKN\$3%A8MEIL|D@G-6-
SUM+OHT-#_ \$I;?MJ@_07C1K7#H@2
MCG6\$H%2WU6*;&RGUGMUGDHK!8M"ZYW173|N05G&K^7WX6IP.0?X &N^V5) MVTY;@6AC7IPCZV|6-
=M!>&&2;95/JZ_3_19_R;FS37I5L.WF% M723/!5S_Q(I\$&2WS;54>J;)RITYMOHJAZF^ZBE!;
I ZDP(9;2ISJVVV&8: M\$6;XB<8^IKIYVE?
TCY+6ZY>'P<94ADN+N!X(|71N06+5.T|LNJ;Z++1HG*68QIDFL579WGH|C'3F@VI61Z;74!'S=VT
M(+>ECP5UT73N'4)7"7;"R;G;N*(G)613'S?;H3(9H&2T(QAY)UYX=QFL38RZG; M?K;"E"/=W;(>A9 RT;7=L-
\$3AFI-7!KR:M0JP|H4_-WB;T-/RWV(K25
MF57@+*D^_SPMJBBMPOA:K=I=W'1RQ3/K<5/I8SI"OZ^X/K?;7|WS+@5E6
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7@IK3S@6*0MM>44B3QC)&WGAGM\$J.Z<"LZ|&\$0H|8M)%AFTX;M\$3TD1S&Z^MZ=^==1> M3OQ+L*H
%|"+L>Q%WLH@F\$D4X@ORB".LA!Z8>IG+=\$=IE&I=>|V;.(9|L0!4 MBN;_!0 T+7HCV?7-|PG!%;GNMD9=?
WR3M:00!3VXFGTHJO MO5DR:0;U<11WEP761)I(MGNHTD?CCLG|5%MDP%P78|9#+S#;D19U_*=F M8,N&>
(QVUQOI;LB#S=&ARE?A#"8RQ<.50\$OPY3F&01+X*8W3("1P39-
M^HZWUX;DDK7235SC^ ^AMU1T#^33@21NIN MJVO_ \$&TIM*W=;D_JRB=UF MT)QD?1LN8|CVX5 V
_W9)U(S7ZPLBF>63>|1/5R;"K'^HNID'Y*6=B=S5 MA1R2&KZRS2V_QW^N\$D2L.H#&
8(011G"*9AQ*^/HQ2S(\$8YTRJ?="L'C:VW5 M|P V!R8 UDUR1D&N."7\$ 4XH" MR%&&4YYE>4;UPIWGZ3C>^?
LY_YH6TR54%";_V75#&S*6S#G|U@38EE+)^#A/
M9>4@%%13R_1OS^NV72XWJQNH+**>^T_V_X1MN51STMNX;"3I MT;J*!_%Q2*#|20^==BZT^LOTX-
65B@+Z2MKEIP>O-R5U/A@P<5Z%L";_IV.BE.@JHD2J|HWN+GIX^E^|W+X M2#|8LBWBNGUJ>W|K=IT-
T;_F7L99W)2.K*/5YRE\$(R0+(4I3+O_OAE M44YP1,TTK)='&Y2)RQZEAH9Z0)LUZ>V15VTVS\$#T6IF-
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MV%8LU1&7RT9@W4)I\$K=U3\$Z_0ET>*L^L2KGE'^KVAND0L?10.M;SYE?87PIFTW=#HKZB
GK4EY6+&=IBF(&A25!(9+MY%/"^&04(4ZS+D| MK<\$BEP@Y-BOV/9>F.A3HH;^ES%79H/+C-
)=V#V&LEI"J7Q=N.LV06O|X8 M\$;UD+_YZHHA/S_Q|C6'5^=0|H*\$QJ+C9M#CS.O;U_4P4R;
M4LZS*.;^EZ5HM7\$08FJXRTLBOI&T6G&)1P4PQQVD9#_1IY9C"?VU"\$EL"V MHH*)>-9NK SE\$ M) EAFK
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&#C>E6%W/*WK1H@G+U|U7E>OT#L0IF1)%'_(9@9B'&&IG^&093(-2K5!#(9QZJC(PQZRE>@
MHPT\$<2"JJ>2C0 UKA+LB;^G \$PEURH|FQ;J 9M9-G%"M*F11M6IRE|>HYC M<#3R|
|8N!1093WSTJY&I>5I58F=L6+IACS*7Z|HD.6(9CZ_LRB%";\$4
M9D08!A&/8_E\$4Y"K=D2_WAQQ,T;R!S<|*O\$A.O-ZR DB;+YI?VGB79B! MK^S;
(=TOB>R;V(NIK/X>8BWXX+|VO|OFQ|OP;A1VS|++,"L>C)FG+R!?S;+ MLO->S|PES?3A?
<|VY)|*YI_MY=4QT.6Z"WUCOW.UNO^U|5_&5UQGD9!GOO0
MEP.94)!)ZEWA%2&A^W&>9!&G6BV9I!EPK/V^%&7QN^T\$FTIL0?|3T(,D0+R? M>28DOA=|&T
JL3E).W<3D_8J0/SAN6CT)I890 DUG>@67SU5>#HI3B@|P1_P M@>10=Z;L7(%)%|@P_@5Z^_/05HCHXE06?

P*+JSAR@UUNODJF20F:1(MDO@?V1H&:^EOW>IV=4MMYEOP_3/11%HL%&9=GLV M1+
(F0LT+86_6N+QG#/RR8^U71*DS+77#ZRV)IKIMI>00?13M&E#VBO=ULC/ MJZ!^Q-1?"WU^PH>5'CEBP/41
(21*P+%):Y%:Q?ZBP.*2AN,F>NH? MJWK^@*30MFKHJ.LGM+2;)MAKH+1UX61) #Z420.(^#F%*IXRSX("S)F
MT&3-3DXUE#IUKX0M6;48L="ZW;_S1^UL59SUV MTU"Q<G_43XW&H7?26WNMP(Q7A7U_ ^L-4>Z&1-
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310KV4J735Z.G?)MZ+?D- Z@+;Z M\$-IC;-GV@J8!/>DZ:)^H7^NYP59K/TZV6001;T7U&ZICA!4X1&Y>8'F
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T5/1)5SJ(XPI\$2HG2>7(ARF+.(SB&5.5FZ+<"D5YNS1;K_-F4V.R665Y0+P1JF50B&V# M8G%"9DG,H
PC)&FOXSC02VS:MLS&R#JE3DCR^9750.L M.EJ HKZETS_K#^4M_AO@I9WCS71) UZ!"NWAY3Z?
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1ZPTY&7N,Y.=UW7)XZFDI72BU>J38A%<18W09 MF.V219W"K94G.A^ED131&8LOEATZ'X!A8JB%U6:VIC_TLY-
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(@O/XZ;+Z?'@CN*W#WX?;HCJ<=%EMRFJC?@V;:6 @&8P75%
MRT.U%&0UI&\$61V1N6QEIJKES'1B5Q&70YWZ51LD8/36767.853H+S-C<60^DM%VQS M.IQL_1+56Y^
*L@RL,X3"/HA1B#RAD?<=<1U1F M! *Q?_LY46P&// UC+1L+9NNXLE;,"Y FBI-V:2?017/-11 3@CX1
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P=?R(4-7H&7)GHXW MQ,*2KM>EOJC_X3FM>XW74_UO3B*4.Z1)10,@)1<15^7#/ZL>COZUB\$F/? M1S(8L""B.
(.9EZ00H^C*(^Q1Y) RRXCKFI.V/%8X?VM!"(H%"GM3D^CD MX,1&>UQ1+8FA/5NT)WX%IAA+YJ#DIO@3"V&L?
F&Z%-9F5Z9N;=>Z;141U.BM MZ:SE%ILWM0""1;4RGH&72NJOZ=KLMGB1?KE#A?TMZ9MCM"?FFE?F"@NYSIP
M>C1KLF<2'1<_ 26^7GB>_EA**4\$U?JCA 23/XJ0&0@XL63?G-^CLHTEBN MFX.>T\$>1&S0?
-9;1YV1:=WVPMG;11^K^CM>LW^4->OZS4H+1JYJVR. 77M M?6O.O+O.&(T00&/O5E-ET 4Y9FP04->>1%?A
E60%)B1PYUCWMN+P#JU<' M9P1RJH8-EL?V@>v8@_L6+X:9-OJCQ6T1?+4_.B5ZBF1B;7Q7?AM""[8. MN9:9:
Z@M#@OT19GBXJ8M SIN:F.MDD8C1G/QC=KMDM;P.) 1U52V(5YD%*
M\$<% V:Q1#>0PA1Y#H&B0L#3/J:6GB\$5J_-6M+1PKL+VZ11=OM21!Q1# M3\$W168)13YN9(- !7U;-EN3S\$OK!
(J:6"12.03+R_?2I+>8%&@,Q1?-%S'1X=OX7K++*<\$M*OSC-&@M604;1@*813*(P MARAA"4QS#T/\$>11FG.?
;5HL(6\$.3:DZ4H-Q7 1W=MLC.%1)UH M;E+XY6H;>R%@;9W\$=-;7#TU1@FTX=0.=/, M8&F## 2QZ:4=N@N_)?
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E<7Z>B67>,Q>#-1R%)5:95 1*3?GF_9225 M:T75S2"1Y7^O'MF-/C KE1_XY_7C1C5VH1NN:VW7L0-
V_+0SRX1AMV=)APD M4Z#G"(BV)DV0^6A.QVI<JFD9U@J163.07#**2C36RQB(PI#_. C/\$:FL95
MO5G=>1;H<#1/GC&PZ_<671/J25)K*_01G&4@ABF#61 #D/LX M(M*D:#K?)X1"Z#CX:KW:<0FV?
&A51^1C.2\$1>4 "ST18@4=6" M41XOUTZL7#KQ11"D.9S#1FAJ:0>WM#HFEYH="4%KWY7P&1ZT2DGCX@NNB
M54:04CTR\$D81%1X72U(HI#G;&-Q^C.2)X@\$21)APIMA?69<7Q_WK+6W(3OF MABTD)7_@F\$36V6#-
Z\$6C5H*7STE9 *MTX0:&S!90^(V8.6-1L#_0;M123YC M3<-+*T(ZY1X%691X(>, M0X^+_R O#>44:UDKB;(@2U-
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1RZP5U8C8V8==7V@>J+49-NJ1K/B3H>K9DNIHW2N:1PV:AYT:03* M0FN%GD8%_XHOG51Q12#2J\$#2-
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MYCUK2*UTPJ2RN8\$S2V_ \$^1RJY((8S\$BP_D0<93:5W1#V(>1C T(LYQED8 MB7_I>\$?Z+#A62CN&P(C/O_(-
%4U11*8A1+G1>K%LGI:~*1;@81?>J.&=V7@%(BMNN>Y =20ZYQO_R\$9!RWG1KW'K;Q3:7Y9F1*
M3Y^~^R4LR:X5N\$TS;/_M1/8VS=5MPGJO"IM5(F;?*2A1.8_O^!-WKZQHP M2SLW0AXI14F*)
1S^5^X5)K1319^9GTW3YY\$"<\$1@7Z:YA#A3#J^S(C1C@+B
MGVB9W"C6^F+KWFEDIV3G8:NF5!="#3\$^1^CHB2<N0_ ;RU571G9:60 W MK4)@2?7-
XV5156<%MM>JSULO(-71-2;_%Z ME86\$>YD?01)\$*42A3R^F6/PG#;QJ<>@GZF/13!AP'4?
T>^"T'8&F.9X_KE&3M/Z.UOC"1WI9=^R=9ZRT1.M137F1<50:D>1 X"1Y1UIE1&U'Q#2QXTQ>"V"%^\$HOHF=_'
M1FEQ.0>/LN4HL^&WR111 1P2U%EAQ3-SH V=V9 817SC&<)32#PF!1.?=@ M2L(1)K1^>8!9XC.NHIE?SW"1;
1MNG^1#13V>P*FIZ<(Z2)=NOD^ZP@H8;
MNB2\$)>5QOROB6_Z2<*1WZL7:9P7EWGO14LCIZ:1WS*QY:1OB06Z-'\$@ZO(M1WT6L1#ZW!<=&%\$XIF
QJ1JA@8CA" M291.N.?P;"X11A> VS+PVO&^1M^1&@OY%@B19 N_E_4S+%KB> MS- #DE MC):
<'C?T%MWVS \$T&ANG-K*TS9AZ1*D421DM*B!:=AIR>0V;
M(CX3"A.6^=03E@X.M>P9R_PYUJ7#8J8S+1#X4=\$L BT>L_2U530&1X/3UL
M1:TL5'=F%41KI6AVN'NCZC2KT%XN6+-+OKPE_Z=2>*UM<+M-Y@V1-
&:CG.LC2':9J@#\$4DPT0K3'A*PK%>N:#A2-YAB?P45-W1V35DIE:0J MU#7^O"P6FI^_(K1X#_?S
1YKQ71ADQ:&*YPED8H^AED1(0^0F&611BR1(MI:R4Q#2-
1YK7.99XQ=7+8CW^8&9^YV=1%OMWL)FC>X9K91UY5C 7LS?<+E)4U1_D.FU9IM MK>%U7;>GMW+9Y-
IUIDJH^60_ZM31WDDX/B6F2>;WGX5^5IRS2Y+(<A4>?1 M4@M6"C;>N70"WS\$1YBC+
U:U*V/%&&^WYR^@9P6TO(=X;5!%;0*D:H M'O"E&8=6P5\$ =T%GCY29TFLMX_/_MBTXY*
M9706GZZV%'149#AB7SY0PZOH;1699^T_V#-1MFA5G@IP%G\$N<0)0&LOB M)OX9YD\$0(HCHI3
/8L+UW9Q_1BAK\$KH%1Y1!G%@1HU7HGI MG;XP1A>^1 M+PF^Y)7P"01_Q5O@2S_97?Q>7\$S_1-
1/>KJF_VH^_G6#1*\$^/94RVE/W1/>_MC_6+1.C4;K1?TW\$Y_9<3Z<4Y&QHP!N<6L'7.HAN:0C%7T%1-E
MQ>1#N1?K(C%FGW=MAN#AOB1B 4P^3\$79E!;(0121.8LBN.8A21^E*9=G5O< MM>91R01)#W0\$U53(61S&%
<1ZS:F^&P<1NMLBV M&Q-CMZE&S/'Q6"?RS17QFN&\$Z+Y.UO3O@/C7;4NR.1J3UCJR1XE0=1"?
QF#(2)5V8@UJ&P+VRJX M@C7OJT=91@/1!2+1/*_.*-UZ@XWB1ND; M>1(1):_*F=
1Q:SUINA)G)KG1434EDZDR116?3LG1#U11D117%31_B:40^2 MF_Y_/A\$((0BL&84-F0.?)AQED&..H)3Q(N-
H1.DIE&=>XIWBUP^P%(MVJ_-E#1P40689TIOY#KK"V1@21(-L.C/K?JPJHUB&"G/O:8A1U.T)MM+;_ M/S+Q"%1?
XS1_"E#FNP=*QDO_JN\$1XSY400IG.<0132%:4P"2IFA,4LY3S#1 M.4DGZ#G>JO_XG^_WK:>D?
H%\$YH1ZE%Z36-WHIP3O9V^E1&_S24_5WN&1J M**>E0W:*VJ*K;+HKPI=U<>1>1^LK06?
>_G1VQI(=?>J4W?B3VR?1@1P& M?3+>?2*4YV?"DSB/NBXJ9SPY<13%/Q7Q9H=C-913?116RA9<_)F1?
MTMZ@=?#N(UVU1T18Y32;_B1^6A6>>?>GS"21+&_1H W HKK%CNR:51!O)K? M?>4\$R>*YH%MA=
(1\$&=&^RNO;\$QOBWRWY5O/67XDT.E7H2<_<"JE1M1F^R M6%00=G16Y:N7?1%>6ZJ3<^1Y-
\$208;+1HL<8IG(R=*(Y1XBH11HM1"?1LC^ M_J2G#XX8D'4\$D@6C"NQI&14=190@:;
^/S.)%WUE4E=66NSA);UF'4571\$Y=1 M^41\$17-AKM_?A2/A4W94-K^G&-U1/U/-/H1+5%P7SQ*L_1+UIM/^Z^O
M:L^9_Y>1=VUN'\$22A?1*O9\$"!N1@+?WF^LV6V14E1U5HZ8Z_1*7&W.R**7 ME-SE_24^X\$6B98D"
(('N.7%V8JNK;)YY\$AF4CD94+Q1V:RW4V6Z93ZH(ME6Q:8C3BEFI_T<1EL IQZ:B_Z@W" ^9C==
MYWTU_OL/7+C9H:99FO9>H/V%BCF9^P2=@9APH16D_EDI+1(4Y==ZNOKC M1GZQIVPWG>37>=1&(TUFY'YB

LH<*8;F#(CI>/Y*G.*M=M@.*YF\$/:.O'/M.@RY&2+SS7?>.%!O!M\$SP.TLTV(TZ>A=X^939JK=[28W1M_LF
3VYF>H1@AQ"HEOZZ)"!:"^Y.?L.MC/:ZMJ9[B=W40K<-7\$;WS' UGR%5L&G* KJG4R=OX-
GVC>0"*.AN'5,@Q5=K.M7FV;EITDKAZJH41S5@-6SAI=-.2'\$S%ZYY,+H-.NLKE8'6J?O.MN9UEG%QL=:
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K1Yf#K=%S6("8A)&Y(9.MELV"=);/BNHXJ)GS\$.9.O.B2.2R+G.V.OQ=9Xl<;S(N;7L/U#L.N.M.AI?FQ!?
RG7-/A4-./18LOQA'\$@G"(4A'#/KD'W&<95E81'0QBBY>"LCS.MJW'</YXl_?%:%706TH...&?"BEHH1KZZ!
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M46fNNQl_X!MUH-1EUP!5;LN49-7-4@1Y@!%\$2f!@D<94;DQ0+H(XR@>VLL.N.M\$?
J.9JHZOHLIG%_X\$#0MZ%M2.VA2Cf8PW%*M^SYVP("+"W3-3+X2V(>?Q<"MM.KfZW!
f!:ONAE)/-="J:UA7f3>YfJSQGFx"X^=YZ5GP.9^"F<%^A!?.fLSUW7:5.MFUN%#H1@0.MZ7!\$H7S4(?
MJ:498%Z!_BNf.LRN^%GCB^';GQ=D7=H:YW= MUZ5f75(:!!%AJZ\$ Q51!G-!&PP#90A!P;#^C\$H/T
M2Y@9Z2Y.L^f(LROB(WZ%E6^VGB-(-GA5?2H5LWN&2&2W'K_!H&X^7H-!M^E!B+!MB.<'D)ITH(S9>KQ;f-
Y=9.JV0VM.Wf+^2.73.KT8GS="f"?-CZ7_ MCLNUVLIEZJ"@"60WfT&=WD9H!>_&N^43-8X)Z9Y"Z)X_O7.CME:
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;3*9<9'03=[Q.ML%:0S\$:=ULWID/fCVMBU>'EQf_DZNQO3X\$5#EZ,?,/2JOSUB!B!^!2;f/U.M-
E:93=+663KT70"7M-Bf^X_1X^_MKJO:Q&OH"UF>Y_K^C-^D6M?f^NUA9\$&MMDA3'\$0P;3=-*<5J")T?
Q>1Q&2.VTSL3G_.O99OZ^?E!f@<=>ZE(f?0f0.M/D%&K16!AUB-
f!_SHf7ZfEC\$>@ZDS=A#YA1fHKf.GQO!+Zf=XQ+!4?QB-M%Z=W"/_7=(8YfN*>3:9E;=Z6-"4K+/A7!7QfHf
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M2)HG.4(f/KNf.GO:9OU26@Mf(4/(f!f)Z;=X(CE6#_6RXUGGJ<093B#.&\$f!.\$*5QE+f8;(:@XfWS!>M.=)
f4.COW.SH#O+WOGTGU.58MVfUG(UK.R%FYC%LTf)^JfVYQ;fNfE7fT.MR6U7FOO<5?
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W0+LRLfUKW9DN:O.MTLT8T5O7MME2Jf-9GUK.WfGMZJf)*.WTLS73fQSVM;f7#fKY9KSOKfM3?R.MNf
fL4Wf&Y'R;JfXA:39U2;8;f?^VDL#DfY8)D;)C%Df12X@f"CF"1f1*+S/A.M29*AC&<6W3CfH57RS)W%0f7);
MP(R^*T#;,>^*+D#WKT0;f2fUE5:A!03D\$E6M0Q9f5f!>f6G#f1QfJA+=.MOW=FW#?KCFRfYBS&GS?
9!^!^fS+LZR_JZNMO!M3?72-2T>^WE+5.G=fUURO.MCYWWM5'E77H8B@/;
(Q+"0CK5f@40Y)!DB\$.2AVF*:5Y%AC5Z5T\$Qf!_?fG\$Rf!#6fS+Nf4SY?(RZ)!*4f-M6L2(f.=U0XJK"!#
(PIU8B.B'N5<6BFfM.M5#;NFf6TM.MUF>Y<-EHU7f87?)FB2)"_f\$3(4.YA2B!98!#"@f!67LU?&3(fX
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HX3;f33S.M+&RB5.A<+fT^B2NHfF=ZR2"5B089.H9XU.\$3M/fVJf&3PS#;7-TADf)APT
M>65G0^1?fJfCU/fUf6>QGE!f6YfF/f>=<=?"K7Y89_*9fX^fS>R;=6fCKB?OQ)M5UN5
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fPN'R+?_8#754^<.8?U7;fM/CfWRK?f1R&Z5fHfR?fID2T+DF_L-5.HJ(A4^>ATBE)4P)3Df4XR.+f(RfFR.M@>f!fM;f-
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(f\$AfD\$/\$P2\$-4f#3#EJf04FL'Q;f2N*.W'9?BN;fD.T=<fWA:LS)HZ(D=MKUT;PUN.9K;N(f'fB3H4:8f1VAH9
W+26T.M(f^1<-fE72W>+BL_f"K+?_fI=UID%4S(f!OMV0OFf5W3T/8*X>f^L*fTWfLN.MG=8X8T44fY"2_\$%4\$
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M+1(SIT&22CV_P0M19C9@S.V 78@1F-&235&^ONR#/0ESNK2V1.OZ\$08'Z# M"Y.U5_-RZ7KP-
7WNDH9XG'(61!2RB'&(TCR#18!0#%C/\$4M0GD5&YN.D)_F M8I^O \$:2SR85&,*E9R<<&F\$2S5MT_.*6:Z^R-
5W+>)HGCE+HG/!91K%:<""!*"21!#%*(Y%5PN8%(ORA(:!4:1@V-"
M"/L\$!=\$ID@NIE7FIAF+4DF#2AQ0\A;@IS5=X:8I1.G*80;Y3N<)G5;/V0BA
M(R)FGAIT6LG7@X(F/NND#W03\YIJ+SI@YZ.?FMI(DVF*HQ#1!-(BHQ""%\$_.M@P0FE+
0.19F5*LHUE"NY_4:IS O)-2>/RDK;MZ45=AD12+VB/=)R>?"N M68_X4-D?
DBL%930%VWR.A&=%E%W5@=D&=NU;+%U1X;5/E>W);-M3L4S_9#/7F1GY'S@>M>U"H+V3M3'GZH/
N.G'G4NU58BN7LJTT.W2L_RK@(-M58NK+&E2Y00#D^0D@*RARC/TCAE6OWU'6#Q:(C9/L)L^WTJ.ZVX69Z9<I
M#T';9:S4SXCMI+JK!7IKD?UM?;@P1Z=%S_.4N.W+U+D.SJ%3J@I-IY M=%+.T-XI83+E3*TGZL;)4GMHT*D?
V*_V_00&?F^_52MHIO8OOGKB7R6F M^Z.OVE.-9)J-ZM?
5+ #FF<8S2*\$8BD^1)P*20!"01CCA\$Y^2/0KOONUIG;Y39^GJ;7^Y1ZEL8'W1KWZPO_V_T'KXB_M_
FRGO_R)7IO+I>W/LZ2T&M1J9Z:KD.(@CAA/I/L_#3)/\$(D3A'_H1B MAG&84V%7K*F0.M'7%SSJ=I>5PH;J-8(
*MIJ>US.3X7T&57^Z#)5FV)P>'MR?JF*4% G9(P%73<%7;(FWHEQ*3F1JBG+.FDI2B<I-LU49EM?
BINZ=Z1^BOH;LVZ'W#YR_8G2\;S!&72 M)V4LCB!'"(%YDF'(\$<)I2@D(J,S#L8OE.8>E! /6%0IK14/=CC
PT'H>9 M;^D7;V^222S\$Z1Y/#SB,=)M!";&W4'E.W0W-DK20"SVJH+B#JT M8Q?>S38@V=9NCEYXHX8E^U1O/
M8CJ(CD10\$!%!(I:!)@E TS"A L5<;R2Z MF5CO_86A\$W\$48LQW6"A.OY,=YJM+#+<I"QQD?3>S.MG<7YM(3.-
(S(>)U ML;H:O/DZM;/4N4D?2L%@X3JCY=Z7LV=,S\N1^I%+XQSIX_I/V>'.ALMG#M
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)T@&"+".PA=6&.17NZ1H0QF"-T7%U254'2FTNNAVEIF;_Z0ON*6NMR0I+/RW'#K#(4AP' M60IC1)HL)+
<(L*!Q!ID.1"Y\$Q#.SX31:4CV;JA8#Z#=#J> HM1/_SN^V*15& MGD&/SS#;4XM//3/EG"4SH101U.MOR7F1P-
^PDAI5UEFB6C+G31LUH>%5JG1 MQ7&XWUUA"MV1!%6TW67&WC31::BDM"#(,.)
IGQK&38*7X1!"#WJ^S"- (O M>W-@)F46N1Y"E^&@I"Z">2.FMZU*R:X6G>D:9ZK\75Z16:(X#K@ZM4!%'\$4
M1#';LS'%)0AQCD38:C5K_W4_VZ\$?0?0A QTX)F" T*=5W"LA,\$S3//3<I
M+^97>HFOI_19.T.NWJ6_5.1>O\$4_S1Y%.;M*E)5M/W3P1S1C JK*LVR&1IX?
RG_9UNR%MG^X'LI&3_Y,R/R/;2'6+X; &U#C=U*;VBW8ARTPR;W3JV5O')F9SE?C.2/ M4V'.LV21#J.MM1/N1-0
M2Q8+2I*@@#P6RO^C3IH.0F%.X(481%#H2;FL_95K7'5N1' MJE1)#AH- 2ITY0^I&)I-16#!" T"1#6S
M;R3D-BE1O1>MF8&2-/C1514^>+.E>I.>XYMW&^+;WU?I-FZ1+?I\$6D*W MQE\$D_T=%!#;4JG1BS&&14C#;
(HSZ;)A H12WU.M&<3_#H/YT6:SH4F1BRO MIK;3)5MF10%"HBXP>KHZ;
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IN52A%3Y6HW=5G5W8Q-^=EA2GJSO&G"1B0)8:P)#E&2Q#"/ MBQ#&(>H4R+B5T
N6BHA\$*4TAH>ID)N'2#O2(MPC1-PRS*%L%(:)///F352K_GBE1C0C;<^T9%SJ6:8I+%,%-6!H4Q@02'.60)2X."
MI3B*C.R-GEC(INA)?_17S_ ^RZZ5IQG&I%:>>QL%N6N06V8+)1K_LVO'H
M.^ZX>T:HFS37U2/B51=S:N=C5Z1HK3>MD'W-@3T^_G2Y140RR@K_M1 EE
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QB;77+!D&Y'=3^C>IGA^7RERE.*>14I!"IARD MR&(8Y3C*"8N3,#3LWW=-.F.=UV\FSVRH4/N7N3UYC6?
TD'_IW_"O?L;-L\$%HQ\$...40!05!!8I M#B%.1)1'%&4_YI<.KZYU6J1 \$E2WY3I33#E+<7+.BM3UO=S-
:CMEKF549' M+L)QK?>MZZH2-*O2H0.O89R\#1F;->/LM+J+;9;JZS71GN4\$IXR
MFL=0;HS5>9L@\$/X57WU4ASDZKC+1%0_)NNH_2H.KG61>2.G"U_Y.U=MY3GL*WE!K@HO# MK19F2CO-
N4Q1"%7?')?&46(8.9BY*%)<@>;IB%1Y*Q14S#_IV./JIE M 5HH^CF+FFO.KWL_%VREYV9'OUT30*(E5#?
A/7M.RZ9H&M*2'WU8IU+3&+;T'=7EWOVG^_PN3= TM#93;"U"- UHD%*^ID1\$^6+ #FZG_M3ZN.LEW-
OB03N:Z-YHMS15.L7&J+&5/801O^UQ'E/11@6,")..HL)\$Q" M'8515A0189SRQ.01\$B M88)\$P>47F-
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_X)-8P-D_9%V_%8fJA@KL NSA@CW>MEWH M+D-X>13^KHf2AULEf\$W0Z"SLXf3=S@.(L'f#&5ZDV)?
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(\$f5-FV;fDZA(0fKP&fM_.\$REUXZG(7W_@'=fTfX=+YfB6HQB?7fJ:3D3;SMQ@MGB7GB+CB)fF%9=O
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Q^0JG#|_NICYH0039+JYW%!!G6^GJ.UEI=-8F,|H2KT|NL,^RKSP4?^F_IU7J|MQ:007)6S+6.>
%10#C&+4XC"(H(Y6D0PR0M:D1%241UYP(=\$^#9J|TB02<3M=\$+UIP(=Y63;KG0U,Q2&2H-
|)H2A.KB4!|SC:0*I=<S@8_9^Y,#/U-MWE;|J^N*VV|>.UMF+T<<4W?+^+|#(|
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M:KLH^GE=5@S@_29<_YWMY;F==WO>|#%8F9|+1C|78_18#!"O_19K_#2:H M%Z_@B?Q|B_R-
Y>^4_.6C|W.C7NSQV?D|(K=D=L)E|")V-B?3|VECM|2K^|(N3 MO;YPGM M|B;-|0LV.)"T9F3JE M+WE?
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I+3WH+YR|>B|F69:/?9W+|.E+^4SKL MO=VW7^"O|M-U4/L^K&_ORH7^6^+8GV+M9MJ5=+GT>R^M-
\$IP\$|HO_VYZB=9P\$#Y|C|F&9)1.(BU|K|F;BG?JX^F""80VKK|Q2H-GRC M8.F_PVU(N|N%>J;|
14ES7P9X=|:VZ\$R;U^1/C-KY")=-XU>QA=P,/>MM+GK;*^H"U0>ORTNN8U%8ZLH"-
'0^T&^6^3WJGSBJG:YBP=|J|YPN5Y&N6 T MX|0F1_7611|""<(Q@B)@FF>1H|)T0."/;
|_D9U.OE4KB4@E5\$P|S\$6M W&S)XQHClY,CQ^W%"U MLE;9Q|@S:|6G2|E34?ERO)?^Q1 M7R4|/92|1V)|ZR=|
|+|1.67%SIFZC|TC%T|_MVPGOZ?P|9G.MZ?J4S|1+ R9P|C.1)1 E M-(<%S9ETE)8Y\$&4? S*Z|4%_Z
M@WO)SO)'S51TU(OEC+!9N|H*7|8?T7S*KL5WK:TPW3SCW)S_W|;H'7@_C M8|1^7B
0A\$Q3#."\$8(DX(+@20:FR(OXC%L1"J^I(2YK_C4K&_PEA8-!^F(W
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#3+P30B(28)S!#G|B4N^IBC4\$#&.;J+0(0;7N)GQ3E^P6^KX08)|OW
M%M+@2_U|H0%PU>X^0^F|^SNKEZ=Y|6_-H^ZS^K|H9YZ^P6|@WDEE>UYS|MV%3TWQ_*IV+Q-
6NZM()=1.SPZ/Z|@:H*&*>A|""J6-TCB%>5YPF..8D*2@ M<1Z\$|N\$&PSS1"-VB\$C(
\$V8#);|4;DZMD|YUS9M4+|=/"#LV""QR\$|4|/*Z2&-)\$ MG3\$740"QR L8Y;&@+Y%AG-E|60Z=FA&.(?
2/X^H+ZU|Z<#Y(-+(T.MH7H&QC%-9G9%="^1;+(QPF)A<*S(B.Q%FMAP\$%AT;#Y%(?8ZN_5RMY|TP
MCN8?O+R|E^_JR=>XSO^SY*OV_|3|H3G\$>8.L@AAB.);P""4?RM\$%0V7.109 M.H|Y R99|LSB-|;-
*=SFQVNO|Z)FA-^6S%AIS:GND8|F)1U_&EXV5LY) MG<4M20FN7V@PM06=9C|L01)|@%*W|(>9X3B\$G!
(*EXU0?NT;F>|>|5&KUYE/94+Q2_<(^KMD^N9<M1AGB.4JES4^YD+Z82|.6 PC%|(DS^04J;?^Z4\$-
|0)EY7T,GM|B|^5_P ML&X#|F&IFV""T-3W|L5#;J2W=-)ZO>=="O.EM_NG-JC7Q4G?VLY9^@3NQ
M=S1>SGC)|I=HVK<_L573_QKM=|<-SMKL5Q M\$)"BR^EB=,#C")CGY;|E|N_ =*M5^T5707CD_0DA0_X|M?
M@MEO#M2Y;D& MUVO>+JG%J..JX3&3JV>L>2CU|D_.POYMOH=F?C3FF&%7|VFN8,UH;:8S%>'M=
|O:S%3A%2?|(-6G>SHXYXMYW';Z#\$&\$P%Z=68-D.6&A@>=9T#;S;*XR5<
MN|S= _3WF&|7Q\$O2+T1P^ODS3=|&_ ^14#ZKWHQ%5W4M^T2W^7|WO/_33>" M^NHO7+VCULH6K-5&F/M-
7CF6'.Q3F 428AFJ8*84%"1.HB@P)E%(2A%J3
MOGR")W|H@0#)=FP0_K@|S+=Z;C.K8<*TL1|@DPI^H\$7B+;Z|SY)/G04 MO_JR;|%?*KS^SIM-O:7*35G??U8-
_1(NL7KD|!5@0|AE&R|F^20A4B6_M&8IP2D+.M#P/YF>#;1" %Y &,,EE93ATL|(^B8(3;=C\$YQH;0%U'=DM'
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FF<#|/S_TRMM@S|J)?;|3@+|7 M?%;AOUMB1WA?_O=L%NZ-3;"C@5;=,YEK.URV_06OZ_KW;9WYE|7_\$O(A0'
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R;@0(&GYK^43_6(U|@0#>4UNBGRQGO_VU)?5)G9DLM60_.BT^LN7#*K// M2_!LZ7VZH|S|*VN-
S(H#V&|BP0B%B)8%\$D.XYS&0<\$S@5.MVCL3H9|750M1I=@ X^4\$_.2WAU^0+^|AFR6RA.B#
(OF&-7M;HZ(N3A_!KC?+*\$G2'(<%#&\$-(K2%|9Y M\$>)>|ZG,199R T|SON(GR?
X/(ANS_(Y8+UP@SEB|H2>#VBXYL>R@*Y0|8V MX2,8"1CJT4"/GAERV#;FA_6+*>L.6//J-.0=34|8;|C;?
=#5S%5|5;_X M_.US900&|ZK!;IQG*8Q9\$D*440Y)2C*8)DF|XB+;@I00-14&KZS/#"^\$.3M
M|8|J+ZM;=%@D*=%;(#72288C" M/(&\$POYD\$O?;(106AA5FEI@+R|H48MR6U85-| ^V3(^/-=0<|-%TS21;
M;TLW0X14)ZDZH@=UKV+A;NMMG&#NG;@M14TY_#X94*H7|>
MO|>|H72"^HAP&8!2@(&44ICB**X@#A|CBBB)\$Y""A>"F#")S)ZMB|PC M<9_73WQ(1DN|ZJ|^V7^7GOV/K?
8DJ9D)5:OX26*PX 17D".YG+|(9SD.M%6|EW;.%V;|IN^|0NO_%LR|MR\$B+1@&8\$1S_D9,IS M^3=5_+L;
(N_K=C|V0@,D*#P 4(-)B)0/W(G5)WS@DU^N-9\$S(1 MS#_YVPA/6MUQX\$|^YM85CCM9@/W2;:
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%BN&JOKQD&2|N+0&L^OT^K*U|5GU7=O|A6@>NGI\$SL;J9-5=;5OT=R,7U8*1|(RC M(;)S)Z-
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<4T\$Q2SHLBRA%.1*5_4_55@X@6MU>E3_3Q5_M"+DP=#:K?8I_8.Y@D&LYIFS|Y0J&)P|^0C^KOX=@4.
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_LU6@K+;58!*) NLEG>&0 M%-6)0YGL\$&L^G6;G.WU|2>D(X.NNZ+|_K;HIU1%QT7^55C#OX|DF|V%
MG@|P03GOHX?7)|_T5=5@T?YJY%|_1407%|"(S^PTR8;D|UO;B+LQ8ZCA0B+*%;>95Z|6OHC0,+NBO;DT|0.
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M9EW<%TO|OJ00?>P;Q^|)=U|^I%N">#UFGFWK#A=F5^DF|HD>T|X^7_H+ M0*Z56N0Y^|D(-Z9E)B(N;
LTX&|(D224/^-)VR6=)M%NXHCAH-\$56I<2/6K1 MB-4J(=[H5/_N^OUH%1K-SSB2=FYF!?
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7U2NR"D MX#P). ZUG|^D(H702)QIG*A_Q^WA;|_|@|@1NQ4_MRD|8VNZ)0N^|3837)XSPU>MX|Y|ZUQ&?
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I2<%%BXA=W;ZS&S69|NZ^W5^_|J|)6D|ZC>5HHJR>|<65^CM2O(ZG=D^ MFIKHHIVJ9H*

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XIZI>B/Y1M)ZOF>U6YFZ(S-E9RGPJBG1=-.6E<+!2
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+DL M (MJ35^Q\$36OH4 "\$=352#7PLF9KG=Z&K>O%MNI^M^+12KB-%.IQ
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M+LD/+#"G.XS(I)/+IOKK7?TK""9VTYN5^PL" Y316.).682HCFK\$< M4RZSB- XC0*KC(,7:68+
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@ELT2!RI:ZP=ZZ:IR+99RBY8JU1"M==OTD8Y6+SM^PG9!>LOB#OL MG=DIBGJ:7J&#KJBO:-
L4ACIUZUBFGYMI-Y"6F=-NX6)P/2TU?MW:SJE(F@ M?:I)F4H,O C"\$9>I^V.KE:/W0L_EI53N?K'=W(AC?
SR!8I\$Q9%NG ICKQ MUL4HHJ^"IR#\$LH590^L!
MX5J2I2SR*BI" I 8^M+I#O")I+=QV^L>YT6=%%1Y\$12+D/R/> 9IVY^U2M)-^8D
M;VO_I^DI"\$UW)C(E/#&VD.SIH)"JAVZS_T16+!9904&0LP+^(\$DYSKCIB M_::ZIR3.DS@BU#8I/D:1B5UZ)I8^
SH*UV MQ7U6N4TYT7HLMINZFHP_-8FZ<*<160H,"BR"0F641OD=(\$1X03)AEGC\$A0 MLR)
^,3>_RQ+'92(%02H7? Y%4S M\$'_N&JO"#IH.BUAIPL(OKH&(+GI15T M_6H0I#E'L_0+=Z+!6F%,K8;+;
I_1BVY>\$U*PWBR_D4:Q(BID+8QUEACG. M*9R;Q8)"K*1SIG!4) M-W:12XH#;1*BI3S.%59".IF."HJZIBY/G4 AL?
G<,\$AKU8"RI/GJ#4:/IH MIT.BHPD*3S!L7*\$+,\$\$X8L ^HSPN:-BI/!12"OY"F^24.4D6L;PU"<3?
1A\$GGE/!D\$4S8(X4@1X M?^I:DH!=A_@3CBE*=1*+!(LA038DK(2)ICF9&@(#'+L%DE*.PM97.F(F
M)500-"H#MKM4/7I8"4DDH&E%6\$TP*+G#.E_)5F>D3"*TK2!6TI?@)0 M.RV D.K+9L\$Y+DZ8""%8X
"DEZZO\$6IH>U MM!10#N1+\$7#)V(VI J7AVE,1=C>L(*2M(D"H<1I&9CJ3="^TPX*2H8D
MXR2F=B4BCAL7B72Z81TT?U7B9BJ7&&(T2O@R#17C%6:T\$A%'">"F=DM!S!(D0=B)%>VEI+V11ID<-
YMOW@!F@.G5:BJNK)N%9S^#L M#;S4MD/CIXD =3OMOKY?I\JM.<1>=T*1Z/
UD^XIX) WL)WRUJUTYTH3#NX%J22_!K; %M=SHP=X#8XIP< M-N-
YLKL7ZP7Q:S*1=10&UHO8BW04&+7ATIVMH*JSL^Y%19?N)VLU6/GS>E7R\$^ M"EO:."/I4HCBH-I
IT@<5BB@ID@SKX^C A"N"&>4\$TX#30J:Y_C10Q_WU MY(F7X.F-7:.*%".(^_RA=XX&CP?QR88AI6/#?"PW=-M?I_?
>G-IX<#EO?M"S=PYJ?#1VIH8T1:0@H2O_6U/K%61HGC?L2ZG10-#:+ M+M%MCQBC%)
ZTKXX+A6DDVXFZ8)H25 M;YI!FNI!7DI@_92/I^;7Y&=IWI22=W;M;)U/I<PFKJAJ H-::U!CSM7Y
MONN// \$CMT\U_I2/WBU!^1-^I4 IR=D?Q4 B,AN!D9.I!OBO\K:FHJI,\$116"C"(RB3&%"L@SG5)E;1:D>)\$8R-R-
X/2 M)EIZG2C0_LIF.R6N#?C@7&RI=WNK,I#IO@F6#XIZV6XEH?/DN/I^B1_I_8 M77G!OGRW^3M=75>?
U=^K;7GI9OM9W6PV_IRI=?V?K^IE3ZU^I)^?KJ!OQS MTW;*V#*=Y_XK7A! M!&8C87G"0J\$Y2&-JWDP-
V%O&?RXY)0%ODXIGMO\WL+4V8= MG4<_)#;.GJK5/TU5_IC74)E!G8:2Z9!87YC/NRG53:8T3.2+14P6Q\$-
VB5D>T5+Y15?& M_Y@COR-ZGOR5#XUF17(>7SN&WW>&KJ_ID;MWINN(YZN76AZM.K)G9=
M_-4)V9250+LI_?#/MJI%W2J8PVB;."S-FT>3EO@M^5X=JO9_OW3)O3# MJS.?<P?^CLI=BMIZ-
=DRJHEI6I2=LZC6IR8M0*Z-QD&5I@%4EJSDG2EPD MJJ#(29&+0H9I#I\JC^U"G'5JN&I#1JWY3M8;-GLTS
*8D?&W3#9.#R@P.MC0G*LB4UFH8",20XOG*BCEK.FRT=I5I^G7DI5S;4=ILVM&LH%;4HJW4R-
MVJ\$3">U&V1MX^3WO:ALPF7"B"6B>0X*.;M&=%LK_5S(TGSTTX;CHY^H37 MJ0"3Y<-*%8QQD>!
<<(4)50JS*\$^PC\$+"HR0.HI""2-!IM0+KF82\ER=I^\$ M^I^@SMHW)Y.#\$M-630^TY=\$>J I%CIWDOZV7HL?
RI7JVK28:Q77:IF?TF2F M1J_6U6I3BV5S%JD2&V MG^LIK@>EVK_7YGF_Z-HYG^DP@_F?)W=
84.NGB>GS0.IT>I!RAI5@?D!LOS M^1XEF!IC9/55IW^8B%D\$J6^IC@Q51B6^D)9!"LH5F<I^Z?IAG_ZXY5 MEI
I06%X(Q7=K;FD\$+27_NSIUH5L/I^X+*E.HXPWF&FG0GA,<LB!-..B!72^@VIF>N:&\$^:7AYOXK=-.M>K-U^/I
M06:FIGKE7XJ9@ (B%#2_!X=STY09+L=2^5U9M\$217/G_4J-5R<84!Q M(8C"49:G4D1HDF=6?N!FI:
<^U^D)M\$^I/X%"QHI!N!Q4T^69Q;_V; MH/(C=<=9/S/&I0G1I_XE%N!4:R!8\$ZL/HI?Z.8WNWWGRE*_EZK4.I
M5;^5&IETYAM&T!LSM\$OI/..6 >V.EF^T47_RKEK\$81H)D2MSF(8<I\$Z/F\$ M?W*O*E.K#3;UM-
C6W710=^:C1AU&E^A)\ IX_!S H=QT#I*:#SK-RLH=TT MP#XAB:2.@EIE"%L:GYS+22O*^I>?
P59#H.TA\$AYJG2I1&A;9)2G":1#*1 M61BS&.23O6@UL2ONR*/J>0/M:1EMU4\$/NAV#M#F8H:R?"RC3B6G
WN&HKN MGYW*!_-P6":AQ;*4J>?X=C3#48@*13PYG!J#IEIDQO06KIU6%3?Z-A6)N0
M.EWMM_S/IYTR1724&TH<29YBPH-01IQQ@D.HPI?T?C3)D5/:G^Q%ITB_PN

MRUW30W!;MM%33RVUUN>S6<,ZA=VM-A^7.236ZVKJVLU7J27#P))VCXK%>(
M12F09H+;C=1H8LA!!\$4>@|J@'HSHE(A#Q-T*=<%G\$|MXC\TfKL^/J;H=K
M5FTWE&|71*5%FC.}|0M!1F19+A(\$X65"N."I8<8.CEXZRDB7U^4R/3|3| M%187GP?'+M;U8C+,-?
=\$=DUPOW=2/9Y^7|3,4XAY7LZL8>=>ACI:~QZ?BIU#F1=KF.X6, M7KVSBI)ST\$IF*>\$H6WG%?"2#+\$HH@H?
V.DYP>#)G%GDS^JZGG&|YHJ7<;C+J.MC.2#."XWY%9>919?H#(7<2\$3E5L2U!\$|H9@HK-/ML8.SG.Y%+!=
R#;K>#CLZLJSC3F7!^A^7N@.9#.\$H<7<C.%0XW.C>M*?UQNUEDYO|ZK-J>DX/J5G+KNGS=YC:
|^A(<|/4NY%:NJ\$8.-%|-|2/8#\$ML..?P|P+;/5C9|HEORLY6IV;L@=O.UIA|V;1^DI;|IYW32,NMK.8YVU3U|T1
MK6_-|3U|>;KG?Z2+*)"<D8.XR^|XZ+\$W^F=\$4^=2,,,N9L#Q=|H|ZLOTHOZ^J^T5>?NG9JH2)C.MYYY,-
..*3LOAPMC382M.F76>29Q^K+<%C87MU.WGXV(.,.<|)O0YIQ>^ZIH.MM.P.);LN@*\$ZU|)7=Z6==-/N;WFL;A|
WWJZH.H.R.MJ-.6%C",>CIV8<-A^L9W(LX&RAYBB1&J3)K/.\$#M.=1A9=[NLS6.MU!&+V7?
UNR?;5V4|A."B:8Y3&@DF).8BCC&A^9Q0&-9B.RV^&+^G(G#D5HR.MUA?>H|YLR.C#|Q-NR%/AL\|S|F;+P|@:
Z(Q^V|0.,+QHV>#(MP2-7SS@D*)Q3|2Z72ZX6|BYI20^C".MB|*RE|,ED@PK97BN>#%XTA/L|)Z%0.ME
<1!5^T#9|BER%)LX8G.M%B8.CSYL+H\$M.B&7BZ?T1@%1.K&=57X@9Z&Q:5.5.N&PF(|O.,O2.6M.MMU#.?
|^I=2|HJ5=8^=#L*RL6C\$@>Q#(POPX%)@DEF%*9XRA+>58DF:|I|MAZKN<#|G+P\$ZH*!^GO.M3TF9O7E|P-
137>|.#^W=;L+^5=%4_%5.J>53^V66K|R0(I1(%#M.,8Y^C|.#.1.M?G%
LBP6^I<9K&;22NK\$B|EN*H&M73NP1%:R=PA@Z|HG^T|J^_9Y.N|DLJ>5.M:B=SUG4/@N&Y%X!+=
|^U#I9V|=4.K|I9N=#|^O)&41Y|S3*|8R)S@G.%@X*K.M(^.9CH#^LAD^\$SFO-VBEH0RNX3%B:|XR"RO>M
M|S^Z|V>UT|J\$.)>UK|IWX;|?DKAVF=B|,|TC|7)\$7D.\$XA^C?=&^6|F0L5OP(^V^+6^@J>"/%&.,IV5|2L*LBW3
Q.=+E8>^L=W<@WDJ.T^0B)GE>5%@|H3^1&49H|1@F=AFF1|MD!>Y@BQ*2|E3|VDI+9HWTQ7.*V)V=:A61?
Q.R50.Y@&V1M5O4\$^%6^B>H(I.M.*AGIR^K=19^040BN2.WJYX.G6.KY/Q+VFEU=V^""H:~IW0UI@PJ72+4B
MQ)*&E&L7PGG.%|6|.;FL^X^CKO.BK=9^T.R^|V^I^T^=H.E|DR.5H.S|&M\$P5(23/4IS^<8DP
M<\$G@*)-9+^F/\$P5CZAX)G;OKG0|S.P?K^OF84W4&M.7YJ>-D|7R>'Y+F/3V|/;+1^:)+%5,P|G^D6_.7QR_KE:
|^|72^|KPPGR|MVZQWMW??9%ESP^Q)5)N6YGINY4HL>.,93Z3.1.29(37-,Z(
MUD|NV3^P.&AHLPP=0Z,^:O5^M0%ST^YIP^B6^O|C|/R|A@%X@|LV%|^0\$<^MKF>./-3|IVIX2J1XF^;==6;6O
WNBP;@K|O|I%)HLH3Y.\$RS#7|C_5@365.M(L49CPJ5B#N8".XO6@UL9>O1:/=84K(K18.1.Q^T+?SXX-
C.H^|FF)&OQ|_M4UJ.HE<=P.^6U2/7ET.H2^>?=>17FXPGS><89YO;EK|XB^SWU|7OQ|KMR
MO5K^|EZ7X@W=TIO.FLNJTYI4:@P2FC.<|)!L7.6D2^6^8EQ4.1^R#0G<9C" M&DELO\$H|GM*&
ZP5BBTD|0^SM.YO15F\$K.W0H.ZS-2J@FL@.72.0&SV.MUG1B)73F.A.(\$>M**K)^6?
E|>&%2/4|A3^5IE<1^@..#;BT1IH&.N\$N.B.M\$V%|HT1QNUX63.L|/|ZQ.;KLME83|PD;?\$.|S1C.C^7-
3I*L*.)NC;C_53.M-ND>4_3+DTC;@S8^|2%-B|=J^@^"8@|&G#.;9VY^TJ05U1_D|G|>B?E5GOF.M.R&6S>".0Z-
+|>H|^A7=&5COEV#Y6^Q6IG^/7.9YD2%)?M|H7ZK^|H=E.M*=KNU>+A*A4BS.4|J)P^9.,|TJ%9PF2;L6:*(0&
<.,^H^>917-|WN3.E"MK3&HMF.;@|V|+J.*L0>46<2.FRZ0GKNK4-|L=++6XL0|5I3FW)|WOA;"/2.MG_)K.UK?
|9O@&|H/S/PFN/ISR.OT#/^*R/Y^O/^KPJ.*+|7061.1#7J_O.MF7D#-UP|07@-?7.MG.DP76Z|N.IV/Z?1
|46N&G)+U%/DJG8V.VNIU#^H.MW_7C.OP_|9|HBEJ-T|D5.11.^+QV5\$S|^!%1N=W^0;075|99TOJR.M5Z|
M6=39.E.A8%*P0..|JV\$_.FF\$5\$XB1G)>1R\$@L(+2.3%3Y;K|6PJ>CW.M1BXPACJ^D9TW&6Y\$&LX&UV
..V>5KH9X3.NJ^"7V^<^"||>LRHH|3/_9O-M.:478QP5^L=%\$)FUJCI^..U3&DA)XIR\$A<-XH
&)4Q>.U)=1OP.H61Y.C3.M=MC";42?H:N8Y#UN;S7@3U#|EY@2(^%<^<^|A<^&|E/9%>>KV1.N+^/SNZ
M6FX?#3MO_5RKMGV6WLK/RHOR|24B_&.YO?NT_CNM_j5KS=R05B4\$9(6F_|
MOH2K^!=9SG>LSR3&5\$)MOZU/9&.\$|N5@RZFVVE4&7K/;#ZT^M>HKY%|M@^Y4CVW8.TD#|
^NKW1&5^HX/6^W|^|L\$9S9^P?M04M/^P.&?Y.G9IV?_M|S_0KN;2TC%E|H?Z:81H&M>L|=42?9|G
89K+A&0BSPEHSSV3WA..MEURY1|ZR+F?L|JR2#(QM>4\$C^TG.M/VX1+Y^\$8Q\$3N^|6^HE.N9?
3^|BYT7^60MS)|VAYC#FTIK<M|J.RN&7Z|V|^&^>B.%@P,P|.#.<./9A./M)1PXE?B?%;J6#RQ.AZ3?M#_1
MA^FM.BC-O2DW20E;2N&9RP1.5\$<U68R6?W@^V|PCTE|H\$|N%O9U?F
M1^XD1.S#AG\$P>4/|9U31&E7D9G#R=D3L.MY..>KF3*+3&XF2UO)K.8.6U%|XZ_|(NL+2O>GZ.\$|8V)WHIBD65"
|U*#|+D.ME3C(&2495TE6@AGP|L|.)QG3S&JIV3&95^..HU^PVSGR"8%#^|HJ|_MNH=MBO.J9VN|3-
#Y<.,TNP(SS%CL^N^.;>9/;K.N^|_*6L.U;|E-4H(M#7.&DRA.^/N|52JZD3|8MY|T&0^3Y0_|
M^L_4+\$#H9J^AL=7DZ)<<((HU>|WMSYM%2+J0Q|82W?IV5=%MEFRLO;IGAJ.M\$6990.F<C^T(S7BC\$3AG|P"
H|YT40|M|.NM4^LU^"NGS*|)M.J@_M98G6=8\$N=2ARM(26Y50.F238G^=C\$@69?HF1^*>1D%(&-
(|#WD^|PJC^>P|J.MJV|Q)|)K2UH#R2^!<K|>^|HZA|T6Z\$)UKD-D+G/N(\$^BA|)R.M-
7^CO=DN7C2+|OQJ|U2DFIOY&Y%|_5M5^&+?JP1HIV&R.H.V%W=-R.1.H^E)K>5>|>M+@8M^M^*/+R3D?
E@.7|M1&VR?I?COE|8|^8*25-TEHP:2=6B^+;MO49KW|LRVO.DOT9G.ZN3|HUL^JZX;|+D^CUP4.>4|@2K
M5.68.)KC|08QCFDNPHS^HJMYCIZU6IB=|.\$L.M:1?MUI_SRH|N19^\$N<>>MBJC|0KMM.QI-\$O1M%?T>
<2&5W19X7V?E:W=-3.%B>=@|XA=Y+FZ>>^|G.M_|HWG\$<>%GXDS7;V4|/W7D?
^NV8Z&R5>26K|JK9|@G5(^B^NY^H@W.U|>27T-736>|AOH^V2#|^LY^M92K7<+G^>|B(.M3)
<9\$9CD@9D#FRLB|20N0HCDH.XZ^W\$3NR|?OQ+U|^@5@/H8:05.G:>Q\$|6
M.%3R>^@>..HPPJ/6AW0+ZT6O.H|^8.8|>THV\$KHS&>|S^".#W-|5|MY"<6.MLRZ;+?EG+SN92OZ<-R2U=?
3+2^4\$66Y4J^F#J|Y2^QKA(L@0+|22DS&@F.M^<@|7)WL5^XYMN=7@:/#3=P^>|TY8V3D%CPG
Q.\$K6O|H|(5NZT2RJ1AI.ME.D&Q/MU4(B^+*L_|"M.;9)13@D.IA9CHC0HN.L9Q3|IG
ME^M.4KLDPV5!\$Z_6C0ZR\$M<(?COT&X+A.Z^0(|Y@+<|0>=|MD8-^);.^V
MLYWDV1C9|^S^KQCW|VV+6_KGT>#SYZ:OG?1^UWCG|B2&33#?MM=7|^P9.M*?VT.Z>M1>^"CKA/
UUQ*4;W3ZIFTW^4IND%OG|7S&L5#|>^"VSJ|=K^OV.2|H%\$#>|J;|3^S/514|T/M5|HW.YA.DUPL|DI|S|^N:QL7-
&S2Z9V+8VDOHYC^?F#^N#\$9;5GWV>6=7-&6X=G/NS.VOX1O+U.M:6D;|K|H|MA4|45JE9?9+5;F=)4L|S:
|^M^F*\$U_^M^8DQ^52|E*+3L|^Z.M)JC&(M<4))%<11F5EM^OVI-O/1.AO6ADV7>0.N|0.Z/^T^NQ?|^#|/\$)?
MOSJ5W6E8F/46H2.R")*(JRX\$GKO(SAFL9F&B>|R.^"||
M9^R\$|7V&Q\$WL#/?^466DHZH6C^A>|OIE6;..|.;D+^HNZ/Q|0YTX|+A4@N^
M0HUH)=#M@L)FW&#&^&^DK^YR)|X)%||HQ^|93^|K#|H@1HU.MVK=R|_6_0E|7YA/O(\$I04%|=4.N?
O4|3M|BB3.M^73DUJH1(%F@^AH*\$=-6U-QD48X(@|JHKT-SW\$1L0Q^BJ@DC%DA.M4BL.P.MR)O8|C634B4:
+0^MUMDEY:7FX>|8BI6\$#B5=|AV8U.MZA|.B_#2?6=9C|&=0O3|N.N8<")67+57V4<6(FU2))PH+F(=%OQ)|J.6
28.M*^LEZ190=,X+02(0GQ8W-2)U?466M|1Z|MZ\$_.HV&KM^?WS&0X?Z|..QL|
MO4.O^)|OU16IG^|.WK.55CFMZ7=Y^YDWSV;I4E-/M#^>K3D9W6C=Q5|^6^*M@_|HZ>=|KM?MY|^|^I?
O2^WIS^"5#|O|Y7;|XSOL^L^U.MN|F824#HK7<4\$|Q(D:21^A.|X=X^TNY4T<6HMJ|^X5HEN^|.I50487M%<&
MU=K-7).MM^.;+8.^|U9@5P2TW|SL94ZJH|00^W|OP*V|(^@+|^15^M@:2R+7M3G;JZ+&X_6|F0.7O.G|&C#
56X10=-9+7.MZU)"6W7^PTB.*E3)T0.#KAJD(=M.Y;=|LCN+3|.;>=&PQ^T;|&=>%|&.^>0?2^Z>?
ZPCZ^B&|KYO^E^M^HHZ-W\$C_7QXR*.22@*E6%.*04F^*HP2W/4.TA^8LH+EG#B7EQT3NS.148/
M>KO|O4Z5F>*BW|Z^00|RTQ09C.HQ.HNJW>+VCQ5LM1.5^&D53)#>*.\$F%|4.M38W|5/5^E^R>I|HK-
7K\$>Z|,1P7=+%J^|^6\$4^@FB|X=T)C@VOWBCB?W^M03|2^OSR_5>;E+D#^G|V|W7;C8|6|08VYB+@
>5Z284|DB3|&-Y@6F2\$|J42N/\$.D24|OY.M%MH3%;Z..^\$A.TBR&@"77_#-
HN2&_@.*W04;@X+^PK.T>LY.^|S|RTK8P|_M7NMVE|F6YNO;F8.T9HTR@4|A|CF|^FSM.33(NHP-6G^6%%(^@0-

[NZ>TG M7MH88YCN]!"8;>1=3<0MCSM;7,H@#IE@K="IR=)T./<9I M8-
F6(Y#Z#ZW,2>&+!+IL60L2='XZ0&'Y>*1.5.8@JP=HRNWN.QL%.85'2\$!1S4 (SV%.C829XU-!+M#XH@ESLYC/:%
IEYH)OMXR=ZWJ#O4%&\$/\$@99F\$@.0D"BHLL2'8\$J4*(@N: M6I&?G1,P15+OBT1&YB4'"SM4+D0Y'FR%+5+PF:
I>0.VC)F)=^JVTW&S#J MR;RHH<YIN|YGI0I,QCD|W2S-& VIEU?9Q:6LGCJ1,9<\$B.LAP.MW
3AM4JU,3=K7SO/H;H;U*51@H15A 43-FYQ?SOZ59C:3?P.1V3\$3.MI9IZ KMYAN;V1!+
A.AG .QXAUMW|1:./3/MW."OYQ;4W= 8"('QW)|MIYMOI@JEJO'U++NE^63U*6
MOSW|H!MQLUER>2W^>U=M3>|B,\$O\^MYLLO8)2I.L(3+.(OT4B)HICP(<%C0 MC-
LSA7+X;7I_A6=.FNQ%X=VM3J|H4|H@F>U1V_N9G> PQI7V(1Q41C1: MG5&K-.IKW3L0N4*
YJA6'1UTUY/X7DVZOON:9@.8*IM\$1.H^0*=%=-.1?HY M8T)Y(T^WIQTAK@.=X@V%.K^%&KE7J+4?
=X(G^(OZ+R)O@| M3DAZF4.2|R:2/>P9N.1M 7I6VX^J5+=R#M95MHM-\$=SB_EE)VGNC|8XC7794_U)Q&V)I
M(PN^RN3C'JW60IXS.=+XS2):%C@00I_O>O."<[3*%!(9I)C(4A|AS|'P MJ0|5IP6Y>K76::=NLT /SANEB>(GM
AFZ^%>JCO@H>."Y5.B7J.;>#H MLT7-0J=827P|JZ|S>J5SYAVYHK;2A+=8O_O0G?@B5^9T M;D2%40 FB6H
6KFHDQA|J 2:.\$R#<&B2<0'U M15@9.=.7SL'T05E:T^Q_L+G'D\$J5-H-0V@HDA5)E)A"IS"+351<1H(
M!&=)0IAV4RPD.,K0I->?V#|5V<2HQ@Z_P":W@M_05IPYI8_U*|X8T2/S=Q
M^!.@1C./IV;8_6S%O: ^K+;:W8%)@.O=1Y 3BHLB"S&)T@.@7,HGK^= D#7B> M2M!- M1%5A?
\$+"O%7\$YTT|JA0>^*@KU|_FO:;71|T#E\$+&|U7:"%N8K6OYARGF_MR-O=JFT
.\$J@|\$!DE<*U%5PQ|A2X@XD#\$/VBO.^+|TU)F)MH?/686' XXV|K MI7!@;X;@'==!3?
4#>R&Y8V FR'1"\$>8T>4%>W MM!1T(RKTVX,P=&^>H'F>S)<T-
MZ+7XL5ZM%&I7H:3|DA4,DU#_Q)04.,DHHYG^*G1I8EB|XX#P|)3&.>4X\$8RK0B9%K\$ "^ZI20B=W0OC.HD^F4
MS75N73HEC^?&HR2\$)BF3.\$^DQ\$"" AJK.\$QR4(K)K4-K\$R_/#6FIS>G+KGU#60(W9-F8?M69;7>0Z
MI^SK0QPO\$?1CKJQ*-&G3"SSG AM>V5QB H;XS @ZS?"Y8-V** MS|D|SSR YX*IQY-
|+ETP(GA^GG)HNZP"0B.9,8))E@68A""#C+(89XG0ZS@* M|CP'Y9P'9,T22A|E#|TBZ3-0 0+|J0"XQ-
5'MD_0I69AGL|P^XRD^;/M89-/ M|MT7+G\$EHS0=^|_HGZ=&K3)""Y&G%;I&28BB7!"<#*R=-,H858Z(V\$TN,:Q
M,HWSAOU.BB%FCHYG8T ND!%6T|P7.\$V*!)\$9)@%@3'O;)&F048S&16EHQY3
M5ZL=M\$+K^O7&G_#G+%O^-/B^NM?@75JCLC;>8|9|(0YECZ4%E1\$|T:A23@Y M1L+C|I-48MY*|
|&0754^S;R=FYN|F:SUN&(J-YI_K--*8T?|_R|BPIB_*M=>0B."9Q0; 9IH5U)|'1"E%*C-U4;HQ
|LU7J56?I8EK>564WZB5?KU5+4 MB|JST_IZ^SDDX31.QPM?80M&"N:=-.C(+
|UR4\$%C|FO3.3.%X(8L;Q5%E.)4ZY\$MKC9|G.(T|QKF1"8Z9H M**U8_*23V&H|CA|(<""\$%|JU>LU)|VSX^..?2
VPD|C|FJ+3O>?GN@;"/+|+6W8 M*QJS5W4 ?=0|@&5""=W:HBBKDOQ=W+PB(|LG6R
'&IXNWF(WTR=:8/N^3|36.QW2;6UJV>|+7 M^ ^UBP|H|H|HYWXX-I3?KK:TW8>J%)FN5*Q"%.) (VUTQ-
Z)YW&"D7T|32;+VZ7*"J.O&OG|=F>;@X|I_ 'D/ M|S@IY8^1FZO7F#ERAQZ53'|=BJ992- &MEE47UA:"
ML(ADIC\$B89AP'F\$;A23+ I5(N,IE:Y2HC0B1WHJ7(^U"G2|'I1&XM6=W=0 M+P>>4T "%)">T9Y;@(|<)90I0.
M4JF*5ULUUNZLHM4|46#O.E> ?L<:CU4M56C/=78&5(AM=|BM1^/=#+ T7'
M8FP75DZ#;RYFE/G&K."|0>T2I&\$;0L?T4+S+&%8X)Z"0(#@62,I_#| MPSF'.SBRK&PDK7::QZ;-?<
CBUR-BEEQO?VP_M&TU'Z1#_HK=T:;_CE.L3?5B5-<:XXM?'.ST,Y ^&\$& 4J2ERS HC AC'V|BY MJZ9?
|WEAA^@L2&=*Z@_J I U^)/5:|1SGFD/1+/(ADD.>.)I&SW6.3\$V|>V M|ZZ3Z-3#>@ (7.TQSE|8,P
:"E|LYVWQM)Y|")AUR9XW|FJ|/D/+?SFFHE_M_|=.KJR/N9Y=,>%7R@A"1I+#+\$=9SN^SS
R/L"01#)2C"1"Q+"_ZJ<")EZF M;10Q028R0J=T|P&5Z%/BR%+4"@D0X-TJR&|= #GS;GN_OZS.=@ M2TMR885%-
B2 ^+AN7G2V0"!%:KOT;X4N3BL
MT.MWGF6I6A08K5G|("URGXSOL)%_63U7_O))M/<#U_7K317J+B"8R\$WF"11'J M=V7&0TPYE3C/OT&+..V)OB-
H7.YEH1.O^|X*=>4;|J M?JJK?=/VVS_-2T&^DJ54R^VB;)/'I?84DIA\$;8B3+."8Y|JY HED<".H/
M(GQBC_?7H^!55&CWHF^W<(P|"\$E;AS\$/E#"\$T6C1%|DV9--&=0C7&AU M0;^TVOSJTXO_0?
#F30"B9_8J<%"_O80#|=RG|VZ7ZZ_T^6J;G99;H2E>RF M07Y9K_0L;DUSS+|+7\$HS@^?J<; M>E1N|L&
(H\$|5-Q BD.Z1W37_@WDR*.!9NZ(?E@I=S"@N+W'(Q9^XY7Q9FV*^G^9<+ 'W7FF3-E M,2*
+/HOFQ'+%6+,,XCQ5B,N2G>)2)*.0L-P3-5693F<2&2#,@R=T;4Q\$01 ME)PN6^H%|&* _U7_#HE6 S#UW#G0|"(
/U#_%N|C|O)O^@B|N82_"^?A M;D|<_&Z7K9G:\$GJFWO+4?_KL|0';CQ/V"=54?#|+%)9QDN8D8GS- M0\$W; |F?
H?6HE \$"PP (W=B|3P."5V*?;.>1>H=;^"9B6+4ST-2I@0_*| M(P|NFWPT;#B\$K?U6Y>#U_SKXHW>T9;W-
W*\$S7?-'(2=S%E=|0B&YTX#>K\$CN_-SO_@A8V;R9X=| MQ6V>|%KIA6IR9-IDV1Z/2O%Z76U?
T6I9+1*5I@D|9Q%.A@/14XYT+|BP_MJJXS IH3(-7|280A@EM)NW?ZY34(?4-S5VH3"H\$|_5
M?%>K;AHQQ0%)HKP_FE?7-9>=9N7X7H*6|XKR<1 MXMC^UV>VN=\$_|<=#W67\$8YJR;190!@F
2.XD"G#;9@R&@F291*T+1P2-K'3 M?MUOS;B|V<=?1X?
8'O@&\$YVSM(7&C#?IT3J%6KDHM_+TXRW/&4%_JA\$.B MYNTLM#ZJ;?0YAH7)JD_I>BQ)" N4/ M\$U?RIS'8
)F?I(P=9'RZ<(L9F9|LC'G*|&1Y#;S2XHNLJJ|/1>9997%B4LG M=DD|B0>JH+I4W"A@.2KHG-7#CLB#P3#?.VRK-
WZ""W8YU5B2A^Q;|S"&5|98\$V+"FH=J+?SG|E.?9U' YNM MI_<&?U^SK?<
<=TW| ^ORSIHVU(:)#3*"QIA/XOI(GN(ACA@405!(4.8LD MJ/7KN8#)-E&*|_O"OT0#>HNJ;B;|7Y8' \$?Q%.P?T(-
M2_IRK3FA?^?*(CJR(G5VE.NC|Z*8>GNG7Q*|#@_/_|K3(/_C_K M9+Y.=)-_Q#_)XKS_"I*PZL@R^K?
DB"IRK/D^LN2H;KW5;IQ5+4^?MI5M>_M(7W_@S1T)WEZ2#;G#;G;H8X3N|NLG^+5Y@MW9< VYS_W;7|
|>&?W7IF M2?MIXX|WZF<^Y|@;N2;SZ7L|JS^>4K*5|3A-66K09|P@_8D)B-N4G&A MX>0J(H?3F.L;%H(!?
(L%^1_-K8V27*TT=(Q_^(1_0#J?XN@&_W.CU" 5NL MKVCY1|-#?%O/H#YNI89HPRNM4&M.I/PT%N;|HN|
|X*T>SO_P> MC;|H\$QKOEMJkW&_?ZLWRYK7>_ILWU;|AMZ*WBR1F_@H3@H-4Y9@0F6,6Q1*G MH9)FM!#-|2J=
|<1-28S:*G|JZ@J|U4\$?=#01B/|K)4EFI<#?+|8P9R#5WA M^P%|JYUV"!;WGVW/8&J?
QES5U\$&"8S/4NH|HB;=|T:(|JWOR6YH M;KY;R|74*V3D(BUXBGK-RP;ZJM<9EDX_J-2TN@9^XO=I5RU)6U37-
MUVY9+6N;B|F|Q&?U84W+|N*FY&#U8++3"8)Y3B7A&-|1N>QOJG-*)%%N4R
M+6*K|SI<|1+0_"9I*|66C82G7#|R@>GL>8%J4@%N 5@_44^3J"7T_@JR0 M40;F1PV^X.Z>|S;|S"B/HE+
B8\$S/^_9SL|=#T?QH|>>X|_VT+I>E MJE;RVC;T&S>;|8)SO1/8L>W7^1W6>|D@|FXWC@IBJ;\$&N(+DZ|_
D@337\$A) M152\$H54P|9|LZ<|B#457XQOP0NID|(<%YV9X*+K|U*J| MODP'D|UKG00N-Z_J"3:0/P6;/^!*<
|>|UFO<%F|=WH|"+G7OM&|ZBZ^8H9_MH M>\$_?K_ILEP\$DK\$HS@(<\$1Y@8EJ-
J.H89DD>IG&1\$%B=49L(VQB3|GCV|H+ MOZD|<'OC0+ F1&#P-EM2WW! 7.08Y|PZ;N_*_*SOOSH;N;NO;|H|
(GN^|O7 M_'8#K5;K'WKC;TK03=AEZ;L_@_ ^M=X&UX7G^@^&R&-1!#S,\$LYQDN0%)JD0 ME.5YC"4H(|_YMH?
@#H;"5/O37M|13%|2*51_OUNUS"M'D_?8(^LG4.8 M!"^8=W@*5;V+JDD+Y8.&&3P/A>H^YZ6*SESMN?
H7CJ|<\$?(-9V@WKH8? MZV|WF_7NIN|=|KL|T8.6193**\$|Q^61=D4YQSOH"(Y4P6@@XCC.8;I(OXY3 MGYE-
W;AF2|=Y&Q|4;4;V^"T_!V4?;/# |R=_ME.W*\$+0?YE&12L-?^9V
M10C\$Y|L60;)E&F4P9B@W#WMA68GQ;MYR;I8M;44A5D29%\$|@SGF*2TYK;AF_-MLR2F<9)G
8@0PTKJU+\$KW^|H"OWR(7?RP%RZ!&XV7E8IV@_CT_5U!U*NWK
MHZ8OU^A|COO)51V"/@MI+H@|R7*J>Q@.%-497FQ;U*KR9R|THY)?V4Z'KOW MI?D.58LDRZA(PP#+-
&Q91Y\$F!*28<+*#5I6.1Q2OSI T(WG)@@|)FSH+9&'Z)P'66"TM.#JX^Q#X7DM|QH;|NBP\$ ^P/L3F MSB|_*
(P_5+%"_16;|B6Z6;|K#|1^80>_D@CL0U+>O2|V@8929^1YP;63XRIU)XM;(OT\$EW)|R
M/R5\$S8K;FN\$WL+|SU..P"TKG AGVNMMAKU1;911#3S6|&A@D91|'39;E|>^ M^H#>4W |2I590U?

H#T/C+W<<IR<.W.Z7:OD>N>TB)-.G=7ZY4@DG".IS M6.)0@AC#3HN9V+\$UFT!RW..62<.%3LO-
Y6Z(%#.X>N+ONH)5XU M&V# P^9.V^1YK PS(2\R0.ZTH>=&Q9WYM/7T'(K/VAW/(2.63_D5NUN:/ /
M.HQZOY7WU4*\$0A3\$).\$\$53&10815&E&L"A9&A 81%Z\A*39")UZNC0JXU@\$= ME.AB_M^-
JA6!%C*806HW=KV#1-LI2M R*7_R-ID?XU(ET7.W9% D#<*)UB3\ M:JUY?4VKNYO-^OM22/J?:?
**&OSG^7MM8DNFK#J74JH% E*N\$19B^AB" M^-2)AF-&@P!GG:
\$U55*0Q:&8M7(6)W8G1JG5^D>%,%*=&HCN\8 Y\$0>(I5S* MM.#!(R97%7CUFF#V"/ZQ2BD-X2_HKU.Z*#4)'P&
HAXID."LSJC\PI>NZ= M1MS)S5?=:S=??T.TJ%1(2QWFFY\$<E"&A8B++".A2.(8XHQ.R)C8
MV^PEVK.NA5=1TC NF1U_EIQA7P)3(5VX1R@D)2(S-?Q\$;KU-(WF&>9P7 MF2QXE(5J4=9+2-
0)"K\TRBF95M_8HOG&DFV_O8VI^B^PH?TL7:\$<Q5<4NZ MG_02EGIOQF5\
J8G\0K\;N/8.V)CG.1=S4M2+9&2&C#Z7EQF\9A2G2WGI_M1.^JEM\)->7GS?+6T.*\4Y_1>JW%0=2K3\$!F*4E3
M=)C D1!8)US\IE2PIH8K&U(TO4F9J9.O>SVND.(?0H\&%<1J71#?Z<=3 M;NM?.C'&N.%OG>29\55PJ?
2?W4WJHKO^LJ"O41JOHV=2%=XB.A%O5*W MYIVC9A1B?
DELW%1Y"9;4."=H<\$9=T_7.*@KYWI2Y75=BEZ<?+E?ZG(13_M+O?9DB0-
4TY)BD6H=WXD21C.4OTOT9@'2F:M"8@+GTI?_5KX\ MJ'.'.GX@_"95M>&=>'.>W\F%I6/
XR0M)UN=O<'\$.5+OJVO#=#1,=/M-^IKCL75NMIM++G4ALT?IA3>+
=ZBP&CT>I>QVA.6>@T\NK\76<?71L/IX MJ\I?KZ=-MO%YQ^E_LK?+1_%.A@>A %E,=)EC%,%
(LO\$X4.*RE1B6\QO\I M2LCC>T^=,VD01N&3J\PX>TSC.82@.89?I^_F_4-"G+^L%?/T^A^5TZHIS
MO+/.F\)_6PU\!I.O7I"0?A.*_)UQZJE6.KML*P61@.OR*.P/"C.VV/OT7\ MT>CK%"#81\G^P'+ET> @J@f>P9&2
#/(TO(R# C*=<_W_575MSW+BQ?L^OX_OQ5@DI7D_2 MR\$J;E\LE6^Z-C:2IW:ARE\^
M#0.C>ZQ.2095%J_ ,RY^(\VDSNS#U%X%LN6&L#^+GGSFY.Y7;\$.=JT-P%-P= M=:K;2)*^&)CHC>QE2-
")\^9I^2NYCNO: ^ USG2+^++ZIM_V55)J2_&Y+INO9 MY%\$L8A@2"\$J\$(TE
"G,E);Z0AF'(5\$2#:.E\$Q,Z_76G\PE\RTHL=FF=L M_/_I;F.^W4)UM=QJ%SYNV(0-
^<#%#IN;CQO8WZ8;7.V\;0_A.7=SV_*8N/ MXN?N\H?8?IVU>RC=4_%1Z&B?C% M9_X&51-E7DKKJ@5P%DVM-
D^U3UOJ6M>_J0N^%5S7\;P+L7OXM^TOJNZ8-I6Y
M3#;6@42S5D"-2)QE7(D@N&>)H@H3EF+"9'5B*0X5+L!\$#303V (VG*7V:
M;>MMOHN=U=U4\M7"-0I;O;-9_B@N1;Q9M8\YR"IC*(T TD8
M\$@;9C@;F7...N;B(3+4BM/65H&909Q6IVM^)\DLI4""@=E*IKQBQ\RJRO M-@S69D30TF%:@1?|<:M;
@*Q=0U30?5DIF*7S8*9S\$(90AB)7G49M(+@*6&0.9D&IW*=,OXLTPKHD9.YL4"?V
MR!%M'E)Z5R@HR@*01J5@>U#?*OOH_Y\;D+(&M\G*&EJ\$/I>TCJ)5FH%4M M:'1;10R+;.
<2(+OF/V<#VS)%A6CP>2H\73*M.!>!OPG7RTORY",E#7:IT M2;Y=:_K#@E>/"
<)>_%_SFP&97_Y0EIS@1F\$4@2I7W D:0J;I\$%H\$8)PPG.4HH MA@=*+PO*0GM5C-
::Z8OAPU%ITPC:SKL*WQUR'ENQ\#I".Q?S(>C&[M,+^5?H^6:"WKD '2'QA='HC&RW((ND-TPC\$X MX5%V?
HR+I>I=L5;NM>.XO(>>NO?ULICHW8!.\$_100Q=/^O24X64A5B3\$C\$".0\$4TC;J*P*32SE^M4I
V+V;R#;>#4FNHFR:MWBEZ%:R? MJA=.DW8=U#^"?"3_4X+%WX) MCIW1R\P,NRYJC\@-15KI\$+<1H9'4\IU;?
MKEMHJGU9W-V\;T^1ZJGJAUY M>8X3=C""61AR" \3 "D<0\04I^I"EI<2HXHE9#C\$R\$SAUK?Q=;"K4+8
M+K-FA)A9*LTW#G;? BT=:/&IEM_..GS\$RS0#>ZN-R9YR8D8B\$TV"V8#P-.ME M=:^;3_BM^"
I;F.MY77\WZGH>?P/4^LDFG\$.5Y"\$"H/(.\$D% A8C)&IF*L9DOF0 M?D_NQ4+PHD\&I"GKL;A"?9;Z,Z??
2CY6JY9'4%W+691B&DN&1\0#X=('@5\$ M12\ [8HQXDF2\MC(N0R+F=F1U%_9G?I*J6;IYP&IIG?
C\JOVB&L.#'8H1AZ MP'+SG: ?I-SV=Y.OWFJ?-FI7P.YKX.%IE3C\O1W2@97N\4Z;_5NA\552<(
MJHH4HN:8X\!"61H3(#*4 Q@E.4 7)*R:"PO8NK3P&LE^H51%7R_\$9_D M0%=W7AW/O\108ORE@B D
2)J&=,7VZUX%{3-O;'.&IY"G\X9FWJG(")S_CHL&B/F@"1\$_JTY1'3:N_+7< MWFO+)>20-\$UG?
1RIHE7O\;E\$M4IHL10H""\$0.0\1 0EA".RQ\$REA*4SJA MYG%0N-\$2FUSEJ">?OUH7;*ME_A)PT?
PK6!?!JG3+X;71WYLLZ^G)G15;5Q M13:6Z5HSY,T\ES\@IQ4\B1>=1K43,N_M%4#M_2J&_JM'G\LUC,,RGZ5R
MT0B&2\6*9C.8L2S)0_Q3M>I'D0"4YQC\$
M229XJ+9\DAEQF.VCWLO1U>4>GG\K3E6K>)/@QH4.F\YU05HJE^@ZN?@*QQ-\$ MS_MBI-
S?I*Z4PX\;M0.M=#Z);RD?J&?+RQY^HG;W?KZF_ECTH8Y^I/HIG/0S:B@EJ60\+IU#ISMS3) M2C>OTK?
6CPNX;_3 "CZI9\I\$%>%= _OJY?)\$IA_S;IYQ7GL;25\$3T;JM"O)/ MQ.M_IY>_ICRZ\N1IC^J#I+#+=NIW?3M;G-
=WG\3\$>_UIRW_ZT=W;P'43.' MB.>&/?5L:FIGCA.XVQ: ^\NBI'L15J1AQUUSX8UUIHFBY:3A=U>;WMMRI.YTV
M0A15A"P0'Q\CAH&=H\$O"\$\3\CTR^_O>+16R>:2A_R%V/T MJPA6G_S?YV=) ^^(I=)?"
%Y7_WQ#*L&OR>U^DO\+I)>BYL^LP6PY^I70"L0 M* VL)Q\;P6;FI7Q.ZWM0UUBN)"1,ID2"4)%_!B8"
D#@\$.6188BG3B%F5_M4ID(G7GMZTODIP.@C1(L;X?IV:7^K: TP2^+;S\SWIH!5_F#/84)"?0\ Q MUY-;!*YI'P
>&IBI'ZUI'-I\BD\7VL7'ET.H097DN(I)#D';C.# 8Y@ M\;(L3Z,4TA0)(R(-
I\$S.PN3/_HH)DY!?!0V+F%GORKX\$BG\WN_F979OCK. MS(0NVW-F!
<1)UYG=W8X%GD*W\SE2IC8\$9S01#.@=AE"/E&6*LM@XY:7&< MQTF>(X29E6<8D#5WP68M.7CSE)O,LCQS
"LSA^)_3LO<CX&28)O;Y*IT< MD+1LB>2XR2>ED
:WN*WFZ+^7FSUSN.FW.YDN5F77\2= /N9K_TR%GH((40(@_M21F(N: H%R"B.9YGF049\%55_F8P-
E+ACKQ05L(H;U+CVSW0B.XF;VO^VB M8;2&>T<1> MJ\G6N:FAGA;H+A%5\RA4^70?%JD2);IO#_%15>\$
VS>1R-MMJH6(6%)\LMGR#7>7"N2Q\&#G\$@2+SUS.9+\$\$;Z)(ECEX\H*695M\$-
MJH"S*E8Y8PG&:0P82M7N&W.)\$-'C75@4)A&_0Z-1GL5V7NA>Q_S_=Q1SO/ M6)8SK\LL#ECF)5AZEF?!?
I8!*I>A6WA0RAE%7N1 E,N_N0X^&7BB"R4%*2K2 M=64%74YZE/FT3!E).HE!#'.8P 1# &)(5*I' M';S"-
(L)A\$8"QYUFMFQMO*#G@)7P4%%6UY;7^I\AV%\$^\$Jf6V=,GW5V/"NF? M
IR<>003^5\I00@;VHI%7X@KQ>" +1;2(<0KA-(TIGXD+<@IXA6:QT0E2A_M M6#FXK026/M390&::4N K>?1"
IKR5?(1GG(I.49#1303X/*<"4(R\9'\$&U M%5_?*)=N8Q/91NMR%0D3;WNOE@O4YK:AVVSJ^_ \$CNQ=ORCJR+59(A
MF=(4 HPC#"#4+^)C\$ "&=&I\$B&)K^H+PE;(HERE'L5;G'XUL2WJIBUB9 MN0_?"#AD;_R-
MUH8Y9Y6MP7Q2RZH;,>?J(1ZJWS*#6J\IGRAQ6)\$*LC^" M*4IT@C3#;..U^J3F5@J-BP5&S M@;J=
<W;N6N@E8IGP7364R\RF_MK,C"=-3_3NEOY\1.R\PI>&FOLP>K2\Y M\$(WHF?IU2+KEBL7C;WV_S(V?
FV06++JT#K4?>Z\Y6\;NL\U#U>>I\JM^9IL'W1I0"793+I6W.R4""H9AB 4G &(
M,@A0DF\$0I9Q*E)*\$9K%5R\0E23.O.RU-G^"TC0(I/67;3+IGCNQW&X)6AEM
MWOLQ9I'OSHB+4(8\X@G(5Y"R""^:Q_OR00S%2X_++\$.&OS^PO4Z&[P" S^;.%>*_T_MIG5O2BFO2I5-8?
N=VJITQ-JH@_9J\W-NKC>I?DPT'Z"H4&8Y#2D_FI010 M_P(3#* (DFPR BCB5&3F3>-90:9YZEV&S5U/_%3-
#CPR>*H_U;)5M>7CI>TJM34I U-Z;_H:I92F^_ MDN+3M_H4XF_9S^D4O+%IE6<0"X0\$B"3B
!M\GEQEH(8XG.PSAAU^J;S'-M9_XT?OIR>U;I;L;ZJ?>M15.I52U?_T%IBE5KRE";FLM0\+/=#7;6+_&M M6>9
M_X.V622=>G14 ?@OYUK24-J^I5Q_?LZ9E IXI>X+6(\$U9UYK421H MIEJ62@^<4C>+Z;UL^FCIUW&26EI<
7N>=R5DK.Z\W1+M\$Y5NH>%^&TG\I<" M\&YRS>J&4&K="^@ZB"/I0"0.V\WKN<1.=6+<"KL8F?;X:7V;.
(.K71.E MJZ(EH3LV>>J#23WP0ZQPFDP99AC"@0J@0\R4.\$\YE((H&H5Y&D+"I?*@0^)F
MCD04WT\NFIL<1.G+9KNUJN4>""&/DMMZ@UJXSX2BB9>I\H6#PA9.IYH8 M?IKM\K+M2%"N_WXA" 6-
WLVE&W152L9M2?>7\$;KUMOH"J*QY/X3Q^AV\ MXTSD\$4 RPP\R3#65-\$\35+&)\$61M"KA\G62T\$.C27^D?
36C.)1M84;6/R#>MKT_H_ M+Z6QFG2TX0\$S?^<7;MA-/;\$8@<#N M&.+2PYISK&\$P)\$#A;&I?;YM?T(Y;

!Z0=@*LEG-6W-+5-6-#M!57!C-!-7/M!-!W:
<:TMK,X6CZ2AK^!R*NQ5!\$(94N>R<(OGH*FG-90#E!+K!LV5C6\$,H?O-M-E?;WSB/U%XX\$RKN2G\$*,(T\$").Q!E
MJ=&39^Q!LLX<&Y+5/L;UZ1-!%8,9=-B2R+UA6MSSNKR0!8"-E=RW.&^NG=W
MWFY!T01!G!4W!6*5D!+E*.0@9Q-#*+\$\$A,"\$TB01">\$QB;1X>V0D+D/5!K6-MQZ/W@KU!W^+FK-T!O-/Y-
5Q!+=,O,-V%>I-MNKJH*-2>1CF!2-;18(QB2((HBO66PV610"S)-,1"RB69!EPBI-F4!F5U-M(S!@HF6
WQF>2!F(MKBS*,ZP8!&WZ!5..AKW-/QN@K:=U2K!1SU
M5H%1K7G0J.XO!D36\$-1T"PJ+AHDS0GRT!AI5EGVQZE0!M6Z\$%5U7=Y3);;Y-M1M3DT"IL^XTK06NY)D?
6CL!L!7!>Y,9U>-4=X:2.9S0F;K:C61)Q\$1(*8!)MH,D,8PI(*6-\$8VBF.4T38RX1Q?4>69OK_FX@^U!;J6GMGU?
5!H8Y48V^!>1-M5238?U.Q\$=%F-%!Q!V/*!5!Q!%?BA;XTNX!&9T#0L^J-.H0!UH&(Z!QUS-M0H-
"1H+=;\$Z#/(GK)TU+^!%FQ!FO! 7!G82-D)>O-5A^L*08-D?BE-%CO&-M7QC.?@W-TJ(=VP!95!WFL-
\$V=UZMV2GVU6/6YW+Q^+;77&F-MY19P-NIF&FUEL+3!G(8;.6"5K/@CZ?25KCYCB9*Y*N3SEV195OC)@-V
M!NLY-8EAW0!5L-FE\$-1*KLUY+J9ZMD?VMU!H!F9;-D.PW6!U!R=IEEA-M@9,DDA2\$N4@!)
P!DNJYF\$Q\$/4=14HX3HQV6Q^E&M-M-FI?>V-57HU5B&98!78GBLMQC8ML4<^!L2X#G!1Y?WC3E%GV",1+
<="G-M>'Z>ZD@TW:6VVA#U46CZH9Z0(-@G'=NMUO=X%GPCZ7VY,U-OB'5NFD6M*6Q-MY+%,
P"17!\$3%BA*#!>A9%AF,+.%;UI-G<;0"Q!G?5"FWFSVU6GC",O^M*G!OQ!OQ!/@F=C!4\$!SVO-6^H?%9>U-
KV79K7W#>4)X!5V-297\$NY*WWCVT-M%\$+-@;!Z=,NSQ6G-YA!S!Q.8-Z@VTX
*C@/#*9,QQ8PE107W8X+F+J"O11\X
ML@!K=C+1L\$:+YOP!8'E^:6C!5;U\$R.F=50#YXL3H*\$-/ZM11&U!M%0Y^%
MYOP2-IW9%N!9RD!T=%H)@7*0!#A7&@ZK50M592-\$#(!*<^!T%9#O!Z+F7FA
M=D*3!H=*(!&K-X8KK!:=LORQ-;@CT:DOX!@V"9/7-<+0A!5+^O2!W+U-ME\$%?
M^3GZ!W;^!G*5CW!JKZ90#W!/\$%=?4)'DJ:~X3P-E40PB)#/,QR*\$"11-MY3S<
MINE1=-7N7WNRN2W=RO(KJ\$TQ.%;!E#=-D&KW=B-;)-(R'B>")G.=3#+W*M8
(!8!PQDL9!;)EG=-5D9J>!0P5H<*^!3'(E.N!"W?>OO;1;7%'VC!2N1^MEOG!1B5HJ-
*.MM/Z:#YOA6BK5\$/HD#6>@5!L4!H-L>83(^N;=>JQ!B!M;7"=F7HW!8%N'NY,8=7!8ULE<3-PI%\$J.X&4?
Y44!>^/"@T3S/4(XB("2-M!C!")\$A!F!G:(P2F&"C%JH?"@S=W!TMJ#O!%V-MJ^OWP3*NDFOQLPK+@6X-MG6.
<VMKU^@#)\$-><9(JBSI(Z!H9%>GNF;E7QY%YH7.=33U7XO=#W0E!-;M\$11\$FY7\$B46*7=1V0-
GORM9=CO.K!O@O!\$"-MRWW@&BF^5A/4-
BF90=0F"5%V"FM!TSM!D*R%\$!8&9!F4UN!0'F!^WT&#=#!;\$L.G*J=A+Z*L%AB%F>B%3Y8N2C*IX-MA"
08YXF&&4!M2&>.M4A)6!<>7<*FO::=(M/C9T-QNM!R!^YG.W?M6FTV!LKM0WT!?!AOWCS
MW,5.G3%4+N5=&JCM!746N<9N:I/RAF^MT%NBT;D#L3V)Z_VBH1?I53&69A!P!67T2<8#2D
(<!RQCE*&49:M"W&D6-MW=M):4G2JALM\$MPLDA.#C!=-;1%A/G3JS!0H.V^SB79@I=FN2?W4?Q;:(PRC&?
OF7'5-M:U%!(VL)@6A@G06KQA0K'?DO>M9ZXJ6X9.00@!3)/-AH+H&B(5H#IM<-0=02P,\$%@JX-6H5E
MPH2\$%\$T1-!0!S>68M.C-R-#R.S?<')E+GAM;2!67=;29(F^Z-M(B;G=2S#1Z5.5?
71\$LK6:45((REF>N8%QWRCTD!*\$@4@O7KQ-P")\$%P\$0CX-MY:VL.96E\$!?!?;
G-2+U70QY>1+^RO-R2YW&H0.S-M2-G+WS^?>7-ZO^V-?/?"7GYN!OK13S-FN?
K7UXM,ZYS^N7'=WE-ME-67.N+Y;F!7SL<%T6RZ!-IK!LU>;Q?+Z=F7!2^""7WY;Y<-7?X3
MMS%@9!R*SOZ4U0\$P>P0E@D!OC139-U!G-X39&)%E9!D!5R@A"3-J422RY8-MEC!T\$J;SO-Q3-6/@*O!"
!\$W7W5?LM?OJS7W-HUUI-/CQUS-#IKH!75!P!\$^EO-ZOWY-JRE^R5!1M!O/5&N>Q+K";M.J^<^;
!1<1U)6?T07+O!H0X++7XZ+>")/KGZOTEW!M;L!LA"^^+!A!UT46E!H+C;K_Y_7-;7T^*M+2.*T-Q-HZ^L?
V(NMB!1.4-UWE.L.C80EQOMH@W?FE6A;Y87O!+&88!Z!X!M27DZZ3!Y15BMEQC7DV04*X5K!5VBE
&3@#B1KG&^!3T95-96Q\$&GHU6-M?SU;?/5/OC7*ICZETY"G71N+;>1TG^T-S9?3!?
30/J,898G*11A"^^T/4@C-MG1(3N,(BE)!1*,PPEPVFBZ_+L5WRBHS0;/@;?@*G14;U?:"UJO+!UO#XJ?S#
>1\$Y2!Z\$2(X#-M+OVO%U!Q.HDIUGDVH",@M@((H!SP4%1B!%T!HVP;C%REFXIA0)808NFLAX#M6A9?
ORIF'0-YZ!A+R>,51ED"3!33E(V!#HR%CD6GDY,1)U1HL^T0,BY53-MM;H/DI-\$/*?,1+K\$O/EPNO!M*+
(X5FPR(ZK-KIOP\$VC4@-6!T<7@3.MC-MZ-YR#L*->"X:27VT2#HY9VLY. (^S*D#%2M;
<#!1"8=,&E92;HPSV40"+J3-MG(0)!5@DX7^X-(NG+R+M!;1+A.K#;^DX7TU*(>>?QO)!T&^=R0NK(KT
M!TH26-Q:B0?86#<0X\$O6-F-/A(C?"W@.2P?>L2!^U#!!1Q/Q-MCL1X?%B?#6MF4P3C)=\$OB0D43%1M!%,S
M^U#"-5-XW%SU(\$C89P6)\$!0Z"EB!GK)!-LJAK?%S-F\$R>%ZO(V;*1A,*4@%JN1XC)J3E'\$-#D%PO?A\$GDLN
MM85TQP20!@AJO-RP7'R?SB.%!MQ(K-574F%NLX00DG-M2S6:6FDY^UOLK?Z
M85!Y+GG69G(>\$UX^+!%9KG/V-TV^=OR6D!)HG!&=9+=N+\$6K+SBE@N*H1"RG-MWTP-
#R;1.NOK)3")ZF8"%5&^5"B-FY'(T((M-E*LQD-#P/Z*A^@N6133Y+GP%CXE.YD@3"1?@|7<-RA"L3T68*QKE!
(..5-MP&DN;6AV\$OJJ\$!T+/97/P+SR6->I@!A;YR76)TF?+KZ&Q6PB\$Y<,8B=X9^!\$!+I-^UZF&
>"Y9T9/E.HK@XM-S;/8-YQ1'M2!JXHN,NO5VMSNF!\$!+*0/2"SQ7@&C@SG,R>24973*U2)G<<-RAR'E>>5!
M6TAZ%)#YM7LG+2Q!&X6ER06HXAUBU"1R@!^N@!4!&E#96-P-MPK#GE?H!;C@-V3F53>5!2!+
(^6H2+)>TH(9LR(-6*6:P0M/A2="F2"KZ-MK\$K-GIH!<-!KRRH-WD/!O)W3IV%<3!GUIC&+5L3GY24A0=
Y8D/*11X-MHAUX-\$HXQ-T!H"7NU<-#"/Q7:0.ZCP\$MG%U-A!MEA<3QJT0424Z.6OF
MWQ.CCA<2!PIQX39;18)C<6/0P=SROY;Q41P&*3U!Q-GMYOB)HK%83\$VVB
MV(Q<L<L@\$.4SB!Q!H!C<&Y;C'O'HH>!XKGD0\$^5ZBA!-O7O#RCD-%O-MR!6/19=7BZ_?<'XQ49)%KZ0%PC2
M(&TEY9\$4);^9SC^MOZY-6RX7RU<+(B)6;V9X=DD9@Q1\$-9#4B0AI9-2>U!
MHT@D(-L@P!I#R!OI^&PZ#S7/*IC64^"G/SZ0M%Y?XMX!(G!"#3!J"JL-M,4D-
P;DHR:T*@;7(G>RN>1A"GDNNJ429C@(!V!#;!K?S!XGFCOI2!@C66-MXOAD22+2!+!2)U2JV-CD->W-DH?
AX;FD6D^3Z"C@L-MXM,7DN'J?FZ!C;K-M=PH3SBVSJB;)7>@3'F)@1(Y&SY!#R!=-H!W;:#@/!JX-
I/Y2)R4U74)M=DXO+SY62O!YL-YS-5+^N5-3\$QA7,KZ3E"IVNQ/T!H2!%2UFB=T.?=M-I-M,"F!<J!+NG9?
C0P#L\$-;UO!G;>H-U,UT!+CVEE-GNB@=2\$!>E/K'H37-MJHA-W+2P13>7/0PNSRQ)>X)D!X:&"P)
!ZGSTZHV7@KJ^X0!HDB@Y;Y0-XIB,@-M\$J\$S3->=!>X8!G#H!/<LJ-2W(DA!UF^W)W51-3KM(A>A"/IBRQ\$(K,
M(-%?%9)S!-IN?EI%CX,%L!E!-I"NJ,"R*9SP88)HYUVQ46(NIZ!TK;F3@-M)T&A++(6SS;\$R;
!2AX'DN21BVTAX8)B!C67YXCQ-Z3=>K=-YM5"QAIF1.PF-M^.%D36,BB24!;B8BA;"!9U6.E.
!EO!LV=Y!D&T22Y!KI-M!H(ET7W&+MG8NB*(X+5,6IS6;VEOP,!|EP3J*=(3)=?WZ8)*!YXH3TD
MQ\$!VCPX"Y9T^,FY0P"-SK+4D27-JH,6!AOEK-MHJGF8;YZ4*6Y3=&R=6G-7WW-5!M=
M30%(@C)R&CT9B%HYID0B#R\$K(\$N1?1"J=RZE?DH#1KL!HXZEL+&X!XS-M"JA"3;^8S"
Q2RS(E+)^Z!W422W!YSS!T+?H;T?IR\$!SQ:5LOU9?+;M-MJMHUJX^Y!*6+
F9+);.8("LU4-"J!M,DJE/2!0@DMLH,0^NH'0^M/Y(>-M-D?H<1%8N",R+9A=\$\$CN*#4TO:+\$IHBA-MG69-
IACQ#R"NS-ALMW35=^2T%WMN;ZN7?RXO7N9Y+E,ZI9<7V^!@%
MBL(PEE7:O!PDIC1(RQ*7LOC\$8N/3Z*\$4C@MDQV!B!60*&@!KDSW3K2@16%>M>&#=-!7\$-
#A9>VT7DSTQ>14*W)20!/%17#H0H<*U\$O-(O-!S!KZ-M?
9HHBM@XA>^Y=K+;7YVY10:9B1*YZ%8ET%IZ!S;H\$EQ;7ST:0'RY2."P(-MI6XD/M*1.%@B5+&!;K?
^8J^!2IC*!7D!OQB;M%!*P=*9@>I*1
MG(ALA6\$Y/-1>|28W4/5T&%;/WBX"W8ME#.DLWY1KKC!?:&IPM47^N;V@3;Y-M\$5=2G*3D6)9>\$GO>U5&I!

U@G71,(YH#>Y5VMW*\$QVYI+!8L!>PIU'(VY MlWD9%HW-VYlP)JY8@:H."N"@:K/N5&HVCE*92(T?&U6?
8M/V2!EVTM(3 M&D)3U"!!J5JL<=843;_!^2W/5-E;-;)@W7F(1B:@H2P'\$3H40?(G-IJ>8^
M-#VDC,21-!MUG2+N\$;E86S9>YV^+U71=LS&>9(!B@J*V#,.0JH!LW,4U2JE
MN7NH3*!B)Y)&8+!+Q8JZV33A*6E9NYH)0D=T4# M/M0Q=BK%D*3!*+U@:@N29F*Y2C_
Y4NXC!>OJD!87Y^!@3RYB(H-H7X MJL\$@E,64E+9972^('8\$WW7&N/P:K HJDTQV=6KOF0AEMM? 01?1T"
!2(X MD1&!"ZBC"((38+Q3.J5!U++ MUTHA/NH):R(KT3IR|@^ZE3TZI|JF99A144^!GLD/B!ZJ@WlF-
=8>Y=TK_M>M+)>U#5!713-)J6HHN@2:U0)IGXB)+#BHD(ORVC'C_0^T;T+#!L6-8J+VHGP
M!3GP&QS,UFH!O<!"GJVKRO:05S+7_.\$^0%:1576WBG B4=C:O=F0!XD*\$9! MQZGBH0C+33;!E?S0ZY5C3,K#%
U!+4.L!L*2R2^!@WKB(6^>>^&P7FZXK!<M!S^1C&DMK02&I>8X)2=?
3AKPR85@2*C"QT=XQJ=3-.09UM!V#;2D\$;A.?RSF MTQO,7!D\$PMA04 CR-1PQHC0"6MIHK"0?M?
4BJ8=!"1QCX.XE9IAABCW9MC8B M'JBLW6*BVT*!_L4?|_<|A!3Z3U3A7!0FBOR_VR"\$)4!QZP1,@L3BSG-7AVP
MU+!JPD8*720SG+!A2SG>M.DB?Z6SN/ZDJGD!\$-G!8DI>U!&%"_".4 M73(N'.9^Q8<-D'X!;H(NGQP&=I-
+!;7."L%MMSI9(YM@KY= 9"EXBBLX
M*W5HEX"L,NT16/S*ZG&PN7NA88.U7N'20++CB=UN2>K!^DM>7N6U-M^;"!V2 M+R&#*?
4ADZQ3>9*OL&3MTQ!"E:C5:US2?=3,R4!OYCK5.\$/H*!,?J0Q?+%/W,L^YA MPX;B70^NH(16#3U?
B!*"!+4*BDG)%>-!B >3!#G;LI&4T(=I*%>V%/@+H MD#-7!JHFJG#V)N25)*HO"9L,(88*
1)&NWO6XS!H=WID(OH&#;) MO%K"Y21!#QQD-8!+?^3JBN\$!739K?TVQXFSQK9KC2^@7KKF5V@,=OA0/,*?!
M9!XA!&4L!L.E.R0'?=AJHPFW6H"D)R&P+!L)KXG..7^6*V.+NH=;NX1MH2 ML6Z)6DS@A(1C-*#AJ0Y!H7-
5=L:ZMS&&6CB;=VJ(>E+D("J'51 MXVY)A.SC@N(E(AlK_%8#JE8EJY3B+GU<|A!2!E-!423"W\$/@+TW;\$!
M!LQ%!@3>U28H83;9#P69J2!EPHFY;T&O8ZZV>_.BL\$<OL5!^UNMWI#0 M7BWF=!*?
DI!<9JF6!H7+3\$9V^ SM_ Y9*Q1(<2PZ1R7%UWX2F*(I^")M%F7 MYH(9"93%\$E3O)T-93(%\$(83NZAUBX6E!-
4#PVR.[Y-3B_L'3@YMVN>GO< M,0ZUCV8'\$ (N7Y>9=FX/U))J4G,YD#4B6H&PT\$ 37P*VV208>9>BGR=,M4@Y"
M7O-A [TB!S1QC^&8S>OK/32QR6CR!#*DX"ODC014A5%L@U\$5PYR/K9^@W2#@ ML,14!_D!?
24TCY;M".S)#>?)2,2IK+;5^+S8&: Q93\$CA:Q>XFH;)RA-MH9< M!;T'75D-03F""D7!G1*WSO/CC2#P,7.^EF42?
^AF!7;KLA CALISOTLWE M2:N<90;IK8V=KG60B!HAS(;)ROSK40=J/E,\$ IEW>R320^0N1LX"^+DES5 M1Q-
U!H*2ND"/(\$&QJBI!!W1XL+P"!@P@CU!9DV.OX)AG_E+%;&8VOUGQ?ML4KIW3*VE=052(YI06=
MB>@5A6:AF!A#IR,JJ"1PC0OW7@DB6VCN2!H&J4;J!;@^*^&^7(P!?'I&0. M77!:=40TUHMFU
Z,HITB/W\$1Q!W87!9*!O!C!MG_ ,SAH!<OZP-PUIG MS7^O&TM!RRUJCMU262P!Y!U\$ZQS3Z52/I,O-
\$!#SB34!I/HOEI7I5Q*9<*9S8D3WSY:IO7MPYK?H!<(R#?&P!&#GOB-
T/_Y!_EW5!Z<7G)R'Q:*3PGJHG(S!2;G^J%3_D19+YFEL)4%:T#1(BEL M!;0I(4511;%BG\H+.I678:OYIKI-
GA0@XWF@=9 V'N:.99V!G#4D7R<@ZY+!
MZ_H6MO:Y!Y+=&DEJG7D!D>=@BPY&BOPIUC^">|PY.KPZV\$H)FNN!72%M5N=JH MF D/QG+#+#J!KC5R'R!G)-
V'GB!>.:6390!Z!MSPFM?_5 !CM9)E>TRP!<_M^XGRPCIAJGU6^-."U!62!/:I(&0:ZM%QU!3I(K:
(MGBM=/"BYQ!)R_&.:0.1!^A/O,>(>01ST=OX! M:WS7S_00NM%>R;+4M6K NU2
3+@>HJB%HE,HL8C,2_O>B_M4C_0T1^CT5HG@ M20(>41>D63.%LOI?W;*V.L.B@&MMAJ!>H.G\$!. A<,4'@=:!5)
!%K<^H M&KH5^6EZ?Q!&)RMAX+>+2Y^OMNG6_Z1UZQB: Y%GJ2R6UVQNE;(ALL !1)6
M.%#)T_!7AZ:;B@\$<D1>K55Zoke(7R9\$WR%@:P)Y M:XB6!A++\$!"+UJX\$;5K*XR8%
(XG4C!3GHIEP1P"-FZO9N3H!_IQ_GT.YJ MSO7%^A4NEQ?3^=F_X>P!3YB+.G,30)22Z9!7!)H2B+,H
A:E!6&MVWH<1-BP M0#I%|_LW%|W5_)JLW5!O5><777!U2?4QO!TR:AKG!VD!64L-J*10"IA "DJ*N!M MT)!-
LMP%+V-LW_!C-AW#ND-P7.RD\$<E.U5SOSLFH!7L!GB!WVS!HE71-%T MO9E!;G'6QZ0%!YLU&=HL+
3)PB;/)=8LZ^M!;.(H8M,VD(JIY4,IX;J+V- M4R=F.4;2JDW!;6:U9LI==MDD-F*(*S+N8?FP?M4#-
O!JC_+!%@!CZ"0Z^+& M1?HQGY735!F" M2>?@R5H6D2GZRI(#A6!)2&L+A)!Y&X Y
Y;\$>PEE%YSRH:#0HGL>H+!)/ M_ ^T8Q=#52A,2EY>+INDYJY:(3!\$O77&ZPY6!XER1 XM^F&*.SS87Q!TV
MF*J9SO7%=4<0'57(V8%'D4!%)#OK!=E94BRSC&'DS<<<('C;2(HSVEQ8!)*0 M\$1B;U_E;+)=75!SOLRX)"-
/.ZTJ:WYHR^G),&O^<^!&!"!B6=Z3FP^LK M%L!2,PQ>QF"DEMJTME
GDCSLI4<_.%H,H018'B/S2WW.Y*>6(W>RUS!26R M_ME%"!+_/8X--@V-LI/20,FVMM!\$B!E.= \$Y!2N-
8!FZ@=AWY5)PP: KH7,M (RJR2E"\$3)ZGE*!/= ZE7X(80-#ZBE!F78* M&H-9NB;I<3=1V?IBE0A
=IC;_PD1G*E#4&/ K+6RK9^!G!LK^=6!@L0:OMRJZIP;5HX0!@L-T M3PJN1*F\$2T2!:=!D44">A-13 M.224)!V-
UQ"5B;T5V3X*6\$T0<L/RX7+= M3CJ;)S<^!C11DS0*0U!2R"@%TC>2L;JL;)Y*!<R!AX^LL)6KTU/?TT\$8!
M)3N#LK;T2RZ#&AG(O)9Y-&#&JR"F*4RQ!A>Q;D'T:HOQYV:(3!\$O77&ZPY6!XER1 XM^F&*.SS87Q!TV
#9%#L PM<*1@A3:E M O(5"V3)572)&69:OV_H@8V!;Q@!|?R.@WQ06'@^V^&NT1KW#M,P02C#I (=
M2!'*UBA*J@!D)6L62PX*I=3_-'M@8N-W">+&#;UAX/MMA;XQ&-7\$W9*;I-Q!6
MI(N!GBZ!00ENQL:5.*03Q5KF(=H0:OI+VW6G RW02(,23C#;(UC61JXL<1X MMF38&0!
!04^U_=\$Y!N+G82)9IEVON60A:&@BD1-3 ZXQN"<\$EZSUF" 3<6P MJ>Z&-OF) AX4FXG_"=6INB3\$!2(=+63-
&SP-3-%('L@_#K7%>JFXG.C(EH!|@321V!/G SH0 PL+6F2=3!-ZP/%2!KVIGH0 M:IVKD-
'AZIV4XH!4*6OS@SR/>9.;L0(E,D4!/?*2#&=#N&_!H3! 13>?;_!5VMTICG_Q\$MT4!M3^5NB!NT-I MR2?
2+=P%>^KH!7IC_!4!7+O/2L:O:HH&T!3R,LW#N&!R'H"=\$7!1B!C!>TQKUNU+Z+& M!5;6)1*\$00XJ:O(#9?
*>@8C18F:MWX>IB!|!2\$9J^!#S0GBWT\$&-K83L9 M-S)RZ815P!WEMXZMRICN)&0DF#E=T7>^:3!%ZB,
SLWT M!;0<+=!;A!@E*0C*<")X=,&3,&VO)8>RW9&'(>=,U2M@*OP(68!+SLO MYI!4!
(W7'A/GA01"|@EPQH<U2L44WC!9N\$3&9^XMD7*:E\$<DWO>8%IA M/F4?8@9EJVB!17#>:
!H9Y!AL9(ZUSC\$^2-8GKZWA\$!Z8! 200/L+=YIDD-Z*B!)NYJ@75C#-U-R1C>N!<\$3P-YCP U!SP+VC*F*%10
MBDLP=2"DBC*"!VA_&L!4P5;U)>S!Q8WC.WM0P!;5\$<#MCC3HEA ME6!; M#3CT@DRN5X!|!-
#>>>D+&F*M_V3U(^#4!^NKEG!J!C 41P.2ZJ6Y!S_M'D\$; M97%>^S&>?5@NYO37N.G?
=D&KS#E(+B7DD&H37.)^E/+!"#WF7!O?7F1M^J9K;HFBGA%"T!PM7H)AX'+2%&8DYY/G
M.906S0+NHF!@YA?H7W?@)YJ@Q@?Z%HXG^!E,R!3ZN_ZZK43:9K!MV7*HTN MJ3JE03!QYLG6:2\$6.\$4BP2-
WKN1N:GX08<B!73!HWW:P&BMC0(2MENO)JXV_M2!A;Z7DN/Z0E!^N!99MP6C(M%)Y;!X;60A= #DM
6EX<%Y\$S&@U)0M.. ML.BK:U=2LM(GB8Q&7^S2F#02&\$4!Q%/\$!M!5/A#-..!1.
MQ(C,BPE.MU1Y=XP7<,9AXC#4!14/ GPYO<09DM=Z>9G@G5+&2+ IE2H_H:@3!P)4#!FJ&J!6VY<<3)CFMI"P9
MLHJT8.AL!P*\$F(&1FLO AZD)!-H(Q(SDD5_#*!;3Q#T"W.S2!IG/@F.I<X^M&-
*U@%O"3.\$XM%9Q6(*K2/&VU2,I'E-/7N7RZ2)NL1H.43FGEG/860 MMDC%\$+A-E2,&F@+!;B5/+G>6.G0NB?V
^0.BY!3-7UKP%\$;L8!&02_N9\$5! M3J)P!;R-")#1RZY?
W3D"N.=#0Z!;HW M^@%RADVF!X*!T4^!@1=VN9WTFWE^ M2W!|=352JKA+.@HF>.*@)-
N(H@F!4DQ!N!2MD^>WJ!C<_*&OLUO AX!1&! M_7/T^S3E>5I=OD)^G>_.LEM0,<110!|^@QCC)Q\$+
8.%P+R8PS/O5;:GDO M:2-Q?XY\$P(EEVW4.0*4!<0*WL!3%"IK)@0DYR6)VO)N":226I9!C)X+3 M!_7_37\$;?#57Q
C!4 K(D&LW_.M@G!61NG,7")UUU3!"\$X\$G_ZXC5!^& MZFBACP^!HUQCUXH!@Q!57\$AZ3 %H90-8
37ECA2^NB!J%.:#/?2"FIN@8X6 M!PA0W8>:V%7-9K=Z!!A<+B8S=XLEC!PF2;L"A0A-J8'6M&E@%ZYBGV
M9'4"DRX4E#1&TR-)(E3W@9E?;IG!B!HY%R!LP)K0MPKFC_8!1 @0W%IDK MK5EQN8Q%A8U^2*VALI_E/9
M&2\$CQMPX@@RAPTIGMP=I%&'(!"3.R!_ M/B_N>;W!<1KV.7TQ3!_JF9=QNLK;[KW7371:L^C2!HY

FGK0!G:H8".3@X*M!Y!B2F<-.B!A70JW8&/)VE/"?&@.C&:W#B(N9IM^=2K+M?N3EYR!X
M_YB_G2_C%^+PW(:\X05QD*T"#H3MY08A"TIR^5B\$KPC*YY3=DC21RV^Y@
M3D1CW0W03ZPNRMT<H(Y(VS!FVGK)2^0VF A*DX^\$.EOPM.E40)%%W+L7N=4R
M!/#5ANV1^Q3XZDGR(H!VUY)\$-^Y!7N!JRT1Q!\$R2XXVHV1@P\$7<@:JR7%Q
M!&T!K3ND/&\$.L!USG!M*+=+!):K%D<LET=.S9Y8PSY!9HXHD%1-2-1RB-M2)U#TJ!UM=)JM
S<1'<0@)VBCO&@ZZZID!D9"4">N+!1M1*""OD MB* @WZE>=[WC-5"@JJ^@R).45*RS
M>:,PH\$52&C"/T/H/P"&\$C62R2J!.T\$5S(C#/)W^:V:+'ZN;K)S66-J.Y-J
MJ_S=3+30)W^UT%7K<"!8PEAH(C).49!A&GPHOG9BL3!%E'CHL8W+7H:%W4 MS_RP7%1':V!^/LJH?
SIW3<8NWK!2*NR87LAGY?2D-9!IS3"D37S@-EA! E MUE0*>8!3^5(2LE/I=-M09JFL\$Q^9>-840F&*EFSW,6H
:P;%L MP-@8LDH?G6C=5/SQ52RIP:AO:3HP!L4_V3-R59-M(F8X"2L+X9G6'-K@Q680/#?)
UK+4<'Q18*(%I?)UI98HRNO8!F6+>4G# MBZ^U@O(-_43//D+5.0NH&!*4;PQ2E@KGCIC5%&-I^L.
("N80M7!XC.QJH< MLK061:F5Q!_W!HDW.W5/-SB3S/AV>O71/W!B.#&M!2+V9SQ&\$XZ-U!A&5
MLZKLG>!WWOH?ON*PY:FC@5Z:AK/+OMZZ2NCOQ:EN2-K&M/IJ&R 52T0:4 M3B0_6Q0= 2+3EA/:B-!Z!;H&
!96=318!5&=8\JBQB7YT3.-%-TMI'B/-WD
M>.=G\$^.*!CD6D,*2.VT9:W3%@K6%S@96*WA;QT*GTCSLY=|SP'|>/\$!B!:_LW MG'81X?
QY)YSEI^7E^6HZSZO51"644:LJM6!!*<_!JZW Z/TZ4FDY-8
M2:BF:MARUM&AM">UC@>WAV>B)!:YI/AP#%Q4*90V"AY!J>B#U8H\$6/K#.#A MU-U;
(#LZW/:DUN./^@7MDCX!^W;^G:++NP7LX65T042)/DOBEBD\$P5IH_I<M@QV.D9Q-
!H@J!!ZHM0Y5NH:<@>)K.6!Q9+L/!^58?I+M.5DH1.#E,BUBZ>B?==5'N26%3.VN93#X!D
M=90W!LT0=NB!J?>UC@&U>"YT"STOQ^UEIGL!P6+('BUJ"(-FH'WO".M=6*)..UXO(R2.R:5AU5XI>-
\$B9%9Q08 M3OLH^9J!34TJYUKN>)3K2YC\$%3-NIFD29:A5C"@9"IKPD(/I4/\$S7LI=7 M?N=I*AH#YK9G
#DDN!QU7)%3_-ZFTU:3Y*,P49&9*Q/>B4CIEP\$VST7+!Q+
MUIK6Z2#"AKU0&NBX;J>J\$9W3=-/6I7^OD.>E*63*4ZS%,5S5FR^*XV)B MRIN@4VX^"N!Q) Y!D30.:#91WWA
>KA0)Z@S1T^0.P>*EL1P7%+PF0VT_!2 M\$D)UVNAPZH:/!7B:/:DM/'FV-!L7B/>+@K**@CC!&T&H(0EEA-
M6K+6#9H?3^5(9A0!48Z!E;K&X\$ONF/Z/^=OV3'A2:F!K^KY.EUA2!A9=@+EMX1U4(!XXDH-CY?M:7AXMYB?
\$4J_5EY>G2^KJ"FD_V,QC!LO+!F6'^4MN\$%%&E4B VH%+@0(IC2YH
MXP2YQ(V!JF@B1WG'U!>9VJ*1V#R!K!A5YQWN!J&92+"J+@==R69G7L"&U& M'T5&XDI+YOG!GY.U!.:S
..FF/UK((+=KZF!R4G)2JL!(!42:."/ %RS MK>=H=+8?;I00<0;^R>%F1M-#*>X_?
N37.SI2E)T19(ZRG*\$WL/:LQO'8V-MO.UIG:XO5
M=+V:/%!GK&S6\$4+N/*T81H1?:@P!>T0E5A=OZJ<+!U(RRC*\$O^#52RHCLX90%
MIGRPNRTS5ZHI)WA8)N0Y/4.2XW:G=&JE*F*V(8@-HM1HRVQCY<=#S7 52R\$7?:O_@>QJ'OJHH0G/&./
M5YLJZ!2X@Y!3!*&DN.)\$)*D)4NKQ:>H!>J3HGZ38?OK!HT@<
M937"4P0IK=4W@M/X<&E.4!C:811R65N+RF549!/K!(7:OAU-W! M3O6).=F3TD90(5/9JO!?
QSU@UG=;A!S26P.R29WKQOFZ>8W=GYSTV!HW/^ MJ<X.TD%?K+%YR?
J8!DHW!WKMS\$77DX!)_HL:SAUQD3"<9K!%@L.ED2NM9! MA9Z6PV%#1-XJ!B>JH!>1""&+KWW!(-\$WP"2A-
)9).L==%'200/ MFP88)0?I<03Y^20!)9M^K>>QC(HYAV#)BI!VIB 5S2&IA6":EWM\$E:OU/L M!?!SI!49%VX?
H!21S?':K3'R0ORT);+"SI-/A.J2#.X855H-MXY5RP50+6M! '4382(CO!("MDH9N&'KK3VTPQ:Y.N2Z='UH:E2Z;:*8?
(- M0Y(CBT!"RXZ3^%)HFEZX0(R(^R.\$!^S;^NB%AIT.-\$=4 \?0!:@)!/>KKZ MMECA!&_+Q?
FWC3AHA!%WXY*^GLI/<JYVIZISNO.349-W KZ;-UHK6ES6\$7CB MYM67EE:U+B9_N:&S4&T30#1S/?=?
LRN):0000H&-IXC(E.&M>Q:1%+ MP0IP&7GAGGEA6E^/B5_P-*>?FZ1.C(AA3?
#K_JFW621UGEU)_R^+Y=>- MXB_E;Y"KF'0 S^K8!_02.!@%F6>6.8H42^OBP0)&W@8:V^H!4.S(S#8E!WS-M/^
TU=;B6AICLZ<8D!GM*U54%G&+!+).I*6C.6MU1+LP/I4:MPI7C93Z> M2!RKB31Y=EU7L7E!%LW@^<&#P>-
S:WK4QH/ROTH8U&X!Y?GN%!UKG>CCO
M9NS.AQT^WIS^V!^N^G54Z10HI<)-\$HIS0XFP5(SX/CO@LK&N_2)H2? M:K#NT!
(M_Q)7TU578GU%Q6=2U!M9+:!1+@FF3_*/N3;VB+!D6LP6C)>@QFB M;-U\$!?
%4#GM@/CTF!UASWH=-!#QCM7%#59QGCZ=?_Y*RXM%^30!FT_+.) M_2+&Q7D-
DLX^D)YB+1(XP!>LEQKRIN!48F^O8RUR^&@S4V=;7N(=;&J!F0 MY0*!^9%-
/:ZQM7=T/S4G&J/VXLVW8/ROMY^+)+#
(SB"CH*6.@4>@>>C!H&4;>LYE.A&C!^3TOP^)!+&C7('8U!5)&V.62NH<\$
M7!N!0:RH4!K.A.)KRI>:L!U!MO@:BYG+D8!WAY2"E"J"6ZZSI?Z#K8%(5 MG :LI?%&94P*!CL1:2OF
D4.7Y"LKZ"wig% M!C+M !G<:Z!OKI?=-7R+=UDQPICGH)(K-7^G MP+!\$1R!%+RRU'E-P.'6G)>N5JK/ZKJU?L?
E/_Z!@>^M>H!08 MKH9:7N^8ZPV3O&(>/6W/D)!1!@*)9ICQ:I3!")HJ_!I:4EV%M8T!H(O9UK M'
\$0QFY:_BZ !9U15!9LM?M3G^V6Q?>7T3M=U--15041!H8XA!+5B-K MO+/T!2\$OA<50:D+.#
R<+K^S>BHBC5&N-.5.G>0<:HO7J7LO/9UWN#0!AB-M(57C'8#62!ZLW5.M25W?
O!%76>NY2Q:FPQP&3R=N=E4A@P(\$82WBG.%K=IV M'4S<.#:F.0!VC4T RAF X?
G:8!9^3&-8:3R7"Y*G03^>M>@N4*F%EHF83V(Z.L(A1T#)9.\$+!+1JBB=XJWS:X!B M!.1AZXJ+-5Y?K!4'
M66:1N+!T?ZU#M'T:3C4VH!1V?W=+9:7E7^E<:'Y B DB*66=14'MN^?!
M9D294XS.MLYF!4.9L(G)F\$3LYY(>5#%&^&)RL5PN2E">E2!Q04;EUN<0!9 MS2Q)6-
!QSD66.#&F:AM?AZLDA"B+A"-8=%YJ9EH?5MV-R6G6Y7=3!W&+O=* MZAQH/I#12@QY)"YB#M45+Y;!D=C-
T!6_VWK<:K(QV!NWN!TV;W?_3UC MY:/+UQIA.>I^G.9&Y !B&JF3JY5V3HSKJ!X59XO/P 4+H'AA%-#7>^/'N104
MA-O<^O!N(7L.SBC?)=D!64V!)2NM:ZH!%MGC5_D!A M!4PS7-Q*+3=3POAMSL=|CZKH+S VE7@VW2-
LQJN+K.GJ'R!QE=/20=NQS/=4@!"!+!0:H.GV5(2GTM_X+=MO9*X6%SF_S/KRYK!#
!F!18<=CKAJ+!DHH&\$Y*@\$Y1./\$S6 MD--D.S.>#3-VZ4=3M!D\$S6MIG6T.IM4IWN!Y!&LK M!V4A*\$>:T'8-89AJPI
!&8CF6UF!M6U!8N!7!JBDT^0S.'2!G:-7S(2)_22\$% M'6/JIC^BM9E!D.1&)FY_D>N(!IC#\$G45BR@&D\$(*1>
(BJ7D.D!QM!X!&6?)J.M3AR5J!&4\$D:E!ID(C#:.V!JAN4G!R7Y!JNR^+&>W:3-UBL!UUG*4!A;.<M@?
M2G^9F!.1!@*C%0!K.LK639T.)FY@NW0!)FXUL^E">.W3CN=,XZP0:O-
MNK&EN9>P9N!M!J APLMLT*)64)6!16I3W0-U=F*(U*P7AGFW=12X"<9FUI M!D*\$S9!ZM+;SV+
(-U)80!KUV\$DEFOG LE=.MZJ8?H&?H%21M,W-N>YE0-C-^> M?.@\$7>-5G%|<|!5GM?;A#T?CZ! MN_@M7-?I9;
<<,XD^>*>XG!%&BI"40A.<A2M\$SLXN!J^N=W_2D_NJ^DT M!3N:3DH68K\$@C!>@5)(U<%@0MV 5C-NFS?
*)WL@2K"GOZ?MOID/K*QVIG M/^6SFI/H+MEK4CQ1%FI=9'+.B#Y/8R(W;7^2Z?Y+DQ@E5P.3ZFD! X'5
MOP.AR(RZ/HAJG.*ZCY:30!6!S!TS*JE!3PI+8+N.B=EX<.ID(&8YEUYEJ5K! M<0>0-7#GRA;8N!4H-E;&^\$W-
NWR+L^V\$NYJPPWH!<7DW^CNN*R%F)!#&K;U MZ!U!L+NLO#K=-HO+X(HHRG^5Y0%&f>UW>QSVJ0(
2AA0+D?PTC-(T2\$ MBF7>2!+!HP@!U:U;M!B*W^UZUVD:BNER!#(7U"J72>10-L.V.)ZC4D:ZUB40
M!Q\$V^%5@3TC:MW3MM31^6W=*HR!&@B.L9^@4 T%>?2:I(D24-H" MNJC(>3 QY-&L_>&@GL+7&S^O-Z
162,*61(QA50FE-((Q("P!1VR)"Q!B5W\$O/L-W,>X)5.P6, \$Q_Y!|4J+3A?X:-V63=V!6EJ36T0=-,F-M?.\$1.MBG?.\$I-
1.8:&?N^)^%@:#P*=?&:@ZU51(P#BW?/I_CY?H_6V9_IV!\$IR<6A
M4#15HTTV!\$@+P4E=V^!S!D4V.K00QA>QXBH>=XIR797PZ)8X6LK>&0=W-J!:" M6!%<.L05"D27*
(JE4N@DN.W/4QE/E8>H>=R2RD<.U!@2, ZW77P^M^AUM.MN\$ _92Z!VAQ)=J WG/CK.

<4+F<7.0L^_W4##M\$N2>@-1+^"&"TN=+M;-B MS3.JR[C*J^M.==%NFBD;>8M9@"-
DR)F'X".#R)A7/M7>+*TIV1Q\$V+/"SD7L" M5WN5C MGESSM1#O'WF6WBR6G-"*O2@-8U\$24Z@.\$%/-
OB;P)P#5W3%KEE6Q1 MG#Z2Q&G*"/O>9JG@&=+=+02Y91J5<.,6#807!-!"\$9;R3(WL;9X8#QW M&2-
YR"CNAI88=09P8IPT>@(-S-UI^"=(A>2SWD-R&_QA@EE20&RPWK#7\$%? M4@); QJ1DH%MW;U'T?P(-
Z^+M^+1+0P&:JH12%ZFIS=D8UYLYAK560@- MO^7E-?=@:~X?CTMI+OGL 7%W7EB:\$(0WB4@&?/>4J UI+4?
C)UREBAT-L=M8.I:TS7P(X>|^-@FALL:FL|Q|YS^NH++L R^U)N'0@H4F&J=@.045%X36P& MKA\$2*B)^T,-
"Z)Y6I7.SS(J/\$.MHI6Y\$.IFP MX&JD8Y7SA4OR*)@AW==_MLYAF^DN|PC-)3LP2FJ15U>)=9|3>SKA|7(RUZW(
M>+<3*.:1LJT%|_4Y)/. S\$G0ENO B#>V_S3D3N BY9_:24QUAA=|Z,7VJ#N.X7:F^Q?9:#TU8KEH#YD\$%Q6=^)
M"9)UE(\$|ZS.WA0/(HZ9N9C7N-T=ME39|FD0&:W^N|: M2R^8%:&^/^-ABI+,@|<^@7=&Y48Q3?^ #0>31%A
'Q.-P=/(TQA)2;|@.=M\$T%|B|@B9Y7_-CK^:DG MXQ |>"H=A|7/I?|A"?7S"ACBG>+"ZQYZ.7B;(E?
5Y,2G^V(-)F4QTSJ#R\$M;:PQ5\$7L?9LN1Y"BSVB#L/= <|DOZ\$<78S!Q|:YCOLIOEGB>-M-7;X7@/AFA
M&=DF+|A1R-JLR"484"FX6X9-4R&K^O:~Y3PIT^S!(*5WUY;AWQC DG# M.
(<8;R%F3!R"\$0*\$T=Z03VE"-.%V^>+!MAV^IN67PFTA^! BZ:W+|'W2EFY41 M#AGH+%^+M'^4I4DET?UFD
MG6GTVWHXC)ESQ !>1\$-GMZ|_RP(RZD)G6>W&W/K9_(\$0:NYW(%T%X^XW4 MWU79K3I^L>9L7D17W?
RYKMZD*|RV2LF1,8LE#H- M1,F8(#A+D56D?6RRLH&UOK4_E>:A&P'W@KS|3>
(3*\$8@M=W85Q>YQ'A4WGN4+M;2+1\$UO)*+74IBTKLD6&Y|C7E1>ZA5L9YWC=6J8"Y>XW|?
5|NBD.EJT#)PH_1 M@2^*@\$E2-W56MIQLZ+3 JF7|QFBQ_ UT699 M+*|29W@QCYZB=9|0D|BL=6(U&L"KB"
<%/,% 5%FT@!6\$G@-\$?@42.2."+ M|2|);Y'1T^*=9.=6=^C*ZO^Y^54AVO72.Z7:IKB0,H,LN0^E:XL+Q0@G0D4
M\$3J/H?5LCA/(<7@LZHD(>L?|55O(SC K^:IFYO|_?W#BY7>_~^@?^E&"1(M\$4KM_1S
<^7W+|.)E=D7G7LBF4(OR" \$JS.Y MEF:UJ49IU\$!_>|UBA|0NV- *N7C|DY%5"_%|S=-|5=3OS1&|R&0L:FUDM
M4C%T6JA0R|Z- AF* MUUPD@|<5A&V>)>2&20>U%@"4TQ90YD0A?D&2.PO&M Y|'T>0./S M6F/A_1Q.6P6-
WR!==@&YG\$:^WPKD;-TX >A2|4S>Y;(|7=VLTUF0G^F MOKP+5DQ|*U,T:UUG|@ YPV:7^T/_3;N-
(V,P/V_9H5"F^DZOYM^S|?5M^=' MRFRE8=&"\$ +4)&)%8:0Q2T)+DFDE>'1%C@>3.6P6>0@PH|!\$8%T1|"+|7
M5:1?ZOC_ ^STO(V|GCGJ@|@O1(L:HV2C|1|JX>C58A!4D-DFL^G:DG_L GI MIX?UD^M_ (HFZ|P|3BE^O?
&|S2OQ|V?Q\$8.XN42UQ\$+EE"TYV?E6#9 _"1. M*.TYF3,*9T+K|Y+|-)Q>C-A|WDZ=^6?ZE_N)|.0%9JF@8&1U?
(P'U_"9C.S M(7HC=>L90(?0:SC=Q(:A)-E#";|/S|O>BMMG45A|+T%+70\$ M18P "IU_1^,SX\$B|_9U+>0-
P3UQ18K94P_G-JT_JY7IPL+E+L1:1=#UL_?@S2M MO=8GR<%;\$6C+)|AB9KC,Y8IE\$E?QF^V_0,?
5*=C(3|P|3A3^"<^J:EVL+ M^;Z|6S|N?2EUSOXN(GHLC4.28#T" MK@U7K7^+MVISK6S^NP&=(8S" H8Z
M%TYD|K672976&-J|U7=FD);823N|KT?|YLM:.-.Z=P(RYFWW(LOF:) MHP...4-\$S|132705^E1+(W#GI3-T'
O%Y8^5#6"-_2*OY<7+W0%6ZXX_?2F=>|,^8E2.S|'5T1P)+F9<4|3.MP9_/Z%MV#.S?^BU M5,T((+?_P.W?
I^LOB_/UQXQ|KMXG6FEKW0>U:>6|HREF)G"9ZL82C.URU:A
MY"+0EXQ|Y4CAZ3Y^+"3B1XV\$=1,2)16F>|WIS|FL_9W0 76,RT:K-X/3U3|>UO|9'ROUUPBE U3|A I8*103^"-!
MA0M@>"E!"4^10>MLXSVD(M97RU(A|JUNN>N1:X5MH?<|+=+IG_|TZB7;|\$ M^3^Z2N+N%
|O&3|=|,4K0|FL|SD0)*A@(\$Y)R!1U=G;QO:2*V?*/3"R,#O#1N@_M|_P=RA|CH^H_+>486GM_H#2SB+NKU
CJ_BB-KN;G:IO=^*3&BOHP>T M5M9J@5C>FC|OQO?2*|O|N0(B=5BKU@1#|YNU_13V#_Q7Y_Q>5KQ^6A-'
M'S,9ZUIY4A;+KYL2DT-^Z7B3UY|SUL:R5Q&U,K/^E<;@V(?A8;SVFA%@W)U
M|ID,M7>|L|9+YWAL|6W>I^*=2>UD^?BZ_G2"7#B(O-&470G&7D-*C\$//F@&
MRGIG|)%!:=F;V;Q%SL"F7BIWV|03Q/V"/(SGT@!G1_L;|EZ,6?T|4D>%6< MEZ7>"I+UCBQ#R%J1QH,N(C="VN-
G?N(&18YS=2|1#Z:FLA|B';I?|WXBMY M)#CE0E"9XI7D-FDF%SV#W^4!+\$E\$UCIK=YN*^6'31KV+HK(>
5H^U5'OJQ&:5X3<3|ZP^#E5T_06 MIT81X"@7 M4/5U6)TNIQ\$
YQ|A7\$6LF\$VSKC@P@OQ|E>H#K9P|:190<>EM^I^#|P3D\$-C*+FD)N+A(YP<:1>+5TD\$H1
M2;MDN&K|3.X4>H?N6-XW6^06X^C0^GI+ #&YG2?T8W;0K5HI*4/Q APSHMH
M&XK6:*#1#|5496L^@M&M'D7JL)TH^|=H2WH;6%3SKE(O+;52\$ZO:H6^U8IEKS?E!UOOY
M|.*NWAZ*%@1\$@#I^A"P@80P90T"K4.OHK"|Q?-\$SHY-H^N|4\$;2H|>YDZK M|_K;6SHVF_SJWF>_~;M
|HPE|4+|S61#Y|F#I9)4C)-4OVH=-/Y^*8^D: MJ_?@TR/M:D9|W|H|^%"_A|?
=>)R7H6^_D7^JRYO9XL=|NPV9E0Q|A(1>D4?;\$KGO"H\$| M)H1J6C+|0/*GU V3#0^/F2V5.#X?6V%G|H|Z|
MV|XPQV6;AL7/>@2'RBD|>"B\$*"RN&?N36GC M-UR7(I-?YU5<3K_5#WZ=USB='=5OZ?
X:/IUYZ4"R&QFQ|HSG&H1-OMUK,
MINERO/R'7;Z+JH;6J_-O>N'8VB4MQH5Q;|M+:F1X^6S\$(JRZ(WA\$EL_RVM" M^,GF3RLIFF*RXOWRTV-
|>|Y_661E-FWJ;1TG\$3RMD.TD(5S7HELBER|HEO_8\$|L^0L&BLEA";UL1+|WF
MY0%C75NC|VT474J8((HNG@K-1Y4|H\$P;LL6^GV9| Y0@QC^%.|VHS|>RQ_M=U<%G,@T|OHFTYH<:P|9|XG
;Z0B#)32JCF\$|>I&C@DNFA|50;GL&L4EM M|;4HNXX)SM.G|Z|?
B?1|^30|FT_+.)O1W@3+;|J|>D7;E'|A<8BT;.2&: M;E|Z_BG-
|S|TBIAN+|WQE/C+C)6.U3;\$K%#8G+@&\$3K=1>|O5DL_1@_|=L1)EH7^&K>Q7?
6*\$GV_Z&P\$XZV0\$F9;=F|H3M\$S1/Y0)C|1B7) M.Y<_R(VY-89E)-T8C6^KOHF-@H|>?
VO?"IRJ@Q@Z%HXG|D|.\$RK?|^ MK89HI&GZWY8|Q-J^RB@|4DA7Q\$ MLZD\$.. MC";(CFA.0WRWH2_-V\$|?
RV\$3Q>|NO POSGL.NEI^1R^|N@*LQ M^M6HX\$OH|;
|=UME8#RQZ|";+|HL_SS=U2@F&M_1^(&K&C^Y?"5^_G%U5ON-KL/9U8'E#%HE M";.7&E2\$2J=UB
Z5R|2ESP="=9|9MPTNB^G@_DVP)B=0SM=+|3_GF>OG!0
M:S&ON>X9^0DB,U9Y_D;C("8I0TDB9K#"M\$Z+OIV3F 3JS :^A?GK;W);G M=7| ^N+C-GV^9H?9S+DU\$-'7>C5:-
+&0F,B|RDZK42,^VQ|WSYJYEDW?6UD M|VIB9F#|2(|;G;ZWQ+001='9-
Q99_U^J,%+JYXLU&29#)\$HHNY.EI4|=2 MF00H0|HF1^IA",K&/G?>2A/S0FY2'75P?-I^W^+|801\$8N%S(JUQ;
(D0N2 M62G..)9\$;_Y^/\$+O TEYC|(6VEJYDWOU>K|A|Z|7#90@E*(HL&I^*-4I5G M\$(-
AP+|50|CHL@#@#IK8/GX0>_SS T|KB<^=D7WQ83>HZ1>|J|Z34?_*M_\$ M6B|J|U(9EK4\$ADZ"*JS>|LH
M.L|7J@|R*\$L8A+5^2AO;U (HF;&NH#FVA|K3U4T3FX;M^5KN-Z MM|B^R+5/9;.@4 ?P(FCPP>:AF|1M&C.;)N?
@&W#R&|&K;^*BY^V_46 M2R7^H/R/C8AO-WRWKEO>NS|/GW|+ KM8|2^3R\$MQ;ZR1:X**VX0FN#D"0"-H
MR#.S.NC6S3M'D#>O1S|3+&T2W?4-RQO&7H4/U18PV:PE:N(LYD0NCU\$&HF#5
M&O9DV\$;G4F@|NF0DB;."*!RG|('JRW#F#Y9E6V?|7)CN?Y^MN7^_G/5A|W
M/MMJL|WVP45TM331DHF3?>V@4!|TOK"|2ZFM.BXVVGZ4SE+ANH7@X1.|6HDBR MKQZ >TZX+(*J;I^&4-
KBH:HS4@M35E|<0F^VVCIN8(@|&-F D|A|H|ZW MS'\$TMI-|V"
|PV5NA39BRH&8+4@6R^9U#E'\$5D6\$IP@UTZUSKFZEY!_YLP=MKNA5:ZEW
|T^:AWL>;KV<77NVV^2CH2A).>G"3BA996\$A|HL|=R21TZW*X M^RGI82KJ02I>-9=W|ZCY:I^N|=|K5GVS/?
_Z12A?E\$"+<Z_NPNQ5&0" MYKCQW@|B#?&T5#;|B'+|J++&WORM34
ME5B'8OB;945;DMTEXON&|M<#U-5125Y8W1,1V=Z|H@;.)US'58-PZ'WI-MIV=G|H|H(^*?
R37!>Y^76U(D&&S.M_100:F^%C;*_1?ZC"L%#97UY2+\$L2 MW@|PHMYZ&I_ JQS J9^LC|K&NS;:06'4QF3-
FP0W*3#G5N+X?S|SA7"U>+| MZBR7U?HETA_1^P+|T^>%C|DG2^O2?*Zr21A\$(VK_#F+7A,\$W9"TW^%/G#=5
M;@4M1|J2X"J;."7NZX|9|<9\$5Z3&E|<=E6|6*\$S8\$XIE40_@2"XKE 4|C M%|9+;+HBMH|8_1F#?2L/P?@IE#-
R0+P|J6;7)MKA2R"+9KSX\$C.M<=G1-Y| M1P|!9;<\$%ZR(7E;|2F;-X+6.6";J+(-^VRKM.9E4 FUTEZJ|K|NCL IQ;7

M`H(ZW4))69C@&9+B&E1Q=7B!="-<3HS-KG_2IF(9YIY#G_./G MB;>CJ*_N%VU&OED)3W(G:HY9%ILCR-HV6?
%4P!DEP4KE,&H4UL@|C<819 R| M!6?/"863::D_0#YTL?D@|OKY!#4H;|CEHJVM\$U7B(U5?3:."5&1D3W6L
M/N3YPR|XF!&8H^FE#ZOP@0/\$#*_.R=912D1!>|TB1.M&6WEP%|2F<5>',"UOD
M83HZ&C(R4%C33QM*Q:RKPZQL0J"P61!PQ%)"RD\$%Sf9YD,-)HLV4J5*&P"Y
M2C_3+&E;R6P607F=T5CPN1;T&4.NLH.7%|H>>99F=8%;>0T44>UZZ_Z9_MQ8'B|N|P0?>G?|P)O&|Q(^KS7?
|>7|DINDN8LL(>|,MMTYZ;N9A3NTOM(97|2&18;'99\$1LR,UXN-|LE57|<7;V^53.AG9F2A=?D?H/2F4+
M(504EB|40>16"N(\$?O_.H/W0WO>=H;I.T@:/LXF1-S=G?0HRNS@ M"+_F|!;BE@<9;)+#5X70|)834X;3*
(.E7BCL7TD280\$*=Y";J6E3&+(2))OE&"A9VW/5_3*Z*\$_.1"+D*_;SZX/R FLCB@-
RA@RP)*QCQF1_MU7G;_.6%WKGO069_M|2;7+U|0KFFJ2Y)K;L?>DQ>4L871FJ&.3)
(GG9^5;RLM;\$%C*9->|\$/JLT%CM:P^#|H/T|;.%?3H^:I^:1H4S|3W|4COEIRJ619EN%+,Z2KPRG7J"2|O#RC
M(PLW|+N+#+WA?_?|F85)S%D"[14%#(9;|EGRM;@OJ|9EJD,+.>GIO/D=N#M8-
V=ZL_W.GBYW.QN@A=U;F;44%DBJPY|Q&<00|F25FD<-F|(>FGIR)WWMOS
MY|@H|@)"VOCEHIR>|ZLF|0QYB%>|BGCSEMRW_O(6JFE_1K<"XXX27ALO8E63"B|N>-A|X-L_5_M^I(DLF1;)
|*.(&_>@N/90*^I%_@G-E|?K-/L.KW|7|OM^TO>7N*V5B=<^|JT M,FD5OMB^#NM_AK,+7&1?7-
+.@|L#G02"#Z1!;!&P;S0:(765P8-R)ZW1KDG M+\$^J|!/%^+W+^|7M"/!+4M5")2UL(=,GH"+3A_Q+B"1|",
H\$DW07\$WQ_G|B M;N:MA3ZT?3\$|/\$XZ^|JZM^;J2.V8AOL5X)5;-P,#"A:HQ2.L76USDA(EE)O"PAI6#?
T|@?"F0@|INDNHM!G:4#QZ*\$+)B6@D=-.F_Y53*:@.I:1!\$ZK&
M2+##;_+=+_|@K|=F9|ZM'ETK49)'2+M;8&8R.7710K=HSXGC/
MTTX(7OLH_*DHJ'2|A4W^O*E*%GPC;)'D4A7HV'X(L&5GP.SBGF2IG(B|L M|HFG9*|V#N7DZNT3RGLG/EV|Y?
I"26C|H%8%Q|2|&1|H0Z0D;J)-7RD%K7_MAD_31_NS22(2'HHS&/9|90KAJ.W.J;LU"%:6D""2)X1<<@)
B2%|;.*G#1.K|;O2.*Y|BQ^?1DPQVY|8|M^I.+<2>V?K;"/>5ZCQ=

M#B;Y_(M%D2Z'@AZ89PR4,A:YGJKG+CN:VSPZ'4GR7X M>KWZM*R|VV|%(A,BJ3D)
MVC';9)24O|;FIWSIX'!|/67?-'|S|@_M|@#_M@.NTL"BE#U>F71L6;=%7K;*)9(M&QQECJ,(1FMHF-
J_F9=JEQHMZ#"MUR.6Z9"=TKV'!&ZAZ7N M;KE|+X9Z*%>V3W;U6#?6|_87816|6%;E'K3MHE5!;W+Y MS-
W;A2-X.X>LH).(|9:07WBY)D=4S7;'&7V.40/6CDDIDDY/F"\$_.E1=\$|J
MD8|0T'L(^|VQ3\$_/?!L+A;G=G*DN1YZ4CXK*^4C'&UC%)=;IA5F_88G\$%
M>9GA&FX00H4?)"CD|B|Y4_I\$V\$|&F.O.*DXU|IDR|PYT\$&R5UQ@>O<M?1_H|AOD-3X\$VJAP;WA^PG5<-
+UOJ3D*Y4L"IRR;6.ASR<8H3Q<+J.FH5_MDFH-OES)67VVN#L\$6"N)OBO07/=LNMCG9;_SS2*5'C)6\$>;
<%*#U2\$GF8'_MB;(89J|O?8LYB+#+N'F"A5L|H9UT^ZS79&W|@)OMM!;\$'WS*|=I@#6-TIE97_M3KG;-0IK05EHP
G8H+4@B"A134\$1HZ3=CJ:F?IXAM2+M;U|4.XJRWLWKQ'
MK*V<7^2|>UHJXJUVSU;."X+"#Y|OM1?_K%>77S<7=0>%+MFO'7!7F#^M_>.517%5|UA|2268
4R1RU;JXY+ZW%?&M>-2MC@^|F2L0KHWC|V8D\$9F77%LPIC;"1*/9W*!BM?)%"<1|9#V5U|_ZKPX
M.XH25TTD.B<6UMOQ|W^=T^>|7WZ|!|.HO>#6\$./(*A0!\$349-EE6X34K#<@<
M="M!GWOQ#Z.2;O:O;QXZ;XRZY|Z;|WT_JRK|>5IZ6A);TG4|ND*;4V*|GP
M297|DN>*#9K|/1;LS8V.TQO|ZE_*RG.2.K|H;25\$^_K<|H&JFK_MY2|<9.T04;A&6V.7M<>#C+5D?
8(1EB'CM)Y|4<@V\$=|JZED.2.P.M.BX70^*|<|Y|WKZ/G.50|P/KDNHO_4C1L'>9@=:T;R*
H4T:EN@5&32;XKWNN)9N>58DP_M*X-AB8|@(>Y-IZ?;8;H;=<2,\$>3,ON>/-D4DFO?
&FZ'P'920^88>|>QY\$Z5Z/G*.;&MFM/V|'Z_#R^_6N)/Q_M79;N%F=;(L:4#3"TFG;G>K|0Z\$|L2++-DF1A8I_\$\$!<3-
|IE2+C.5U.K8;.3_M|3?LSH_PA|JXV@|0T+W6!\$DNY1G@<MG13.\$3N|_2>*3ZHJ?@3.'ZE|9.G?75S@EH&U-
D>YD6-\$VT%*P/O_P|J?EU%5|P36A*-[0RR8MW_MV240P5B"%|>|.19FWJZ_XO|Q|BIWM5^|ST_|VN:KFI5%
M9LO|QA+8Z.C@RZ0D|Y(#FX++P2IF@QBPJ3A9Z|N|ZAE)_M9MU_._W40/7-BX|?5|OSVB-A|
<J,K|OY>5RC8D^8K_@6E@;DP3R7\$FPH1;_M|UYX|H|B+*02XY^GZ,>^MS3-0Z|70Z|
<^@<9AW4&_>G;T+U/ZYSQ1R|=.%SWMAV>8B6YQ|@/0RB334Y|W9YPLMXH;M5E|A|O?R-OQGP3UWO_-L-
!_*E;?;BTBH#8B..E-B4.F*PY|W'/|AR^14ZA_MMPXVQ_LO8S8+GP3YS%)#(8,\$"X-1+3D\$V|J03.F|T;^X/WQ@=
(>>Z7|VVV_MQAA9Z|!>./X?E>C>-|D;_BRBR3%\$S,+FXVF&B\$(D+1W|>TX6"M>M3^_AU#WW_MBX-
)07NHMF<^X6_(1_K#U?EB/_Y;OW9\$^_&0R?(>73*_5N|>7QO?9*Q
M5R&|HDG@|IG4@|H6U|0=PZHP,X:A.3.A|?ADR_/YR2>60P>|?Q#_KNOY;_M<;M&W(CUIN60-
=AGU5Y|2DLS^H8UFMJ_E^|Y|H_*KW?U;CNOY&3#>|JK^U_MEU;"KD80;C_?/VF(&.)@5"/P)6MY4_@Q.Z
V9"H&|EM|ZB-APZ@ZNC?Q* M*U|T?E+BXOO|E+5B5)KE.IEQE.;J@W;V"BC2*\$Y#EKW?UD*ESW|1.@H0
MZA8;JZ<#<_5+DLXOYR2@BUW#M|K_9C)'L;P&4>>R*|)*|2Q&\$^6EFR'|U_MLH#_K3-7;.96^J|_#N
T760L@TMO3>X_K2L\$Y%^+=PMWE+|FY_U=7H"9O_F&#_R&Y.3"Z|YS+J6|_|+V";.6G6BW0Z0_>>?ZS(CZ_
MS)1RGK|L#|>.%8D\$9HYT;20G^Y@E.HV+|^:L-8FX%;IU_MJX(IR)P7|_-
A:G5|X9U+6EEZO;J=3U,X>W;I|_*RI^HU5|V|_9>0T(O M:C=M_4Y+|+T|V/S+C65ZC#*)LW'MH14INKL0-
P_H\$UC>"|O+L;7>O@OO_M|(>O_B_F;U;=SBE%_@U8BS52059|B(J#UEXS&2W:T-KS&4S.Z'5)C2C|>!
<@2\$%VB)"UEP|WP"UWF79_*57K|HP/\$C-OV+;_W+51_M5@>HNZE_N'OK<|9\$;<*4-/F9
C@DO<0LBXH=-IDK|/9=D6+|&>LR;EG|FT>|!"F6B_M|QEB+5!M3;0%RE!MEP%BZ%\$R0J1E|WK?(\$P)F;-?
Y9H;L8Q&TKW;|+R-3_M2PE|HP>OJCS"?\$)TFE;_R6(6FM;_&|DCGWNO#OB<O_XJ2XZ;_*ORNX.5Q|H
MTE=6>_S^N_F0*YKU|PDK<&&!(O^@&#&YRZX'D@.)|%DK;_6Q|CX4|G>Y&BY_MZYL;L.H.A0|P5|*%Q|NZH;?
_I%>;39_G|OQ%6&|KJ#U4#6)-3=0C".LMJ_M5DN-UK(.04<&R;A8+.=T'+0>'M;\$|DVU|Y
/(&2^HT'V2Z)F?;.%W;720D_M^SY+(T|0BW2;L4++6;BLHH|!%#JN/P*ROR)|GHO.DT'V_DH^=+|O)-A^2,8+
MYC(W_358K).+L9;M6U;@9;LTK*&TS7;|.CM"FBZJX12P(<5K_GB9_M(INZN+,(V5|OV\$27,S15)X_(Q,ET-
TE@Q3KFI+O%P\$N"(T)(LN8_&T_IG_MG9&|BG;EI@|614>6N;@4"NEA&C=-.2Y9V2_M24&9ECM-L|LO=)Y
N.%VDY_M|UFGYJF8-WB?&03BT91H72BM_?Q|9V2.PE2#C,PQ"NX"PX_2^6)AR4M7|H|S_M#ZK0B1;T.6"-T'FB;
C&(A|10_M"L?@G4JM;|^<^QXS,0R_ZC3(|0.EC"7Y2FHB1+V"!DFF%*.@@<A&&K3;|CN_M-NWZ.R-S9/J"L82
2501@_N>|C(M_1W;935>|&YLR(VF?79LA8"YVJL,27"V|Y2L%&79)H';%Y9AF9A|PB3;>K_M#H#X,\$L/|2M>7_4?
^<|>+JUF^=.M7CE2;H(3R2%&I0\$|KWU|IRW%)G_S4GGBD
M"+*3Y=3928U8;.GLSC'@&QR\$|X2.E@0C^|F3XGB5|QLWKX|YUS|1N|OUDP
M%25ST8)Q)H'B24\$PFDX|KNN;).E;VV^MN5@7OAW_M@R'E@;?O\$-0N#)NP<;7WV^?YK8^#_M\$+|^MA?
(|K+7W21R9OQ6D4P)|@20/80.#?@9|;.(5_Z|&*/<#&254H_MS&)\$M=|^!|O>SC>\$
MYX(<|PP;2/B|0=3CF6#'_U_*H46N|HN;.0!_A:VC1LA/_KADV?7#V-KAE;'
MVNA@M;LMY)'@Q|OX(1046S2YM*+8YC4V?276>Q98<-Y_82A&40ZRP1"|LBX
M=2;6U#KE^3DEUH_!SSZ)16/4TX&7^5>KD2%7(L(3""2_MN@KX^2?6CP+4E(GU8|3;_/(9K;6;3D&
(0%3|8X6@#@#C_7'_SEX2BJE6D=?M&B8EGT;Z_"CD|>4\$;-78|SCZ*_HIE46(N>=;VP.9RX2P64=B'FVC4JM|YB
M;.%75QVGD|A|&VVD5W_&A^=BJUO-K\$PRC(\$8BZX*TH0ZM"30*19LUJWWV_|Q_ML?X00\$ZCS
Y0^FCGW(P9>0R@>?2@+)|Y8(\$IVPRD049FV=>?|!^)|8<@L97" M.L#>P|G;LDBC&*V;G&6F141?(GH&#&N0-
CI#_/R=6'14W+515@>H&Q=G|;_9_MZ#69&LX3<|578HY^#"OZR|42;%M'0)|98OTAMTC3Z;H#(#
|>T^DF0%5>|@Q_M|HU<.6\$^4V"XVH6?+\$0?_)08T5J6"R_YQ<0O_D|W9;@|!/\$_#1L;#E<;?
|&-90_UH2;|>7;Q|_/R\$|XC@MHOR|L0_MP"A+^DGUYLXK"|H(D;+V9764S|F8*/7Q*M>EL14B#C-1?

%F^9AK\$;S%IWLD M\$(1,*\$(1:4RD;0'K;3;YN=9;Z:4P&DT':^() +N:J63ND)=\$2#Z>W(EX4>01N M9IB7>12>1^\$*N
DZ4*;ZL1+<9EJ95%SEM|J\$T9F=>|V3604.4=+ '\$KIX M^!%8)Y8GQT@=JAL?P|+|3_#V<5-12233|KKDJM?+U-
L.3\$6&.5 ME|FVS<S|B|J|/!">|08?|AG-E7>:E>)"FSB&+DG8:GR2@ M2Y/\$_5?^=0WC&M3\$0_@.34N@7+5CR
#73V M20=9M'=@@Y^XD_C1F5VS#?0_E|_K;|?&N9;Z:MDPG&*)9|P_G0;N80)T MO#F=6N>;MJ#|_*Y_9@7ZX?
H<(8R (M:A.KGSR_#JXZP 8G>J5_*)TU&7)> M04|>(.B4HS6H)JL+ZT/HXV:E7DPWUS_6#_1NEJU5^S2|)%TQ?
-."+C5Q; M |41N|H|B'(+ \$H+HN1SF'KDKIFQ|)22?XAIS'S:+MIF%IS?"6 ?RVW|Y?G MOYIC/=CNO52UG-
M0ZK|LQ|H&R+4|@=\$0_0*=>J&8/&|#EK\$<1%P5.OD,1RV& M23%Q:BMB9^81|/|><^"J'S;V"2(:>)AA"U\$@'_L-
+:|)\$X8"1-69L5|WR|7R61(.H;5|)%=;KRX;FC7K9??_ID_>O>YS|X_>LBXFYB.&"D:5FHC;+ MWLH\$&9\$;GPI'.7?|NLF
|>LJG/<1"9>?ZC+;A/AXNQLH>|#^WL&/:S.MB|H|_L.C|FY@_ =K|:5L.W7X5=WW^;N;1U6X(;DBA\$J@C>|9Q#H
M0|NZR%|HP4:RF'00K80HR1UWLN_0Y'S2"/R9/KJP70?7X4/EP):56MRA(|H8P#EZU59DI6=F-"K4J(-#;6'G
+3033 M#90>>G8W>?V3;V!-I#|S>O| CQ?K|Y|L_6|>)EL|RO6;L:\$LIY9|@A_TN8
M&N.SF=SWK\$?2P.KKR.A\$;2@-1@N:9KMKH?#6U N9\$U>>R^|E|<N^L#1+)|
M^G*T6V7I7IOSO/KKNM6BU\$ZAL2!%J>U"B2670(=HM\$0=M\$MXQ|_ QED=|J3YM<#*1.E>3R;D#
^F>#9J^JUK*_3BW4TX_X^CX5D#_ |M6FX;75Q0L'OC9@5'5\$ M3)1>UQYYS@NN@I2MHR)-".^BR?LQ
+@#=#ZGQS|0'7|02| MXB|;&0J3MC;W9IND#6|Z*_
MQH>KL;LCL;KM|@NRFX;WZXU9L K9ET20>R2#JY.B|4%BTRRPW'VKQ%\$WS M&I<|H*ZASCK
X)_GX6SW+KS/-|J65C&;JXL&>>)5A^HH
M(=8>|+6#E(V#YMIN@:7Y.YU;:/8)J.PAY@Y.PG^&|_*NFE_JW2IMWCMN/K|>
M+>S^|>>K3I4C9|;ZFG\$1:8%&@B.=G\$F"B+|V5G3.B-@'(5| M@6P?3'R.H_X/25SDZ;^FYSO|G0?
V2;AL2|S(Q;14E|0^YS3|18C|MI8B3C MDER||@DW#<5Y1_XJU|GSWMD)76.D#GCC|/OZQ7FTV|^_
Q3|WZ/8>;^>*BNI+W>>T<^ (KW#| M>|G^S2_G:24!%XZ|Y%+T|8D+64S
V_1|MI#R>/R.EPYW+M_ICN_B3.W)_L M2H=4SG|%UT.3PQ_Z/5C)_D_|>S9LN5"67"M'DA10BL9&
UY5DY3J|SY)"5 MY1Z_1QG3|TV;3Z'0^J^UK+fv_36@M."=@7N_.TUI\$C68K*W@91|MTK_IU+;S'@)LFE&;|/B#_
M6(9&DLP|H^@ M\$G02@)A0)0|DK0"1\$R@AWOAT^NL MG+54FH295Q^K"JM61658<&"#2
JOC'3WM3+"D&G++4NMKO*-S'9+ MD^ND)2_ G'E7XZ*|3|.#.#.B<6=8LDR4R;=Z*J5P_"VG6?ZYSR\$YB78Z1|N5
MH80H4^!<^>S%5:PMH9|"(5"0)K&0ICX"VW=-9FVM_|+3V4\$7GX+HQ.|YX M.R5BG;|5#"?1.2!!
<A.1%G2|FY84FNAYYK=-CJ|W#|8&+;G:(<DX"?A_ M^&7DW3%_
_H"33Q|AP=2Z)S*%8X;35V+K;MVG"=7=E20==B\$RAM1|0>)U+
M1_Y^Y.FRAH\$^?)=15|NYTR_^(F|JD<@'|<|H><>)N4|L7X(HF%EV.&#CZ7)|/M/AU*W(FD9H_"QET
3J*H#A|X7V;+%+5Y0)W@N_.DH|.WRCFD/2G(+ (28)+/B M>(B_ C=|LM#Y.V.PFD_1G3.2A-
M|0W\$CSL;XZ(Q;@U|4WHF|GP8%+@=J|7#K;:U^O5|'^6&U'HEZ4L)7PD@+ZRO MCL|37;Z4<1-
G>KEE0|FC&|&2^)|L^3M'_|N/L|J\$VU_G>""|DO|7QC_ MK9=;N++9F%Y%K8X#<*&
16M)_L|S|*2LD\$QUM#@(|_KG^A<^YXKT=|OI M;SQ*_25*S_%=39)X.X?E67-")5|7A3/HZB9CL:'BJH_%XZ!;?
0":LT<((MN=9|D3GS;|/#>@+|J7|CHXK?>S>+V0Y#KM|JO+EE|BMEQ%ZIW4R;M:X.UABTHZ^M0-
0%P_+=*X_.1?""5).J"6WSK|NSL0<@<)OO|R3;Z4H\$|9M")/D|P\$|@S M*_K=&=IP.8H?+*F1-XZQ;:UK8#|3N
Z4EL'W@K|=)Z/>BC6=5)V ME.\$;500*,<P=3^<|IC#P"B(3=)A8(R^3P7D3|@&N|!"UW|V|(#Q6|N&|+1>>(P4_|
<*.|'0%|H|^Y03."1K24DCZ+P#|C#1BRQ'8TH"|2OGG|B5ZA'0.3^ M;NG@(|3RF">HY;\$5=:ACLWU%EPR\$9A-
412#1N?6&?JM T_394|_"|GN_9GT0P_MK*HS'X<|J^*,BRMP6-SZW04MMR;|NU4QH/|_*SOSKSE_1;\$*_O?RY_G'
ML+RN_*U_6|Y|'<?0"=SYRVN/RRTQV'2|A"=W0U32|19\$%"2|5ZE(K|9PSGT M|H.R.R95S-8_1JJE=47BZP-
Q\$J35F"H+)&9PT MP;B"PMXMVAN'PXE|N_WY|9G;IF MW^OY4X(N^:_O5K|_<Q^<R:1"|B(O_Z#='5;|ZNC2>DX"
(|Q"\$E\$*UF22N^_) MQQ;DS9P;-0_FCZ|4GDW9RZ6|>;W;:&^_|.TMM%CX4C37ADR8S/-EA|W ZU0M M8UD4@B-
31VCD/4;L0?
AV|XGON90|SHRP>R;M;WMFJL" 4|/*LU"E^XR"*IXHA+*0#95!"U%R1#91SB1B2=T.VY1:T#\$*H/TF\$SJ*N
M\$IANWUS\$#?H|@M3S\$DNX_.M^NR3Y(B"A+9' GPL_123S/IM_|/WG^<7F|HBPS=O53|NTRTMI;I&L5HH0Z8|
MDCRCL!+Y|6_!YG^*J"1K'L#5%S<931;8.(F"V=>KQX)DRQ|B|)J\$P"SSQA5)<,+D4'_M,1C|(P|UJ7
M'G>48FWH",B|)TCD-8*R(D#T(D%Q0E@L1AA?&G/_%*LQR"G58KU&'UU<&S?
MUI#^_BS|_FRV+R|N.QQ5UHI^13IX:E^N%""\$A 90.ZG|5(KM)TL(NPT4Z1'_M0>1IT_) ?9T""*R&8U/_LB
(&I86.7\$P5N1(<10=&#;|'\$. \$Z;|2.LN3_10 M4(R%W1X;ZN|^?R/9=N7|R_!Y<|76=5-RHW-@T8_.P8.J08(7AH-AGB6-
27M MGC-1SRRG?Y|Q';UCS4&>M#;|^R|=T29/AG(8T8A;S|JZB|WPVQ2%)
M""WUL|\$=-D|8&FU41BC'EMHR54\$Y|!QOTHN4KEP|%=XHEKB|DJ&KO*\$^O|_M5\$#^9,F@C5R9"4@V=C\$M-
+@BB&FE76|7Q(SV.X#| M8S6J2N@:@:R2|X"R92A\$9.)87T|_5Q_W|_*;>(RF>@#=#/7.Q
MB7^&T@%SM1\$P9S5@+VK>M.14?_|.B+GX5A|EO/*X+887KI EE/S+Z62009 MBP1G(@.ET4%018'@)HN8-
(N^=3ST>YA7?ACJ&N|L PP.SDWA204700-199W6 MF1|\$A|&\$|WV5T-VTRT;#41I?-19_!Q_:=3\$YZLUV> MG5W?
>2VTE,8K)X'G9&J.L0:2)8=H_*|W.&4GUB;0_|.2>1U;M|8#Y MU>HAW.L6W#H|/ZX8F;H2Q&
A&%RC%:Y|DS|_J\$VECT|A_AZBF M3|(#=K)^|O#%ODC.90;&YU+1034N*66#1V|'X)DO|"\$UA|J301|H4_9@&W4|
MIQ|%^LX'BI'CY|_7RW?TX96N_|&P/D;)|PC|TS%|<+P|N|P9;Q0FD3U5>@&
MS_2% C#6:0G9HZ\$%#00/QT5-B;7+L@:=_@=+*(2_8-8|5S%-(SLK9M;MVI M^D4-(Q|3JN"AC'ZZM,2V",
(&YQ#>20#ZV2LW1|@1E)"4-?Z.OES;|H+^8Y| MQH^"V"19'F/T22H@?
S+BHY7(3W|JPB|2G'_1(+@)JS@L+*AC>&K|H|MP|S^D8 M|86G ^YCI-
(|LH953PGEC8R%@:P5*H\$#CX|K*RM|Y%E%Y10'6|J5P+975YG MXQ/_0'V= @BOLO284T'X0LNJSH
DBQ|BCPR|3|)DC9SI(TS2/42R%&@V+,\$ M|>.8ED/O_!AZ| "P M@V,>B8F@|!#EL;\$Q_4|H|W;
D|S2.YRB|X<;>_!=-L|/9@9-HK0.TWB.LZX|% M|>|<O%A7C2RW*1P5L,7"ZF#A.KO'+;\$-
'V/6FV)K+T_(6BA0)2L(&L0 M6;48I2U9'G7G?8K@|\$G FPZ|+17_.W|_7EVL'^-59E9*\$@6|K-UT;*R5T"B_M_%
<1L>;#QB_.Q1L|XDD|TV&W9;J|ZZRT_TTV_\$YF,@M H0F(^@ M%;+>=Y+WQJ>>|21S3|GZ|:#
'2S<#B|TSZ*|*^WUMKYYN;CG^MEUMF)8+1B*|^D588;EF|EW+Z%(VR%PPD^D>? C7?|B13;+WK)5|RH|WH
MY?P|S|C|Y15;*#J3V\$UAM(B9_|VUDIR+;L1"D+W9^!\$|@M-@_CM%?O MJ&+DH>99|4|H|;N?
DU=1L|J"0G2Z99X M?5|&(99'<%ZWY^!
M87!_QA&^237>)JR_%#0_ '6Q|X|W|TNI/4*\$|4XZD'7L%3G@'CRW|2)6Y|A M'%OW|MR'SF'@?
78AOK;Z>VZ|J#C8_|6;|YN7Y=A5VY42W9J_<7J>|>K<_8_4Y M&\$+|K#T;|A;A/T-T%G.E%<06\$JUAV\$%\$
|4%:XR2M&C(KFA|5=|1?X-8YW.@ M|TB<8;W.5^|XC*"44S:B%_Q;|ZR237^#.TC4"J|Q430Q615HDE1*&|P|S
*8|T-QBC|U;|^9-ES4X6EFJA'PNU M7<6Q#1Z"|H|JSFOFO/_CY+U|G_T-1@%NDOX&8|3?>0?FXW@E4S9;P|HUA;
|MGCQ7QO@C?FR4A3N|NG7KSF<^Q6(4.9.L1BC|J|Y JWVS|NXX'4O5^23Y@&)A M5S 8P
B;DW8E|)|PLISBL5|\$#M,+UT@ZXF)"EQ_PLO4(2J|A;G2@+>60Y"R M"">SB*6UD_@|3+\$X#^4-
==8!!B|O4LBUO\$C;BS5)Z_:=R*65DKP.G|S;.%#_M M*|Y(6DQ'R\$P;@R;RV-Q7?
Y*HTVSHI9#J4I8BFH|)B)F1V&|0/\$>IZ>-G;ZF_-LFRXB:P^V71&L= MH/'|Q7NYV#;O5YOM|1>^O>43"VL+^/;
;_%&QF0H&GQ;\$;P@|SB9S+PY0A|?
M6+)|L.O7*#P|'9N<5+G|X GMZNUJ&X>:\$A9)SDMLK)9^U2=YEHXARR069.5 MT;.@E?4FFV/4_8XC^D2;?
TV(Y<.*24|H|@L|ECI&=NH3CYXM&76,2"/_278 M;^ZY|EEH*:@(8W;:-|1_.B39ATXZVFH|Q3@9Y8-

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MM/CO(?=T%. FRCT=KOT.(/I81F-PECS2\$, #5B4XJ! 9!D! :BXN8&>NZYIR/.2+W=(RF>@#=#MSF.AD5OM+7
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PRM6-T#Y(TOQGW/NZ&H:ZBS MF>.6EYOT&Y(?_C.0%MJ=FB7.Y^ Y"47*PD\$ISLD(YP5LEBX)BYGK.ZB(-V)Y
M_Z>29M(H/LY)(PEWAY^K@4V"U"U"6CVRVG6+1%)#KJ1764JN)%?<7BB9.PEB MAA<> IPI36_YG_^Z,,TF-
TB*=O/NIZ, J5!QI75_N>DMJY'.4+.H2 M80Y\R0RX\IYIZ[1+>0>!CRJ)VCLH\O5=(*/:OJ\$!
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M!#19ZTDB%>\$M^MJHR.1615[K\$P75M"(DF=1^O>0WS(*<)/DMXS1?@>0?RQK
M(J.0.DD%FCP+4.S8VC""@X_..X/>*M.1%OR\UM&@6-\$?LL83?4 NF S%*)@ M16LDAU7I7#M(>
@V&^!.9)MEX5&TSSMXCODM!T'L+UT@:RG98 MVULX47/"I*PCR\AB"AVSOCC.GGI^RV&H:ZBS#C#X0%78NI
M2I(D-5V32@SN-JN29N\$W!%7P1TAU?;LPGK)EIG?WSE0::> Q.OL-)NC%"R"
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(#79&%:S)\$-"S5L?PHI3U#C.I@'! 4!KH9^0IX; MR.8KYU^&SYNOV3)..A<@!A\$J9\$Y
Z\$;Z&FQ4IOBRQW@#8TI/G0(I MS(9HA M:4K9H-E?<7.3_^^&=05_188Z 'U8EJGGW+:# Z!.XD9%W3-)W\$VF?
@&.. M*1% "9K%U<:>Q^G:TRUT4VLQWX>I6C?T*N>RT0.2"L1*=9MB+0L0VNB, M\$HT)\$_7(N8^<=?
LW?2ITW5!7'<#JZ4\$?#AD\$(S#12.M\$;H8!M312)M8 M*:(QN-IT'CI'-MN1O=:VRNH=?
5<+5-.WC!D.T18R+*\$U56DE@53!<.3>L!QZ-M#.U!Q!CU;GKCAI8UTDD!:'
(B.@6(N04"5@:7"B_7:HQ^2('O2|<'W M14-5#"#|D: K^/>-%?29K3HFP^R&\$Q<+TU5-MY[-G;Z"(GE&)^7;F(H)F!
S"=Z\$ "I%6LK992#I(#C/|PG-K;:>I'5W"=L" M&\$A=X"6>@:?
!/:93*+6)\$ RM24H&1&BIQ^Y9:XFL<2H6R=TWG@?U)D! XEF MCGU-
ERNOPN>8PO.02+@B'QR@Y>>"1L!62#!!A\$4BIF2F%)FI&1.Y'#3MID7U*.@?!!PTVQR"8=I&I6>:0GTI5R(00
MFZ0@9(R^3P7D3R9'2F65X-*%#%1'6N3\$.G(L,2/1/>ZDT!_ 'LH"!D%N\$D* M0L9HOP/(UIFD, HM(6
85'4BSH29F<200H2BND"64!4%T3C M+;%ZB M-765Y^XL(YICEFS(\$5H/@RJ;NH_UH'N'P3*U_G*GO{HS?
G5IU!20A2;+MW47(YLU%W." +VXN!;..UZRIY!9'24=;)^..\$LJOE!H;L7-T\$&S+ MJI\$V!>0:.(@TRC
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..GD>SG;OPOM,|^LMNRBK8PP)=.T1J5R=\$LBL FN0.Q3!&-:2AQ\$6'8@//HG6
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MHJO.#.MEE=SU(OKI?+O<+G'SYN+@#A#^O"JH9EDUQ'LM?KE_A'M@QI7.(K= MCO4#
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M.EV*4IZ.>S!ZV4=BT!^K@?JG4(!7D1K>_6GR"IEU:ETOUF+772 <1V%!(W M%|&O<+LP*5C-.YF3FM=0?I
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4=H>GK4Q100=@.C;5 (9N9&I9XBE^J4UTT(J&^6L4YRU MSB [G;R-4=H.FMCC*{3})#>+2,?
K%+.*4@^\$0^U6IA+Y(S:8G.63-G,@ZZT MITRMGSW)<)_CHG4.T3.=>1%*V0Q7\$!DJ8#R5H)720
QVEMFA?/#\$C*>4VKI M*.T.2ZT?(&8.CJ2IF=O\$#K/6<-!"#EV-M1>GC1LH3TY^*^_Q.FOSOU/KIV+B ML-3Z.0KJ
'ZI8IKV&5KN&LA!"3KFKS||5Y7IZ_NV'G:A.U3#&/9 ?U!K4<.R1EI04 MP")I%MF52"9DAYGSD^6F">/:JF3#B
VV*J3T2G98&L"4T.%R2PS...J\$Q|LI/TO;.=I=F=Z(O(X17UGY;"KH::&(L?XFL<JPV
MW;NNJ+..JHCCR24BE96:0AY-U8KD.-NV 7!;S)@7FE6L|>9"80A/Y6^Q4 MA!F BT/PVG*DY?%QM:I*"6#.U;JE?
HP3.!6AG2I"65>NS M.IZGY:GO*H3#8-T1&C8'=JR M7X6Q9EIA?E\$*.KHKXKI7%AI8^2>Q_22JW
M7+%%.E+KDNOEHU2@F+802ZI#KCDBVFOU;-W"!#"^*^RZ;. 39111D!|C!AV_M6XW=-02I
<7G90;_EK;5_^7>_U_L M80AI7?:?KJSW^WV=0CNC M;1&N=2H24BG|J@ (ZIW4T%H-
X&38^RBM6CBIY/57YMIY?9JM7VYW*2SU0;S MSV?AW2*G+!HA.R+64(+N3U F@=HF4A.*5;MUAH1WW?
I63S>9!M: BT3IZ&Y G<(<*)E&F#\$&I2T(EE8?@? \$5?#\$.R.SO#N9L<0K-QN^P(" I MI85V2N(?!<>CJ>
I.10786V^<#K9G5QOEV45*3%FCNIG 2ED\$/(48!.6A6G M!"N=6QR'SJ'+863#(A/KK:93Y>K9?
KEE/R%#MKYI6S>?_IRTV:A7>?6RPA2 M5D=;
F@*!IP2.%CHV2S:6R0%;^Z""#0/32<6 IQ?T!YO:G22ZA6&2&VUR+7+;
M=>N7M88_U2|BZJ@2+Y.T.KPA81AZ3C+B28BP^&^&A(C5*O^U/#L+7TR;3A_M5XV RT*VIWY_G7ZW*M?OW+_
PG2T.-I+<"2A=C(X1K U|^@_@_N(5>FW049 MAI=5_3XI2|M=
5L!5JLH"QVG\$0\$9:B'06HNMJVU&\$7CHWGGIL#I69I4MREJA MG1>U&B:K(H%E58L^%9D0+I-
A&U1A0F<21>O!QXRYDUOG XE=S?40S70P0%|MS<(B.L!S.PQ<3+SVP+0#9FKFJ63SKPI(2JX7Y9>%
<3PI_NWH3:CIZ#I5QPK.LM|O|^"VF%I"(7""E>X'#I_W VOJRYK1Q9IQ=E!/:E
MT795!7C"57;8(NZ8)P:6A.W;NE+4JHR_263(*F=DKC@|\$ UTOW1+4NVF,N' M1&8B%W R_=
Y.LETSM\$=#M7OH&?N7#KKN;JL!>RZ.T2B)UYWOIYR'Q'E/H&?2'R: M@
H*EPS(0Y<0N36@/\$%!*%XE87G3L=M/KHN4+FO!_ V!#SYVT^ZG? J* 1M M5_U04M@LRF\$J'JGIF'G=NDUR?
^KZ<-W;8^KQ*7I-I=7!C?@\$/Z|_A|^:IYX MY%.L:SE15%8."IXY*PR;5>5'L@B>.BHE_-IA
I(B;QGO|B=S5!T<%&70BYTW?;.'3%E58+DDB97 MFFOG6C^TIT58MQ^!KWX0WUU.'X-OHF!9T2&CD2\$
CYCJ;-!43<%7\$PZ MFS1&6889TK;.G%3;.<\$6BN== "O)1VA^0<)6I73YI;)N\$EW"KJ%3,E@C!"%KIT*(D%P
M08)QBD>.%!>H SX5IV>|D.#L.6:CMAY,N7I5/;..?I9=Q\$7+4T5%3CA.RBA
M#40?4BN&6>^A!Q:MX||3=&X#UICXNY0=33:OC?JT.#+4.'29WSD&W3IT
M7'(Z.683HTC|ZAS(CKD'7@H"@"T/3/*&8NLO%;T^>!B#PDD?R<7L>)(DJ_A
M44)I3#.14%O1VOW!>SYX'(*ISQX#M%7!HAJ7HNFHHW>U%*IEG:1^XOI M4)XLO7.%
|7TAODLM=>M=|D^0=X" \$I@VT44> R+K:QY+0.&D4!YCB*U^VI5^S>|AO7O*Y3>4NOI&XLX7&<\$%MSH6<";2
M04M20X@E_I0Z"Y(WF+K_H. |60^05 Y137_ \$+V-W*K!|&N_I4N+M=+%RZ7 M*I=%F_FLW40=?
6PQUDN)H0\$6E>1ZJ A*A7!IFZ*D4&&=&I&LZ.AA-(Z!9^ MH-B?GX==6 A!_DOMUFCHU(
MZM!A:4QGEYC?2H.O-B6|FBT5MOZ8%.WALCLR)2FC3A(M""R&CCL&XJR7 M#5/G#(H
\$D'1^<@!F!9>ZMB9X<^>+KK-!42X"#0!|9!K)1/C3VN4JDM2N M0JPN4#<_/P1&IE<^5-

!EU>E;Y:5(H%,@RETPX#C=L+G.@W#J510T9#OE:4=6&E55 TCROR M%R5K70C1"FI+-
!\$INH89:T:3I+PZ92SYR+D58\$0=C5:0D-J/YME\$)WS=MC8)GP=4=HD9>MIY"17Q
Z7@IC^QEO:JX^/D.U^L+MS8VF>RUEA92A24>PA
MUIV9J%0VB3N/^ER@IV N#1@G^T>2L)=F17HJK6P1@4TR5"S'6,51UHY:C MF1>P4(2PSHLS900>'513/-
CRE/&3SLRN'R,+> 3%);...29@&5&X M8Z.'GW4AGXJLMT0&!--^Z1V974C/+,*"8K 2Z3'@1K5'27EO33+*M-
)^3JKA" &7?Y-^?PG7OS W^>SU=?EA.>2C)46:CNA%7E';'ND-O0>K166"E [NA*3'HZFA1K:5!VE%8WB)&?G
M#;/>-L!>.GOCOND^Y+>ZA:~T>_8+?Y!OH;S2U7>.3[PI SL;)(T.9*)1 MPNOJ,ZH!R&P)P@L'1.V7.?
L(4H\$+4I2HFC4HG4QV'T:3F^XV.O4>TUHKU6F MFU!_*?1^F<=(CF?DL>""DXSD=E
=OT>*>.F>,Z&MI8*&=F2O<%?3JN>ZB6 MIZ _U8OX?^D=YPHH2.M475XY(SJZF)F3V8Y262U""CSL
MT^)"P"@WCW)W#8.ZL^N@:=U<:(0+)-)7CG\$"-M5'9%9\$Z.VW&1B/(@)N.SJZW\$3P66_.H173X1W0)X38:*521?
@19C:~O HV!/@M(HH.0866LIA?LHA#:# MBX%&ST;SYI6?_OSI!L^!)K3F)UEP^VNV2KN^V=@A)C9+&0IL;-
U#=# MQWTSU\$P'=Q0C)2J_.\$<4G6W>E*EHX\$)X:2)(HX6RF%*TK;M&GZ)G7&=G
M'\$@=JH:N;4NI9/<5^G%KLHB9M 84=(R@'317-9LF>|M5U^FD)Q':218'6P-M*GH&UKK*#40-DDR:HJVH#?
L98BJ>I=|LZCHK|!SX6K|&L5Q8'6P(KI&52T_MXW0.G+0%8N9LP;"2DHW+";T213/+6N*GR2H'&332.AZE!%1
(J5X4^X)JC M4(81/=XSJYRA:~P*8R\$H\$*9AQ9W'8U"U%|L.WP=?QZODY12;MB?|NBO-M&BB3<)9I:
_0)4S:IA"Z@A%UYIPT9&80I#:%R&#)DUO#.@BF#Y:O5~12K.M2^!OOIQHW:VO%\$4E.GOIM^FJTEP*
+S&9#EFJ.7"ISA#&)005HCR \$<1%YI MBK3.ZD8/P<03%I>9.OJZVZYRIS_.9M6GC!/-2._+L.@=R_S*SX!/Q%@SS
MFB5N1C0#WJ(4&=)/(WP=+@^|~17L7B_F?M0IQYJO3\$^/!-;&5IK!C#2I
MW>)JOT2&@X&E3.A3HKHX7F1PN4Y7\$1 5M<+>:TOZ.VT7)Z6IK<45V=+6XK/A M-T.HK?9:UE7@)H/KIG3M3PJB
_0)<|H8+&#;>/C%+0L)U_0#=#131CUG2 22%%A-WLOGR.G%->-V_..5AN_2STDE3K/0.4G.7?
@!O|K+-8S2JX*HM;<-RPF'X+BY^O<89E M2H XN=V#;3FGL=|>0BR?%318.C?B'S8\$K.*972NEWQ_KI
MDQF)B?34\$C MVZI/EW\$YS40I">IJU9C+442C(3"5044G(>KUX-#\$C4KHDMIK4?0S-NKA)X14 MZ-T>-
@T\$.S(L/H;9%UQ;Y^"XM6@*H%'K/3(6HL&&=-(J.LVTXWMY^<^<@X?H#
MQPZRVIDROIFP!50I2FI)J0#17Y0&3G6H 2:IN>1L5&*5.39^761XYW<1RI
MK/QJ/D)R(ROJ^EL^NWRVY9P8M%|9S48&|E\$AM7BK_Y MT/'N^R:*/UI^'40<=^^YS6)E+FT(3)-
/PB(HKASY*O%5MCJ722,LA(!#RB0/05.DG\$+_M+\$>I3+FWMOF1A>/?TY/P#A6D_!Q#HV1"FI(C9EZ?8T8P9J
I><|Y!>BK_L|Y+G/ZJGF+,%4|H+=VRL;_F1X7_YPM*T^8_YBO;M|Q MQ2#Z+;EMJW4|=&)U-G
"ZU!;977>B~17J*E-B3^8,19Q|@8Z0P@+_1D+!/XY:N#T.9IH+N@?T?+J,I(VZ M/PCS3H9"%@|Q8?
9:0K03&U\$%Z&NT)(UQYI2MG9O&-AXU;F#V0I6DIX|B MHG?SV1?Z;=^JM#|3OIGX_L>5/D;DKI_MU-
SD#E"W|V 9G.|WK:1ND|KDX^&=.0G.*9D|R**H-@YA&"Q@VU M!|/"&/! AO&'DURX_OHM"QA\$!\$'8-
41_8C!%;DX>7<'FZLJNHIT&#ZMZHGX@ (M4U?3EIJ<";23)2/(J;J9K#WX M:#DY@;.*DHH|JOU.AD.H.F%4AP/
FXYH245BF0&"DN&&'2@_MDZLPAJRU3|^B3I%74_8:X^3HV%YD-(Z@&-U.#YO'8!~*H.KCIN;5C_K="A)
M(R3K:K.ZJ6MP49\$;F;U#J17%U!NJJ&KIW>S-N:ON38Z0=B52_MOG|Y2N?E MU0H8T0E-YM@1#T4X|+8.7XD|
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=+89K|DI|C6&=|*P47;F5S(OTQK6(7 M+3TJT ^1-3I2ZB|SDDR14>N'/_8S3)89:P33(F-F")W*V@#"VXI01^&5(-&
M<8 (LK#B7>O3^OQ+.;^OF|_ZB_#SWJ(Z%_+*;DI^_AXNWL#Q+TYS_QX@?^ M/I^MOBXGDL).SZVD6)"
|NGR%3JN)#ER6'B5:1O'@&/?>P03W,|3I9'PI=5D:
MJC.G*YGF;T:ZZS<%R6!%Y"CD|1O"NCA(AJB\$*G0^GL9RK|N!@1 M1FTO\$IKKT>7DT
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ZJX?/CLZ|H>|/V#%04AT MUCG7/F1GK%8@BR\$F@|<0G;OI!\$QU*W>=HA'HX|J6?:20?H/%1Q+PN==P>Q
MYQ)\$YI<|)M!<|>UJ TN_)012<6@Q)!YX?0VL_#_#\$Q>KSZ7E("Z5IS7(NL MT2_0IXT(1UOQ.(#1|/A.(#Q%U)W?
A@X8I|BD.T3+M|.J2(C|PB<MR5""U 0(O+|J9M"SMP%);@/CI=OEPX,TO%_SX2'BI@ T#|OB8N39U3;F!+)
MQ(8\$D6_Q_W=1 J=&|N!EGFP/\$7_..DQ 4KH\$)!DH+>#Q*6 M0EVFG<'G1&7929%+
RY!RYLTZ1>4..E"*W>'DIE0)E>|T50;R|I"(I&I MU;% YCF)|\$+B?C&L8|GR|VDX|WGR|T@|Y&L^PU|A:0_=5,
(^A8K2;%|A"P M.)!>%UY89%\$>NYS;..AGA,ERA^CVJ;\$^APBZ_|/S|KK6B0?>+(-.)TJ4(HG
M<94AAA")M%9.VOCU|N#VE7;.O"TW45UG+R|@|VM?)7D4:538F9"BH;HVN B73#
MAP*~VETC258ZR|NQ@VF9^N:X>P9HY2>|. #3:X/O+!GMK;..6WYW9YMI-MG%FI 5.Q!
7O%(JOP3C%7(J_.*HA0I3SO#)(R72TVD(=4U+^SU\$9_0L_7T M>U""\$H+^&5X1"JL_/*
<(BH.IQ@ME.FYAD)&G\$NEI8D;|+ED#F059)V4) MZ_9Z9?C;|f#D|2*G|f#D|1.(=HF0;B;D;>#!05*IU@H8#R&X
+GHL*V>^?WMN#OM?P(C.WNM^?P\$%%WXID?N8/50J2^V0F6K'M1Y12@D'C1';..4ZD_PW MV'-X\$"9.VW-
XB(Z@+|^LAI#2S7Z|XW9Q*9RSD+2*EF/2NOPX7R(5E=-P+
MT:PZ|"\$5/05:Q|HJC:3<'4ZVQ|K:8#/'!9@2ZV<^LM|.)\$B::V>E1BT=>IG M%QWC>D"GZO9)J!PAZ I
|A%_S"|^4(QZEYFK?'DIG%MC@:(^D|JZ"%|1'VV2
MCDERU,ZW:BYJD|^>X",ON=#|/A#).TL1>%%\$;8\$|BO.QE"3A!0.KIQ68S>MQ) T-
@:0T65=9WVF..6*.EG2'+EZ@DP"G1.(9@Z8E1YZ<"IP(\$%Q44.4O6 M>D**BRGK.DC#^Y5U'2+N#D!S9I
|+U;CZ&+VR/\$*TR"E>X QB1D%_Y"51T("Y M^=.*63T!9=CM/O4;)TC1-T!6G:4I""S(18F("ONJT3(ZO+ "
(2=CZ&=BKS7 M;OCAB|O.NN#DE;OH1"EWAY_12@;19T=F!&\$\$.CE(1@|N1_%R^2*X3&+8=-2
M<7'703K>MICK\$(&7-SU9O|MVW2UPOPE?">W=HURR5X\$VMGI7DM-4 M?
I3(0\$YBC#WV>;WR* O"0:'ZFW>5H@CX^"?L 0(\$R:)1S%|A:NGVCB74R MBH8H N! U=NGVUICWY
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@|F*4B+RO:KUGGU,>OC9_6V3;|H43)CHR.C Cl.5 S3)>QI?+(0^CK*8;#GM-M_-B?IO8;KX M5|BXQ+QU#+
<*M2/-8.^OYW_7IY? 7H9_5N;|J\$=-ZM^O/W#7@ALNG;Z MD)D+D|DI(|L2"F 2XX.TOM9^T1<^I=O#Z=
|I+G&U?#7+|Z8AU@.WK+MO1L=1:>@W^YOYK#;PKN.WV7):8ZZJS<.;T:;&|N3+Y)B
M_CHR57;#CEL.5@>AT7ORP5NA7B6J\$Y0>%ZPW""^%:ZJY?J%XZW4=C8HYH0.F
M3.VOT0Z2_E.OY,XJ1LX#Q5ZJ5AJ#8\$^C:F1B#M VVY5#>=|L-B"G*B% M4H1E&&90C(TD*,KCJDLK-TK
7S(C;R;E'\$CE#XL6PLM=0"VSLP6|G85\$% ^MPL6:/2(1O2|N%O6\$|7<.;M02LN2Q00Q^3.@THA@L=(2*JE
17VC=?E|Z2 M_I\$O|!; FG>BW0Z0<|/ YC_P.5LD_9??)|OIH4JBE=T6R0R%NOI@5NSL4I6 MBY29B|&
3)%8C/0_P3D-0@L7?(K1HFM=-@XF>/B=#Q.W21%%"C1V.8B(KS M9BA>SW"H3'V8URLNA8M/ES%/?
TR7E=DM7UFUFEV" @P?I<0+DBP FO 4N4DA6A MM-FK;24@X.Y#V:BN0D=8;|&#DSL1ZS^KG?
X>+W^6+U)7S|UR'!_#U D|X|HCMY8/DK.N.6 W>"NC:(Z0-UUAN3USUN/ M;+|M|+IOR2>.
#@:~%ZQ5JH"PB<+*H\$.MG..@N\$C>Z)@:<2^L.KGWHZ@1LK<"P M|JA.TDQ:'OH_K+_S7%1'U|>
<|f(\$7ZS;.O38>E0-TADYFIK>*R6!G?7-M4I8AQM;5L_M1-F|fT=U|VTJ/2'SJFEIR-152|C@0L0204A&(^V@(^U"-
\$#? MDDSS;+QN_6AI\$(&=6;.&"G'_#915T18?2?OI?KE:KB7&MP8_N%QIE "BGE<*MJ@0\$82/PC%8\$G@HK2=
I(\$%.)SAK#X+X':B1CH%F1BRDH*;4.H.66E>FTIK
MB:REQ5FZF%E2AK7N.WB"G\$|*)D8!US\$;Z11<ORZ>ES)P^F)#G6NC98%
M""='8.OV9_K4+K"LAGB>K\$8SP_8'8|VC737@IP_!&F%_5\$ _S9?? H7>|,H M=|>):O..*N\$!R.Y'?B4.7&
f(HMT:|WSC92;LO>;"LS\$DI@-N"V/+A
M(I&K<_MJ=2V|I=|DQ\$B04F&L9A2(\$V|K/V|QD)BQQ=F8B|GW1+)S9L/3GS)N ME#(9AK+M@?K)B<)I4Q

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S=C).TBJC>V # MZ+\$#=#ZM\I.L37+A*E>+C9ZB+24T@HM, D?GN4LAF>:=GWN0-?+LWP'0L*M>
MJJ#f.D#,-IPDPYDH J'S.CG9T7WAK>#?M&O6VZRR;V-L#88+;O#!AKJ)"7 M.2SDS=KV_18"0 M0-
VW("00Y3;P;619X&P>289;&,TJ49X0I"IA?%!*L*Y%NB\;JROW+L+I. M(A\!F^/*L [184 (W,MA-
0L%=-,C!"UNT5QB\$(R"H4%F0IR0U6K "W*^, Z M""\$GE6\$=HJZ>L+CCZ3RIA+FL,G7QJ&A\XU(#
(O(Y6**4!&=U9#%#)V58 M\X'@&*&0S32\$[B>.%6PF#,FJ8"D0KY-JAD\))@9>"E&BU_1;W,93^PYZC_
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MTQ\FKPX\2T(3A3ZHT^:8!%#.M8*=!RP1?0,=SD\CX\HOH
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#2Q1+@Y,6H1B%"J3E/?-!X(R4\GOO\,WZP(RF9?)G57?&. M'M\SDA_FL\J_#J^AME-NKOI@16)1)SA:-NEF,
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MJ90(=(\$T7L*-(RR%L78>ZBHQ.8=V,JOX#O9\A "YRBJKPK54"DJ-1)66
M\0+!+&3"E\G4&5/K@9Z*>EK@_WA&GX&,D>(NP/0?,+9=+IX8\ZZGE#&0PY,
MLQH^"@NJ>IXQJ@C>80)BTQ196.V\^B+Z@)U<#)0G"UTX\$KY24*[?5>B9J;QD!(6F7MH6
M\$V.F@15T>+9(RM%ZX=1F%?(#L&\$_.S*#@#^U9%?"2=PIMAJ2L 7(@)5ES MY*"2B5DX\$QT?+)%[>NG?
+!70X5H ZBG\)!#M52&DM\6A0 EUR8%(3U\$HQ.X M5F*=!\$3G\RS3)EIT5=!"#FJN\0=?
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M8CY#)"R0GK"UT;::U+>?5M?GFSC<1KY7/-"%&HZK1+NO=#B(J<5HO!9*OU M<UG3\#5B2/6 @B/@:R55CI
VH2Y8JFV\FWJ25Q>S>Y%F_%.G14%"5Y=HM M%"%"/9K1<6F9:S_.\$^@+Q.<-
<.&_/\$**H#=#9RI9IT#7S\$!0DYHW0F?/&%-/ M<0*2QJ\F#.X6KYMT48MM:2+HK7A.Y#<.\$X&%3N+T
/1<@/!8\VB\<6QV M.-#7.^06BV#7PT\!_6^XG?7)VV5UY\!# MJ8O)F"#)5E 59#X5\$S*UJ;S:8HZR4>/@<&&JNH
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!_Q16VCWOY=2*LB**^F_LMR2NUT4%(- MW@_*9J0*DN78.CMX((E\8=+^/3\$YH#)'7OER &ODTM*QG*85KN/I2=
DQ5@2 MD"SKYG?TX\A?4B,M4(E9N*!WN6=ZV".IV O1+J_%2+J+(C.@FB\?)&W
M2YJ^_%N^@/S+A\W>>N4M@F"2;5\$EJQ;9U4&J90+N=N-/2-%6(<0N\!=<=<=<=
MKL,K=74\G2T;Y7WY*98B+R*+B*Q9@,)#3*+B7SF&-P>EG*O#ILO^K"=G@E+1\A^4X0T M\$JCO
=EN5OTS8_S+<_<:;%HS*6JMZ,AG4@MI GPD4;CBT1?E ME=6M\3#<-)&WD'T&^MIL\!IS?
@G^&7.O_BF_WEM_6PUQ\75R#CRJ?L M\$QB7*#0"2&8;J<:<Q0SR2I@!Z=@+UXZ>3QX\RT5_W?ZAIX*
E1++&L".OH MJDW(X&VM\AR7FCY7\&Q_KZ8O50D.2 MK,XGD\3,GW4IK4K0>JON\!7\ MD;0IW;L_Y-
\$NW@=9O\9-V1\V8Z.W^Y_0"FIL:5 E";4 RI\853 6 YITG63 M1.M^1.9,C)LE:8&Z\Q-1\5SAZ,@-1.8LHT;0-
18"R04&L4YFT44Q\BT7Z MT2>(#@:SD2&QS\IC_33(<VX=<@N&MJB78@YP>4(HGXVC9-ZK5QAJ_9R_I
MWYGV?ZR\PI(1=1BT#B M"KZR3""49?8+4NY"S(G.0S3GX8L9-RG=ROXVBYK3DYF>&L*(B\A1;3
M;9V7J00=%*8.M\!HW;:V9#/>91K\Q_02OD=H/>WOF X';0>1/I=I"(OTV>7==4J;.
MM"J+VK)I"C\02)'EA":XIVGAR7Q@F3AN2/^+8Q_T^-BHZ;!-/6-GR7\W\ MNGBR?NOU92';IOX|^_3V?
3;Y;=)3,+E@HDD';NC;40??3\$=?9J^RE;?T* M>3+1XR9P1H;?S\$=P#VJQ>(J1L"
<)4*0\$R\$4F"FJO'D@F\SI\Z@B;YUHWK MIT@8-KJ\8BGZ*4?6\$TRY\71&>NC? *5C0#Z\I00(T@FOW9
M*>K;#86#9-D\!#/[ZQO0OW'ZY6N=;CN>9K41\; 21R>TV>"1.PTF?PFOMH MF"/(*ZB<+/-^X+,UN+5%
[MYC^20DFW2AJY613,B\UO\$=@F= MYPV37&0f7NKI+%"CA4
#0*F1_%!"H;:>&LYD#,5J<&1A07%&7RF7UX,O>?4 MZ8OV(6.('3<:L&S NJD/24'QL_SU_A00+C8?
GOZY@G";G.2M8\NKYLTDA! M\^:F9B<-0E*ZYDYZD;MQIO0)B=JH\$7@F=)R=Q+1+S";36-93\$!"X80\ZE
MEQB\("Y^R.HG3<^3_GQ=DENH CY^GN'@_P^L2L/L2S*ID&;P\XY4@0YTL M>\$Y?
%1(MUUZ7U'P1VC,DC>R\=9)Z:*FW?F\$XB;GH*" (#8 /D(*)_.F*IJ>S\H'23\?B&TTT@'G43)6,?^3I^ON\!\$1*5_Y*2U
M82Y+W7H>XP'DC9QJ&%J^@NH7_@!\$9\HY4+;"IX\FHGN_%?G !9C.M:6F=B M. \(>TV5C_#%10IZB8#
<>0HCS\IE%CK6:D3SHS(EI# I8=!\@CFB*.CX=00OBX MJ9:N@'NR7OL\ZI\$@)%<9*5JB;?U==LUQ7Z<>FT94;U?
M\G.IQ4S4C MP014C;U(3.X\B=8Y%6-V8)6KXX&1A1"%!::==,4R*TSKY'4;RL=-!2%W9,U MVP^>Z^IB1?
B"IP4.%5=1%_WEB\$H3QO8SQ\$);*4PM;WW# X'82BD5J3^DH\$ MM=!\MQB-;1HCD? ALIZP6" MK?
[9BQYKA5"HHJNT'NKC2\ MMYSYA,01BW4CF"20\Z:C:5S)5DBE\3S7=^JYG?C\U1U040\WC\ G\K-2BD1P
MVM8MCG5A;N02%_EY9*WEB0;2NIC^5YBXR.5V@11ECMP^ &;^!M=MAE95 GF MIP4ILO YD?@*
<10+I@!U\3P(&8HUP>1R/XC>V5#\W.>,7'TX*CU(S7W-Y6XP^! M?%N(OVL@K2?/3:
(L&)'M5A\UX)PL)"7#9)EH9ZX^BYY-C2M21HG)3,BI Y7 M1-^X>CS"-S%F*>K9B4;#;DI 0!O!NRB<5@%E&6
_PL%TCL2&1.;536-2P? MJJD_9K\&V\B_?XONI;3IQP7IE6WI-38E_B\10\B"5FEQ*QT/RR;9
ML;40\A)WHU+DGP:GT%8-/7(2=G\SC^>VO&^0V\ M_N6\TS;L_9\!3\IV7\ MPXG
XC1&#CPH"4H2PR72\!EQXP6\$67KIYV3B1Y_4E??*#Y&M_V""^!H WB5L_!N\$4%Y@HXZ-H
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Q3V7\B\I2/S@A*B*6XF
MF\^R7I2ODP)3;R;P"6QIV2,\$'GR4)+*BG/C=/'GE7*!&)Z04WTYW;U0I\$Z^^(E%"_L;19@2M&05*EM@Q)3W_8\SI/
MP.88?QV@9-T!*>D//;H>6CY&RRM&6H;+=+!OD\2+!HOD\0,Q\1F04;H+06F+E,@\$A)Q4\B"9BIP
MI2J#+8#24T364J?1V6""+B+J.PHN\PVQ\ QK\5K^E7>??=)U4HE@TADSV6
M;8&2UH&G8\IT":H(QU'IV\$> 1'ZOWTK&C_Z&PT+3CF'W"VW+QH\!WAV\N
MN;AO+A=50_1/_YC/TN8/\$T^*MI40_:0Z\N;@FB->:CMI8')TOK!_?&+!S M3\3+;H 48'YV*_T@6M>-
U:*NN(GM\DR\XI'P(STV4-D@A\S+!#;X%#PI0/(DFI@YR%(\$)_JF#-BQ;V<^!@MIYK%/W#U M=D;"QW?
S91T.80_#;I%;%+I=2IXR#Y#T-)(CU%+W=K\W2%@W*NZB;!OFZSC M\=S\H?
GAGZ_K444#1D>Y^<S@\$IQAPBZ9886LZ9@+!GR) MXZ;OAF=QC95TO!6#\>#%+ZX\!FR-Z7M?
R6\RI7RQ7Y)R34#7.A MI&QTDN_#1U\<:PAH+&2GM0A\9\;3V\$XB;!QDT.#X&X!761VMS\WM8??L#C MJ_Q?
E\ M5M?L3ZZVS2: ^W#IC:>4^,2D&^AX@Z628U-ZTK!(XD==OZX?ALK'2 M.O 0'SEZCS\$ZR2*&&6!
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W.HBUA>URH\WWY0\$9W^:7Y"DZ MJSE#+;SV0;B5@M;JZ@.DB5?"W;YWJ;\$)XITG>0_!UWZB=7Z\$OX-UJ;DH
M;-)UTF@;3)VUF9+IZM\VOOW2"Q6Q.0VL3.ZR06MGD-0'7)X5%+YGV\$HQ4
MAJYJ38Z>21:X*B5+CQB;) K04G"J^V40F^*^M;W92W;US_?7(3EMNXH;E\$R M(YZ*NH(T0N-7
BI^Q;3D>VQ\Q@QXR*GE\KOPZB\!L T6WZ MMQ6\2L3A.# 42.HPBSX&,D+12QS9I3ES;=1;1B9-
BT4>_JP:"GR:H#M'S" M16T'N/O>NZW4ULA2%)C\IR-H?X*RKJST8B4=A,G&(9_[S8\$@DX7^A=A M..LH\2-
^OURDKV&)'Q;S+XOP;6.8O=8FBT"6V! 7%*@2_192V"R24\%&+?*=
MEC\3B?X\!>/BI;6CTU#;76)F>Z:4ELDYHL\$J^DZEPB>1T.AA,E%)*.U?K\ M4;@9N\6OE7Z?A.
M019\QE@78D;E.HL=@;B(H3;4&==ZEN.3\U;CAX?ZR#CH_U#T>MJ=->X^
M\NAQ%)6\$W\B90A<9^>"D<SW'HFXTY".HG43U?T_02BDZ7>71J5\!C\X1NN

MI4&VF%OK%\$4,=1ZN<'26@DFU- DQH5CI75BY;GCUOP.92E.5K'-'CJG5?
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<^>O_A_*S26W^M4_LW5SN*V3A\$D5WUXI#^S5@I^*(KKI%*9B.8JU+MX?@8UR[=^*LIH=^8^NX M
YQ_Q_5J.4VK;6+1GI/E.OGOTS^W^80_73^1*KTWBHX_"MUJ#LQ8REFH(LD MV-08L\$2-+&S-
CI>'HR*:J6\#I\XM<5MSC15D,P MY-M:QZO-Q(R2K1-/CQ(S\EM);PALH\0.T/Z M>%^S)L2&CPE0)?*.;.M7I9?
824D=.=02&OA<(ZP-TI\$YEPF5,H9"X5_M4"D4BN%+
69*D4ZZ&)OW^,TD9.3\$5V^8.UU9'0Z.W8SYCH%%90)\$8TH=;4%?M628A2\E8,EJKM%<\$/.1
XL\$ZIH>H0&@BZ0\HLCU%AEOT\$CGJ'6H: 3X:#QH M2^B1X_6#S7>NS:@S:W6_1'"%B\N_R^W09EL\#8N?
G\+U<=HDI0W235RG_M\$9\5C=Q_YYG_U8*FXJC&[KY4]E^B1FWG7BP=^,FLN\!1#?DUVOI?2;FU;VEI_M+&
(H*21;0^C+0^GTX_A.7J2V,LY\I&\\$N%9JD;3;11_WU0M=7%R/29Q^HW
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93.V@|_#8-7!'NN^NH^0W,@* WTZFWZL MO*IXV210.T@5\$T-U%+3K%(U#.KG.?
D3;4(@0%W_10<1+%S11_M/PZ!"O=Z" MNYZ:70,3N@")K%25U^QVB=2P\$LF64*C.VN\K&LG(7L\PI\47Z"=S#I
SNYI ML\I\I/^ BUKY\$K\@1.@88ZFCO50RH+BGVY.7""D8\CFP9;6;Z+IT-5V^~1
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_2M<7.*\$BZR#M_EBK?;4+CKP6D?_A\I\PA3NM?I_M:"MR1CW67)HX\PNZ0I
^L*!UKMQ^C9=Q7I\8X;B+S#K#SR)'/T="&>U,9@I^KFF;RQ_M%138Y&NF(16^FK-\$=L=9J,&>+;15W)VFD0Z
=L\?2I69R85C)QK\I_R"JO_M_\$X53-=Y9M)Z90*VCNN>(&?+3>AY0_MJE\5J0-ZR
=KP/XXB5X(R+=V2%QU3J'^00YXV8RVX.HE>1I I\$ZH+CB\I&YZ_M_!U77^=YDJVWGD4&C
)2.AA2@>;.04(>K=0YR/LC0-JBZ1&Z\I\MDLA>*JO;*M&'LNT69^IOWI.Y?
\$QZ*N#IT,8^83U+DVA=;IMJ7VA)*&#;YC%CR>DJSXI+%MLIN>Y.P\JO>0(1I*1V8K=UL?<1::527_%SS=-
WKCE3J0Z@I0^U\I&4^AR<MH4N_U%/E@HB%-1_B>#2U^V^Q!>73S2Z^B#Z7%!(8ST)=W>J7>_X^VV^~?I
MV\6DZ,RCL*LKL\G"7P+CO0MBXV=93W10HI2D^1JK.[^PQF51>#KJ">E;QLO4?-9W0_KW_D+>H48_M3;FI
#L^SWMB0>=4?<IG9YD?/C+!TJHDZGS9BG46I(>20.);Z>;A^B",M\ ?
U%_1",KZZ1QZ7U.2L;P3PN6XA7/_ES8;BC\BZ7.Q^G^=IF>)B(C%:7Z^* M4D@>2N<"(3,\$&I#)%)")
<6^9\I2V#<LOX\7G\I5_)+M_6;&P2*/^>P^ M20?
Q.7@3\$1TY=;J\8Q1T*82B"4@.;>T4&A8%H.X\>U9V>)RW7R_WJ7U^6N8\1.0Q\$O+L>YACG6\J2K>0L189RTS&9
M@:OF77KG8FZ_T_&"M#ZA\$4^Y^5ZP@TN?DRWLT8>R.F:Q\5(-G?E\9_7/A?
M\I7_P=5^3\OLYH)FP3CD3BO#Y&>48AD_P0N(G\MM0A8F#2\I?2D8C)G\SL,+
M>@OL0^U_9_OO.@6_S12;16_50\I2%)DG5(=)\$JGA"<I_D\$K(XKI3>Q) M#X=B)X?I5=*_H-?
C@'2P?'97>FT04\K-IN_P\$Z\KZ2PK#HLP*GL\ITL+G^!M(>10LK=T_48^;&GU\$3M\IH7\8ZK%KZ7RG\=D9?XN?
P%RYO?7FU3?DUEOD" MKW_P83'_5V>M#JXM,IKO^JX(?_U@)??JHOTV6ZF^I0;V_3CLP;1%.N-IM
MG21SLG\!>=&A<2=;U^>(*<4^W@YE>_FR^7FUW>I\5T=DEB?_!=%VNEWI<_M+G^?
SN;+=6Q\QX,NCU>S?>W;\$*/3?W_V_7IL@Y_KB6HO5?D3@G(6^M^M>;@_M2A!\@O_.<0S+,M)ZB-P*;XS9^MD+P?
0/=;UXZ<"V-\$_O\5R-4T3RS"@K@UH
MQ7\0S%D(+^\$PT=@Z5\$R;YBM/3R"W\XAW#;73CYIN^B91X#B^9Q^F4T)GX_40\$C_AAMSC
MQ<IU(\$6Q>.)_2;31QWRYTMC\$J2*QF\$SAMU_XY5\;(7/P4N#T:=NUAR0_MG7%IS?2;.\$&#X.KX(U833&<.J#^1
9F6;QJSUF6;6WY4G7J^4%.*@<%Q6+U\HT3ZT-&\$J_N5Q4FW/I^_~5=.H^IG_M6*;K78?
U6A^61<\$JEW2L0;^60Z\DI=GC*HK03ASKG5.X7AJ>_#Z3\?3@^+MVB0
^=DR^EO2(H*%PI8G0@F0Q\&@.9L0)EZ\$;E=I0H4\$2Q3.TW0_OP;#Y&_MTL@SM,Z\$C-V;_*F?E"WWJY+/M;
I^@<IF*K%F;0_Y2415"!./V.6+*B,+H M0.20?C@H/2-/&=K5_0V5%D_-P&E@_9T>@YI@HR=>2"CE6P\$.A?_B
MJZ".S)YFJ21QW&-;U;J^D?U#TBQ=K%7MC)IF./D.+1PC&I^4A7-U3\I^"88"!%*#8Z
MYK5M;01/(+>'+&S\@.1<^NO_EZQNO5U^SN_FLO(2'DVM\I\U)8)9\4I_MC5R6H%IOD\^/LG^CDI\Y1&-
M1;1UB\X_4^OANY&C^AK4.Y" _F^4=&I0\^I M\$X^C4HGDN%_B-R^OG\$X\BX;^!CM^Y\8L?Y;H0X9Y%*\$QG4-
(^,S4\OY4_MHLQU<'SK^4+I439N+#+V(AMJK2\L/L;X3FRB\QX%I\5@S@_M+Y2ESEFXD\ MO^4?
Q3.DC105C(V^~GKJ(*YYC_TRY-%998^4NUW+98Q2(=)%IT+\$R8U3\QT_M>;2&BD=:R/U%O1O_6@JFU?
3^S6M^4^030_T;RZFZPI\MF\I^R<_I\U+MG M>"C6.63%LH7\$)"_D8/FR5^CIY&6R)WS=NW!WPHWBW17?
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WD2C%,Q20&,U?V^C)_HQ@I(^)K0TB>-!\$;4^VN#>16Y\07XX
MW;\0N.I/>I\8HT/EA4)!K%N_LT%Z\I)8HB\);9#U*W?MT^A=IP\$TDL!>I-M MOQ\DKZ=
(7\K\I5=4;J=M34IT6@75_33^C#AC*Q&B3%&-DD8PM%JT;NTZE M>=Q8\4@O)G6NT7Y+IE/DDF)Z^#
;DZA+0D3@J^+P83P/"C\7&@=NQ/W;C) MK^Z1>
I(F7U22XB\Y1W\XM5SB;AGH^H&2O>3>N/&^0G\OR.X5(3QS\YCDYP_MYAE34@\$R:T^IY8.H_@CO!-^*
O.\$L^V\+81LO^M4G)UDAH^GW,MN\$H%\$0L%QJWS#(12TV_FX\ T)\46V^5RNUXQL)N0?K\Z_M;
H&_8+9V@YP0\PN=(X3>)7C^M"-IP+9XL;-@M593J\J=K^5R^DB5HQP\4PPT9V4=-)H>+Y^N+HN^M_-
EQXY2^C(G3,<-(T(K8)H3CXXY^KL#UQ= MIRO<#LZ)M8#6E7D@*%+%(34)3_2F&+=-I0_04G/LW\I;G^D-/D?
2(IYH_MVWY06QCXD?2V^('+5\I^J7%9;A87D\^6V^>#.MA..I.B44XTC-DU6>V=0Z
GR^G#YZ>X8^WY\$*Z!%+ZU?TB1>4?J21P^@A(A_M093)@S^%V:D^K%U/G,W)7WTX@R/H\%WB-
X_K\$@@SK1^0G"?7U?JDF0J.NP_M#2->QE%YCZ9YJ.3=U/21RO-I_Y7.P=M,@\X*(NM\HY^B_F>8)9R@;F0
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MT_QYT/ARXG,HNZTYPT)\$I4LX"/=UB(I\2).9>A&O5OT\7F;.;^D^!TJ
M\KXLU^U"GML28EY+99D\$B8%+C\SEX=5V^<5H&B^_MC9%7Z.YFY0UB^F4Z"Q=OE\I+K-
4\I\O;L)ECJ58NILEK";*YXK#9P.D(A: MB6SO^>(H^>)>Y^Q;*H^O-2\O.ENB\0@XO6(8@-%.9^%2J=;+^8""
I22.TQ;-Y_-8LF_-TH.M.K.G^6N@3;U;Y&40HXEC+PF(UST0NZ+Z^Q^M\$=9^!ORCM5(IG;)%A8KC%*
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D#^#&_1TTV^8D\DG;R^DZ\$U7^ILKM@F-G">)/=@_M.I@\$EW^H11/853(SBE+_QG\#?PN2?
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I\N%ZL@YAZ@RI6.Q^EEV1@P^D\20\I"@@B8R&M7O>;_12^6X%)
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576KTFD.VF\88G+C\B\O^BWTGJ\^F;ATZ9=L/8-SI<L4PBSUJX4"?DM.E M)+<0Z_-
)ZV0<9^<_UU\U(R<0SND)C.SVP.J>"7\NL/Q_UB\I^%PD;H@^+
MD&Z69^XA<2S5&B@>QX;W^ND6RAVY0N\CYLNTHURY3)E;X<%M/I^8(#;S\H.IU^RFH.8OT3KE87N^Y.
M^=TJ97^?C40VUSTNOZC\!%XS."DP\H@C8^GBH-U%M>YZ)/Y#XY(&"I>F JV(Y^FME:=UU.0

XS@V">#_+KO A1,YXLY2.6PS!\$E< M407-8L=S5('19U&\$/%+W^>"W#52I^33A9ZCMC"59E>D*CJ7.\$-
(E@R-:M0U3&&YM9EGRPS9[M:SN00/&WL\?R?N2FA.5\1B\1)3XI E[4_>)+B<76P?>,
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MK8HW<^>)VIO.WJY^_G97YXMM&TJM7FSO2/I2/>WS&E_+9D_>)+E:3-W/Z
M!;EYEV40"1WB'T_N BYXUADYHPH3D\$*AI&-I+/A_?@E)###.1W*LSF0--(3P?GO=6UV!U39F/?
1J++<4TUVS3K/I5 M.M&[KER/B251!%U*L0XDJ@M\$8J'+V.(A67OG=AK5L7SYW#GYX^L<4/6L
M10Z1LVU0(=#7UOUZO)FM:TY%_8>90G;M#3(KS9Y=(4=@9Q>D^:208J1XAY M9+1NHS+:9Z&15'_WZ+=?YF(?
8YXQ31%(JO+!@E(S\$AZ20)HWB?GMXGK07 M'GOR7^X1I?S9H(=WX8;F?2A_KIY=W-
[WF]GLNZ_>DRIVRW("O(.L\$(J M%2ER&L8U?(*HD=Z0SW=/#.2?#J1MCN.R2^<)CJ0VXE//KK-?
N_17W;".EZV2+30'6SF6RM;1)5WEBX2KS"15Q2,DJH_?DG=;%YF2(P M>?P\$A1PG3WKI%\$H-
/H"UYV%#&*&F25L@A+SH7P.C8D=N_K834Y&1G_1W_ MC4#1I2^#%_0'<31^N8T2S"PIQYS0\$B+/=U1[6M%?
&5\$+1PAX-Q)C#PA*DVMM5BG;ER.3H@X.\$T>Z3?ZM.FKQV556;1HM49XT7TSGN!)%<2SA@CD#\$LHH9I
M);RBE'?+!NLJ@FU\$U&0T!16AK8?TR;41P:WWYT<:00V<")PS2AXM%@AY5E
M5BCBG9.4ATYO76IN%I\$1VB11ASYRKE!7UEP;N&E+C5*6#_J1
MRABCX10.12W51A1Z(=LM^M!S(65Y9GU7=^2@I%_3%5>I-\$1)*(P2.1R1*V6 M0EKF>1.DZ C=HX(MH%ACD08V
MF1&I4>G"1E">C@U!1&.YB&P*)P*L6G*.P#E1P54M_>R=1NQ%K@K*A"8A! M!#>#GB.M9(C.H)2+X1D8F-
Z):6Q.E1G^E/A?F5\$S;001V_FW^7X.1715C7P/*0=O>CTR@G.6&F12:M)/2>PB/M'3\$8-D0\$&L/M_>GQZ?
K.SP!-104%01 G^<158")U(WDJ.F1EC^?2?>G.O*G=4\$6.EQ_E;M^FSB 6-)0HJ@:
MN(H83\$C3PSAM^T9NI%7MD(G"IV/#N>8F.0TGQE/BP6AJD1854C"&EN!
MO#74<>K!>.8NNH!%2YEQ<15.KR-!&Q1W3MWR3!=V;ZOL10^YOCBU)"2I MY)DKBTPD%G-K%0!>Q-TA_-
K!T.O*YG;1@Q7B02A,\$ MPI*E-GV-!-JTK05;KE@.(5HM^JK*ENITTA;U.VC+J4*NP.4!%L;/?R4!/?P MZ*Y^
O*6\$2B8J 1@>@%5X_*K_%(IM MNE#%_7+-XGIGKXLK1XX'K#FC*7-PF&0IC;(R_-8L%167@Y6>/R>EFSJ^MQ?!
13@PJM+%/5JX+%/1\$X' 4G!1"161(T0Z!:#@LN1^5Q8 *PE\$0_X7T3UM>NC=A)0!5%\$MW\$4T>UA \$%M-@H%P-
:995@Q3Q!AEB TUM4;C.5%M>017\$S.;KX>OWT)8;"3*4<^%X^!6 M<HM8LR (=Y.%/E"NO?
@:3V31)O4*0IE;?QW4Y.*B&R4 M:0R 1\$R\$@2_7859L-\$%&B+-G2ZQG9*RK6U/1_B RAPA@J4YFN8CMO9YW;Q
M<9BD>HN&H6B4PZQ)F)DL 7(-G H XNB3YW/(%\$76IRC(MCG%7,71"5_MTED-
A<SBIFIFIG.SF@GRN1HWRRW%=8.)_UXIC"MG(OIGC_&<*1E.EL.Y MCZONU%50)#/0(3800A58J:?
TWSN).GI.F4.A:1IP^0.(2E"/"8<\$PVD)^3_MU'D1>GOW./@O4>MCA1^9>JS-K!\$\$=GX(-
=V.40J6%WB!GVO6"&LR-VW MI"45!C/;CN49,CA%P^M+?^FIYNZ31X>!2_)ORIA?+@%R&E\$(PC=8QRA)
MUOY->FJH+QOE.#Q<A48*16K?P>6UMQ*\$B4L&5(GA)(&YH*H/CN Z:AX4
MRSUE1#D%M3Y!G(ITFTWL5.CDL;^_K3QS1>30^829)1F>+1V8VNQM/KW1S MD1LPBK#K?!
@.(95FJ7!@2RDOD8^1@2LOW#1B1M\$WG0@K>_J=@OUT*DIV&&HP M23_>)_JL=V1A4X>FS@D*1%C_1OI&6D
AA#QAD*XH,+LH%MB+42H2&P=_E M+D?2E09:389-6P0.(HW_ D1YHMDU31-S=1_"2I U@>\$>Y^>W+
1O2""R1=\$@ MRXU#&+J&E&0#*1^VW\$ M1EJ_&+8*IK<1/7Y(X.M;ZN/UF31R1_W;90:P9C;49E.%;D%1B%-
=7.>NA 1CX60W@=-05909+^KV-CQY 5%M+4 M?
UVTIH10102\$/D_>+N0338\$&H8\$BG/HW@&BW3D1U8CKYZ4*PD+N&J"MM MM3ZT9IY_#P)5/2?
2\$_9&5C).&?A4.B@X6 EL)1T8AIP.H6D_-G"P#G\$L/&A M*/J(%AO.
16.%7L%11=-8.2!72IX=*T;Z0B82LD1E<8@9L\$5XO+)"S7EO2 M-#)WX.89-66OSZ^B_<+O HS<^;
<1!^>TQ4+S9!Q"H(&@-R*FT""FR.BJX MV46!C01X41A7T1H2Z\$E;U?OXI^Y0>H BOUE1P#
(.S0J.&IM#FTCDD).U) M5@WA!G/*).P7WB/1_(X@>M4(>UR^UO^<^%5#W8Y?Q5M.4'D%1B6ET(9Q1"Q-6G&
(4@#.8X.M1@9(4U@7.M7;D^VR\$51J4=9S/@73S33TP1PI M4CA1GZ(HK(AH=
<^1FZ)=0A57M1_1GWRW_17BE?1J1J52+1(I"NI MZ4_?2\$U_D UFRDD48VH727U\$6EJ"
M)M4\$RQAV&85Q.1TH#G_K61/>1P.YXYH1&Q.)%GD2SFKMK"/4H>H-U M.NETMIZ/V5-?R^
N13TIY%VA1JSSH96#D<5@D-1Y^NVQ*9IC^OU?&\$16E MZ9391#51/="MEM?Q)QUU?3KS 6!\$LPMUR!SX53"X-
G&O&&2-6XOBG5*?D MYZCHX7E_1K^/H*MI*8_\$1E3<_MC**(?M(-HA2GR4)+1(3_Z YJW4H1^K
M&*>*MIZ!F5T?U\$U@C@BFD%1#F.P.)K9!3+>#ALK PRDZ>2O1"D6.W"1L M<.C4GF#
18ER\$C8(8Q3BP8')0XC*YQ"DL2&V>"\$55UF1.GXITG# M/0F.G16)92H1^#A1 YJ_>DCLQ8>KB'KM%T<=@:UHE.
<=0B3+&H08HRA@V" M"8!N@;V*FPIFT\$MNX1V3B.%1&:1J\$0TRRD.D>*5#3@IEB1?=>X)1L.N:== MA;"=C
K.ZNOHT=83/0.T%88F5HWU(K9P!R*)HBB8M>J%Y(G&+113U1"Q>&-
DM1R\$O"3\$VM4Q+K149D71+L1\$N+1BS8_&PWFG;F%' M>SI51BKR'T #(%)!SM?GL\$A<7<1-
O2O1O1SW)TQ-4P3.W&/18F>U1U1#1 MT39RVR1B?15&UY.FW5 L\$.YJB&"QQWBN/9>Z*PB.F PV5138TVGL!?
41?05Z<^_M^W8519M?M5^":^\$./G/6+1J^THS!@..0@B(BO0@IAA;#K1/G/H:5!9)>E M-P0?
9:N*7EF+BRM"19OA?W972.)1\$.1Z.13\$>%1E#5C0%*(B6BD2 LO=MBN\ 2841\$Q77F78X"O01V!C%LP1G(?
5OT%PS^98K1O>/>52"*E08 H1=BX) M>\$.\$(>HC;"92J5^T15;"*XIX_V:= M@>V.140B70
8)111TV#D8Y2*BP9'F.OQ(F"+L8@Y.B1P#M_-/@2G">W4
MG3JC1_H7>\$6;51Z4"PUJ.WW6.NAF58.DM5Z9AB&F)=G5Y<-4Q(9H%RCGK ME/PZ2&B_K?
Z^O?7(4"KH"W%#LY6&9K;12F=(H@>H1G*5D W_.862D15KZ MH%SV6\$!_FM1WR=%Z=18.\$;ZQ&
<.*EB!GNDHU%(48L->#R^:38_>W1VR>24>4K538-1_2D1SA0MN&VE3K\$U)7B9BZCSH4
M/9<."Z.153Y*Y5;_UX&P@>C_"IP11-23Q"1=S1T1D)BPF&45!D0Q.0LL^E<2^-G<8@JVR)8-N19R#(.511
M+9WH8X\$4QSNDO8URRFZ@7)D(H>1950\$MJ8-RN2VDMV1*QOG?&75' BT>N-%
MZ1*VK8+4++72XPS)1T5ES85E^"(1"16&A1"1P+E;\$GLH)1R(7B1;F@J^% M?
W(2)K4;U.1^T51WM9<\$@F8MP8X1)2:PZ3566<M*)MFI\$E<14@>91"=-7WL@F(W
5(T1@AD0.JZ*636;1G1U@Y#:=Z2?C(3EG1;K\$(L.W!@X M(Y#Q/B>N"-
"A\$;C(-.W2FM.JKSNB8P*Y@56.7+APUX/DYBG?KY0190W1C M1XPNY8%/&L ?ED8A""5W3LEH679H4JFE:&?
P91U8!@KLK&(04XFBYGH9 MP1YWH1&DC1LIKAKA4UAN!_S1<X&@'515&?>96ATS
M@52?1CW99T^9HEH(RQ(K+4UME(AN1QO*.B3@ELHLS^=+B7HBI#_JH1(1% MIR->^&?
F3M/BEF2WNEFYR(PY'1@RD:6\$*0+.AC 286T%\$S3_%2WW-*1 M1'32-OFS:%LN8&KP
1_P1L1V+^T6^0W\$H(A@>2IH&>X"TH8K!#1DT1+8 M9?DIP^XD=E)1J1J8F1XJBBSZ1/41#I"4#?>G1A@3-
&BRPQ!(5>H=&(T1 M-4\$?)3=22QU3Z*5 X%6P0M+8BO1+TT^&F\$F;M1"2"Q15NLW@C.4L24IS1X
M1E1>AMFX19M)H1^>1.#U*1/WPST^OP10Z4\$S&%(Z3QKK!(HB#;0&7QEI M11.2%:7QIM&YVZD1+H"1"CM??
1FY1)*LGM40^OP1D#VH(A_L>J(.2Y@<32_7S-S&O1+1)S8HO1>CS81^SD+(3HF&6H8X8BI M\$%1%F\$
_BT9YQUSCH>A2?RNW6*X1HM4>D^B1(1+1C^<M.CY1Y&7#151P^>PV.+#?
6P7.653.+>HP8M+5A:1%RXD6S1Q10K1/^@9!D:(^8NRQ=QE1"5LW>.Y<MMW%8?>CO3V:E)V\$?
W7DQ*WY@L"H(DSS<=>X+>NX/^<6\$_"O*KIAB\$45ES<#1UHH'O\$<0 MM>"Q.F)TI8SV\$-
&41R8R\$R7<7S;5Z_BQ#H&JC:KW.HQ#MOLZ6/@C6HLHDEO MAAYN'RQ8@:S4&%%M(IPYE-
\$AHR#+G05006HHF4&ZD*M_3%-8*1179U1_MX:X1EFFQJ*_IF>Q^4BE%&RF-)*N"(&CO1MA>T7B1F=-
D@&9RAZB1PGYE MU(073>&RPE)VJ-1R_NF*S1U1F\$*Z92G11^>C2X2'R-O1QJF4\$3%K8*N" M1496"XF41"

{&827GL/Y=12GZPIF95.NUP"B(L.VXNN1#6TH%:%12,H&W(O@M)+(^(2)CC9B\$X+?.8:N*(5LX<^K&:13
@@+>F>C?6X@T<^--"ZZB1D>DM-M4@N.3+|C<(JPEI9\$?-W5M1.2|FJG%?3D).@J.XDK:E)'5VI#V!*(T=1-717
M<=\$A&PB#2V^@NG%"2>#VJ1'6L16U+RR43H2@H)6*1W>7Y8/\$&'V11O(1&PV
M2UEJJ=)WECNX"Q&39,F3'KXA!>("4)UHY817OX"OM_\$#9PI=1/:(10BU?MX9)X>4@&?
NQ">3.9M^E8MN/I>P|S#5>1L:79QI^4)IOL-VBW-16:9|F.M438L53%*#U?C%<+VAB|/B/;
|RW*I|H10MN)E4#5|6@J.XZ|I?<4(M:8QG\$3Z>FK'##2?-NY+5.1-2JHZ.:C3Q
4N&67J^B3;>@4(%201#2J,^J@LXEC.M|3KM#|THC(")X*G63*KLXWTVB2C<7FL0Q3E-TG5YZ^L+QX-
M|SLYM=J%7H#J7LS:"#P=0.MF.G'D!*"O>@QW5QH)(#(Y(44102#T)O"=4V.S#&39HJ.9YSJDN)PFZ<%;!@M-
X);+"9^GNO-SS1")V>S+1|Z|B")<:(TD!4>-N?3<27V#&N^UQ|A.)V*
M&W^WKU7C\$^=0DH&\$7(%)>7)J7P7W:=L.VN|L|K)G9F&6'%:@2Z3,"T-DH-JC
M2#1/CZ+@&F&H:D54V8N*)PBIW058WRJKQH/H@%*6RA/L|I?U)O.|G289V.M%=8?>L5EE|
(9QR|Z7E2|EG\$):.4U%8%W,\$Q|U*X=6Q<>Y1/I68HMS_5W|^M?S97V;FKI8W(*WS|=Q-VOGM.M;...
EOWE6=JW31E<8X_Z@HV|_0L^*T<2?V#1%/C5:2>5F^8D^3L^+M7-M-
(2/0WPW|OX|3H%#;|I(F^N0@|^6J1<*X|I&XWZV=)%+0.WQ&7UA|WUF
MO#;6+1)%0ZM|=*H|*M+^QB=C/U'R?F.@M2SUMDJ@S|L3CWT_G.M?
I8|HTEBT0"C|9^+V51"5#_.O|ZI"^O|=RQ=)'(W%_I9=-80_2SM3Q3?I.M0|^|^?Z.F9R|W?M6R0(U@NZ#E*18>/-
WX,^*|W)3DE7&W7=@_2(I?Y.M|N4JL5S(1C+%)E0J2T#Y?6J,<6LFRZY|HP"UL5392|E^F;>1%|Z*TFE
MCW3-USW,3MI\$VQ8LAM.F;?=%#!|MJ|_?'|I?+YVWV=|VVS9N2'3;MGJ*N0|U6H|2_P^?
=>"T^+<^/K;XOYU|O7P=1B7/*|OX|175H|H2_M|VPY=M<(02A_D04?<+%RF|I.T.M2&7&J#|S|3|G?
7CVT%SYX6|_V=+4R1>O|4=L6MDAH/@_#WSW|V.QB|_#_G|+&_9|^9R6T&+;L
M62:EJ#|&N|51&*SG_.ONWW|LE|KT.MOT^M*=908.+%TFK;<7=-V\$4VL:SH?9.MAKU@H|2?3TXOW7!
M8G'%/O@|W:S|Q%+8R*89H>L1(ND,.#E(OVV|8GCME7O;20C_7S^?#.*=-7E.MGX>3?
QY.>F^SN9U^#FT.4)ZO5.ZA<9^LVP,5W2N1%CR9CQ=37V\$^V8f8%XL.M7,RH^>L9=1%3:9-
W2:U8,W5RM.GY4L420(I%|LH^N.S3|43.|FXWF>W*:=MBQ9+!CW1|HXIGL+H?5W|<3ES%|K^>S#?
#%>5>_DS+O|(%BF:+'HMF;(41.MOKA=+<S|5&R^4S|HE6+I8X>B^5!=5S_'YN%|^AY,ZY\$KC|O*|8|FD&0|+
M@V(KC|'6+2=AGM.MF8SCV*V|OS_K|L=G)PL<=0'RSW5YU2'KG*M2R7_C\$W,=#WP
M|XOJ1<+&#D_'B+H.O=MP7R^4&9%*?I*MYP:6T7|LVRY|((E|Z?;TM.M|&:^1V|NVPG\$JF)=AV54T:M
&^9P+P2_KP=SQ|L2AZCW,SG4"N*O357X:U.M9@%=A@J^CYREFR?80FR\$Y|+<3;#++E.Z>I"|D3?J|L?
|^!N&*#S=D9ORK05"T>12&+K+T&Z7&5DCDEAV7=|F&|?)/D/OY.M"OR.;Y6KA>X)R@XA).K^HGS3_YB?
_D);#QO_W5;N|CY^Z/9ZO5^R:M_N.MV,IL:0.FDP>R|FR-S>7*>M;Q=UVX;TT*?7BV75TG0^_W.SBEO-
M%|K_G8SLZ^3^SDIUD.S^I_K:2GM@NQ-H/X*H.IT0PLSK_<_GBTSH:EVT.M|&?
7\$<1PBAI^I_YC:75S\$|R9^F4T3.MX>|S/SOL_26H|79U/_G^F/^<G4("C/UK^UN^Y.M/V(5U)5VO/DW7|&|2
MNL2;|N_SW^WK=3/S^?P1|R:4XF\$HH5EN:1H|Q%_J|Q>SRIF\$XMOLP|MX?S27TP?
N/F2#_XE3EQBZVHQ20)*@SURJ52.IQ.K:QU.M/2RCXGNQO6H79I^C?&|SK6)=4H|>X-9)W:49^TQ
:5NR6#<4.MX_:(YG2.57R1TH7-X;Y&G76L6:W-R)'9%|L:Q/Z#|<9W-NYM7;Z|2
8L|PBK|E/Z0&IV@|HSY7*04ZQ|X<\$M53S/YW:|N\$NC35:BA.O-S7*\$V_DX
C\$|N,V%|L|E>L3(L0A;|_:"4CYRR+73;+?HJU&#DZ=G>,*O#_W-8?)JZ|B93#+W3;|IU.M&LF&16ZQ58?
PBR#S4\$CO^5-GQ*N*1TAQL+G\$S_B2-U|L/Z%V_T0GOF|/M/857W2:_6P+LX^W|_9O=(^ZIL!53^&5WM7&WDL
|^?Q?)Q|7OWJ|W@K^F<M=5!10%|5E.C83L6+13MD)-P:SIHBD>^|W_OD|/+1V|R1K^E5U%912-_G
MDS|X|K^V|WWY6L>.@7^<=B<0:PE@|15/<6|GP,^=?MM7;37#4%H/;|72'MVN10)8XR
;9MO4YXU10PVB.4&D+16::/5VH\$T_U17FVB:&X\$|*>G"YOT8G
M/;&J*P6PP7T>|HEP|U7)36%22L4VVG0X#CLB;L|S=;+Q|ALF4IWX^4X@_MUA0
Z2ZRNX>2R>ZS(1A1N.1NUS/SX=6|X1L3;&0S@((K2:Q-Y|W|H|A0439.M|H|W|K-
FD|J^F|@|X13/(BL_LJ7*K|H|S4|0U10&.2"<6J=)|JL|\$.|4P9|/9)E+T)6-#\$,*7G\$JA5HOWY|*G1*?EGN7
M|MFPN)9S^F|_J|_%#R0=G(MZ<92Q;#9^*VMJ%1477HVF6RQ.M)7G:Y>Y>N_*L|G3./2B0?
SJOEH#_W1A_Z<+>V=LYG<12-,%NULP^3B=D*M#OQG2_\$WA#9+""_7LGNT+LEW^9D|V@H|J>B|&XV-
M|S|A9V=7<(MOQ2R<.;MG>2_F|P%RPG_?W|X6TW#W"_X2<=99P|V_6;)1K.=8#C|BLZ#D#;SS?
V|/UM:NV^6^10%"OPI2WT|B^5D?F|@6Y|)
MQ5|AVMWL;_FE8D7Y726_F|&"9ZZ9+;ZZ;V8R"5O;>6T_'O7GY;17*Y7NY.I08+/"AY>OM8C:Y^K.;^46|FGFX4.8)W^<
MMA3VB|H>_%@PQ4.#B:H--MX4N|U&4).P&Y>15B2.M|H5P79_89C=C*52|U8>_MOX|G.:6+!<(ZICD-HNC2J
_K|=\$98|HH>ERK65.@;<30E4_N6:PQU#&|H92.V|C|O|V|G8_0.7L|8|H|SOK_N>SSPR0
M_|F:C>SYGT|_I4).B2';E_I^RI|?+^Z=*Y|MZ'5Z|D5W0O;L|3J\$K*JWCV.MVS8Z/I>+;EYXOW=OU)^/|G/?
(-WB+OOZ+|_KYN%_X_!U!+0(4_Q0.M(^N#1UKIB;H&2,+.2>="0_!E>"TQ.7-Y.M9GAI;G-
I9&5R=)A9&EN9W|O;YH=&U02P\$"%_4_"K@T=:DZPPL=P\$M|0@_0\$@_%5(P.97@M.C\$Q.C.Q.C.R-
"YH=&U02P\$"%M%_4_"K@T=:V>\$%RDL#_!C"@_!@%*97@M.M.C.Q.C.Q.C.R-&O;G-E;G|S96-M+FAT;5!+0(4
Q0(^N#1UH2RL+?M@<*>X2" ">4K_!E>="TS.6\$Q.C.Q.C.R"YH=&U0_M2P\$"%_4_"K@T=:4.1*8,'W)"\$@-@
&7.P.M97^M.S3P.B.3(S,3(P.C0N;1M4\$!A0#%M@JX^6H^C|Q)0+4!|X(|H3|&5X+30R.#\$R.M.S\$R.#(T>&1E"19E
&5X+3.R.3(S,3(P.C0N;1M4\$!A0#%M@JX^6H^C|Q)0+4!|X(|H3|&5X+30R.#\$R.M.S\$R.#(T>&1E"19E
|E>"TY-S\$R.S\$R.#(T>'Y9FEN8V5N.M=&EV92YH=&U02P\$"%_4_"K@T=:R4QU8|8P|!730_\$M@_Z=P.M.A|
#|'0_0"2ZH!|S>68M.C.R#\$R.S\$N>'D4\$!M.A0#%M@JX^6D;_<_D^8!|0(|CL\$'_Y.M9BTR,#
(T,3(S,5|G86PN>&UL4\$!A0#%M@JX^6M2/7_4LR@_!%H)M|0(|Q,,\$'_Y9BTR,#(T,3(S,5|D968N>&UL4\$!A0#
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Filerfalsefalsefalsefalse18645501294388749489<div style="margin-top:9pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The
definitive proxy statement relating to the registrant's Annual Meeting of Stockholders, to be held June 17,
2025, is incorporated by reference into Part III to the extent described therein.</div><div
style="margin-bottom:12pt;margin-top:12pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:10pt;font-weight:400;line-height:120%">Our information security program includes administrative,
technical and physical safeguards and is designed to provide an appropriate level of protection to maintain the
confidentiality, integrity and availability of our Company's, our clients' and our customers' information. This
includes protecting against known and evolving threats to the security of customer records and information,
and against unauthorized access, compromise, or loss of customer records or information.</div><div
style="margin-bottom:12pt;margin-top:12pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:10pt;font-weight:400;line-height:120%">Our information security program is designed to continuously
adapt to an evolving landscape of emerging threats and available technology. Through data gathering and
evaluation of emerging threats from internal and external incidents and technology investments, security
controls are adjusted on an as needed basis. We have developed a security strategy and implemented layers of
controls embedded throughout our technology environment that establish multiple control points between
threats and our assets. We test the effectiveness of our controls and data protection processes through
internal and independent external audits and assessments, including regular penetration tests, application
code reviews, vulnerability scans, disaster recovery tests and cyber exercises to simulate hacker attacks. Our
information security program is supported by regular training of information security employees and
awareness training and activities for executives, directors, and employees companywide through which we
communicate our information security policies, standards, processes and practices.</div><div
style="margin-bottom:12pt;margin-top:12pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:10pt;font-weight:400;line-height:120%">Further, our information security program is designed to provide
oversight of third parties who store, process or have access to sensitive data, and we require similar levels of
protection from third-party service providers as are required for the Company. We maintain supplier risk
assessment processes to identify risks associated with third-party service providers and have implemented
enhanced cybersecurity incident and data breach response requirements for critical supplier relationships.
</div><div style="margin-bottom:12pt;margin-top:12pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">We employ business continuity.

backup and disaster recovery procedures for all the systems that are used for storing, processing and transferring customer information, and we periodically test and validate our disaster recovery plans to assess our resilience capabilities. Additionally, we maintain insurance coverage that, subject to applicable terms and conditions, may cover certain aspects of cybersecurity and information risks. However, there can be no assurance that liabilities or losses we may incur will be covered under such policies or that the amount of insurance will be adequate.

Our information security program is designed and managed to be consistent with the Cyber Risk Institute (CRI) Profile, a cybersecurity assessment framework which is a financial services industry-specific extension of the National Institute of Standards and Technology (NIST) Cybersecurity Framework. We measure and monitor the maturity of the information security program against this framework, industry guidance, and a risk-driven metrics program aligned to our business requirements. Along with periodically being examined by our regulators, Synchrony regularly engages external experts to audit, evaluate and validate our controls against these standard frameworks, and we adjust our cybersecurity policies, standards, processes and practices as necessary based on the information provided by these examinations, audits and evaluations.

Cybersecurity threats, including as a result of previous cybersecurity incidents, have not materially affected the Company during the past three fiscal years. While we are not currently aware of any cybersecurity threats that are reasonably likely to materially affect the Company there is no assurance that we will not be materially affected by such threats in the future. For additional information on our risks related to cybersecurity, see “Risk Factors Relating to Our Business—Cyber-attacks or other security breaches could have a material adverse effect on our business.”

Our information security program is designed to continuously adapt to an evolving landscape of emerging threats and available technology. Through data gathering and evaluation of emerging threats from internal and external incidents and technology investments, security controls are adjusted on an as-needed basis. We have developed a security strategy and implemented layers of controls embedded throughout our technology environment that establish multiple control points between threats and our assets. We test the effectiveness of our controls and data protection processes through internal and independent external audits and assessments, including regular penetration tests, application code reviews, vulnerability scans, disaster recovery tests and cyber exercises to simulate hacker attacks. Our information security program is supported by regular training of information security employees and awareness training and activities for executives, directors, and employees companywide through which we communicate our information security policies, standards, processes and practices.

Our Board's fully independent Risk Committee has primary oversight of the Company's cybersecurity risk. Cybersecurity risk is a component of operational risk within our enterprise risk management framework. For a detailed description of our enterprise risk management framework, including its governance and processes, see “Risks—Risk Management.”

Our information security team, led by our Chief Information Security Officer (“CISO”), in collaboration with our Risk Committee and our executive leadership team, closely monitors our information security program, including our strategy, and information security policies and practices, against a rapidly evolving landscape of threats and regulatory requirements and expectations. The Risk Committee receives reports and briefings on our information security and enterprise risk management programs at least quarterly, including the results of any external audits, examinations and evaluations, as well as maturity assessments of our information security program, at least one of these sessions is held jointly with the Audit Committee.

The CISO team leading our information security program is responsible for identifying, assessing, managing and controlling cybersecurity risk, and for mitigating our cybersecurity risk exposure. Our information security program is monitored and challenged by our risk management team, led by our CRO.

We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution.

The CISO reports directly to our Chief Technology and Operating Officer and on a dotted line basis to our CRO. Our CISO has expertise in cybersecurity, information security risk management, identity and access management, security architecture, application security, vulnerability management, threat intelligence, security operations and incident management and response through prior roles leading information security functions at other large organizations and has over 30 years of experience across technology and security. The CISO holds various professional certifications, including the Certified Information Security Manager certification from the Information Systems Audit and Control Association.

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We have developed an incident response governance framework to timely identify, evaluate and thereafter report cybersecurity incidents to our executive management team, appropriate management committees, including the enterprise risk management committee, the Risk Committee, Audit Committee and Board, as necessary. In addition to facilitating timely evaluation, escalation and reporting of cybersecurity incidents, this framework also sets forth the process for identifying and assessing the severity of cybersecurity incidents, as well as for managing post-incident activities, including recovery and resolution.

The CISO reports directly to our Chief Technology and Operating Officer and on a dotted line basis to our CRO. Our CISO has expertise in cybersecurity, information security risk management, identity and access management, security architecture, application security, vulnerability management, threat intelligence, security operations and incident management and response through prior roles leading information security functions at other large organizations and has over 30 years of experience across technology and security. The CISO holds various professional certifications, including the Certified Information Security Manager certification from the Information Systems Audit and Control Association.

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DESCRIPTION

Synchrony Financial (the

"Company") provides a range of credit products through financing programs it has established with a diverse group of national and regional retailers, local merchants, manufacturers, buying groups, industry associations and healthcare service providers. We primarily offer private label, Dual Card, co-brand and general purpose credit cards, as well as short- and long-term installment loans, and savings products insured by the Federal Deposit Insurance Corporation ("FDIC") through Synchrony Bank (the "Bank"). We conduct our operations through a single business segment. See Note 17.

Segment Reporting

for additional information.

References to the "Company," "we," "us" and "our" are to Synchrony Financial and its consolidated subsidiaries unless the context otherwise requires.

BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements were prepared in conformity with U.S. generally accepted accounting principles ("GAAP").

Preparing financial statements in conformity with U.S. GAAP requires us to make estimates based on assumptions about current, and for some estimates, future, economic and market conditions (for example, unemployment, housing, interest rates and market liquidity) which affect reported amounts and related disclosures in our consolidated financial statements. Although our current estimates contemplate current conditions and how we expect them to change in the future, as appropriate, it is reasonably possible that actual conditions could be different than anticipated in those estimates, which could materially affect our results of operations and financial position. Among other effects, such changes could result in incremental losses on loan receivables, future impairments of debt securities, goodwill and intangible assets, increases in reserves for contingencies, establishment of valuation allowances on deferred tax assets and increases in our tax liabilities.

We primarily conduct our business within the United States and substantially all of our revenues are from U.S. customers. The operating activities conducted by our non-U.S. affiliates use the local currency as their functional currency. The effects of translating the financial statements of these non-U.S. affiliates to U.S. dollars are included in equity. Asset and liability accounts are translated at period-end exchange rates, while revenues and expenses are translated at average rates for the respective periods.

Consolidated Basis of Presentation

Variable Interest Entities

Where we hold current or potential rights that give us the power to direct the activities of a VIE that most significantly impact the VIE's economic performance ("power") combined with a variable interest that gives us the right to receive potentially significant benefits or the obligation to absorb potentially significant losses ("significant economics"), we have a controlling financial interest in, and consolidate, the VIE.

In evaluating whether we have power, we consider the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and our decision-making role, if any, in those activities that significantly determine the entity's economic performance as compared to other economic interest holders.

In determining whether we have the right to receive significant economics, we evaluate all of our economic interests in the entity, regardless of form (debt, equity, management and servicing fees, and other contractual arrangements). This evaluation considers all relevant factors of the entity's design, including: the entity's capital structure, contractual rights to earnings or losses, subordination of our interests relative to those of other investors, as well as any other contractual arrangements that might exist that could have the potential to be economically significant.

The evaluation of all facts and circumstances to determine whether we have power and significant economics requires the exercise of professional judgment. Rights held by others to remove the party with power over the VIE are not considered unless one party can exercise those rights unilaterally. We consolidate certain securitization entities under the VIE model because we have both power to direct and significant economics, primarily because of Synchrony or the Bank's role as servicer. See Note 6.

Variable Interest Entities

New Accounting Standards

Newly Adopted Accounting Standards

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This ASU improves reportable segment disclosure requirements and requires enhanced disclosures about significant segment expenses. The Company adopted

this guidance as of December 31, 2024, on a retrospective basis. See Note 17.

Segment Reporting

for additional information.

Recently Issued But Not Yet Adopted Accounting Standards

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*. This ASU requires disclosure of specific categories in the rate reconciliation, as well as additional qualitative information about the reconciliation, and additional disaggregated information about income taxes paid. The Company will adopt this guidance on a retrospective basis on its effective date, which for us is beginning within our December 31, 2025 Form 10-K. Management does not expect this guidance to have a material impact on the Consolidated Financial Statements.

In November 2024, the FASB issued ASU 2024-03, *Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40)*. This ASU requires disaggregated information about certain income statement line items in a tabular format in the notes to the financial statements. The Company will adopt this guidance on its effective date, which for us is beginning within our December 31, 2027 Form 10-K, and is currently determining the method of adoption, however, it is not expected to have a material impact to our Consolidated Financial Statements.

Cash and Equivalents

Debt securities, money market instruments and bank deposits with original maturities of three months or less are included in cash and equivalents unless designated as available-for-sale and classified as debt securities. Cash and equivalents at December 31, 2024 primarily included cash and due from banks of \$646 million and interest-bearing deposits in other banks of \$14.0 billion. Cash and equivalents at December 31, 2023 primarily included cash and due from banks of \$1.4 billion and interest-bearing deposits in other banks of \$12.8 billion.

Restricted Cash and Equivalents

Restricted cash and equivalents represent cash and equivalents that are not available to us due to restrictions related to its use. In addition, our securitization entities are required to fund segregated accounts that may only be used for certain purposes, including payment of interest and servicing fees and repayment of maturing debt. We include our restricted cash and equivalents in Other assets in our Consolidated Statements of Financial Position.

Investment Securities

We report investments in debt securities and equity securities with a readily determinable fair value at fair value. See Note 10.

Fair Value Measurements

for further information on fair value. Changes in fair value on debt securities, which are classified as available-for-sale, are included in other comprehensive income (loss), net of applicable taxes. Changes in fair value on equity securities are included in earnings. We regularly review investment securities for impairment using both quantitative and qualitative criteria.

For debt securities, if we do not intend to sell the security, or it is not more likely than not, that we will be required to sell the security before recovery of our amortized cost, we evaluate other qualitative criteria to determine whether we do not expect to recover the amortized cost basis of the security, such as the financial health of, and specific prospects for the issuer, including whether the issuer is in compliance with the terms and covenants of the security. We also evaluate quantitative criteria including determining whether there has been an adverse change in expected future cash flows. If we do not expect to recover the entire amortized cost basis of the security, we consider the debt security to be impaired. If the security is impaired, we determine whether the impairment is the result of a credit loss or other factors. If a credit loss exists, an allowance for credit losses is recorded, with a related charge to earnings, limited by the amount that the fair value of the security is less than its amortized cost. Given the nature of our current portfolio, we perform a qualitative assessment to determine whether any credit loss is warranted. The assessment considers factors such as adverse conditions and payment structure of the securities, history of payment, and market conditions. If we intend to sell the security or it is more likely than not we will be required to sell the debt security before recovery of its amortized cost basis, the security is also considered impaired and we recognize the entire difference between the security's amortized cost basis and its fair value in earnings.

Realized gains and losses are accounted for on the specific identification method.

Equity Method Investments

We use the equity method of accounting for investments where we have significant influence, but not control, over the operating and financial policies of the investee. Our assessment of significant influence includes factors such as our ownership interest, legal form, and representation on the board of directors. The Company generally records the initial investment at cost or fair value, as appropriate. Subsequently, we adjust each investment for our proportionate share of net income or loss in the investee. We amortize, where appropriate, differences between the Company's cost basis and underlying equity in net assets, which are reported in Other income. The Company evaluates equity method investments for other than temporary impairment when events or changes in circumstance indicate that the carrying amount of the investment might not be recoverable. At

December 31, 2024, our equity method investments included within Other assets in our Consolidated Statement of Financial Position totaled \$816 million, primarily related to our equity interest in Independence Pet Holdings, Inc. See Note 3.

Acquisitions and Disposition

Loan Receivables

Loan receivables primarily consist of open-end consumer revolving credit card accounts, closed-end consumer installment loans and open-end commercial revolving credit card accounts. Loan receivables are reported at the amounts due from customers, including unpaid interest and fees, net of unamortized purchase discounts, deferred income and costs.

Loan Receivables Held for Sale

Loans purchased or originated with the intent to sell are classified as loan receivables held for sale and carried at the lower of amortized cost or fair value. Loans initially classified as held for investment are transferred to loan receivables held for sale and carried at the lower of amortized cost or fair value once a decision has been made to sell the loans. We continue to recognize interest and fees on these loans on the accrual basis. The fair value of loan receivables held for sale is determined on an aggregate homogeneous portfolio basis.

If a loan is transferred from held for investment to held for sale, any associated allowance for credit loss is reversed through earnings, and the loan is transferred to held for sale at amortized cost. The amount by which amortized cost basis exceeds fair value is accounted for as a valuation allowance. The loan is carried at the lower of amortized cost or fair value.

Acquired Loans

To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition.

Loans acquired that have experienced more-than-insignificant deterioration in credit quality since origination (referred to as "purchased credit deteriorated" or "PCD" assets) are subject to specific guidance upon acquisition. An allowance for PCD assets is added to the purchase price or fair value of the acquired loans to arrive at the amortized cost basis. Subsequent to initial recognition, the accounting for the PCD asset will generally follow the Allowance for Credit Losses model described below.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model described below.

Allowance for Credit Losses

Losses on loan receivables are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates involve modeling loss projections attributable to existing loan balances, considering historical experience, current conditions and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with unemployment as the primary macroeconomic variable considered. We also perform a qualitative assessment in addition to model estimates and apply qualitative adjustments as necessary. The reasonable and supportable forecast period is determined primarily based upon an assessment of the current economic outlook, including our ability to use available data to accurately forecast losses over time. The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since adoption of CECL. The Company reassesses the reasonable and supportable forecast period on a quarterly basis. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The historical loss information is derived from a combination of recessionary and non-recessionary performance periods, weighted by the time span of each period. Similar to the reasonable and supportable forecast period, we also reassess the reversion period and historical mean on a quarterly basis, considering any required adjustments for differences in underwriting standards, portfolio mix, and other relevant data shifts over time.

We generally segment our loan receivable population into pools of loans with similar risk characteristics at the major retailer and product level. Consistent with our other assumptions, we regularly review segmentation to determine whether the segmentation pools remain relevant as risk characteristics change.

Our loan receivables generally do not have a stated life. The life of a credit card loan receivable is dependent upon the allocation of payments received, as well as a variety of other factors, including the principal balance, promotional terms, interest charges and fees and overall consumer credit profile and usage pattern. We determine the expected credit losses for credit card loan receivables as of the measurement date by using a combination of migration analysis, and other historical analyses, which implicitly consider the payments attributable to the measurement date balance. To do so, we utilize an approach which implicitly considers total expected future payments and applies appropriate allocations to

reduce those payments in order to estimate losses pertaining to measurement date loan receivables. Based on our payments analyses, we also ensure that expected future payments from an account do not exceed the measurement date balance.

We evaluate each portfolio quarterly. For credit card receivables, our estimation process includes analysis of historical data, and there is a significant amount of judgment applied in selecting inputs and analyzing the results produced by the models to determine the allowance for credit losses. We use an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. The enhanced migration analysis considers uncollectible principal, interest and fees reflected in the loan receivables, segmented by credit and business parameters. We use other analyses to estimate expected losses on non-delinquent accounts, which include past performance, bankruptcy activity such as filings, policy changes and loan volumes and amounts. Holistically, for assessing the portfolio credit loss content, we also evaluate portfolio risk management techniques applied to various accounts, historical behavior of different account vintages, account seasoning, economic conditions, recent trends in delinquencies, account collection management including the impact of modifications made to borrowers experiencing financial difficulties, forecasting uncertainties, expectations about the future and a qualitative assessment of the adequacy of the allowance for credit losses. Key factors that impact the accuracy of our historical loss forecast estimates include the models and methodology utilized, credit strategy and trends, and consideration of material changes in our loan portfolio such as changes in growth and portfolio mix. We regularly review our collection experience (including delinquencies and net charge-offs) in determining our allowance for credit losses. We also consider our historical loss experience to date based on actual defaulted loans and overall portfolio indicators including delinquent and non-accrual loans, trends in loan volume and lending terms, credit policies and other observable environmental factors such as unemployment and home price indices. Additionally, the estimate of expected credit losses includes expected recoveries of amounts previously charged-off and expected to be charged-off.

The underlying assumptions, estimates and assessments we use to provide for losses are updated periodically to reflect our view of current and forecasted conditions, and are subject to the regulatory examination process, which can result in changes to our assumptions. Changes in such estimates can significantly affect the allowance and provision for credit losses. It is possible that we will experience credit losses that are different from our current estimates. Charge-offs are deducted from the allowance for credit losses and are recorded in the period when we judge the principal to be uncollectible, and subsequent recoveries are added to the allowance, generally at the time cash is received on a charged-off account.

Delinquent receivables are those that are 30 days or more past due based on their contractual payments. Non-accrual loan receivables are those on which we have stopped accruing interest. We typically continue to accrue interest until the earlier of the time at which collection of an account becomes doubtful, or in the period the account becomes 180 days past due, with the exception of non-credit card accounts, for which we stop accruing interest in the period that the account becomes 90 days past due.

The same loan receivable may meet more than one of the definitions above. Accordingly, these categories are not mutually exclusive, and it is possible for a particular loan to meet the definitions of a non-accrual loan and a delinquent loan, or be modified to a borrower experiencing financial difficulty, and be included in each of these categories. The categorization of a particular loan also may not necessarily be indicative of the potential for loss.

Loan Modifications to Borrowers Experiencing Financial Difficulty

Our loss mitigation strategy is intended to minimize economic loss and, at times, can result in rate reductions, principal forgiveness, extensions or other actions, for borrowers experiencing financial difficulty. We primarily use long-term modification programs for borrowers experiencing financial difficulty as a loss mitigation strategy to improve long-term collectability of the loans. The long-term modification programs include changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months, reducing the interest rate on the loan, and stopping the assessment of penalty fees. We also make long-term loan modifications for customers who request financial assistance through external sources, such as through consumer credit counseling service agencies. Long-term loan modification programs do not normally include the forgiveness of unpaid principal, interest or fees. We may also provide certain borrowers with a short-term loan modification program (generally up to 3 months) that can include the forgiveness of a percentage of their unpaid principal balance, interest and/or fees. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. We generally do not convert revolving loans to term loans, outside of loan modification programs for borrowers experiencing financial difficulties. The evaluation of whether a borrower is experiencing financial difficulty includes our consideration of all relevant facts and circumstances. See Note 5.

Loan Receivables and Allowance for Credit Losses

for additional information on our loan modifications to borrowers experiencing financial difficulty.

Data related to redefault experience is also considered in our overall reserve adequacy review. Once the loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date, subject to re-aging limitations of once a year, or twice in a five-year period.

Charge-Offs

Net charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid

finance charges, fees and third-party fraud losses from charge-offs. Charged-off and recovered accrued and unpaid finance charges and fees are included in interest and fees on loans while fraud losses are included in other expense. Charge-offs are recorded as a reduction to the allowance for credit losses, and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and are included in Other expense in our Consolidated Statements of Earnings.

We charge off our loans based upon days contractually past due, which is typically 120 days for our unsecured closed-end consumer installment loans and loans secured by collateral and in the period the account becomes 180 days for our unsecured open-ended revolving loans. Unsecured consumer loans in bankruptcy are charged-off within 60 days of notification of filing by the bankruptcy court or within contractual charge-off periods, whichever occurs earlier. Credit card loans of deceased account holders are charged-off within 60 days of receipt of notification.

Goodwill and Intangible Assets

We do not amortize goodwill but test it at least annually for impairment at the reporting unit level pursuant to ASC 350.

Intangibles—Goodwill and Other

A reporting unit is defined under GAAP as the operating segment, or one level below that operating segment (the component level) if discrete financial information is prepared and regularly reviewed by segment management. Our single operating segment comprises a single reporting unit, based on the level at which segment management regularly reviews and measures the business operating results.

When a portion of a reporting unit constitutes a business that is being disposed of, the amount of goodwill to be included in the carrying amount of the business classified as held for sale is based upon the relative fair values of the business to be disposed of and the portion of the reporting unit that will be retained.

Goodwill impairment risk is first assessed by performing a qualitative review of entity-specific, industry, market and general economic factors for our reporting unit. If potential goodwill impairment risk exists that indicates that it is more likely than not that the carrying value of our reporting unit exceeds its fair value, a quantitative test is performed. The quantitative test compares the reporting unit's estimated fair value with its carrying value, including goodwill. If the carrying value of our reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the amount of goodwill allocated to the reporting unit. The qualitative assessment for each period presented in the consolidated financial statements was performed without hindsight, assuming only factors and market conditions existing as of those dates, and resulted in no potential goodwill impairment risk for our reporting unit. Consequently, goodwill was not deemed to be impaired for any of the periods presented.

Definite-lived intangible assets principally consist of certain costs incurred to develop or acquire capitalized software and customer-related assets including purchased credit card relationships. Capitalized software is amortized on a straight-line basis over its estimated useful life, generally 5 years. Customer-related assets are amortized over their estimated useful lives. Defined-lived intangible assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The evaluation compares the cash inflows expected to be generated from each intangible asset to its carrying value. If cash flows attributable to the intangible asset are less than the carrying value, the asset is considered impaired and written down to its estimated fair value.

Other Assets

Other assets primarily consist of deferred income taxes, contract costs related to our retail partner agreements and equity investments. Retail partner contract costs are recognized over the life of the contract with the retail partner and are included as a component of Marketing and business development expense in our Consolidated Statements of Earnings.

Discontinued Operations and Held for Sale

An entity is classified as held for sale in the period in which management approves and commits to a plan to sell the entity, the entity is available to be sold in its immediate condition subject to usual and customary terms, the entity is being actively marketed at a reasonable price with other actions required to complete the plan to sale initiated, the sale is generally probable to be completed within one year, and it is unlikely that there will be significant changes to the plan to sell.

The disposal of an entity should be reported in discontinued operations if the disposal represents a strategic shift that has, or will have, a major effect on the Company's operations and financial results, otherwise the results of the entity to be disposed continue to be presented within continuing operations on the Consolidated Statements of Earnings.

Assets and liabilities to be disposed of are reclassified to held for sale in our Consolidated Statements of Financial Position.

Revenue Recognition

Interest and Fees on Loans

We use the effective interest method to recognize income on loans. Interest and fees on loans is

comprised largely of interest and late fees on credit card and other loans. Interest income is recognized based upon the amount of loans outstanding and their contractual interest rate. Late fees are recognized when billable to the customer. We typically continue to accrue interest and fees on credit cards until the accounts are charged-off in the period the account becomes 180 days past due. For non-credit card loans, we stop accruing interest and fees in the period when the account becomes 90 days past due. Previously recognized interest income that was accrued but not collected from the customer is reversed. Although we stop accruing interest in advance of payments, we recognize interest income as cash is collected when appropriate, provided the amount does not exceed that which would have been earned at the historical effective interest rate; otherwise, payments received are applied to reduce the principal balance of the loan. We resume accruing interest on non-credit card loans when the customer's account is less than 90 days past due and collection of such amounts is probable.

Interest income from loans disclosed as long-term modifications to borrowers experiencing financial difficulty is accounted for in the same manner as other accruing loans. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.

Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period, or the estimated life of the loan for other loan receivables, and are included in interest and fees on loans in our Consolidated Statements of Earnings. See Note 5.

Loan Receivables and Allowance for Credit Losses for further detail.

Other loan and customer-related fees including miscellaneous fees charged to borrowers are recognized net of waivers and charge-offs when the related transaction or service is provided, and are included in Other income in our Consolidated Statements of Earnings.

Promotional Financing

Loans originated with promotional financing may include deferred interest financing (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest financing (no interest accrues during a promotional period but begins to accrue thereafter on any outstanding amounts at the end of the promotional period) and reduced interest financing (interest accrues monthly at a promotional interest rate during the promotional period). For deferred interest financing, we bill interest to the borrower, retroactive to the inception of the loan, if the loan is not repaid prior to the specified date. Income is recognized on such loans when it is billable. In almost all cases, our retail partner will pay an upfront fee or reimburse us to compensate us for all or part of the costs associated with providing the promotional financing. Upfront fees are deferred and accreted to income over the promotional period. Reimbursements are estimated and accrued as income over the promotional period.

Purchased Loans

Loans acquired by purchase are recorded at fair value, which may result in the recognition of a loan premium or loan discount. For acquired loans with evidence of more than insignificant deterioration in credit quality since origination, the initial allowance for credit losses at acquisition is added to the purchase price to determine the initial cost basis of the loans and loan premium or loan discount. Loan premiums and loan discounts are recognized into interest income using the effective interest method over the estimated remaining life of the loans. The Company develops an allowance for credit losses for all purchased loans, which is recognized upon acquisition, similar to that of an originated financial asset. Subsequent changes to the expected credit losses for these loans follow the allowance for credit losses methodology described above under "—Allowance for Credit Losses."

Retailer Share Arrangements

Most of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These thresholds and the economic performance of a program are based on, among other things, agreed upon measures of program expenses. On a quarterly basis, we make a judgment as to whether it is probable that the performance threshold will be met under a particular retail partner's retailer share arrangement. The current period's estimated contribution to that ultimate expected payment is recorded as a liability. To the extent facts and circumstances change and the cumulative probable payment for prior months has changed, a cumulative adjustment is made to align the retailer share arrangement liability balance with the amount considered probable of being paid relating to past periods.

Other Income

Interchange and Protection Product Revenue

Other Income primarily includes interchange and protection product revenue. We earn

interchange revenue at the time the cardholder transaction occurs. Protection product revenue represents fees earned from our Payment Security offering, which is a debt cancellation product. Fees are assessed and recognized during the monthly coverage period, based upon a customer's account balance.

Loyalty Programs

Our loyalty programs are designed to generate increased purchase volume per customer while reinforcing the value of our credit cards and strengthening cardholder loyalty. These programs typically provide cardholders with statement credit or cash back rewards. Other programs include rewards points, which are redeemable for a variety of products or awards, or merchandise discounts that are earned by achieving a pre-set spending level on their private label credit card, Dual Card or general purpose co-branded credit card. We establish a rewards liability based on points and merchandise discounts earned that are ultimately expected to be redeemed and the average cost per point at redemption. The rewards liability is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position. Cash rebates are earned based on a tiered percentage of purchase volume. As points and discounts are redeemed or cash rebates and rewards are issued, the rewards liability is relieved. The estimated cost of loyalty programs is classified as a reduction to Other income in our Consolidated Statements of Earnings.

Other Expense

Fraud Losses

We experience third-party fraud losses from the unauthorized use of credit cards and when loans are obtained through fraudulent means. Fraud losses are included as a charge within Other expense in our Consolidated Statements of Earnings, net of recoveries, when such losses are probable. Loans are charged-off, as applicable, after the investigation period has completed.

Income Taxes

We recognize the current and deferred tax consequences of all transactions that have been recognized in the financial statements using the provisions of the enacted tax laws. The effects of tax adjustments and settlements from taxing authorities are presented in our consolidated financial statements in the period they occur.

Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax laws and rates that will be in effect when the differences are expected to reverse. We record valuation allowances to reduce deferred tax assets to the amount that is more likely than not to be realized. In making decisions regarding our ability to realize tax assets, we evaluate all positive and negative evidence, including projected future taxable income, taxable income in carryback periods, expected reversal of deferred tax liabilities and the implementation of available tax planning strategies.

We recognize the financial statement impact of uncertain income tax positions when we conclude that it is more likely than not, based on the technical merits of a position, that the position will be sustained upon examination. In certain situations, we establish a liability that represents the difference between a tax position taken (or expected to be taken) on an income tax return and the amount of taxes recognized in our financial statements. The liability associated with the unrecognized tax benefits is adjusted periodically when new information becomes available. We recognize accrued interest and penalties related to unrecognized tax benefits as interest expense and provision for income taxes, respectively, in our Consolidated Statements of Earnings.

Fair Value Measurements

Fair value is the price we would receive to sell an asset or pay to transfer a liability in an orderly transaction with a market participant at the measurement date. In the absence of active markets for the identical assets or liabilities, such measurements involve developing assumptions based on market observable data and, in the absence of such data, internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.

Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our market assumptions. Preference is given to observable inputs. These two types of inputs create the following fair value hierarchy:

Level 1— Quoted prices for identical instruments in active markets.

Level 2— Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable.

Level 3— Significant inputs to the valuation are unobservable.

We maintain policies and procedures to value instruments using the best and most relevant data available. In addition, we have risk management teams that review valuations, including independent price validation for certain instruments. We use non-binding broker quotes and third-party pricing services, when available, as our primary basis for valuation when there is limited or no relevant market activity for a specific instrument or for other instruments that share similar characteristics. We have not adjusted prices that we have obtained. In the absence of such data, such measurements involve developing assumptions based on internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.

*top:12pt">The third-party brokers and third-party pricing services do not provide us access to their proprietary valuation models, inputs and assumptions. Accordingly, our risk management, treasury and/or finance personnel conduct reviews of these brokers and services, as applicable. In addition, we conduct internal reviews of pricing provided by our third-party pricing service for all investment securities on a quarterly basis to ensure reasonableness of valuations used in the consolidated financial statements. These reviews are designed to identify prices that appear stale, those that have changed significantly from prior valuations and other anomalies that may indicate that a price may not be accurate. Based on the information available, we believe that the fair values provided by the third-party brokers and pricing services are representative of prices that would be received to sell the assets at the measurement date (exit prices) and are classified appropriately in the hierarchy. </div><div style="margin-top:12pt">Recurring Fair Value Measurements</div><div style="margin-bottom:12pt;margin-top:12pt">Our investments in debt and certain equity securities, as well as certain financial assets and liabilities for which we have elected the fair value option, are measured at fair value every reporting period on a recurring basis. </div><div style="margin-top:12pt">Non-Recurring Fair Value Measurements</div><div style="margin-bottom:12pt;margin-top:12pt">Certain assets are measured at fair value on a non-recurring basis. These assets are not measured at fair value on an ongoing basis but are subject to fair value adjustments only in certain circumstances. Assets that are written down to fair value when impaired are not subsequently adjusted to fair value unless further impairment occurs. </div><div style="margin-top:12pt">Equity Securities Without Readily Determinable Fair Values</div><div>
</div><div>The company measures certain equity securities without readily determinable fair values using observable price changes in orderly transactions for the identical or a similar investment of the same issuer when they occur. Changes in observable price changes are recognized in Other income in our Consolidated Statements of Earnings. </div><div style="margin-top:9pt">Financial Assets and Financial Liabilities Carried at Other than Fair Value</div><div style="margin-bottom:12pt;margin-top:12pt">The following is a description of the valuation techniques used to estimate the fair values of the financial assets and liabilities carried at other than fair value. </div><div style="margin-top:12pt">Loan receivables, net</div><div style="margin-bottom:12pt;margin-top:12pt">In estimating the fair value for our loan receivables, we use a discounted future cash flow model. We use various unobservable inputs including estimated interest and fee income, payment rates, loss rates and discount rates (which consider current market interest rate data adjusted for credit risk and other factors) to estimate the fair values of loans. When collateral dependent, loan receivables may be valued using collateral values. </div><div style="margin-top:12pt">Deposits</div><div style="margin-bottom:12pt;margin-top:12pt">For demand deposits with no defined maturity, carrying value approximates fair value due to the liquid nature of these deposits. For fixed-maturity certificates of deposit, fair values are estimated by discounting expected future cash flows using market rates currently offered for deposits with similar remaining maturities. </div><div style="margin-top:12pt">Borrowings</div><div style="margin-bottom:12pt;margin-top:12pt">The fair values of borrowings of consolidated securitization entities are based on valuation methodologies that utilize current market interest rate data, which are comparable to market quotes adjusted for our non-performance risk. Borrowings that are publicly traded securities are classified as level 2. Borrowings that are not publicly traded are classified as level 3. </div><div style="margin-top:12pt">The fair values of the senior and subordinated unsecured notes are based on secondary market trades and other observable inputs and are classified as level 2. </div><div style="margin-top:12pt">Basis of Presentation</div><div style="margin-bottom:12pt;margin-top:12pt">The accompanying consolidated financial statements were prepared in conformity with U.S. generally accepted accounting principles ("GAAP"). </div><div style="margin-bottom:12pt;margin-top:12pt">Preparing financial statements in conformity with U.S. GAAP requires us to make estimates based on assumptions about current, and for some estimates, future, economic and market conditions (for example, unemployment, housing, interest rates and market liquidity) which affect reported amounts and related disclosures in our consolidated financial statements. Although our current estimates contemplate current conditions and how we expect them to change in the future, as appropriate, it is reasonably possible that actual conditions could be different than anticipated in those estimates, which could materially affect our results of operations and financial position. Among other effects, such changes could result in incremental losses on loan receivables, future impairments of debt securities, goodwill and intangible assets, increases in reserves for contingencies, establishment of valuation allowances on deferred tax assets and increases in our tax liabilities. </div><div>We primarily conduct our business within the United States and substantially all of our revenues are from U.S. customers. The operating activities conducted by our non-U.S. affiliates use the local currency as their functional currency. The effects of translating the financial statements of these non-U.S. affiliates to U.S. dollars are included in equity. Asset and liability accounts are*

translated at period-end exchange rates, while revenues and expenses are translated at average rates for the respective periods.

Consolidated Basis of Presentation

The Company's financial statements have been prepared on a consolidated basis. Under this basis of presentation, our financial statements consolidate all of our subsidiaries – i.e., entities in which we have a controlling financial interest, most often because we hold a majority voting interest. To determine if we hold a controlling financial interest in an entity, we first evaluate if we are required to apply the variable interest entity (“VIE”) model to the entity, otherwise the entity is evaluated under the voting interest model.

Variable Interest Entities

Where we hold current or potential rights that give us the power to direct the activities of a VIE that most significantly impact the VIE’s economic performance (“power”) combined with a variable interest that gives us the right to receive potentially significant benefits or the obligation to absorb potentially significant losses (“significant economics”), we have a controlling financial interest in, and consolidate, the VIE.

In evaluating whether we have power, we consider the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and our decision-making role, if any, in those activities that significantly determine the entity’s economic performance as compared to other economic interest holders.

In determining whether we have the right to receive significant economics, we evaluate all of our economic interests in the entity, regardless of form (debt, equity, management and servicing fees, and other contractual arrangements). This evaluation considers all relevant factors of the entity’s design, including: the entity’s capital structure, contractual rights to earnings or losses, subordination of our interests relative to those of other investors, as well as any other contractual arrangements that might exist that could have the potential to be economically significant.

The evaluation of all facts and circumstances to determine whether we have power and significant economics requires the exercise of professional judgment. Rights held by others to remove the party with power over the VIE are not considered unless one party can exercise those rights unilaterally. We consolidate certain securitization entities under the VIE model because we have both power to direct and significant economics, primarily because of Synchrony or the Bank’s role as servicer. See Note 6.

Variable Interest Entities

New Accounting Standards

Newly Adopted Accounting Standards

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This ASU improves reportable segment disclosure requirements and requires enhanced disclosures about significant segment expenses. The Company adopted this guidance as of December 31, 2024, on a retrospective basis. See Note 17.

Segment Reporting

for additional information.

Recently Issued But Not Yet Adopted Accounting Standards

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This ASU requires disclosure of specific categories in the rate reconciliation, as well as additional qualitative information about the reconciliation, and additional disaggregated information about income taxes paid. The Company will adopt this guidance on a retrospective basis on its effective date, which for us is beginning within our December 31, 2025 Form 10-K. Management does not expect this guidance to have a material impact on the Consolidated Financial Statements.

In November 2024, the FASB issued ASU 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40). This ASU requires disaggregated information about certain income statement line items in a tabular format in the notes to the financial statements. The Company will adopt this guidance on its effective date, which for us is beginning within our December 31, 2027 Form 10-K, and is currently determining the method of adoption, however, it is not expected to have a material impact to our Consolidated Financial Statements.

Cash and Equivalents

Debt

securities, money market instruments and bank deposits with original maturities of three months or less are included in cash and equivalents unless designated as available-for-sale and classified as debt securities. Cash and equivalents at December 31, 2024 primarily included cash and due from banks of \$646 million and interest-bearing deposits in other banks of \$14.0 billion. Cash and equivalents at December 31, 2023 primarily included cash and due from banks of \$1.4 billion and interest-bearing deposits in other banks of \$12.8 billion.

Restricted Cash and Equivalents

Restricted cash and equivalents represent cash and equivalents that are not available to us due to restrictions related to its use. In addition, our

securitization entities are required to fund segregated accounts that may only be used for certain purposes, including payment of interest and servicing fees and repayment of maturing debt. We include our restricted cash and equivalents in Other assets in our Consolidated Statements of Financial Position.

Investment Securities

We report investments in debt securities and equity securities with a readily determinable fair value at fair value. See Note 10.

Fair Value Measurements

for further information on fair value. Changes in fair value on debt securities, which are classified as available-for-sale, are included in other comprehensive income (loss), net of applicable taxes. Changes in fair value on equity securities are included in earnings. We regularly review investment securities for impairment using both quantitative and qualitative criteria.

For debt securities, if we do not intend to sell the security, or it is not more likely than not, that we will be required to sell the security before recovery of our amortized cost, we evaluate other qualitative criteria to determine whether we do not expect to recover the amortized cost basis of the security, such as the financial health of, and specific prospects for the issuer, including whether the issuer is in compliance with the terms and covenants of the security. We also evaluate quantitative criteria including determining whether there has been an adverse change in expected future cash flows. If we do not expect to recover the entire amortized cost basis of the security, we consider the debt security to be impaired. If the security is impaired, we determine whether the impairment is the result of a credit loss or other factors. If a credit loss exists, an allowance for credit losses is recorded, with a related charge to earnings, limited by the amount that the fair value of the security is less than its amortized cost. Given the nature of our current portfolio, we perform a qualitative assessment to determine whether any credit loss is warranted. The assessment considers factors such as adverse conditions and payment structure of the securities, history of payment, and market conditions. If we intend to sell the security or it is more likely than not we will be required to sell the debt security before recovery of its amortized cost basis, the security is also considered impaired and we recognize the entire difference between the security's amortized cost basis and its fair value in earnings.

Realized gains and losses are accounted for on the specific identification method.

Equity Method Investments

We use the equity method of accounting for investments where we have significant influence, but not control, over the operating and financial policies of the investee. Our assessment of significant influence includes factors such as our ownership interest, legal form, and representation on the board of directors. The Company generally records the initial investment at cost or fair value, as appropriate. Subsequently, we adjust each investment for our proportionate share of net income or loss in the investee. We amortize, where appropriate, differences between the Company's cost basis and underlying equity in net assets, which are reported in Other income. The Company evaluates equity method investments for other-than-temporary impairment when events or changes in circumstance indicate that the carrying amount of the investment might not be recoverable. At December 31, 2024, our equity method investments included within Other assets in our Consolidated Statement of Financial Position totaled \$816 million, primarily related to our equity interest in Independence Pet Holdings, Inc. See Note 3.

Acquisitions and Dispositions

for additional information.

Loan Receivables

Loan receivables primarily consist of open-end consumer revolving credit card accounts, closed-end consumer installment loans and open-end commercial revolving credit card accounts. Loan receivables are reported at the amounts due from customers, including unpaid interest and fees, net of unamortized purchase discounts, deferred income and costs.

Loan Receivables Held for Sale

Loans purchased or originated with the intent to sell are classified as loan receivables held for sale and carried at the lower of amortized cost or fair value. Loans initially classified as held for investment are transferred to loan receivables held for sale and carried at the lower of amortized cost or fair value once a decision has been made to sell the loans. We continue to recognize interest and fees on these loans on the accrual basis. The fair value of loan receivables held for sale is determined on an aggregate homogeneous portfolio basis.

If a loan is transferred from held for investment to held for sale, any associated allowance for credit loss is reversed through earnings, and the loan is transferred to held for sale at amortized cost. The amount by which amortized cost basis exceeds fair value is accounted for as a valuation allowance. The loan is carried at the lower of amortized cost or fair value.

Acquired Loans

To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition.

Loans acquired that have experienced more-than-insignificant deterioration in credit quality since origination (referred to as "purchased credit deteriorated" or "PCD" assets) are subject to specific guidance upon acquisition. An allowance for PCD assets is added to the purchase price or fair value of the acquired loans to arrive at the amortized cost basis. Subsequent to initial recognition, the accounting for the PCD asset will generally follow the Allowance for Credit Losses model

described below.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model described below.

Allowance for Credit Losses

Losses on loan receivables are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance as of the period end date. Expected credit loss estimates involve modeling loss projections attributable to existing loan balances, considering historical experience, current conditions and future expectations for pools of loans with similar risk characteristics over the reasonable and supportable forecast period. The model considers a macroeconomic forecast, with unemployment as the primary macroeconomic variable considered. We also perform a qualitative assessment in addition to model estimates and apply qualitative adjustments as necessary. The reasonable and supportable forecast period is determined primarily based upon an assessment of the current economic outlook, including our ability to use available data to accurately forecast losses over time. The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since adoption of CECL. The Company reassesses the reasonable and supportable forecast period on a quarterly basis. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The historical loss information is derived from a combination of recessionary and non-recessionary performance periods, weighted by the time span of each period. Similar to the reasonable and supportable forecast period, we also reassess the reversion period and historical mean on a quarterly basis, considering any required adjustments for differences in underwriting standards, portfolio mix, and other relevant data shifts over time.

We generally segment our loan receivable population into pools of loans with similar risk characteristics at the major retailer and product level. Consistent with our other assumptions, we regularly review segmentation to determine whether the segmentation pools remain relevant as risk characteristics change.

Our loan receivables generally do not have a stated life. The life of a credit card loan receivable is dependent upon the allocation of payments received, as well as a variety of other factors, including the principal balance, promotional terms, interest charges and fees and overall consumer credit profile and usage pattern. We determine the expected credit losses for credit card loan receivables as of the measurement date by using a combination of migration analysis, and other historical analyses, which implicitly consider the payments attributable to the measurement date balance. To do so, we utilize an approach which implicitly considers total expected future payments and applies appropriate allocations to reduce those payments in order to estimate losses pertaining to measurement date loan receivables. Based on our payments analyses, we also ensure that expected future payments from an account do not exceed the measurement date balance.

We evaluate each portfolio quarterly. For credit card receivables, our estimation process includes analysis of historical data, and there is a significant amount of judgment applied in selecting inputs and analyzing the results produced by the models to determine the allowance for credit losses. We use an enhanced migration analysis to estimate the likelihood that a loan will progress through the various stages of delinquency. The enhanced migration analysis considers uncollectible principal, interest and fees reflected in the loan receivables, segmented by credit and business parameters. We use other analyses to estimate expected losses on non-delinquent accounts, which include past performance, bankruptcy activity such as filings, policy changes and loan volumes and amounts. Holistically, for assessing the portfolio credit loss content, we also evaluate portfolio risk management techniques applied to various accounts, historical behavior of different account vintages, account seasoning, economic conditions, recent trends in delinquencies, account collection management including the impact of modifications made to borrowers experiencing financial difficulties, forecasting uncertainties, expectations about the future and a qualitative assessment of the adequacy of the allowance for credit losses. Key factors that impact the accuracy of our historical loss forecast estimates include the models and methodology utilized, credit strategy and trends, and consideration of material changes in our loan portfolio such as changes in growth and portfolio mix. We regularly review our collection experience (including delinquencies and net charge-offs) in determining our allowance for credit losses. We also consider our historical loss experience to date based on actual defaulted loans and overall portfolio indicators including delinquent and non-accrual loans, trends in loan volume and lending terms, credit policies and other observable environmental factors such as unemployment and home price indices. Additionally, the estimate of expected credit losses includes expected recoveries of amounts previously charged-off and expected to be charged-off.

The underlying assumptions, estimates and assessments we use to provide for losses are updated periodically to reflect our view of current and forecasted conditions, and are subject to the regulatory examination process, which can result in changes to our assumptions. Changes in such estimates can significantly affect the allowance and provision for credit losses. It is possible that we will experience credit losses that are different from our current estimates. Charge-offs are deducted from the allowance for credit losses and are recorded in the period when we judge the principal to be uncollectible, and subsequent recoveries are added to the allowance, generally at the time cash is received on a charged-off account.

Delinquent receivables are those that are 30 days or more past due based on their contractual payments. Non-accrual loan receivables are those on which we have stopped accruing interest. We typically continue to accrue interest until the earlier of the time at which collection of an account becomes doubtful, or in the period the account becomes 180 days past due, with the exception of non-credit card accounts, for which we stop accruing interest in the period that the account becomes 90 days past due.

The same loan receivable may meet more than one of the definitions above. Accordingly, these categories are not mutually exclusive, and it is possible for a particular loan to meet the definitions of a non-

accrual loan and a delinquent loan, or be modified to a borrower experiencing financial difficulty, and be included in each of these categories. The categorization of a particular loan also may not necessarily be indicative of the potential for loss.

Loan Modifications to Borrowers Experiencing Financial Difficulty

Our loss mitigation strategy is intended to minimize economic loss and, at times, can result in rate reductions, principal forgiveness, extensions or other actions, for borrowers experiencing financial difficulty. We primarily use long-term modification programs for borrowers experiencing financial difficulty as a loss mitigation strategy to improve long-term collectability of the loans. The long-term modification programs include changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months, reducing the interest rate on the loan, and stopping the assessment of penalty fees. We also make long-term loan modifications for customers who request financial assistance through external sources, such as through consumer credit counseling service agencies. Long-term loan modification programs do not normally include the forgiveness of unpaid principal, interest or fees. We may also provide certain borrowers with a short-term loan modification program (generally up to 3 months) that can include the forgiveness of a percentage of their unpaid principal balance, interest and/or fees. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment. We generally do not convert revolving loans to term loans, outside of loan modification programs for borrowers experiencing financial difficulties. The evaluation of whether a borrower is experiencing financial difficulty includes our consideration of all relevant facts and circumstances. See Note 5.

Loan Receivables and Allowance for Credit Losses

for additional information on our loan modifications to borrowers experiencing financial difficulty.

Data related to redefault experience is also considered in our overall reserve adequacy review. Once the loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date, subject to re-aging limitations of once a year, or twice in a five-year period.

Charge-Offs

Net charge-offs consist of the unpaid principal balance of loans held for investment that we determine are uncollectible, net of recovered amounts. We exclude accrued and unpaid finance charges, fees and third-party fraud losses from charge-offs. Charged-off and recovered accrued and unpaid finance charges and fees are included in interest and fees on loans while fraud losses are included in other expense. Charge-offs are recorded as a reduction to the allowance for credit losses, and subsequent recoveries of previously charged-off amounts are credited to the allowance for credit losses. Costs incurred to recover charged-off loans are recorded as collection expense and are included in Other expense in our Consolidated Statements of Earnings.

We charge-off our loans based upon days contractually past due, which is typically 120 days for our unsecured closed-end consumer installment loans and loans secured by collateral and in the period the account becomes 180 days for our unsecured open-ended revolving loans. Unsecured consumer loans in bankruptcy are charged-off within 60 days of notification of filing by the bankruptcy court or within contractual charge-off periods, whichever occurs earlier. Credit card loans of deceased account holders are charged-off within 60 days of receipt of notification.

Goodwill and Intangible Assets

We do not amortize goodwill but test it at least annually for impairment at the reporting unit level pursuant to ASC 350.

Intangibles—Goodwill and Other

A reporting unit is defined under GAAP as the operating segment, or one level below that operating segment (the component level) if discrete financial information is prepared and regularly reviewed by segment management. Our single operating segment comprises a single reporting unit, based on the level at which segment management regularly reviews and measures the business operating results.

When a portion of a reporting unit constitutes a business that is being disposed of, the amount of goodwill to be included in the carrying amount of the business classified as held for sale is based upon the relative fair values of the business to be disposed of and the portion of the reporting unit that will be retained.

Goodwill impairment risk is first assessed by performing a qualitative review of entity-specific, industry, market and general economic factors for our reporting unit. If potential goodwill impairment risk exists that indicates that it is more likely than not that the carrying value of our reporting unit exceeds its fair value, a quantitative test is performed. The quantitative test compares the reporting unit's estimated fair value with its carrying value, including goodwill. If the carrying value of our reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the amount of goodwill allocated to the reporting unit. The qualitative assessment for each period presented in the consolidated financial statements was performed without hindsight, assuming only factors and market conditions existing as of those dates, and resulted in no potential goodwill impairment risk for our reporting unit. Consequently, goodwill was not deemed to be impaired for any of the periods presented.

Definite-lived intangible assets principally consist of certain costs incurred to develop or acquire capitalized software and customer-related assets including purchased credit card relationships. Capitalized software is amortized

on a straight-line basis over its estimated useful life, generally 5 years. Customer-related assets are amortized over their estimated useful lives. Defined-lived intangible assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The evaluation compares the cash inflows expected to be generated from each intangible asset to its carrying value. If cash flows attributable to the intangible asset are less than the carrying value, the asset is considered impaired and written down to its estimated fair value.

Other Assets

Other assets primarily consist of deferred income taxes, contract costs related to our retail partner agreements and equity investments. Retail partner contract costs are recognized over the life of the contract with the retail partner and are included as a component of Marketing and business development expense in our Consolidated Statements of Earnings.

Discontinued Operations and Held for Sale

An entity is classified as held for sale in the period in which management approves and commits to a plan to sell the entity, the entity is available to be sold in its immediate condition subject to usual and customary terms, the entity is being actively marketed at a reasonable price with other actions required to complete the plan to sale initiated, the sale is generally probable to be completed within one year, and it is unlikely that there will be significant changes to the plan to sell.

The disposal of an entity should be reported in discontinued operations if the disposal represents a strategic shift that has, or will have, a major effect on the Company's operations and financial results, otherwise the results of the entity to be disposed continue to be presented within continuing operations on the Consolidated Statements of Earnings.

Assets and liabilities to be disposed of are reclassified to held for sale in our Consolidated Statements of Financial Position.

Revenue Recognition

Interest and Fees on Loans

We use the effective interest method to recognize income on loans. Interest and fees on loans is comprised largely of interest and late fees on credit card and other loans. Interest income is recognized based upon the amount of loans outstanding and their contractual interest rate. Late fees are recognized when billable to the customer. We typically continue to accrue interest and fees on credit cards until the accounts are charged off in the period the account becomes 180 days past due. For non-credit card loans, we stop accruing interest and fees in the period when the account becomes 90 days past due. Previously recognized interest income that was accrued but not collected from the customer is reversed. Although we stop accruing interest in advance of payments, we recognize interest income as cash is collected when appropriate, provided the amount does not exceed that which would have been earned at the historical effective interest rate; otherwise, payments received are applied to reduce the principal balance of the loan. We resume accruing interest on non-credit card loans when the customer's account is less than 90 days past due and collection of such amounts is probable.

Interest income from loans disclosed as long-term modifications to borrowers experiencing financial difficulty is accounted for in the same manner as other accruing loans. Effective in 2024, for borrowers that newly enroll in our short-term modification programs, we no longer charge interest and penalty fees during the term of the program and also typically waive accrued and unpaid interest and fees at the time of enrollment.

Direct loan origination costs on credit card loans are deferred and amortized on a straight-line basis over a one-year period, or the estimated life of the loan for other loan receivables, and are included in interest and fees on loans in our Consolidated Statements of Earnings. See Note 5.

Loan Receivables and Allowance for Credit Losses

for further detail.

Other loan and customer-related fees including miscellaneous fees charged to borrowers are recognized net of waivers and charge-offs when the related transaction or service is provided, and are included in Other income in our Consolidated Statements of Earnings.

Promotional Financing

Loans originated with promotional financing may include deferred interest financing (interest accrues during a promotional period and becomes payable if the full purchase amount is not paid off during the promotional period), no interest financing (no interest accrues during a promotional period but begins to accrue thereafter on any outstanding amounts at the end of the promotional period) and reduced interest financing (interest accrues monthly at a promotional interest rate during the promotional period). For deferred interest financing, we bill interest to the borrower, retroactive to the inception of the loan, if the loan is not repaid prior to the specified date. Income is recognized on such loans when it is billable. In almost all cases, our retail partner will pay an upfront fee or reimburse us to compensate us for all or part of the costs associated with providing the promotional financing. Upfront fees are deferred and accreted to income over the promotional period. Reimbursements are estimated and accrued as income over the promotional period.

Purchased Loans

Loans acquired by purchase are recorded at fair value, which may result in the recognition of a loan premium or loan discount. For acquired loans with evidence of more than insignificant deterioration in credit quality since origination, the initial allowance for credit losses at acquisition is added to the purchase price to determine the initial cost basis of the loans and loan premium or loan discount. Loan premiums and loan discounts are recognized into interest income using the effective interest method over the estimated remaining life of the loans. The Company develops an allowance for credit losses for all purchased loans, which is recognized upon acquisition, similar to that of an originated financial asset. Subsequent changes to the expected credit losses for these loans

follow the allowance for credit losses methodology described above under “—Allowance for Credit Losses.”

Retailer Share Arrangements

Most of our program agreements with large retail and certain other partners contain retailer share arrangements that provide for payments to our partners if the economic performance of the program exceeds a contractually defined threshold. We also provide other economic benefits to our partners such as royalties on purchase volume or payments for new accounts, in some cases instead of retailer share arrangements (for example, on our co-branded credit cards). Although the share arrangements vary by partner, these arrangements are generally structured to measure the economic performance of the program, based typically on agreed upon program revenues (including interest income and certain other income) less agreed upon program expenses (including interest expense, provision for credit losses, retailer payments and operating expenses), and share portions of this amount above a negotiated threshold. These thresholds and the economic performance of a program are based on, among other things, agreed upon measures of program expenses. On a quarterly basis, we make a judgment as to whether it is probable that the performance threshold will be met under a particular retail partner's retailer share arrangement. The current period's estimated contribution to that ultimate expected payment is recorded as a liability. To the extent facts and circumstances change and the cumulative probable payment for prior months has changed, a cumulative adjustment is made to align the retailer share arrangement liability balance with the amount considered probable of being paid relating to past periods.

Interchange and Protection Product Revenue

Other Income primarily includes interchange and protection product revenue. We earn interchange revenue at the time the cardholder transaction occurs. Protection product revenue represents fees earned from our Payment Security offering, which is a debt cancellation product. Fees are assessed and recognized during the monthly coverage period, based upon a customer's account balance.

Loyalty Programs

Our loyalty programs are designed to generate increased purchase volume per customer while reinforcing the value of our credit cards and strengthening cardholder loyalty. These programs typically provide cardholders with statement credit or cash back rewards. Other programs include rewards points, which are redeemable for a variety of products or awards, or merchandise discounts that are earned by achieving a pre-set spending level on their private label credit card, Dual Card or general purpose co-branded credit card. We establish a rewards liability based on points and merchandise discounts earned that are ultimately expected to be redeemed and the average cost per point at redemption. The rewards liability is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position. Cash rebates are earned based on a tiered percentage of purchase volume. As points and discounts are redeemed or cash rebates and rewards are issued, the rewards liability is relieved. The estimated cost of loyalty programs is classified as a reduction to Other income in our Consolidated Statements of Earnings.

Fraud Losses

We experience third-party fraud losses from the unauthorized use of credit cards and when loans are obtained through fraudulent means. Fraud losses are included as a charge within Other expense in our Consolidated Statements of Earnings, net of recoveries, when such losses are probable. Loans are charged off, as applicable, after the investigation period has completed.

Income Taxes

We recognize the current and deferred tax consequences of all transactions that have been recognized in the financial statements using the provisions of the enacted tax laws. The effects of tax adjustments and settlements from taxing authorities are presented in our consolidated financial statements in the period they occur.

Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax laws and rates that will be in effect when the differences are expected to reverse. We record valuation allowances to reduce deferred tax assets to the amount that is more likely than not to be realized. In making decisions regarding our ability to realize tax assets, we evaluate all positive and negative evidence, including projected future taxable income, taxable income in carryback periods, expected reversal of deferred tax liabilities and the implementation of available tax planning strategies. We recognize the financial statement impact of uncertain income tax positions when we conclude that it is more likely than not, based on the technical merits of a position, that the position will be sustained upon examination. In certain situations, we establish a liability that represents the difference between a tax position taken (or expected to be taken) on an income tax return and the amount of taxes recognized in our financial statements. The liability associated with the unrecognized tax benefits is adjusted periodically when new information becomes available. We recognize accrued interest and penalties related to unrecognized tax benefits as interest expense and provision for income taxes, respectively, in our Consolidated Statements of Earnings.

Fair Value Measurements

Fair value is the price we would receive to sell an asset or pay to transfer a liability in an orderly transaction with a market participant at the measurement date. In the absence of active markets for the identical assets or liabilities, such measurements involve developing assumptions based on market observable data and, in the absence of such data, internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date.

height:120%">Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our market assumptions. Preference is given to observable inputs. These two types of inputs create the following fair value hierarchy: </div><div style="margin-bottom:12pt;margin-top:12pt">Level 1— Quoted prices for identical instruments in active markets. </div><div>Level 2— Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable. </div><div style="margin-bottom:12pt;margin-top:12pt">Level 3— Significant inputs to the valuation are unobservable. </div><div>We maintain policies and procedures to value instruments using the best and most relevant data available. In addition, we have risk management teams that review valuations, including independent price validation for certain instruments. We use non-binding broker quotes and third-party pricing services, when available, as our primary basis for valuation when there is limited or no relevant market activity for a specific instrument or for other instruments that share similar characteristics. We have not adjusted prices that we have obtained. In the absence of such data, such measurements involve developing assumptions based on internal information that is consistent with what market participants would use in a hypothetical transaction that occurs at the measurement date. </div><div style="margin-bottom:12pt;margin-top:12pt">The third-party brokers and third-party pricing services do not provide us access to their proprietary valuation models, inputs and assumptions. Accordingly, our risk management, treasury and/or finance personnel conduct reviews of these brokers and services, as applicable. In addition, we conduct internal reviews of pricing provided by our third-party pricing service for all investment securities on a quarterly basis to ensure reasonableness of valuations used in the consolidated financial statements. These reviews are designed to identify prices that appear stale, those that have changed significantly from prior valuations and other anomalies that may indicate that a price may not be accurate. Based on the information available, we believe that the fair values provided by the third-party brokers and pricing services are representative of prices that would be received to sell the assets at the measurement date (exit prices) and are classified appropriately in the hierarchy. </div><div style="margin-top:12pt">Recurring Fair Value Measurements</div><div style="margin-bottom:12pt;margin-top:12pt">Our investments in debt and certain equity securities, as well as certain financial assets and liabilities for which we have elected the fair value option, are measured at fair value every reporting period on a recurring basis. </div><div style="margin-top:12pt">Non-Recurring Fair Value Measurements</div><div style="margin-bottom:12pt;margin-top:12pt">Certain assets are measured at fair value on a non-recurring basis. These assets are not measured at fair value on an ongoing basis but are subject to fair value adjustments only in certain circumstances. Assets that are written down to fair value when impaired are not subsequently adjusted to fair value unless further impairment occurs. </div><div style="margin-top:12pt">Equity Securities Without Readily Determinable Fair Values</div><div>
</div><div>The company measures certain equity securities without readily determinable fair values using observable price changes in orderly transactions for the identical or a similar investment of the same issuer when they occur. Changes in observable price changes are recognized in Other income in our Consolidated Statements of Earnings. </div><div style="margin-top:9pt">Financial Assets and Financial Liabilities Carried at Other than Fair Value</div><div style="margin-bottom:12pt;margin-top:12pt">The following is a description of the valuation techniques used to estimate the fair values of the financial assets and liabilities carried at other than fair value. </div><div style="margin-top:12pt">Loans</div><div style="margin-bottom:12pt;margin-top:12pt">In estimating the fair value for our loan receivables, we use a discounted future cash flow model. We use various unobservable inputs including estimated interest and fee income, payment rates, loss rates and discount rates (which consider current market interest rate data adjusted for credit risk and other factors) to estimate the fair values of loans. When collateral dependent, loan receivables may be valued using collateral values. </div><div style="margin-top:12pt">Deposits</div><div style="margin-bottom:12pt;margin-top:12pt">For demand deposits with no defined maturity, carrying value approximates fair value due to the liquid nature of these deposits. For fixed-maturity certificates of deposit, fair values are estimated by discounting expected future cash flows using market rates currently offered for deposits with similar remaining maturities. </div><div style="margin-top:12pt">Borrowings</div><div style="margin-bottom:12pt;margin-top:12pt">The fair values of borrowings of consolidated securitization entities are based on valuation methodologies that utilize current market interest rate data, which are comparable to market quotes adjusted for our non-performance risk. Borrowings that are publicly traded securities are classified as level 2. Borrowings that are not publicly traded are classified as level 3. </div>The fair values of the senior and subordinated unsecured notes are based on secondary market trades and other observable inputs and are classified as level 2.AQUISITION AND DISPOSITIONS<div style="margin-bottom:3pt;margin-top:12pt"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-height:120%">Ally Lending
</div><div style="margin-bottom:12pt;margin-top:12pt">On March 1, 2024, we acquired Ally Financial Inc.'s point-of-sale financing business ("Ally Lending") for cash consideration of \$2.0 billion. This acquisition deepens our presence and reach in the home improvement and health and wellness sectors, including high-growth specialty areas such as roofing, HVAC, and windows, as well as in cosmetic, audiology, and dentistry.
</div><div style="margin-bottom:12pt;margin-top:12pt">The Ally Lending acquisition has been accounted for as a business combination using the acquisition method of accounting and, accordingly, assets acquired and liabilities assumed were recorded at their estimated fair value as of the acquisition date.
</div><div style="margin-bottom:12pt;margin-top:12pt">There were no adjustments to the fair value of assets acquired and liabilities assumed (measurement period adjustments) related to the acquisition during the three months ended December 31, 2024. During the year ended December 31, 2024, measurement period adjustments were recognized related to the acquisition as detailed in the table below.
</div><div style="margin-bottom:12pt;margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:46.414%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.717%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(\$ in millions)
</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amounts Recognized as of Acquisition Date (as previously reported as of March 31, 2024)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Measurement Period Adjustments</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amounts Recognized as of Acquisition Date (as adjusted)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Assets acquired</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">34</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">34</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Loan receivables(a)</div></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,875</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(198)</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,677</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-

[illegible]

1,969

Goodwill	51	201	252

(a)

Loan discounts are recognized into interest income over the estimated remaining life of the acquired loans.

The amounts above represent the estimated fair values of the respective assets acquired and liabilities assumed as of the date of acquisition. The valuation of the assets acquired and liabilities assumed is complete. The estimated fair values reflect market participant assumptions about facts and circumstances existing at the acquisition date. The measurement period adjustments reflected above did not result from events occurring subsequent to the acquisition date. The goodwill recognized related to the acquisition is tax deductible and reflects the expected synergies and operational efficiencies arising from the transaction.

The acquisition primarily included loan receivables with an unpaid principal balance of \$2.2 billion. These loan receivables are reported within Consumer installment loans in Note 5.

Loan Receivables and Allowance for Credit Losses

To determine the fair value of loans at acquisition, we estimate expected cash flows and discount those cash flows using an observable market rate of interest, when available, adjusted for factors that a market participant would consider in determining fair value. In determining fair value, expected cash flows are adjusted to include prepayment, default rate, and loss severity estimates. The difference between the fair value and the amount contractually due is recorded as a loan discount or premium at acquisition. Including the impact of measurement period adjustments, the loan discount at the acquisition date was \$469 million, which is to be amortized into interest income over the estimated remaining life of the loans, as described within Note 2.

Basis of Presentation and Summary of Significant Accounting Policies

The interest and fees related to the acquired business are included in our Consolidated Statements of Earnings subsequent to the acquisition date and totaled \$320 million for the year ended December 31, 2024. This amount includes amortization of the loan discount recognized at acquisition of \$162 million. Expense activities, including those associated with the acquired business, are managed for the Company as a whole.

Loans acquired without a more-than-insignificant credit deterioration since origination are measured under the Allowance for Credit Losses model, as described within Note 2.

Basis of Presentation and Summary of Significant Accounting Policies

The Company's best estimate of contractual cash flows not expected to be collected at the date of acquisition was \$180 million, which is included within our Allowance for credit losses, and recognized through Provision for credit losses in our Consolidated Statements of Earnings for the year ended December 31, 2024.

serif;font-size:10pt;font-weight:400;line-height:120%">Included in the acquisition was \$64 million of PCD assets that were not immediately written off at the acquisition date and are subject to specific guidance upon acquisition. An allowance for PCD assets of \$39 million was recorded at the date of acquisition. Subsequent to initial recognition, the accounting for the PCD assets will generally follow the Allowance for Credit Losses model described within Note 2. Basis of Presentation and Summary of Significant Accounting Policies.</div><div style="margin-top:9pt">Pets Best</div><div style="margin-bottom:12pt;margin-top:12pt">In March 2024, we sold our wholly-owned subsidiary, Pets Best Insurance Services, LLC ("Pets Best") to Poodle Holdings, Inc. ("Buyer") for consideration comprising a combination of cash and an equity interest of less than 10% in Independence Pet Holdings, Inc., ("IPH") an affiliate of Buyer. In connection with the sale, IPH also appointed two Synchrony executives to its board of directors. The sale of Pets Best resulted in the recognition of a gain on sale of \$1.1 billion or \$802 million, net of tax in the three months ended March 31, 2024. The pre-tax gain amount has been recognized within the Other component of Other income in our Consolidated Statements of Earnings.</div><div style="margin-bottom:12pt">The Company's initial equity investment in IPH was recorded in Other assets on our Consolidated Statements of Financial Position and is accounted for under the equity method of accounting. The investment was recorded at its estimated fair value at the date acquired of \$605 million. The estimated fair value at the acquisition date was determined using a weighted average methodology of three approaches: a market approach which includes using a multiple of projected revenues, precedent transactions and an intrinsic value analysis. The market-multiple approach was established based on a selected group of publicly traded companies. The use of selected precedent transaction multiples was calibrated to the valuation outcome using the market approach. Intrinsic value analysis determines implied multiples primarily based upon recent market studies and forecasted performance. The change in the carrying value of our equity investment in IPH subsequent to the date acquired was not material.</div>2000000000During the year ended December 31, 2024, measurement period adjustments were recognized related to the acquisition as detailed in the table below.<div style="margin-bottom:12pt;margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:46.414%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.1%"></td><td style="width:15.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.717%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(\$ in millions)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amounts Recognized as of Acquisition Date (as previously reported as of March 31, 2024)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Measurement Period Adjustments</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amounts Recognized as of Acquisition Date (as adjusted)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Assets acquired</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Cash</div></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">34</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">34</td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Loan receivables(a)</div></td><td colspan="3" style="padding:0 1pt"></td></tr></table></div>

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align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(201)</td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,717</td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Less: Total cash consideration paid</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">1,969</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">1,969</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">1,969</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt;text-align:left;vertical-align:bottom">Goodwill</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">201</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">252</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>=</div>(a)=Loan discounts are recognized into interest income over the estimated remaining life of the acquired loans.34000000340000001875000000198000000167700000023000000500000018000000200000002000000193201000000171700000019690000001969000000510000002010000002520000002200000000469000000320000SECURITIES<div style="margin-bottom:3pt;margin-top:12pt">All of our debt securities are classified as available-for-sale and are held to meet our liquidity objectives or to comply with the Community Reinvestment Act ("CRA"). Our debt securities consist of the following:</div><div style="margin-bottom:1pt;margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:99.122%"><tr><td style="width:1.0%"></td><td style="width:21.908%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.749%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.902%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt">

December 31, 2024			December 31, 2023			Gross			Gross			Gross			Amortized			unrealized			unrealized			Estimated			Amortized			unrealized			unrealized			Estimated			(\$ in millions)			cost			gains			losses			fair value			cost			gains			losses			fair value			U.S. government and federal agency			\$			border-top: 1pt solid #000000; padding: 2px 0 2px 1pt; text-align: left; vertical-align: bottom			border-top: 1pt solid #000000; padding: 2px 0; text-align: right; vertical-align: bottom			border-top: 1pt solid #000000; padding: 2px 0 2px 1pt; text-align: left; vertical-align: bottom			border-top: 1pt solid #000000; padding: 2px 0; text-align: right; vertical-align: bottom		

>1,841

1,841		
1,844		
2,264		
2,264		
State and municipal		
17	17	17
16		
10		
324		
Residential mortgage-backed		
(a)		
324		
324		

[illegible]

Total			(c)
3,109			7
3,079			37
3,841			(47)
3,799			(a)

weight:400;line-height:120%">All of our residential mortgage-backed securities have been issued by government-sponsored entities and are collateralized by U.S. mortgages. </div><div style="padding-left:18pt;text-indent:-18pt">(b)Our asset-backed securities are collateralized by credit card and auto loans.</div><div style="padding-left:18pt;text-indent:-18pt">(c) At December 31, 2024 and 2023, the estimated fair value of debt securities pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances was \$551 million and \$360 million, respectively.</div><div style="margin-bottom:3pt;margin-top:12pt">The following table presents the estimated fair values and gross unrealized losses of our available-for-sale debt securities:</div><div style="margin-bottom:1pt;margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.262%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.015%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">In loss position for</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Less than 12 months</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">12 months or more</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">Gross</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">Gross</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Estimated</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">unrealized</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Estimated</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">unrealized</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">(\$ in millions)</td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">fair value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">fair value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">losses</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">U.S. government and federal agency</td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:bottom">199</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">U.S. government and federal agency</td></tr></table></div></div>

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(38)

Asset-backed

171

244

(8)

Other

8

667

1,006

(47)

(a)

Consists of 224 and 250 securities in gross unrealized loss positions as of December 31, 2024 and 2023, respectively.

We regularly review debt securities for impairment resulting from credit loss using both qualitative and quantitative criteria, as necessary based on the composition of the portfolio at period end. Based on our assessment, no material impairments from credit losses were recognized during the period.

We presently do not intend to sell our debt securities that are in an unrealized loss position and believe that it is not more likely than not that we will be required to sell these securities before recovery of our amortized cost.

[illegible]

16		
Residential mortgage-backed		
17		123
149		289
535		387
—		—
922		8
1,727		1,067
126		

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family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,841</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(47)</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,799</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div></div><div style="margin-top:6pt;padding-left:18pt;text-indent:-18pt">(a)All of our residential mortgage-backed securities have been issued by government-sponsored entities and are collateralized by U.S. mortgages.</div><div style="padding-left:18pt;text-indent:-18pt">(b)Our asset-backed securities are collateralized by credit card and auto loans.</div><div style="padding-left:18pt;text-indent:-18pt">(c) — At December 31, 2024 and 2023, the estimated fair value of debt securities pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances was \$551 million and \$360 million, respectively.</div></div>184100000030000000018440000002264000000100000010000002264000000170000000100000016000000<div style="margin-bottom:3pt;margin-top:12pt">The following table presents the estimated fair values and gross unrealized losses of our available-for-sale debt securities:</div><div style="margin-bottom:1pt;margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.262%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.015%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">In loss position for</td><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Less than 12 months</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">12 months or more</td><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">Gross</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">Gross</td><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Estimated</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:right;vertical-align:bottom">unrealized</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom"></td></tr></table></div>

[illegible]

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height:100%;>Total loan receivables, before allowance for credit losses(a)(b)(c)</div><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,721</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">102,988</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt"></div><div style="padding-left:18pt;text-indent:-18pt">(a)Total loan receivables include \$21.3 billion and \$21.4 billion of restricted loans of consolidated securitization entities at December 31, 2024 and 2023, respectively. See Note 6.Variable Interest Entities for further information.</div><div style="padding-left:18pt;text-indent:-18pt">(b)At December 31, 2024 and 2023, loan receivables included deferred costs, net of purchase discounts and deferred income, of \$(212) million and \$213 million, respectively.</div><div style="padding-left:18pt;text-indent:-18pt">(c)At December 31, 2024 and 2023, \$20.7 billion and \$22.4 billion, respectively, of loan receivables were pledged by the Bank as collateral to the Federal Reserve to secure Federal Reserve discount window advances.</div><div style="margin-top:12pt">Allowance for Credit Losses(a)(b)</div><div style="margin-top:3pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:28.724%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.449%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.017%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(\$ in millions)</td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:right">Balance at January 1, 2024</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:right">Provision charged to operations(c)</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Gross charge-offs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Recoveries</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">Other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:right">Balance at December 31, 2024</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Credit cards</td><td colspan="3" style="display:none"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

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(\$ in millions)							
Balance at January 1, 2023							
Impact of ASU 2022-02 Adoption							
Post-Adoption Balance at January 1, 2023							
Provision charged to operations							
(d)							
Gross charge-offs							
Recoveries							
Balance at December 31, 2023							
Credit cards							
\$							
9,225							
\$							
8,931							
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	(1)	
Total	\$	
8,688		
	\$	
3,375		
	\$	
834		
9,527		
(a)		The allowance for credit losses at December 31, 2024, 2023 and 2022 reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position at December 31, 2024, 2023 and 2022, which includes the consideration of current and expected macroeconomic conditions that existed at those dates.
(b)		
(c)		Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2024 also includes amounts associated with off-balance sheet

credit exposures recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

(d) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2023 includes \$7 million associated with a forward loan portfolio purchase recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

The reasonable and supportable forecast period used in our estimate of credit losses at December 31, 2024 was 12 months, consistent with the forecast period utilized since the adoption of CECL. Beyond the reasonable and supportable forecast period, we revert to historical loss information at the loan receivables segment level over a 6-month period, gradually increasing the weight of historical losses by an equal amount each month during the reversion period, and utilize historical loss information thereafter for the remaining life of the portfolio. The reversion period and methodology remain unchanged since the adoption of CECL.

Losses on loan receivables, including those which are modified for borrowers experiencing financial difficulty, are estimated and recognized upon origination of the loan, based on expected credit losses for the life of the loan balance at December 31, 2024. Expected credit loss estimates are developed using both quantitative models and qualitative adjustments, and incorporates a macroeconomic forecast, as described within Note 2.

Basis of Presentation and Summary of Significant Accounting Policies

Our current estimate of expected credit losses is based on the current and forecasted economic conditions at the balance sheet date, which reflects our expectations of the macroeconomic environment. There have been no significant changes in our overall expectation of future credit losses during the year ended December 31, 2024. We continued to experience a decrease in payment rates and have also experienced an increase in net charge-offs during the year ended December 31, 2024 as compared to the prior year. These conditions are reflected in our current estimate of expected credit losses. Our allowance for credit losses increased to \$10.9 billion during the year ended December 31, 2024, primarily reflecting these conditions and the impact of the Ally Lending acquisition. See Note 2.

Basis of Presentation and Summary of Significant Accounting Policies

for additional information on our significant accounting policies related to our allowance for credit losses.

Delinquent and Non-accrual Loans

The following table provides information on our delinquent and non-accrual loans:

	30-89 days delinquent	90 or more days delinquent	Total past due	90 or more days delinquent and accruing	Total non-accruing	Credit cards
December 31, 2024 (\$ in millions)	29.443%	10.794%	10.534%	13.584%	12.262%	2.229
December 31, 2023 (\$ in millions)	29.443%	10.794%	10.534%	13.584%	12.262%	2.229

At December 31, 2024 (\$ in millions)

	30-89 days delinquent	90 or more days delinquent	Total past due	90 or more days delinquent and accruing	Total non-accruing	Credit cards
December 31, 2024 (\$ in millions)	29.443%	10.794%	10.534%	13.584%	12.262%	2.229
December 31, 2023 (\$ in millions)	29.443%	10.794%	10.534%	13.584%	12.262%	2.229

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[illegible]

[illegible]

[illegible]

[illegible]

19		
Commercial credit products		
83		
7		
10		
10		
7		
Consumer Installment Loans		
Delinquency trends are the primary credit quality indicator for our consumer installment loans, which we use to monitor credit quality and risk within the portfolio. The tables below include information on our consumer installment loans by origination year. The amounts for the current year period include information related to loan receivables associated with the Ally Lending acquisition. See Note 3.		
Acquisitions and Dispositions		
for additional information.		
Consumer Installment Loans by Origination Year		
By origination year		
At December 31, 2024 (\$ in millions)		

[illegible]

[illegible]

[illegible]

[illegible]

By origination year				
For the years ended (\$ in millions)				
2024	2023	2022		
2021	2020	Prior		
Total				
December 31, 2024				
55	178	117		
46	16	4		
416	December 31, 2023			
—				

height:100%">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">65</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">84</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">42</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">19</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">8</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">218</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:12pt">Loan Modifications to Borrowers Experiencing Financial Difficulty</div><div style="margin-bottom:12pt;margin-top:12pt">The Company adopted ASU 2022-02 as of January 1, 2023 on a modified retrospective basis through a cumulative adjustment to retained earnings. The guidance is applicable for all loans modified to borrowers experiencing financial difficulties since January 1, 2023. See Note 2. Basis of Presentation and Summary of Significant Accounting Policies – Allowance for Credit Losses – Loan Modifications to Borrowers Experiencing Financial Difficulty for additional information on our significant accounting policies related to loan modifications to borrowers experiencing financial difficulty. </div><div style="margin-bottom:12pt;margin-top:12pt">The following table provides information on our loan modifications made to borrowers experiencing financial difficulty during the periods presented, which do not include loans that are classified as loan receivables held for sale:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:46.122%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.473%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.477%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ended December 31</td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(\$ in millions)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Amount</div></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">(a)</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">% of Total Class of Loan Receivables</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Amount</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">% of Total

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[illegible]

3			2			2px 0 2px 1pt;text-align:right;vertical-align:bottom		
Total delinquent modified loans			916			213		
Percentage of total loan receivables			0.9			0.2		
0.4			0.2			0.2		

(a)

Once a loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date.

Payment Defaults

The following table presents the type, number and amount of loans to borrowers experiencing financial difficulty that enrolled in a long-term modification program within the previous 12 months from the applicable balance sheet date, and experienced a payment default and charged-off during the periods presented:

	Year ended December 31, 2024	Year ended December 31, 2023	(\$ in millions, accounts in thousands)
Accounts defaulted	97	268	96
Loans defaulted	233	268	96
Credit cards	97	268	96
Consumer installment loans	233	268	96

Commercial credit products

1

2

98

96

235

Of the loans modified to borrowers experiencing financial difficulty that enrolled in a short-term modification program within the previous 12 months from the applicable balance sheet date, 61% and 54% had fully completed all required payments and successfully exited the program during the years ended December 31, 2024 and 2023, respectively.

Troubled Debt Restructurings

The following information on loan modifications for the year ended December 31, 2022 is presented in accordance with the applicable accounting standards in effect at that time.

For the year ended December 31, 2022, loan receivables of \$996 million enrolled in a modification plan that was accounted for as a troubled debt restructuring ("TDR"), for which substantially all related to our credit card loans. For TDRs made in 2022, a total of \$286 million of interest income was forgone as compared to the interest that would have been earned under the original terms of the loan, and \$135 million of TDRs experienced a payment default and charged-off during the period.

Unfunded Lending Commitments

We manage the potential risk in credit commitments by limiting the total amount of credit, both by individual customer and in total, by monitoring the size and maturity of our portfolios and by applying the same credit standards for all of our credit products. Unused credit card lines available to our customers totaled approximately \$433 billion and \$427 billion at December 31, 2024 and 2023, respectively. While these amounts represented the total available unused credit card lines, we have not experienced and do not anticipate that all of our customers will access their entire available line at any given point in time.

Interest Income by Product

The following table provides additional information about our interest and fees on loans, including merchant discounts, from our loan receivables, including held for sale:

[illegible]

weight:400;line-height:100%">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:middle">21,596</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:middle">19,902</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:middle">16,881</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div><div style="margin-bottom:6pt"></div><div style="margin-top:6pt;padding-left:18pt;text-indent:-18pt">(a)Interest income on credit cards that was reversed related to accrued interest and fees receivables written off was \$2.4 billion, \$1.8 billion and \$1.1 billion for the years ended December 31, 2024, 2023 and 2022, respectively.</div><div style="margin-bottom:6pt;padding-left:18pt;text-indent:-18pt">(b)Deferred merchant discounts to be recognized in interest income at December 31, 2024 and December 31, 2023, were \$1.8 billion and \$1.9 billion, respectively, which are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.</div><div style="margin-bottom:1pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:63.856%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.055%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.056%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">At December 31 (\$ in millions)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Credit cards</td><td style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">96,818</td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">97,043</td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Consumer installment loans</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,971</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">3,977</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Commercial credit products</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,826</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,839</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-

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[illegible]

[illegible]

[illegible]

87	Other	(1)
2	6	7
7	Total	\$
8,688	\$	\$
3,375	\$	\$
834	\$	\$
9,527	\$	\$
(a)	(b)	

The allowance for credit losses at December 31, 2024, 2023 and 2022 reflects our estimate of expected credit losses for the life of the loan receivables on our Consolidated Statements of Financial Position at December 31, 2024, 2023 and 2022, which includes the consideration of current and expected macroeconomic conditions that existed at those dates.

(b)

Excluded from the table above are allowance for credit losses for loan receivables acquired and immediately written off within the period presented.

(c) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2024 also includes amounts associated with off-balance sheet credit exposures recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

(d) Provision for credit losses in the Consolidated Statements of Earnings for the year ended December 31, 2023 includes \$7 million associated with a forward loan portfolio purchase recorded in Accrued expenses and other liabilities in the Consolidated Statements of Financial Position.

1015600000060050000007133000000122400000070000001025900000027900000059500000041600000300000010000000010000001057100000067320000007697000000127700000046000000109290000009225000294000000893100000055360000005263000000952000000101560000002080000001000000209000000259000100000086000000016400000012800000090000000131000000700000007000000-10000001000000050000009527000000-294000000923300000059580000005610000000990000000105710000008512000000310500000032020000008

The following table provides information on our delinquent and non-accrual loans:

At December 31, 2024 (\$ in millions)

30-89 days delinquent	90 or more days delinquent	Total past due
90 or more days delinquent and accruing	Total non-accruing	Credit cards
\$	2,229	2,431
\$	4,660	\$

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

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312	69	3,977	30-89 days delinquent	44	25	15	9	2	90 or more days delinquent	11	6	4

[illegible]

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Arial,sans-serif;font-size:9pt;font-weight:400;line-height:100%">6			
Short-term modifications	Credit cards	948	1.0
Consumer installment loans			
Commercial credit products			
Total			

[illegible]

[illegible]

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days delinquent

Total past due		
Credit cards		
Long-term modifications		
861		
180		
141		
321		
Consumer installment loans		
		—
321		
		—
2		
		1
53		
		32
Credit cards		
		53
32		

Short-term modifications

Credit cards		
		53
32		

[illegible]

#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.2 </td><td style="border-bottom:1pt solid #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-bottom:1pt solid #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="border-bottom:1pt solid #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table></div><div style="padding-left:18pt;text-indent:-18pt">(a) Once a loan has been modified, it only returns to current status if the borrower pays the total minimum payment due or if the loan is re-aged after three consecutive monthly program payments are received post the modification date.</div><div style="margin-bottom:12pt;margin-top:12pt">The following table presents the type, number and amount of loans to borrowers experiencing financial difficulty that enrolled in a long-term modification program within the previous 12 months from the applicable balance sheet date, and experienced a payment default and charged-off during the periods presented:</div><div style="margin-bottom:12pt;margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:top;bottom:width:99.853%"><tr><td style="width:1.0%"></td><td style="width:46.191%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.643%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Year ended December 31, 2024</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Year ended December 31, 2023</div></td><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(\$ in millions, accounts in thousands)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">Accounts defaulted</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">Loans defaulted</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">Accounts defaulted</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">Loans defaulted</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Credit cards</td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">268 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">233 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Consumer installment loans</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">Consumer installment loans</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">Consumer installment loans</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td></tr></table></div>

Commercial credit products

1	2	3
2	3	2
3	2	3
4	3	2
5	2	3
6	3	2
7	2	3
8	3	2
9	2	3
10	3	2
11	2	3
12	3	2
13	2	3
14	3	2
15	2	3
16	3	2
17	2	3
18	3	2
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20	3	2
21	2	3
22	3	2
23	2	3
24	3	2
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32	3	2
33	2	3
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37	2	3
38	3	2
39	2	3
40	3	2
41	2	3
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48	3	2
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64	3	2
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84	3	2
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86	3	2
87	2	3
88	3	2
89	2	3
90	3	2
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110	3	2
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118	3	2
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122	3	2
123	2	3
124	3	2
125	2	3
126	3	2
127	2	3
128	3	2
129	2	3
130	3	2
131	2	3
132	3	2
133	2	3
134	3	2
135	2	3
136	3	2
137	2	3
138	3	2
139	2	3

[illegible]

(a) Interest income on credit cards that was reversed related to accrued interest and fees receivables written off was \$2.4 billion, \$1.8 billion and \$1.1 billion for the years ended December 31, 2024, 2023 and 2022, respectively.

(b) Deferred merchant discounts to be recognized in interest income at December 31, 2024 and December 31, 2023, were \$1.8 billion and \$1.9 billion, respectively, which are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

2055400000019341000000164710000008540000004010000002870000001790000001500000001170000

INTEREST ENTITIES We use VIEs to securitize loan receivables and arrange public and private asset-backed financing in the ordinary course of business through Synchrony Card Issuance Trust, as well as private asset-backed financing through Synchrony Credit Card Master Note Trust and Synchrony Sales Finance Master Trust. Investors in these entities only have recourse to the assets owned by the entity and not to our general credit. We do not have implicit support arrangements with any VIE and we did not provide non-contractual support for previously transferred loan receivables to any of these VIEs in the years ended December 31, 2024 and 2023. Our VIEs are able to accept new loan receivables and arrange new asset-backed financings, consistent with the requirements and limitations on such activities placed on the VIE by existing investors. Once an account has been designated to a VIE, the contractual arrangements we have require all existing and future loan receivables originated under such account to be transferred to the VIE. The amount of loan receivables held by our VIEs in excess of the minimum amount required under the asset-backed financing arrangements with investors may be removed by us under removal of accounts provisions. All loan receivables held by a VIE are subject to claims of third-party investors.

The loan receivables in these entities have risks and characteristics similar to our other loan receivables and were underwritten to the same standard. Accordingly, the performance of these assets has been similar to our other comparable loan receivables, and the blended performance of the pools of receivables in these entities reflects the eligibility criteria that we apply to determine which receivables are selected for transfer. Contractually, the cash flows from these loan receivables must first be used to pay third-party debt holders, as well as other expenses of the entity. Excess cash flows, if any, are available to us. The creditors of these entities have no claim on our other assets.

The table below summarizes the assets and liabilities of our consolidated securitization VIEs described above.

family: 'Arial', sans-serif; font-size: 9pt; font-weight: 400; line-height: 100%;">44

47		
Total		
\$	19,483	19,584
Liabilities		
Borrowings		
Other liabilities		
Total		

(a) Includes \$1.9 billion and \$1.9 billion of related allowance for credit losses resulting in gross restricted loan receivables of \$21.3 billion and \$21.4 billion at December 31, 2024 and 2023, respectively.

(b) Includes \$40 million and \$45 million of segregated funds held by the VIEs at December 31, 2024 and 2023, respectively, which are classified as restricted cash and equivalents and included as a component of Other assets in our Consolidated Statements of Financial Position.

The balances presented above are net of intercompany balances and transactions that are eliminated in our consolidated financial statements.

[illegible]

47

Total	19,483	
Liabilities	19,584	
Borrowings	7,842	
Other liabilities	27	
Total	7,869	

(a) Includes \$1.9 billion and \$1.9 billion of related allowance for credit losses resulting in gross restricted loan receivables of \$21.3 billion and \$21.4 billion at December 31, 2024 and 2023, respectively.

(b) Includes \$40 million and \$45 million of segregated funds held by the VIEs at December 31, 2024 and 2023, respectively, which are classified as restricted cash and equivalents and included as a component of Other assets in our Consolidated Statements of Financial Position.

1943900000019537000000440000000470000000194830000001958400000007842000000072670000000270	credits and other tax benefit	tax credits and other tax	benefits	10800000009000000005600000002740000000252000000191000000	GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill

width:1.0%	width:66.202%

[illegible]

[illegible]

(133)

62

204

(152)

52

2,556

2,702

854

2,269

(1,454)

815

During the year ended December 31, 2024, we recorded additions to intangible assets of \$363 million, primarily related to capitalized software expenditures, as well as intangible assets of \$18 million related to the Ally Lending acquisition. See Note 3.

Acquisitions and Dispositions

for additional information.

Amortization expense was \$324 million, \$294 million and \$252 million for the years ended December 31, 2024, 2023 and 2022, respectively, and is included as a component of Other expense in our Consolidated Statements of Earnings.

We estimate annual amortization expense for existing intangible assets over the next five calendar years to be as follows:

	2025	2026	2027	2028	2029	Amortization expense
	\$	\$	\$	\$	\$	\$
	295	295	222	165	110	47

Goodwill

	2025	2026	2027	2028	2029	Goodwill
	\$	\$	\$	\$	\$	\$
	47	47	47	47	47	47

(\$ in millions)

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

10pt;font-weight:400;line-height:120%">At December 31, 2024 and 2023, direct certificates of deposit of \$11.2 billion and \$10.0 billion, respectively, were of denominations at or exceeding applicable FDIC insurance limits, which are generally \$250,000 per depositor for each account ownership category. These amounts include partially insured certificates of deposit. At December 31, 2024 and 2023, the portion of these direct certificates of deposit estimated to be uninsured was \$3.7 billion and \$3.3 billion, respectively. Brokered certificates of deposit are assumed to be individual deposit balances within applicable FDIC insurance limits.

Our broker network deposit sweeps are procured through a program arranger who channels brokerage account deposits to us. Unless extended, the contracts associated with these broker network deposit sweeps will terminate between 2025 and 2026.

	2024	2023
Deposits	70.976%	70.1%
Interest-bearing deposits:	12.496%	12.498%
Money market and other demand deposits:	0.1%	0.1%
\$	2,264	1,853
Savings	28,605	26,220
Certificates of deposit	41,055	38,546
Brokered sweep accounts	3,849	10,123

Brokered sweep accounts

4,047

81,664	80,789	height:6pt	3	padding:0 1pt	3	padding:0 1pt	3	padding:0 1pt	3	padding:2px 1pt;text-align:left;vertical-align:bottom
Total non-interest-bearing deposits										
398	padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom	3	padding:0 1pt	2	padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	398				
364	padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom	3	padding:0 1pt	2	padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	364				
Total deposits										
82,062	padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom	3	padding:0 1pt	2	padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	82,062				
81,153	padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom	3	padding:0 1pt	2	padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	81,153				

2264000000185300000028605000000262200000004105500000038546000000589100000010123000000

At December 31, 2024, our certificates of deposit maturing over the next five years and thereafter were as follows:	margin-bottom:1pt;margin-top:3pt	<table><tr><td>width:1.0%</td><td>width:41.151%</td><td>width:0.1%</td><td>width:1.0%</td><td>width:7.671%</td><td>width:0.1%</td><td>width:0.1%</td><td>width:0.530%</td><td>width:0.1%</td><td>width:1.0%</td><td>width:7.671%</td><td>width:0.1%</td><td>width:0.1%</td><td>width:0.530%</td><td>width:0.1%</td><td>width:1.0%</td><td>width:7.818%</td><td>width:0.1%</td><td>width:0.1%</td><td>width:0.530%</td><td>width:0.1%</td><td>width:1.0%</td><td>width:7.671%</td><td>width:0.1%</td><td>width:0.1%</td><td>width:0.530%</td><td>width:0.1%</td><td>width:1.0%</td><td>width:8.997%</td><td>3</td><td>display:none</td><td>3</td><td>padding:2px 1pt;text-align:left;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%</td><td>(\$ in millions)</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>2025</td><td>3</td><td>padding:0 1pt</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>2026</td><td>3</td><td>padding:0 1pt</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>2027</td><td>3</td><td>padding:0 1pt</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>2028</td><td>3</td><td>padding:0 1pt</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>2029</td><td>3</td><td>padding:0 1pt</td><td>3</td><td>padding:2px 1pt;text-align:right;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%</td><td>Thereafter</td><td>3</td><td>display:none</td><td>3</td><td>padding:2px 1pt;text-align:left;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%</td><td>Certificates of deposit</td><td>border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom</td><td>color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%</td><td>\$</td></tr></table>										width:1.0%	width:41.151%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.818%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:8.997%	3	display:none	3	padding:2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	(\$ in millions)	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2025	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2026	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2027	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2028	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2029	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	Thereafter	3	display:none	3	padding:2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	Certificates of deposit	border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	\$
width:1.0%	width:41.151%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.818%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:7.671%	width:0.1%	width:0.1%	width:0.530%	width:0.1%	width:1.0%	width:8.997%	3	display:none	3	padding:2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	(\$ in millions)	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2025	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2026	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2027	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2028	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	2029	3	padding:0 1pt	3	padding:2px 1pt;text-align:right;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%	Thereafter	3	display:none	3	padding:2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	Certificates of deposit	border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom	color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%	\$												

[illegible]

[illegible]

[illegible]

[illegible]

15,462

15,982

(a) Includes unamortized debt premiums, discounts and issuance costs.

(b)

(c)

\$750 million principal amount issued in August 2024. Interest rate fixed through August 1, 2029; resets August 2, 2029 to floating rate based on compounded Secured Overnight Financing Rate ("SOFR") plus 213 basis points.

Debt Maturities

The following table summarizes the maturities of the principal amount of our borrowings of consolidated securitization entities and senior and subordinated unsecured notes over the next five years and thereafter:

	2025	2026	2027	2028	2029	Thereafter	Borrowings
	\$	\$	\$	\$	\$	\$	\$
	5,650						

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

2027			2028			2029			Thereafter		
Borrowings			5,650			3,250			3,700		

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

—

\$

4

\$

4

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[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

3,839

Senior and subordinated unsecured notes

8,715

8,423

8,423

—

8,423

(a)

(b)

(c)

(d)

(e)

(f)

Includes \$19 million of cash and equivalents and \$93 million of restricted cash and equivalents.

Equity Securities Without Readily Determinable Fair Values

	2024	2023
At or for the year ended December 31 (\$ in millions)		
2024	2023	

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

3,780

28

3,822

Liabilities

Other

(c)

4

4

4

4

(a) For the years ended December 31, 2024 and 2023, there were no fair value measurements transferred between levels.

(b) Other is primarily comprised of equity investments measured at fair value, which are

included in Other assets in our Consolidated Statements of Financial Position, as well as certain financial assets for which we have elected the fair value option which are included in Loan receivables in our Consolidated Statements of Financial Position.

(c) Other includes certain financial liabilities for which we have elected the fair value option. These liabilities are included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

Financial Assets and Financial Liabilities Carried at Other Than Fair Value

	December 31, 2024	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020
Carrying amount	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711
Corresponding fair value amount	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711
At December 31, 2024 (\$ in millions)	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711
Level 1	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711
Level 2	\$0	\$0	\$0	\$0	\$0
Level 3	\$0	\$0	\$0	\$0	\$0
Financial Assets	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711
Financial liabilities for which carrying values equal or approximate fair value:	\$0	\$0	\$0	\$0	\$0
Cash and equivalents	\$14,711	\$14,711	\$14,711	\$14,711	\$14,711

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

Borrowings of consolidated securitization entities

7,267	80,935	7,250
7,250	3,411	3,839
8,423	8,423	8,423

(a) For cash and equivalents and restricted cash and equivalents, carrying value approximates fair value due to the liquid nature and short maturity of these instruments.

[illegible]

Ratio **(b)**

Total risk-based capital	17,407	16.5	%
Tier 1 risk-based capital	15,239	14.5	%
Tier 1 leverage	6,325	6.0	%
Common equity Tier 1 capital	15,239	12.9	%
Common equity	14,017	13.3	%

[illegible]

Synchrony Bank	Tier 1 leverage	Common equity Tier 1 capital
\$6,208	11.7%	12.2%
\$12,600	4.5%	4.656%

Synchrony Bank			
At December 31, 2024 (\$ in millions)	Actual	Minimum for adequacy purposes	Minimum to be well-capitalized under prompt corrective action provisions
	\$	\$	\$
	Billion	Billion	Billion

[illegible]

[illegible]

Minimum for capital adequacy purposes

(a)	(b)
Amount	Ratio
Amount	Ratio
Total risk-based capital	\$
\$	%
7,822	10.0
Tier 1 risk-based capital	%
12,880	13.2

5,867

[illegible]

(b) At December 31, 2024 and 2023, Synchrony Financial and the Bank also must maintain a capital conservation buffer of common equity Tier 1 capital in excess of minimum risk-based capital ratios by at least 2.5 percentage points to avoid limits on capital distributions and certain discretionary bonus payments to executive officers and similar employees. The Bank may pay dividends on its stock, with consent or non-objection from the OCC and the Federal Reserve Board, among other things, if its regulatory capital would not thereby be reduced below the applicable regulatory capital requirements.

The actual capital amounts, ratios and the applicable required minimums of the Company and the Bank are as follows:

	2024	2023
Actual	17,407	16.5
Minimum for capital adequacy purposes	15,239	14.5
Amount	8,433	8.0
Ratio	113.6%	113.6%

(b) Total risk-based capital

	2024	2023
Total risk-based capital	14.5	14.5
Tier 1 risk-based capital	8.0	8.0
Tier 2 risk-based capital	6.5	6.5
Ratio	113.6%	113.6%

[illegible]

[illegible]

[illegible]

[illegible]

13.7	4.521	4.5	6.530	6.5		
<table><tr><td>At December 31, 2023</td><td>\$ in millions</td></tr></table>					At December 31, 2023	\$ in millions
At December 31, 2023	\$ in millions					
Actual						
Minimum for capital adequacy purposes						
Minimum to be well-capitalized under prompt corrective action provisions						
Amount						
Ratio						
Amount						
Ratio						
Amount						
Ratio						
Amount						
Ratio						
Total risk-based capital						
\$						
14,943						
15.3						

[illegible]

5.0

Common equity Tier 1 capital	12,880	13.2	4,400	4.5	6,356	6.5

(a)

Capital ratios are calculated based on the Basel III Standardized Approach rules. Capital amounts and ratios at December 31, 2024 in the above tables reflect the applicable CECI regulatory capital transition adjustment.

(b) At December 31, 2024 and 2023, Synchrony Financial and the Bank also must maintain a capital conservation buffer of common equity Tier 1 capital in excess of minimum risk-based capital ratios by at least 2.5 percentage points to avoid limits on capital distributions and certain discretionary bonus payments to executive officers and similar employees.

BENEFIT PLANS

The following summarizes information related to the Synchrony benefit plans and our remaining obligations to General Electric Company and its subsidiaries ("GE") related to certain of their plans.

Savings Plan

Our U.S. employees are eligible to participate in a qualified defined contribution savings plan that allows them to contribute a portion of their pay to the plan on a pre-tax basis. We make employer contributions to the plan equal to 3% of eligible compensation and make matching contributions of up to 4% of eligible compensation. We also provide certain additional contributions to the plan for employees who were participants in GE's pension plan at the time of Synchrony's separation from GE in November 2015 (the "Separation"). The expenses incurred associated with this plan were \$93 million, \$88 million and \$80 million for the years ended December 31, 2024, 2023 and 2022, respectively.

Health and Welfare Benefits

We provide health and welfare benefits to our employees, including health, dental, prescription drug and vision for which we are self-insured. The expenses incurred associated with these benefits were \$139 million, \$134 million and \$114 million for the years ended December 31, 2024, 2023 and 2022, respectively.

GE Benefit Plans and Reimbursement Obligations

Prior to the Separation, our employees participated in various GE retirement and retiree health and life insurance benefit plans. Certain of these retirement benefits vested as a result of the Separation. Under the terms of the Employee Matters Agreement between us and GE, GE will continue to pay for these benefits and we are obligated to reimburse them. The principal retirement benefits subject to this arrangement are fixed, life-time annuity payments. The estimated liability for our reimbursement obligations to GE for retiree benefits was \$165 million and \$171 million at December 31, 2024 and 2023, respectively, and is included in Accrued expenses and other liabilities in our Consolidated Statements of Financial Position.

0.030.04930000008800000080000000139000000134000000114000000165000000171000000EARNINGS

[illegible]

Weighted average common shares outstanding, basic			396.5
Effect of dilutive securities			421.2
			480.4
4.1			
			2.3
			3.0
Weighted average common shares outstanding, dilutive			400.6
			423.5
			483.4
Earnings per basic common share			\$
			8.64
Earnings per diluted common share			\$
			8.55
			5.19

6.15

We have issued certain stock-based awards under the Synchrony Financial 2014 and 2024 Long-Term Incentive Plans. A total of less than 1 million, 4 million and 3 million shares for the years ended December 31, 2024, 2023 and 2022, respectively, related to these awards, were considered anti-dilutive and therefore were excluded from the computation of diluted earnings per common share.

The following table presents the calculation of basic and diluted earnings per common share:

	2024	2023	2022
Net earnings	\$3,499	\$2,238	\$3,016
Preferred stock dividends	(72)	(42)	(42)
Net earnings available to common stockholders	\$3,427	\$2,196	\$2,974

[illegible]

Preferred Stock

The following table summarizes the Company's preferred stock issued and outstanding at December 31, 2024 and 2023.

Series	Issuance Date	Redeemable by Issuer Beginning	Per Annum Dividend Rate	Liquidation Preference per Share	Total Shares Outstanding
(A)	December 31, 2024	December 31, 2023	November 14, 2019	November 15, 2024	November 15, 2024

(a) (\$ in millions, except per share data)

	\$1,000	750,000	734	(a)	Series B	February 23, 2024	May 15, 2029	8.25%	(b)	\$1,000	500,000	488	—	1,222	1222000000	734

(a)

Issued as depositary shares, each representing a 1/40th interest in a share of the corresponding series of non-cumulative perpetual preferred stock. Dividends are payable quarterly on February 15, May 15, August 15 and November 15 at a fixed rate, in each case when, as and if declared by the Board of Directors.

(b)

Through May 14, 2029; resets May 15, 2029 and each date falling on the fifth anniversary at 5-Year Treasury Rate plus 4.044%.

Times New Roman

<div style="margin-top:12pt">During the years ended December 31, 2024, 2023 and 2022, we declared and paid common stock dividends of \$1.00, \$0.96 and \$0.90 per share of common stock, or \$398 million, \$406 million and \$434 million, respectively. We also declared and paid dividends on our Series A 5.625% fixed rate non-cumulative perpetual preferred stock and our Series B 8.250% fixed rate reset non-cumulative perpetual preferred stock totaling \$72 million, \$42 million and \$42 million, for each of the years ended December 31, 2024, 2023 and 2022, respectively.

</div><div style="margin-top:12pt">During the year ended December 31, 2024, the Company repurchased an aggregate of 22.5 million shares of our common stock for \$1.0 billion, which does not reflect costs and taxes associated with the purchase of shares. The cost of share repurchases, including direct and incremental costs associated with repurchasing, is recorded as a reduction of shareholder's equity. In April 2024, we announced that the Board of Directors approved an incremental share repurchase program of up to \$1.0 billion through June 30, 2025 (the "2024 plan") and at December 31, 2024 we had \$600 million remaining under the 2024 plan. In all instances, our share repurchase programs are subject to market conditions and other factors, including legal and regulatory restrictions and required approvals, if any.

</div><div style="margin-top:12pt">Synchrony Financial Incentive Programs**</div><div style="margin-bottom:12pt;margin-top:12pt">**We have established the Synchrony Financial 2024 Long-Term Incentive Plan (the "2024 Incentive Plan"), along with prior incentive plans which permit us to issue stock-based, stock-denominated and other awards to officers, employees, consultants and non-employee directors providing services to the Company and our participating affiliates. Available awards under the 2024 Incentive Plan include stock options and stock appreciation rights, restricted stock and restricted stock units ("RSUs"), performance share units ("PSUs") and other awards valued in whole or in part by reference to, or otherwise based on, our common stock (other stock-based awards), and dividend equivalents. Each RSU is convertible into one share of Synchrony Financial common stock. A total of 26.9 million shares of our common stock (including authorized and unissued shares) are available for granting awards under the 2024 Incentive Plan.

</div><div style="margin-bottom:12pt;margin-top:12pt">Our grants generally vest over a three-year term on either an annual pro rata proportional basis, starting with the first anniversary of the award date, or at the end of the term of the award on a cliff basis, provided that the employee has remained continuously employed by the Company through such vesting date.

</div><div>For PSUs, the number of shares of common stock that will ultimately be awarded is contingent upon meeting certain pre-defined financial goals over a designated three-year performance period, and can range from 0% to 150% of the number of PSUs awarded. In addition, the final number of shares of common stock to be awarded is also subject to a Total Shareholder Return ("TSR") modifier of +/-20% based on our TSR performance relative to peers over the designated three-year performance period.

</div><div style="margin-bottom:12pt;margin-top:12pt">Compensation expense related to equity awards is recorded as a component of Employee costs in our Consolidated Statements of Earnings, with a corresponding adjustment to equity, net of tax, included within our Consolidated Statements of Equity. At December 31, 2024, there were 1.9 million stock options issued and outstanding and 7.0 million unvested other stock-based awards, comprising 4.4 million RSUs and 2.6 million PSUs. The total unrecognized compensation cost related to these awards at December 31, 2024 was \$144 million, which is expected to be amortized over a weighted average period of 1.9 years.

</div><div style="margin-bottom:3pt;margin-top:12pt">The following table summarizes the Company's preferred stock issued and outstanding at December 31, 2024 and 2023.

	2024	2023
Series A	11.087%	11.087%
Series B	8.250%	8.250%
Series C	5.625%	5.625%
Series D	11.822%	11.822%
Series E	11.822%	11.822%
Series F	11.822%	11.822%
Series G	11.822%	11.822%
Series H	11.822%	11.822%
Series I	11.822%	11.822%
Series J	11.822%	11.822%
Series K	11.822%	11.822%
Series L	11.822%	11.822%
Series M	11.822%	11.822%
Series N	11.822%	11.822%
Series O	11.822%	11.822%
Series P	11.822%	11.822%
Series Q	11.822%	11.822%
Series R	11.822%	11.822%
Series S	11.822%	11.822%
Series T	11.822%	11.822%
Series U	11.822%	11.822%
Series V	11.822%	11.822%
Series W	11.822%	11.822%
Series X	11.822%	11.822%
Series Y	11.822%	11.822%
Series Z	11.822%	11.822%

</div><div style="margin-bottom:12pt;margin-top:12pt">Issuance Date**</div><div>**Redeemable by Issuer Beginning**</div><div>**Per Annum Dividend Rate**</div></div>**

family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%">Liquidation Preference per Share		
Total Shares Outstanding		
December 31, 2024		
December 31, 2023		
(\$ in millions, except per share data)		
Series A		
(a)		
November 14, 2019		
November 15, 2024		
5.625%		
\$1,000		
750,000		
\$		
734		
734		
(a)		
February 23, 2024		
May 15, 2029		
8.25%		
(b)		
\$1,000		
500,000		
\$		
488		
—		

1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,222</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">1222000000</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">734</td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt"></div><div style="margin-top:6pt;padding-left:18pt;text-indent:-18pt">(a)Issued as depositary shares, each representing a 1/40th interest in a share of the corresponding series of non-cumulative perpetual preferred stock. Dividends are payable quarterly on February 15, May 15, August 15 and November 15 at a fixed rate, in each case when, as and if declared by the Board of Directors.</div><div style="padding-left:18pt;text-indent:-18pt">(b)Through May 14, 2029; resets May 15, 2029 and each date falling on the fifth anniversary at 5-Year Treasury Rate plus 4.044%.</div>0.0562510007500007340000007340000008.251000500000488000000012220000007340000004.0441.00 TAXES <div style="margin-bottom:3pt;margin-top:12pt">Earnings before Provision for Income Taxes</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:top;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:56.462%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.556%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.556%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.558%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">For the years ended December 31 (\$ in millions)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">U.S.</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">\$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:middle">4,519</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">\$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:middle">2,873</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Non-U.S.</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">34</td><td colspan="2" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">31</td><td colspan="2" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">15</td><td colspan="2"></td></tr></table></div>

[illegible]

[illegible]

[illegible]

All other, net (0.3) Effective tax rate 23.1 % 22.9 % 23.9 % Significant Components of Our Net Deferred Income Taxes

2024	2023	Assets	Allowance for credit losses	Compensation and employee benefits
133	149	2,718	2,626	216
166	166	166	166	166

Other assets 216

[illegible]

[illegible]

positions of prior years

Reductions	(47)		
Settlements with tax authorities	(7)	(1)	
Expiration of the statute of limitation	(35)		
Balance at December 31	207	\$	230
Portion of balance that, if recognized, would impact the effective income tax rate	163	\$	182

The amount of unrecognized tax benefits that is reasonably possible to be resolved in the next twelve months is expected to be \$36 million, of which, \$28 million, if recognized, would reduce the Company's tax expense and effective tax rate.

The Company continued to participate voluntarily in the IRS Compliance Assurance Process ("CAP") program for the 2024 tax year. We expect that the IRS review of our 2024 return will be substantially completed prior to its filing in 2025. During the current year, the IRS completed its examination of our 2023 tax year, which was our only other year subject to current IRS audit. Additionally, we are under examination in various states going back to 2014.

We believe that there are no issues or claims that are likely to significantly impact our results of operations, financial position or cash flows. We further believe that we have made adequate provision for all income tax uncertainties that could result from such examinations.

Interest expense and penalties related to income tax liabilities recognized in our Consolidated Statements of Earnings were not material for all

periods presented.

	2024	2023	2022	U.S.	Non-U.S.	Total
Earnings before provision for income taxes	4,519	3,947	3,962	3,962	2,904	3,962
Provision for income taxes	1,553	1,553	1,553	1,553	1,553	1,553
Earnings after provision for income taxes	2,966	2,394	2,409	2,409	1,351	2,409

The table above presents information regarding the earnings before and after provision for income taxes for the periods presented. The table is presented in U.S. dollars and is based on the consolidated financial statements of the Company. The table is presented in U.S. dollars and is based on the consolidated financial statements of the Company. The table is presented in U.S. dollars and is based on the consolidated financial statements of the Company.

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,195 </td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt;padding-left:18pt;text-indent:-18pt">(a)Prior period amounts in the table above are presented to conform with current year presentation.</div>2718000000262600000013300000014900000021600000016600000030670000002941000000200000001

Reconciliation of Unrecognized Tax Benefits																																																												
(\$ in millions) <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:33%;"></th> <th style="width:33%;"></th> <th style="width:33%;"></th> </tr> </thead> <tbody> <tr> <td>2024</td> <td>2023</td> <td>Balance at January 1</td> </tr> <tr> <td>230</td> <td>267</td> <td>\$</td> </tr> <tr> <td colspan="3">Additions:</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td colspan="3">Tax positions of the current year</td> </tr> <tr> <td>39</td> <td>40</td> <td></td> </tr> <tr> <td colspan="3">Tax positions of prior years</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td colspan="3">Reductions:</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td colspan="3">Prior year tax positions</td> </tr> <tr> <td>(20)</td> <td></td> <td></td> </tr> <tr> <td colspan="3">(47)</td> </tr> <tr> <td colspan="3">Settlements with tax authorities</td> </tr> <tr> <td>(7)</td> <td></td> <td></td> </tr> <tr> <td colspan="3">(1)</td> </tr> </tbody> </table>													2024	2023	Balance at January 1	230	267	\$	Additions:						Tax positions of the current year			39	40		Tax positions of prior years						Reductions:						Prior year tax positions			(20)			(47)			Settlements with tax authorities			(7)			(1)		
2024	2023	Balance at January 1																																																										
230	267	\$																																																										
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Settlements with tax authorities																																																												
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3

Expiration of the statute of limitation

(35)

(31)

Balance at December 31

\$

207

230

Portion of balance that, if recognized, would impact the effective income tax rate

\$

163

\$

182

2300000000267000000039000000400000000020000000200000000470000000700000001000000035000000031000

COMPANY FINANCIAL INFORMATION

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The following tables present parent company financial statements for Synchrony Financial. At December 31, 2024, restricted net assets of our subsidiaries were \$14.2 billion.

Condensed Statements of Earnings

Condensed Statements of Earnings			
	2024	2023	2022
Interest income:			
	365	355	

Interest income from subsidiaries

\$

365

355

[illegible]

600			
Dividends from nonbank subsidiaries	147	102	290
Other income	1,214	135	122
Other expense	236	202	177
Earnings before expense (benefit) from income taxes	1,812	1,539	3,248
Expense (benefit) from income taxes	259	(16)	(46)
Equity in undistributed net earnings (loss) of subsidiaries	1,946	683	

[illegible]

securities				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
37							
49				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
				3		padding:2px 1pt;text-align:left;vertical-align:bottom	
Investments in and amounts due from subsidiaries							
(a)				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
19,938				2		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom	
				3		padding:0 1pt	
		2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom			
18,285				2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:2px 1pt;text-align:left;vertical-align:bottom			
Goodwill				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
30				padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:0 1pt			
				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
25				padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:2px 1pt;text-align:left;vertical-align:bottom			
Other assets				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
945				padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:0 1pt			
				2		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom	
337				padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom			
Total assets				border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom			
\$				border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom			
23,630				border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		3		padding:0 1pt			
				border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom			
\$				border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom			
21,910				border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
				height:3pt		3	
		padding:0 1pt		3		border-top:3pt double #000000;padding:0 1pt	
		padding:0 1pt		3		border-top:3pt double #000000;padding:0 1pt	
		padding:2px 1pt;text-align:left;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:700;line-height:100%		Liabilities and Equity	
		padding:0 1pt		padding:0 1pt		padding:0 1pt	
		padding:left;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		Amounts due to subsidiaries	
		padding:left;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		\$	
351				padding:2px 0;text-align:right;vertical-align:bottom			
		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom		padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom			
		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		padding:2px 0;text-align:right;vertical-align:bottom			
		padding:2px 0;text-align:right;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		316	
		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom		display:none		display:none	
		display:none		display:none		display:none	
		padding:2px 1pt;text-align:left;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		Senior and subordinated unsecured notes	
		padding:right;vertical-align:bottom		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		6,123	
		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom		padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom			
		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom		padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom			
		padding:right;vertical-align:bottom		display:none		display:none	
		padding:right;vertical-align:bottom		padding:2px 1pt;text-align:left;vertical-align:bottom			
		color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:100%		padding:2px 1pt;text-align:left;vertical-align:bottom			

height:100%">Accrued expenses and other liabilities </td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">576 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">470 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Total liabilities</td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,050 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,007 </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Equity:</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Total equity</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,580 </td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,903 </td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Total liabilities and equity</td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,630 </td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,910 </td><td colspan="3" style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt"></div><div style="padding-left:18pt;text-indent:18pt">(a) </div><div style="margin-bottom:3pt;margin-top:9pt">Includes investments in and amounts due from bank subsidiaries of \$15.7 billion and \$14.0 billion at December 31, 2024 and 2023, respectively.</div><div style="margin-bottom:3pt;margin-top:9pt">Condensed Statements of Cash Flows</div><div style="margin-bottom:12pt;margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;text-align:center;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:62.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:10.600%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">For the years ended December 31 (\$ in millions)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Cash flows - operating activities</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Net earnings</td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">\$ </td><td colspan="3" style="padding:2px 0;text-align:right;vertical-align:middle">16,580 </td></tr></table></div>

[illegible]

[illegible]

[illegible]

[illegible]

Increase (decrease) in cash and equivalents (534)

	(73)	(259)
Cash and equivalents at beginning of year	3,214	
	3,287	
	3,546	
Cash and equivalents at end of year	2,680	
	3,214	
	3,287	

Condensed Statements of Earnings

	2024	2023	2022
Interest income:			
Interest income from subsidiaries	\$	\$	\$

[illegible]

(137)

Dividends from bank subsidiaries 600	1,450	147	102	290	1,214	135	122	Other expense	236	202	177	Earnings before expense/(benefit) from income taxes	1,812	1,539	3,248	Expense/(benefit) from income taxes	259	(16)	(46)	Equity in undistributed net earnings (loss) of subsidiaries

[illegible]

[illegible]

subordinated unsecured notes	
6,123	7,221
Accrued expenses and other liabilities	
576	470
Total liabilities	
7,050	8,007
Equity	
Total equity	
16,580	13,903
Total liabilities and equity	
\$23,630	\$21,910
(a) Includes investments in and amounts due from bank subsidiaries of \$15.7 billion and \$14.0 billion at December 31, 2024 and 2023, respectively.	
Condensed Statements of Cash Flows	
For the years ended December 31 (\$ in millions)	
2024	2023

[illegible]

[illegible]

[illegible]

[illegible]

	(849)	
(3,828)		
(534)		
(73)		
(259)		
Cash and equivalents at beginning of year		
>3,214		
>3,287		
>3,546		
Cash and equivalents at end of year		
\$<		
>2,680		
>3,214		
>3,287		

3499000000223800000030160000001220000009000000-10000001946000000683000000-2780000001069000000000-169000000-101000000-2800000016000000-1900000028000000-1500000021000000-400000074100000017050000003289000000-95000000898000000-2650000001200000014000000210000005940000000050000004500000060000000696000000-929000000280000000745000000740000000745000000185000000007500000004880000000072000000420000-70000001400000039000000-22000000-41000000-1974000000-8490000000-3828000000-534000000-73000000-259000000321400000032870000003546000000268000000032140000003287000000SEGMENT REPORTING

We conduct our operations through a single business segment, which derives interest and fee income earned on our credit products we offer to our customers. Our credit products include private label, dual, co-brand and general purpose credit cards, as well as short- and long-term installment loans. Revenue generating activities are aligned through five sales platforms (Home & Auto, Digital, Diversified & Value, Health & Wellness and Lifestyle). Those platforms are organized by the types of partners we work with to reach our customers. Substantially all of our interest and fees on loans and long-lived assets relate to our operations within the United States.

Pursuant to FASB Accounting Standards Codification ("ASC") 280,

Segment Reporting

size:10pt;font-weight:400;line-height:120%">), operating segments represent components of an enterprise for which separate financial information is available that is regularly evaluated by the chief operating decision maker in determining how to allocate resources and in assessing performance.</div><div style="margin-bottom:12pt;margin-top:12pt">The chief operating decision maker, our President and Chief Executive Officer, uses consolidated net earnings to assess the performance and profitability of our single business segment. While revenue generating activities are aligned through our five sales platforms, expense activities, including funding costs, credit losses and operating expenses, are managed for the Company as a whole. As a result, detailed profitability information for each sales platform is not used by our chief operating decision maker.</div><div style="margin-bottom:12pt;margin-top:12pt">The chief operating decision maker uses consolidated net earnings to assess performance by comparing to and monitoring against budget and prior year results. This information is used to manage resources to drive business and net earnings growth, including investment in key strategic priorities, as well as determine the Company's ability to return capital to shareholders.</div><div style="margin-bottom:12pt;margin-top:12pt">The following table presents segment information for the periods presented herein:</div><div style="margin-top:12pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:50.437%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.566%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.566%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.567%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>For the years ended December 31</div><div>(\$ in millions)</div></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Interest and fees on loans</div></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">\$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,596</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19,902</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,881</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Interest on cash and debt securities</td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,049</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">265</td><td colspan="3" style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt 2px 19.75pt;text-align:left;vertical-align:bottom">Total interest income</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,645</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">20,710

[illegible]

[illegible]

weight:400;line-height:100%">1,681				

Provision for income taxes			1,054
666			946
Net earnings			\$2,238
3,499			\$3,016
2,238			\$3,016
3,016			3,016

(a) — Represents the total amount of other expenses included in net earnings, including postage and various other corporate overhead items such as facilities costs and telephone charges.

Our segment assets represent our total assets as presented on the Consolidated Statements of Financial Position.

The following table presents segment information for the periods presented herein:

	2024	2023	2022
Interest and fees on loans	\$21,596	\$21,596	\$21,596

19,902	Interest on cash and debt securities		
16,881	Total interest income		
22,645			
20,710			
17,146			
Total interest expense			
4,634			
3,711			
1,521			
Net interest income			
18,011			
16,999			
15,625			
Retailer share arrangements			
(3,407)			
(3,661)			
(4,331)			
Reserve build (release)			

[illegible]

Total other income		
1,521		
289		
380		
Other expense:		
Employee costs		
1,872		
1,884		
1,681		
Professional fees		
936		
842		
832		
Marketing and business development		
524		
527		
487		
Information processing		
803		
712		
623		
Fraud-related operational losses		
192		
288		

weight:400;line-height:100%">173 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:11.25pt">Other segment items(a)</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">512 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">505 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">541 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 19.75pt;text-align:left;vertical-align:bottom">Total other expense </td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,839 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,758 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,337 </td><td style="border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:9pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Provision for income taxes</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,054 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">666 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">946 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:9pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Net earnings</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="padding:2px 0;text-align:right;vertical-align:bottom">3,499 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="padding:2px 0;text-align:right;vertical-align:bottom">2,238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="padding:2px 0;text-align:right;vertical-align:bottom">3,016 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:3pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td></tr></table></div><div style="margin-bottom:6pt"></div><div style="padding-left:18pt;text-indent:-18pt">(a)
— Represents the total amount of other expenses included in net earnings, including postage and various other corporate overhead items such as facilities costs and telephone charges.</div>2159600000019902000000168810000001049000000808000000265000000226450000002071000000017
PROCEEDINGS AND REGULATORY MATTERS<div style="margin-bottom:12pt;margin-top:12pt">In the normal course of business, from time to time, we have been named as a defendant in various legal proceedings, including arbitrations, class actions and other litigation, arising in connection with our business

Certain of the legal actions include claims for substantial compensatory damages and/or punitive damages, or claims for indeterminate amounts of damages. We are also involved, from time to time, in reviews, investigations and proceedings (both formal and informal) by governmental agencies regarding our business (collectively, "regulatory matters"), which could subject us to significant fines, penalties, obligations to change our business practices or other requirements resulting in increased expenses, diminished income and damage to our reputation. We contest liability and/or the amount of damages as appropriate in each pending matter. In accordance with applicable accounting guidance, we establish an accrued liability for legal and regulatory matters when those matters present loss contingencies which are both probable and reasonably estimable.

Legal proceedings and regulatory matters are subject to many uncertain factors that generally cannot be predicted with assurance, and we may be exposed to losses in excess of any amounts accrued.

For some matters, we are able to determine that an estimated loss, while not probable, is reasonably possible. For other matters, including those that have not yet progressed through discovery and/or where important factual information and legal issues are unresolved, we are unable to make such an estimate. We currently estimate that the reasonably possible losses for legal proceedings and regulatory matters, whether in excess of a related accrued liability or where there is no accrued liability, and for which we are able to estimate a possible loss, are immaterial. This represents management's estimate of possible loss with respect to these matters and is based on currently available information. This estimate of possible loss does not represent our potential maximum loss exposure. The legal proceedings and regulatory matters underlying the estimate will change from time to time and actual results may vary significantly from current estimates.

Our estimate of reasonably possible losses involves significant judgment, given the varying stages of the proceedings, the existence of numerous yet to be resolved issues, the breadth of the claims (often spanning multiple years), unspecified damages and/or the novelty of the legal issues presented. Based on our current knowledge, we do not believe that we are a party to any pending legal proceeding or regulatory matters that would have a material adverse effect on our consolidated financial condition or liquidity. However, in light of the uncertainties involved in such matters, the ultimate outcome of a particular matter could be material to our operating results for a particular period depending on, among other factors, the size of the loss or liability imposed and the level of our earnings for that period, and could adversely affect our business and reputation.

Name	Title	Action Taken (Adoption or Termination Date)	Duration	(1)	(2)	Aggregate Number of Securities to be Sold
Alberto Casellas	Executive Vice President & CEO, Health & Wellness	Adoption (10/23/2024)	10/23/2024 - 12/31/2025	65,739	11/5/2024	11/5/2024
Brian Doubles	Director, President & CEO	Adoption (11/05/2024)	11/05/2024 - 11/5/2024			

12/31/2025	148,747	Courtney Gentleman	Executive Vice President & CEO, Diversified	Value	Adoption (11/11/2024)	11/11/2024 - 12/31/2025	12,849	Curtis Howse	Executive Vice President & CEO, Home & Auto	Adoption (11/15/2024)	11/15/2024 - 12/31/2025	46,651	Carol fuel	Executive Vice President & Chief Technology and Operating Officer	Adoption (10/22/2024)	10/22/2024 - 12/31/2025	106,727	Darrell Owens	Executive Vice President & CEO, Lifestyle	Adoption (10/18/2024)	10/18/2024 - 11/14/2025	18,621	Bart Schaller	Executive Vice President & CEO, Digital	Adoption (10/21/2024)	10/21/2024 - 12/31/2025	83,729	Brian Wenzel	Executive Vice President & Chief Financial Officer	Adoption (11/12/2024)	11/12/2024 - 9/30/2025

height:100%">91,172 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="padding:0 1pt"></td></tr></table><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:112%"></div>
<div style="margin-top:6pt;padding-left:18pt;text-indent:-18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:120%">(1)<span
style="color:#000000;font-family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:120%;padding-
left:7.02pt">Pursuant to the terms of each plan and subject to compliance with Rule 10b5-1, each plan may
terminate at an earlier date under certain circumstances, including if all trades are executed or all orders
related to the trades under the relevant plan expire.</div><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:9pt;font-weight:400;line-height:120%">(2)Rounded up to the nearest
whole share, as applicable.Alberto CasellasExecutive Vice President & CEO, Health &
Wellnesstrue10/23/202412/31/202565739Brian DoublesDirector, President &
CEOtrue11/05/202412/31/2025148747Courtney GentlemanExecutive Vice President & CEO, Diversified &
Valuetrue11/11/202412/31/202512849Curtis HowseExecutive Vice President & CEO, Home &
Autotrue11/15/202412/31/202546651Carol JuelExecutive Vice President & Chief Technology and Operating
Officertrue10/22/202412/31/2025106727Darrell OwensExecutive Vice President & CEO,
Lifestyletrue10/18/202411/14/202518621Bart SchallerExecutive Vice President & CEO,
Digitaltrue10/21/202412/31/202583729Brian WenzelExecutive Vice President & Chief Financial
Officertrue11/12/20249/30/202591172KPMG LLPNew York, New York185true

G1).U>*PW67 M#29N7C0A.!\$?!BH0VMIA%YAQEO&EOKE5-8J+C7<4?D0:&E_WN6ZMGH!6GP_9
M6W;>E/P#8|_#F48JFXS<3M9QD=;KVZ2<^M M#1TB+?*)E1").N.(Q.O2T=ZKK31V6
J~L'S57%'GOIE;9TEE86#QY516; M?I=O_:(-29&0CJ.X>.,Z:Q34#KI/U>^R:M_4SBJ>:Y-W>S!^U0L:BKRX>Z
M3(4W?_LKB;S'K055GB.TH-GS%X.W1)O^3)V7^\$U22H?7IV^%
S2P6GVIL9"Z4BOE1FA")4NG@=F+;'N_Z5YU69 WW- MZH?VL9*@\$=4_N6?NZ@MBA\$R.6L.OZ*F;Y-DO>2EN
ULO>0#G:H MX1; 8>17/(Q3^8HE87@8DXQEY=.;82>"DKK/<.^I<:7#ZVI 63U*_ _M2Q M'NF!9;Q>:T*&P?
5%P600N">ZXS;JF*4Z34?R\$%ZV2-^0+3A3GW_ACG@(!T% M1-L!>=O5;B6:=E!4GLF!>KP. B:=
IKJHQ=F\$ _5P@IV3!6DM9S-BI\$^8)AWR M\$7E_\$.IX8\$(V(M1D:S<:@UG3.P/K>2+=(/7H6U1 ^BVUSQ M>11
LA&J4^:9Z?D- M#6'T2=HB%Q!JES1)I@#XE,RN-KU\$E?;=&4Z*H7^,EZ\$=:=13LG(NO"76_@J0<
M'RU51H.OJKCLHOSQ!:(V=;Z2%.H^!M63GS!_DH!6^KGMJBG4JU?W:5G_6.! MY_Z^K4;:=%;814CA@FG;7A:2Q;:
U<^? (=AUK0TU3^!SIA@!12SD"02" M'OZI^N-EIESIX.K(G@M9K' %:Q=?VP85*._QJX70_LXRU;
I\$=OX7H<4@+<=<0CJ.XPE!=S%+N=LIDH M6E&8(IF?C_TZ_>:IL)I#9SMT(&I+
<#>50#BMJH%L<ILUZ8RY71@F3*)=
MV7PU4>YE001!:=2150K84IXSCWJ.Q@=BQ.U76947GM(&M"L.K:WWB('.)X M.1:BZL;L440K-
P!Q:5Q1?/3E\$.@EBQ3&OA=BYV-!8=\$C^I2?((!+>4!868Q4 M>H\$;KKT5FJQ%I>8;G?QH??K&L.GIGW
&_WL54'Q9U;@KS!;!5!%:Q7W_H*DP MKK!O!%WTYR=G6WSU;=!4=;Z@KMQ?;U=+<9HY!EBC
+X.\$42F5(2K0A4!;\$+ M9)-F!05O1!%\$S'32)N;_7@WY;=M+HQ3,X%=1T:Y 02_[ANUYEP]6_?C^W# MJZ/3+
(30*R!%D>R:<8K/98<175ZIG3;FWOI001NV-V2A MG&AC:&BXHJ&96U IO+>=U+C>N7W<:FF
MUA@5;JHK3(3A9D)!5!\$'2%8'?9%8M'9AFAP\$ C>G'J^UG4>+1,&@6N67M/ M%B3H;ZE/!LHZRZ_+^P-
SMY;WNT;J_6)9>MLX^7X9XJVUX#B46!QS^K_NL2
MDFK8W>6@37YLYT_P\$!T;WO\$Z13<2IRV=3V,Z9XIXI5OWMJIY6LE9?"6DX(' MX?
*BIY'S'NA; &H(#2&SNSZVM%B=H%:=(\$@P)9C?IGU^#K8HVVFEGX/ <5_&
MDIL)SW*B<3ITC.B(FDX(3A!A4QL92@_!O#NIGJZQ%L?N!4!J#X,\$9N# M%FM@2;_UH3I/^#PAQ"JYV_&:RA3?
X!?A&%OYC4"TI%XQY%5K!*0N?5E40!+ MR+RUISS9LADIR(YSO?
QTDI)^8LQV>IT))S'IP60VU..99!P@Q)31F*.D8IGIR?!K_#D@\$2T+AP^WLT!&J M7B"!VHD"Z)?9A5TF491SLV?
N5B>_L8-QUNE.3H1ZFDUD7_LQN:V1-J7 ICIT<_W*^4I WVZ1D-/H M!<6LH4". E4'PB6&U@+C3NW^6N;:@N<
M#_!KI\$43VN)?2C\$;CZ'R'YLYB'1 M7?KJ83IG)8Q:M@("ZZ!NQ.N%FTR;L!Z%I'W<&V7X)2XJYQ01NLICTUEJ&+
<(M.V:I%3_!GDV#>OE;A(I)=X-/QAI#_N!NH;I/I+EAHG!Q+D M3^R9U%2!4E=0-/4O-KC@7Q% ^9S-B.OXW7-
CJ)DOB!L#?DIWITS0:<O(F5 M!)%ISZ\$F3")JH!<L!^;%)FVGL4Y>!"2617U(
@:V3P.U!+>G\$U'9IW:04^W'Q@FE007GH217(51F5GU0,NF!T7/Y=>&>VMIZK;L;RB 1/U: V-CGIVY
M_7O20(*P'R%R2G#.17Y*Z%*3+S'IBZNL+;AFM;Z*YZY_W^!2M!+RTL89W@_MB%0?)EWJIR2I'
IA(OBL)F@U&&M37@UFNARRT%N&QA&(_&SQ%G9<H^K" ""&
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6OS/%6H3.?:R!:=^%'1LMB>8G=7;H;_8'%%E45+/' M;_*KX:C(GF)!MBY6^8?)2_7!&-%S_!TB!Q"
V996C!HE#O'Q%5-V@+R!H; MNYB"CE=MOO_OAZ+!#8L/\$!G9TIC=?.CB3A;6F!B%9 ^Z;@1?GA?1B!A0_I
MZ9%MI^!32;@!f!+0_?%2>ZMIMH2ZV#K51 M=P/PA/Q'UC:'.3.)'13_%?JB.L'O)
IN+ZVE*>LNNM+4XA2!/"#7!9-BIB M4B.0T\$VSPM08NR/L&5VY:K3XQU;DU%(6?*IAI()&9U_\$,<9OEUG' MO-
!16'H>8X(!'2CS>9M8<H31_VJ=I;R729.CIM \$.?JLR+;U6>>U"Pl.M M/5D5>_
%@@@Z;3MD<9B!\$#T@:J.9W7.QIS)C<%^@9X)=@H@*N.%B\$9;?B>\$
M>J2=EP!!/L2N9K(G%RE2IAU:1G>=>1+TA5OB!6Q1*((<@0B"M&JPI%D_S!0 M4DGL<_I84K!EMIBK
21*KW1;Y!D7.JOF^(<+PV>6&VUH!S6H7N"V9533 M%OYUN6+!";P K7SP.#TMA;&*T4RZK=XEPKV
MA8Z4YNC;Z^/2+>?GA\$2=H1R=-2.G>2!&D53ER0J#)=^M_I2914P_ZMZOR M=Z9"V?
NUIV2+=-5+Y=I@!D'SOUEVRZX\$X;3(VV'D"XX9GD!;K)KZ-T7#Q_% M;IV#+CXIPE;^?U;4J\$.5!%'
DPZ2DI\$R_"3P<8_BH?>5N)DBN95CA7M0SR^VSU(IY2Y*G-F_S?J0^U@2&AM?#I'OC MKP"WW7)ID_
Z%;_@LS0T2L(IBM%\$XRW.5!)*I7P@QA^"M1D)MCA+ZMI%*NO.
M7EW:HJXK@5;K?;"TVA#9UT'TTSWJ(A<-!HG<IQF(M!^+=:2?K+Z;+U
>'R&D4@-1RP@PU/F&D_9(C1+R!;KQ)4YD)\$B;WN
6Z\$E!>Z%T.0M(*29SG79_JUUDIUMZ;L&8IC*:2H*V)%2>QFG=>X_M0I%KH*.LV6!>OQ6FAI<7.\$EZ
MIB4HD*0E@%C/"KR(\$R'K.Z-T"RO)R6H2/T+O1Z7K0P_MP'B-NCM(OW"NG"HA1I
<'1HFEEO!""6J3+^=4_ALM_5OK(OIXD\$M>?34_U6@9) MF#_V^K\$PUW^O6V+X0DP=.D5-A&KBIN_-
U*J;+S!@Y'E&381+;RF_9T5KVI^(-M3KYT<%BM8+Y1DR0V>ZS*>D
12<120:~K&IQQNI MYF>:UKDO)U";LG15\$UZ=#.PIR^EJLTJ;_D.EM2IVAU\$=Q5B^>J97R7\$T&3BSON2
M_';LZ79'WE!:=!L;7XG;!)TW:7Q\$!U_5755H5S!39IEGD!J3&Z;^HP" M; (P1A@FH*4ZR#9;^&^K;F94F!
<&V!9.B_\$UQ%N>I+KYI<)U9"TL;I" @ MT)!XOWJ4LP8*D@HY8^IB%NDJ^ X0_"BP4L;S>KJ<"/_#K'4!6
M;K.TGNB_!TKXGO<* _JU>=;&I^%M?H054E/<3TCDCHK/;SN'IP=D'E;Y(B M!W>;_M9P5;8V?
##;+5#E0/AOIT;-1/2D1/_VY0!G6;^_Y-I(WK*!;K*M3X-A>I50!X4'2/_? WC_I5U!
I60%QGJO/C.VPZ!2H!N6X8RJD8(%4R MO*NN>7HS5'ZG1\$U6^5T;3'."6!O_V=..H
I5MD4WW!P2;B8K*I9IDDZ!_M M>W?CF3!MAFOU#%*I'F;||OE*JO=RIMC4K9Q6O+;YX#N(=SPMEP!8#5=@

MKROV!>KM9>#OV A9A|_*101NK'XJ>IS2 QN"R0\$G!;!9&Q0&#0DB\$!+-MOI MZN8?&H17'M^+<#/&9!;!O='8 IA5V\$.HE'0'DK0/#<^XS6^%:,#KS<1(M%U--<9;8)IDJBBJY.AC.)DVJZ36WQ7>INBSLO
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N,^X,/FBG!+!E=D';D=@ATT)54MQFDNFW33:FPHQ M/T;N%G)H^_KIW0D9.;?EOM161H-W@).IC?N31;S#1_K4O-
^K>^<^<NT0S2(PVKUIR^N)20'&MH0M0CF2H1P2T\$#=#G18 MI+9U6P3<)TZY-CL08C23/I.NQ09.I=-YZ*2R2|
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4VHU%6=+>_1G+@>J?U%W19<(<?NC*2-JXZ6M^4;"H8X*?JR.^*TOEOT+9)M#N-2IC_?
NHN_03!>X0">RZ!/%!^@H!>+#+(7C8_S1&+>0JR&LUS2^X9X+!@ MP_1&7P"!^BM?DIZ-*
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[K1;5D/=ES!3U)T1UM=9IHILIO&V)?N-BI^*XODP_EO+NZ^102I_ MO-N(9P\$#="<
XREE/ME(>T7UJUM=EQ1YNFZHMVG?CG1M)FX=^P<;?+^%#MLBN ME;#8E1FY1J11+! 2\$D3&-MTM-
N"N5)!%>>Z4Z*KCZ+S!^!_NF_?)G(+*L.IN"IXIAZ_12I7%4J&BHPZF MI_9(%G<_L_>X'\$BO?! ANXFCUF43>BW!-
\$^7;H%>>D1-75!;_12 MIRU!&056#12A7S;6E!CG@_LC(7OB5FA\$F?L10=L&Q>_U43-3^57/K3&J41R
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79HY^3*#)JCK\$KW=-6!_15_ZICEY(/IXF! MI+*R/M"R9_)ME;%6?1-G_H.LG%=9/5TJR|C';>RCCQX;G=;"B5Y?<
UT!P9#51K3^@ (5U3Y0 &PB8*D_15^6BT=-10D1LCD/SS^4L(B M-
X.HJ!+T0LQ@S'006^QPA)1M!>#LV>19I/P_#1C"G6+!IT!\$0;M5)3;_! MOQE?;38R;)MPI;"FER"V=4HJO-
#>YM4";*5!4@U@097@MUEV<&*-IRKS_T<MK_1%4@#MLRH#J2+SSFH:F#W8_20\$'C"U.H4XGB-MNR&QNDG
ND)B@&)\$W(C MY6!9\$'L(C M"BY@L_1P3"!@CF7M_K_F&+L,IHU?5.HW^X^P!^1"?F-9%PB MV&5.D!_#Y)<
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4!110;G_2IH.RM;/=@WNBV*HP!PV^//E&FD>0)&5B7/(SM?VC.B9*@:M9_!PIO>9I+Z"EVO*!X MHL
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-EQFKC_1?1K;NS/8;S!@!\$)DM_OVS MVZ4=7LOX3XT6!&_5U%T&CF@<
NN6!E'=118Y5LCB#?/06OVF@2!IR(I+ MG>JLS!_!DX-Z&P/IH.>^5;GW>_UW1/PI\$4P"@+PIIXAP+HOX"%G;9!-<
PPF MSDT%60Q_OUG2)9ZWH@#6(RJS8=;!Q!DJF#X*P\$5D'?R/DFL_0;_!0/ZKP!U M(F022>O2+AEX!<
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%20!;3^GRF&6G"9J MDO&HX.1I-6V_!00XK^!P5=#,@_@7PG@+8*\$@_Z!9V ML1P=U8\$&X*^K7I=Z8!9?<
\$;IVS/!@68 WA)U-G/!>*1+2.G7OZ\$UO_HP@=_4 MZ=FIS<9^G\$3;_G0:K^*T2TL HS"5<H@4N\$#MKO+1!<7><
%9"*! "N"Y*IR/KM!9.BO! M**POAWQ!1VB!P6C6_*0^EKOB>"L(<6BS#)S=7UHHPLB4^GJ@5+IV!J!#C#3<
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SSD)W@A)7K@%*/Z;\$8Z4T=Q@9;!)H>C UM M?<%(C0=6/!:(FU6U?H07;UTR-6V0&Z;_!2K;UOE;3)<
(W!:@TS"ZA\$ARP1HB;+ MOI6/+E(KT:SGJ+JN%C9T9^R30R:0!O_)1SW!05B_9 H0B)1D72?T. IUFJ<
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@.T&*U7_BBE/EUHN! MASOSY/_=Q.TZIM!>^!FEFV*/OK(GY60Q)K!B!SOIM624LBRT:0U_6MGM<
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O=(_N0R15@&C+UUPV?I#R"5E>9"+9>>>PL*!_A;1(IWN&#HV(=_ DN5YC7*^Q!1V47G6M4NSWW!1!MM M;<
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<5^&!)%>)XEQD6S%"U@EVS14^S!9KL%RC^M60L;B4!5." M_-63T<
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R>SW'."R;@IM-R>.C#FQ_?@A!>5M"D!EJHB8Z\$&2&H';PR(A+B\$ MJS? #M6.@*K<
R.IT<*Y#C.OXZ"AO(0HUK?R@S-?K2;)G?CNC MRO) &W-<
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X=\$YG/#@?#7) MJF!G0.4^ 00U@N^I2!3M&YQ:X*HLR0!/2\$&+*W4H@KBO>7%:=Y^J#>H>S*K>;4!3WEL><
(%2*MI MBO7?WM.Q.3%=%M\$W3X/%^OMNQ0AYRA@TAT?IDW*/OK66^TPOMK-2IKZ;.@+<
MVUQ089"%UW)_C_+=;1&3!QR;X\$1.QO7@VPH=K^J".F:<_E!IT?EN.88AVJMA<9S!7UB7!^*^P/=<
M3!;/%@Y/P42&YGL4=QDN)^P4Q((>U!JIV>C;N^XSUG^DP2RC-DNYS^A6Q_Z<
MF^BF6"O71V4_2.F979#0""&CB7ZRWB.CTR2X047RY.=>_??BPUG;2A)>#6 M\$Y>;9\$PHR.6!;ZK=1/.(+3U<
+;GL!WKPFQV-%YB;DD8IL^0).W.RRJ_ MNAM4O;NB#V^0M5C*8T<
SU_S=6!B\$GHQ6%G6TDL;_5AKKKMXWD/&^2;) M80!HN#OK.C.MQGD@5#U^;B;KNI.OC%2NQ8JS.BMQU0<
V_S=(+?Y7Y%&00WOY M\$\$_+/+W3V!U9E!#MXS!0!Y-PY^@_Z!_ZNY.EUQ_2B&XR8_40"U-)S>S&.%8 M"5?<
C!O=^48V+O'G!5U/*0X_M:U5UK.T UI(E^N#C_0_N#SSTIG2ZXE<"78,8<
MC^"SF>1@'N(!F"S46GH\$3C!^2^F2GR(^5_-3%>XN/>(LZOQ23T3AMS6#4;ON M8!5=PT+7#<
!6>+>9WUMHMMW#HVUW_%IMK?;F#Q85QL9IYR5HTAK#_3G6/S_C<
M7\$LN>'SN>_!>=C#X2_EZG07OR*Y7N<;DT@.\$7_!0WVYBK4U1W0_4>==B^JW!X!X^!0?IX#(<_<
SQ7865KXS>HWJPKZ'_M>V?9R\$5BF7!F4=9 U=G4<(7>#W!2)P<29#.*(!D%<_+WLKIMM@KNI*

MMF0.3I+M.15:C=I!=/3(M.M.4VOR18MJ<LBWH4<9"7Y55I6#?%. 'DT2HI%T1-|=7)D0=8104Z4T4)G5#1
MAD7MJ.A' \$CMUJUE^*SF\$12_VS.4C:"&*0TC:UJDBE^4!+H?#?AU*.J=UDE6.M9H<-E"@SDDI4KQM?
J8V'ECL.C+|SE3*BNF9H^+RT>71&_K<;6#A2.H.46.M)SR|\$_WBK|F<70ZIVM_.7K+|Z|.WNGD|HJE|57_<8_HJ-+
+0%|H8&L"-?<OK.MGF-8:G.U.\$MI#BJRS^ONL8?<^&L_P;%2L'E|+#+B+*3G%Q?WZ%\$K/Z;O*9+MM_5EF!-?
5VRLQC.URR5UQ.L?ENYVZ|/G-9|HRR8JH3"&#&L3Z#R.X|H1RG.MAVL8T'N7Z|Q=|BZ_03XF.J2+;.&MI0A^
0A^#1F+@&D_Z@M<>G&E"?@>L*R+M!..|N3|29'LHK%.*.U59MYK98WL23_\$)?|<'4XX9|A%
("S6%B&AI^I4HPF.M7CK.,<>@<#S=L\$KDZA^>+Y@4ZA^63WL_O4R^GU#<09?H+KD\$J_-=%_@5@)
M"UN00@\$_Y_=PT6LH%THXA|?JH&N.EZFAG)5HW+|E4G98^MHJ?..6X\$WA>7"3!M(4S|9NKH|Z+GY'!(
|B|ME\$G8\$;SR'8<7G..4U-0%%#NMA%CI.M_8_KEX.OIYXSU6ENM\$XW..D|
GA|+02NS21|LOAUS|RN|0+L|Z\$|C.NOW^6.M)OH|8|616D|J++..7WR.X93SS6)X5.7;^<^23-
Y|S|(1>"SVT.ZC|1X0KQ(U*MC5NAIKA|?0+?.(M996M%9Z:CU25^1Q1_W|O6|2;T(95DXD+?3L+>|O+&4L
M"12KH|SG%?|7Y5@8X)L.M&6PIP<TC9@5NP|L14.YS|=UCVMM_0.M|B:T3#OO_XD|8X%?%")..9@%("8?Z+&)
("4C.WW6:Q|/%4I?2UU.8:9HOSO.M+DTYNRMLJO=#K'|A.W|'J=B.@6_59D54%-(F3&_MI33G39:.*\$G9C=-
WVWV..AB8.M(9|7IAB^A|DWBC&2|YU8*&P502|F..^+&&BMN6E='W|Z..X:))\HW9?P8F!M/R+AX
8:"L"Tue/F=+7P>XB8-UUVV6:&7|HXQW'5*:5|2|4J)Z>:LK*UA.M?F|S|XY|O|O_QND%3Q|Z>K115|CVL">2F
IKK(|^<^IOKW@/7TX=>|O>E@+|MWIE.A?2F/EET%>>|E.3)F%?>969-K.7C&KF/25&8!#8-W/C.L^F&;O8M7@-
MWF&(@4HTX(">X2B\$+>+>+AKKD2^|=/?|O+>KQI7E-79.V.M'C9MT@:X|3+>9_F.R12\$VPGFFY\$
TX8^Z\$U4|TBO+G/9SH@&D.MEY\$6Y4*.;&KIE)+IS<20|F_E_C_.|97U+??"3@SC("F9E-G-%.FE_*|7H4.M?
IKE6QHA|O@&K|>\$.D6BIHTG1*=8P(Z5WUZH^EH^1%5<))X|A|L.M#;M1%;SDE#4>XBDGP".5R2
(QZO+|M.M.Q.N+I=4).6=-|@V;TK.FC|OVM.MF4FS+G^PICAKS|QVNNK\$@N67_Q*3
MP_S*GZ|D2GW|WOZK@5\$|G0+^B>H(G6H4Y@|H|W|H%#H%#A.;O=6&QKBFOT.ML-
1%Y2NN9|JEGJD|J<3"7//="^K.2B'(O+|OS>3@G7_@?MUP'&T9.(UTR^U.MYAH\$|1?
2N+Q")*A(\$YM0JEVT|XYGM=BW86J98|TJA8QT2K_M#1=/OOC|7Y?|>V>Z:R.5JR+NPPQJ(|H@KD;6|T&^H9
M8|06-?1(4G)U%6)"?@(|2#>2|0;R|@=.*T|S_|>92A.8;|13G+W)Y:NX%J.MB4A>|!;S|
E0G^VP)1E0ZKJ;?C>X%90=JP7D|P^<8.N1BN;3=>2U=Z.D5Z
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&E)U30D;.6_BV@PVXJVZ..@Z@K|DM6;T@+@#AQ|Z.MPG0BXV".;73)\$7;=5SZ|EX'#\$.85L.1^X_?
3.OU(3K|<00%XP*H4.Z.36U5J.MZX0;..R6D.#+|2AH.T|F&Z<);M.LH?
-2JF.J4.X?/\$+CKV=-_0QWUW|"*_R_"1L|RI?K@SP=|I4<%M"\$?4X7-JW@'HW|WVOU%_I5T./3\$S*//0&|=M_07;6E-
/H812%4&OZ%;2=JH.M2I=?TDQET&|/IGW3"/11^"Z.E_4/0*3W^F;H\$M"6;2.D;4LOO7LI?R)|B0_V@P_1"E(?
IG0B)(<5S"JHY3E)RW|7=^V.7A|MA<.;L&S->=(&.&_M)J;1L3;U|O8->6JRM%!.L!C^&@0|YDZ405GTL|)
M^<CJBK4V2X_2|>YWZ0%WX(M^OPI5^1.MQ?
X+XNX0_*=+*1.48WS5X6\$|B5E2)UWPZZBLT5WN0^Y<6|HX" M0#2_?TZE|@R^DS-3+)*O<8#O2L+7ZZ&|>?%
<=3Q|HV|N5.Z%G*E04|(|O.F.MX\$^&86=|L.=/NOR)*?X"07SLBU6YH#4KF^CR-F8,<_VTC">|&NLTZR?P6
M.4)#21Z|NYG(DP<DK^<3|,R16#>W\$4@.2|%_7_|?>L0AU=+J3AN@;NKJ
M.490T7&2.3DS)7U3>%">|58;8Z;MJB>>_1ML6_9QR%\$#Y(#2|ZG>OZG@V:>@P&PC?M;U)\$&9*I%
|7TXN|J*GA.#=>@R=ZZZY<7.DX/N;+PI78JY@XS7?FKYV'DWU..MVF(2G|:-
#^&R9=|A&8U7"9KWSKYG0W|_8S@ZS^*C_.JR2APB|V+|4>WY=-
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+/T;M&"06NNV*R58QDU/V%+"NR=Y96L(-*ROL7|_M7_S_6EY7Q)M..#WX_.E12+EX>OVO?
\$|@:~%3KH*6(RBAGZAW^+E"6>PYK9WP^9D>4MV5%TDOB7#WM;Y0J^|IT\$C8|V#NW&FA)D1%6=8/G7-
6HDV9DC>2\$-CU8M;+|2&*84*:@5"8W^Y+WOFS)|9#7B|M|G@XB0U\$AE*+FH9Z4QX.40-
/YH^4A>ZVIX5|@QP=NC\$V(|X#5E.*KPI.MEM.@_RNAN_9@>269U""\$_.1HSP<..5WP|0\$4)O6QGLCP7ON
BOV9MY.S&&_MBS?ZOIYGKH7_8L+|1|J5J&APIM5X8G?K&K*|Z*NN0#T2PT_@X_PP5:"3>6XJ+>F
MVDY9A55S;.(M?VAG?BR&)_RB.C_.6KVWR@&4J(F0ZIU.LSUCV>?@;)5>H(C
M2XZ8UG)X""_717#K1ZBWB|=<G1BMMP0120LZH|+@_MG_5|F"#_U5;13W?I"Q_P_O-Q_9;C=FHC|%S_@D_<N
MA4%L)0&TRX4.D<*<#D5)=PPIY|ZUC.3P97(&IP*+AIZ0ZBS_2ICX_'^6O>U.M08.BMGM@VT-|MOPI?YW-
97B|F|L;OS9|IP19#>E'?<>DH.G0_+C:"@70X.MM7>O4.XH&V2;..3
9YUF+|=WFO)7|I+YEX29C|K&4RI1OZ^>WW>=#;"27YD.M?F2"J&|!2|QHR2_"Y"|A.)GL).EE.X7%.6=_5;:
<58.Y|>NY|H.M|IM)PKWL6I4&EY)|OWD.ETB_8#K_SQ|CLDPNX#P">."\$CK|UJ@/|K?W*OY.MAF3*)XK<<
M^|A;_FF\$SKG\$;="9PF=S@|I#ULM*A?^;8RI#_B_AU(|#J@H"#4=\$Z*1O|0N.M|VGM1&CC4ZK%RP(|L>
|A5NU'+*?@I5TLXZ(RJU^9LC_GTL.L7=+_N8<MEVK
*+QOB)8P:X%3W%|XRI:ZD|NJW9F4B|W:B12A>.8AB;CU^K)#3OHZ|3|
MAI^K<^8<)>94EQ5ZGYM/N;.^4.N|.IP_|#B0IR.(\$S\$0^PZV|_|&R;U"+
M|7R*DK0YN|YY+7(Z1*KU7UTU8/21Z\$B|('L8|Y&Q=.B4A|&6=4%BS"7)ZP.MGV"#LAXJ=
|D|N|63(|J+UE"X.8847=>(|R@A^O&=Y*^9E@N+MX(#YK?E)"^!1#_9_?/4ZQSK_
MW0@RR(^N&17@|<A^|0Q0M|QSI5.#<W|NV_2K@|H(P-K|MDSHFLVIM5_"@CF?;?
*YL@&.*19?WMF0LM5PL_A+|75%YGVN5D@MPPNW<=5LFX26T8QO>FV82S_B>J*
|I"/^|N728QO#W\$>|VM;9M*HU9^N%;MLJ|Y#ON+AX!4IE&=|R?;_+..>+|JS."^>W0?_LN=?
(8^@N.D@(%K(|+|H.MS_5'PV&?;EUR"Q8#;H^P1PK;K1.M1W:C|YL@/|L>#8_V+9<1VZK<|W;.*
O5TSHGQ6:1LO>B*)AC.CE*^?0T85.M"D#CUA<=0C8%<#_E;TRIC3H^F?
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G=+1VE^"QE'ARM\$?@J0=J|7\$#1&=3&I4.K.V\$J_|M+TAG;.5?7H50RQ?YU1L"N)CLOU+D<_
|WUHTNREOBT7D%|H3;8K53V#G^1D2UXIE|D3;E;1)??"7^BZ|D0.9>NR/SU.M2+I;=9#C9.V%DY+&./X;C?
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@6!'.&%0.*UY|SRJ9;Z\$33K3FBGW3@P|_IAH|9O9^VXXH7"1!1A/4.M.G%)7Q:YD:5NM#
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MN^"0WZ_|!"SE|Q9GP2|3UD+6S|4QAR.OKFUS=U:B_7*T-6@|%O.\$UT3S:~M>JDB_8V5EG|_
CS)T.G2N87PPRV=SW_|M1BV4*2;|YB-GDV1KW|Z.FWX25D.M"=->A7_63N:~WYJ|_|@PT*B"5J5)O.8VM#UP
MH>?C*ZD=|VKD3.*FM^I^IF:~+7;L8|H-3?2=NJ#J<*<W.G-4|29FV^8.M?F_NK"+Z|8D02J|OYXX9|2%|H6|L
KY>2^YXO3^N;|N.26O)Y^DNKL3R.MFV;J2"WZXP|.02\$_GEN.A|EWE%_.PN@?X9#>R^L^5JQ64/^)R/2\$7
MGWDTBC^JM<5AS-/(=|YPIFY.^)H4*.*C<|C|6AW|^A;XL8/(=)%#)M/MIV?|BLF#+;|Z-ZTE\$UW-
O6P59H3M/N/(*SFR*CFEJMC@9R_O%@OG|S4<|A0S0!+Y&&+AXVXM4BO.MUH#^TX7!WOPMO84K&.&*J^IW?
^OZEYA1.WNIY\$-MN:6:N.RG=2Q:33E-QZE,7JTD?H9T#\$ZUR|XG+T>?D73%SY_9M|L.W7(|C
M90%R^X5<@G4'-8>+F1?&YD;<1C^VC|344U?QG\$ME/ZO_*WFH(N5RR3*G|X.M8|S#|O|D_=&&@G+D.X-
V5J9.Y+.)MB#?SU7DO|F|@YD_LU<(9A(A64.K\$H.M3J^\$.!<423KQKW)+>?B4H<9F|H.Q@)"9V3&7^9L3)N=B;:

IKTOYAD""F1=K^M(#&"0UX0+TXEH M!|<%CIW%R7?5T0^VTYS_6A-PGZN-BU!JL!^WM*G);\$/'BM2_?
W83RL^,M_7B7&+KH&=LS|C;E(VJ_2SK>&|L7KURWSW&/->9GLX?V_.%W\$O\$JP1E(+J+Z MxA#3.@7
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|*O"E7Z:AI6#1)%&^PJ=|LMSF/4?E2|/QZ M,Y!<Q0=!6_#922K/ J(UTD BF!49V2GR&TZYRB=EQ6/?
XHV_SV464!" O2 M!%;0!QIAF7%B:0A)PG.T%+8_9!#4DZ,%/QV<(T3|H\$)K8J|=UE9B'QUBME M_JW94GK!%5-
N!|ZLE@G%K& Q%)EJVT=F)C#(L:\$6MN#34;% "_^T#EQ>J-J.W?%3O77X<>T2?DG"TM2VT M4.! WY8\$?
L6BWb|&#G7@?+5@V!_AB_GO\$!7-G=G,V8?NO3XG|GF8|/!*,K M&3*Q*G_<=>YDHA(M8_ZD)DJ?7%?-
=46F">^7I2>(F!4UZ95@A<2JZ:WW_140 M9-7Z#WUXV9UU31%U*GU"&*U8&+4^Z_<OF+@4@POND
(2!89'M^R:\$R;<M)5@.8I3?UC_-F2_=[F8.B56G7N_ISLH<.7H4&DDV+R/URNW;_V_.SIK_K MZJ%YJM-
6'M#=\$Z1T#=\$X?/J0Z@DOWNW&H|K2YW#> MBIGW)B#_OQ&(*WJG)U-
@XB%V^+JO%V^+UQ3_JC.V4L"YF00L/#J#_E|VS|B*ZQ|N|<=<.@6CPX|\$0_N06Z*J20+5& M#4X@ID6X?
+T.OS&F CC>&)NH\$DIET1G_)4%M=#_WDAZ G@=<G+NN?OJ+ M=*P@1!9@6@Z(SY7P!6-^&U/TQ|QT7=
|H'K>|*MY5Z|C_L78Q*14R?X"A8Y^ M!4=-N0_Q0% C"O!0\$|Y'R7|JN_P9%LZ>:X*;QG9)Y%TN(+F)*UV+ A;B3X
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HX.W2_QY">J8P%G8^SLNMG,6D MX?C%O2>3J1!<|H>F>_5D=%G:~?CQ6,I3)^>I95Q<_RDQ^~V|IVJ8_PJ|U
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1K/N2=E*)*KK3R?H^MB^*2F.7|UG%0P,5C1N8 M+^N(N=|_*"!(<=)P_')%>E&U"SN*_1HROX2"KXS|3|H'A'Q^I>
|60%L)|5^ M|TB-0%8PP:@#<7W"%:X@|<WXC^F?X\$|CX:3KV|)Z:09O+G-X?TN#U&MZN1
MY+ZR)=|\$+5A=F_!QC'ZV3L78FM,S>@LN9O==JLOUYERI2#YR;WMA2;#H/A! M8&VM^1D)Y"0509W%HJ?
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K+3UYE1QD:V_YUL,33 MN0*MK&LN_VJENW'\$#Q!"J1"!TK\$,QZKF2W=A7<|J??:YOK;|KW_.0^?T\$ M1*111.(J;_
AW_WAH^_WDM'GWEU)OJ(+CEAL_VW;_I\$S%MH?P1P_!\$02W.TBFC^_.7OLYBK=IN^B M+;GZ4_I4+MZ\$N?
XN;R&|_>WCP_-#H16">4_V\$=H\$? M|D|_WRVN_%1&G1MK.)XW_I^D6GIR57AWC.W;D;KR:0 (H"A=P=8C!
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HMXPF2&<|WK=-|*MP^F"ZM=R2 MHQ^J+|S_ND3H#BP3A_8\$(^\$#;P&K_+4QWP&WY5&="=U6U?
E&A'HY)S_P"V(C MB\$IP*#P-N9@-I=WQCL33|(C=3&N9E'+Z6+YMGYDFYSRG=6A_(C'K=/TPB|DF M!WG_&YI
8#V%)_6PR?W1B#P4^>0/H09!AO!00#&F,E1|A_\$P0\$N;A%<F@0-QQ_ MW3ZTL"Y&F?
9FC+QB5/7W% C9Y9DKU0*#1/,%|U?(<-X"=0&-/T;=11,*DT MIQ^|Q:..QQA^EC9@H;XZC|YMJ1!>1@?I
=20D*4L%GZI 1+@%""H0959+ M_/I2:Q?M//L|F9EC;B|AN)KC1|2AYRW" T*3EY^OZ%E9MVX>X^A"Z?.STE MI?
^E525_X1|H)TO2R_?^>P9|(B+YO'RDC!\$T_LRS;\$ZD/_NH*V=X'9J-3 M;|<^1S>5N+|>3,CK-
LN_+M+TFU\$WMXY3>9VU2+6H>|O|5:5%95V%<@HB&S=6 M_*;3NN73J8R_3|V8JCY?
6C"OV""ZO":H%1R_@4_" U901A<&|!<I2DD MD?W%"_F<_<=6'.T;G(8"KJ8UHD55NXQ4 L_2OB#Y>|7N%<@
M'3R/MAO|H5'EPI-K*|(N=DF7>1H(Z#-N-#<_%,42:Q|L_K'BMQ5/02GG W|ME#T6(7-
9:T%|P/G\$J3FK(5*>3#>=V2G>.6 M0+O>5"B#/ZOPKTCVW|4=33L_>MG7FF|HXC|3Z|S_NAAW
"R&_Y%F3U8|2==D8-6;3L7HA3HV|O\$T?/>-^6/O M4M4AU^ (IVOGUN;5@:VW+M+B8'>';6; M_3!1_ORSC7,
(<=0^5H_XQJ|V7>@CP>UY>75;\$WL6_W)PN_M7FCQ|6K!12BJ8|H|(\$)!><1E>%_1H=6DKT|S)|^7C:=MPMNO_N_-|
MO#JP5>4(I5.KTZHX7LHF-O\$Y1%<^:35&>2Q=Y%/2"19?92_!T9NIZ#A\$3,3 M1!_!J.V#8&UVR49VWM9;16YX,
(OC4=868%8>P%N3>)5G\$ \$61C2|H;_XH MF;2R|HKP%.J/F-C|/56_R1|1)UJP>R)G*F'9>/%NB\$;1*?
CI7OU\$ _PC%9X MJTF97U@R9_!1RU&V!_L|YCC!WO"<>F*_/?T%)JF_QIFPMR#! 0?FF:++5T
M9T|C"QYQ^A_5N2E9?T7#H(Y30J1#K=<^K_*T&NU@^=<^ZKB M!
<@7@N_2N>INN_ \$A\$;D%2I9+QW&IX5_!^_J="_5U=(<?;1<0;IXKGYFMV#_!PO!R=|/CO_1HJ|/;@;H=-
&&'T4%_#Z|H*W-5K6_MVZ|@4%3)BN6YN+5(C_@!;6V>?/L|2407SI4P=-C^PX;#8@DWE_-F.KO|CTB,
M6;1!718"!^_MK*LG" MZ)XD.6>3|D2.)>OWP^IDL_+|D?3E%A01+E,X3J
M+K;E9X_H\$9G+W2%|UAI|ZVHM|H6|5;_>+?VR1<_3*#8)O\$V!_J #;"IGA"K MN#|N6Y-
HA>W*?)9_?;|6/^EAA.C+T&:%;|!X);^?^>HJ^5M2Z\$R\$RAI&8 MYJZ3*!@5_&D^>|XG=4TID"J_Q
|H9|=ZEV|+@Q|N;_*A(G|BZU2_*;N MU#L->C'3Q4R7&I665G)>O6|MP@U9RV(|#_LSCB|)8XR;R"M2.^PKO-
CXR M2D\$ZYQC.EM!7;\$KM\$9 W<^3)W&|XP&K;Z/ 5|CV5.T6_IUZ_ORBY_&)M_ M=V.3O-
AD*"T|X1|@D.&?F|F;|D)S#9#^"A#C|JXP(2 MDC#PV;5>FG8+ZGK8"X*WK5_K|K C|35_05...^"
<<26+HAZ'A;F&FT>&C_?L!+O_96>|1JW'F_7HT=#8#Q8?MD#YL=K)V-(MR^85!'F->(|*;
|AV3H2YDEG<^H|WOR2_UFA*>0^U+U0WGJ1)*"62;AKF2.7 M##+;^_@+O|V_#8%<|H
|LOCK"VKW"6W\$5WV+|@E7_+LZW2_N|HFTU_ZL M4|LKB_.. #UAUP_NG;577C;)<P?
<<A;22M(#P%)B77SYO:02=G8;@DF""|229*06!HWF>H.X#< MZ#SY^E!+_
|!\$1|JGBC=2R_Z#7*>|7A.RG|7APD)3Y?Q*_>A>_<=ION|W M#>HW2IGXSNTF+/KD"5J R)C?^6A=?)/^B&G:6>_
<.5SJ4IQ?A9RMKJ)+|B/ M6RK4PM?L9:52M5ZM\$:#LWD2ZXKNKK&/RS>6L_ S83|+D,X_,ZP(6@*_J,1S"D
=WQMUM7_TW/HD M1X18%-RJ295*U8=W>_H3H=<6U3R/4@_W4%:F@8ARLPV|D-8N8G)&9#VO(I M
^>3_2|*0WV14X_\$3!\$3P(4/13-M0!%&L\$-IK%*\$C|GP\$TNGMD?<=IO^D MGO_E#0XO.9^74307#R8L)HN%
(<=B4\$^?D29_ZM^+>78WKAA2B\$!DEZ=IX?J LVW@N!\$@HUBM++W"UA1< M;+NTR+G0)(|K-5I=MKTF5N
M#8JFZ|>DS|YL|@V>*6SL0R91M3VM>_!7XMP.ZWYDQ_!7S+Y87&^TO>*A M!QTRB\$Q1H-0G_Y0Y_8B
M24M(*2YY_!_A=2_\$H|01AG#|S.5_XSUIF@_M+R>_!U3DPD^<4&+1=<G&C+&F5Q4
>M71\$G78M^8/'\$H6BENZIOX41A59V* M|_@*HK8/V|1HNJ_UKD3I\$#P+\$9LN!<67A.PIX_4:@<_!PK+C M\$B=
|YY0G2^ZNA1D6NVNA?6-MUA/=G<\$=Z!"(U>J+7_6US1HJ;/QD6@2B<_
MMS:NPI%3_\$LVC1Y|ORY2QXS_TJ|QTNQV@D_4X\$9@A1&=Z&N8@EC?KNF=5X\$
MR6YECBA'LMG|S^O6++X|M'N8BO(E;+W_)S@BX%&@VF8.Q&70BO@%<XL)D?S MKM8AZL|?
E|_|K^"6LFRSP|V6DVX&*1(J@*R\$^P&A?8(Z8T1K;C5WRR+W_ M-LGJ=I<^>ZOS)>N4;GL_</p></div>

B*KZ^0M(%2)7!W9<7C^S^UK(3!4!&871A"O" MSYUHPQ*=-KC/(D)P&0\$ 85!2T@75T>/K5;ZIB1!A0!C-
RT.G\H@X\$ MB?09N>0!/>V7IA.[=W4^*&WLA.:=!C#W(\$L=M&6JAVK3PU^112G!2#9Q-
0L11W#@TD682*8E!_"M(=3 8E!818#B MN^+4A09F:>""E!GRGM!%K\$%<@XUS4"!#?=#*0.:VY MUS1JP*4_?
MU=MH+J??>Q06@N1YKNB7\$?G(VZ#E+!W2./@60^N=O=?V1!V):24^U-%5;\$=O 3B;
M!MW1%4DKH.\$2^4!ZUS592DN!D!@!R9Z!PC0Z!%&FP&!\$1^29 NZK M MXRV(F8S%
!C!F75G(H<&6NBN(#^Z:CA91(DX70EKU?V=YI-GRE!>|_RMTZG MDOQ2T-J5-%!"?)-
C:M"C(>*ZIG6.5D7R4&1=0;06HQ)YU>I^/OM"2M A.;DZ!.OYOXZ_C!_JBGUA*&R=N4AZ26 MS#O<|_//E8+OO-
P/UYSZU=|V@X^5X#1E^"91>VRRYWH.L MCKX3&EL#2(P3-V,W>J2JE#8L=\$PL.,##;/OMKB*Q\$^%8">LOX@!?
*SP!/? MAV7V#NS#-H!6/6<;OT,96!#HW9L.AHF\$F.F#V?DZGOOU!|_#M7\$VOX)ZW^+MU-B#SS"JC\$O!Z3/4I
C:Q)_JM8F!ONR_97EK MOZ%J ORQ-E;"E M>,2ZK!MRWR1:<|_!7\$:/^9L.>QF50Q8U!/"#2!)W1KBK<7)I-N\$
4GZA5KX>Z MS(L,0) 4+UR!>4VS!6IYX@HS=ODO@\$4,BW^Q@TB(R5ULMG0=UXTIO.F_CR) M,IY!|=K|*R!-
&DWT#C.X)!*3!T!M6-.G!XX.-+%3J?>N!K2_6M@V;&QN=|>)%>_6!UP.EH=U35T5?QA3&F0^ MZL+
<7^ER_527%O?I!9!EH^!L!%?<H(H0<&MQ@NWTAM5LW%??&..O/6N#=7O M^6=
!ZK!8CL,BU<765SHXABZW6UOX,K:*DH%)-<"R,8U!5!|@%UG,#Z9=#0VF MK:E/8^&:'IO9AX9CW@.K
7K!H8>R8XNIN:)+!_UAV_ ^K!H-X%YOG?% ^M\$QC ?CI>9,BL0RL MI
M6A2JRW&\$Q88>%)K&E9V*OYKW5E)FVHO\$CXSF!A3L MJ44HUIFQITG!%0)V^_4Z?H+3!_!0UXT6
MX>_*2SKA32T^"C69!O^UMW7-7GS^N<=|O:S,|SB3PYHZ^RVV*WAH^ZTN\$|B:
M5_*V_LY^A!C_ ^Q*VI7Y68!M!L=)|H^M157L=PLVU^?TE_FM:B>KT!>.=0> M&2D^/!OB0>ZIT?
%!)X!RI67^"G!O_XDZ3RI8ET*=M^:5N!Q!X>6L!>B+A#5!?WTM!CE=A-!CZ#9_@A1JSJT@7VT(">8E_E.1M-
+DGS<C!) M#)S(2!A_ ^O:5;>|_!U-Z2XKHC=1&Z-X27_?ES,8X\$=Z:.(PGGX(N!_5H M2!XKF&^*
(\$6\$(H^#P.#Y4GR4Q^=3 Z/H!SH!TF=,@+*..%*ZS16X&2!^92L M0E@FW0>-"M!ZZ00^#+!3'E@3S&^>/_
%C4JCCPOUS0%(?/?|=IN2WK4B8,TZ ME7(T,=5#!|RP31(|_@830?@*QYALK!UOY?>)"<_TQ9;D:~G!V9
MO@!7+!|C MG9'E'=&"<(|_?U%26UQV!ND<"REVVP+=_*S@CI324!+/QFI<-7!_PU8>|N M/G;T1
MV,JHX":GPC1TX!L!FN0(5H=;_3ZW_!L'Y.@LG:R#&*&*!X!Y:K4 MRDYS*CK#54N(*5'Y(E.(SEX%U!*Y1*4-
1!H^@EKNZ#"N%"S!LS!9@,6;YV M@0+H2,6!252,%."% ^Q0>|N/J^7=_)WHU93RO/X6JF-
!GUZ!0BL!SEQ7L+H_L7XR6#6G%J63%J9^MJ0!O!E6<!)T.T2LL>
M!H17U!&G=PUB!VGU)UQUO+T#D<|_%606..D!9/3F^0!I@>_%T!5)TK!/_^
M!+A;N!&B5&L.F!S+JWO2PZ!;9D.@:7&3WK^*FX^7W(XB44^J.=!N)HSL&
M!LO#;O+Y!B.15QK!69P1609@*+9+*78)P;7_*5UIDS.LO% ' M\$62!Q!L:~#B8C6Z^!7IYDYMK
K!BH@X,W4<JDI8"\$7/NM@P9EBW PT:GI
MO!LU!LNUC"=,Q1)*N!2#O%I^X!)L_8X@:PM6!T#GV@98WWXWEW=3=9R"=+X M0K1%QPFTF3A5F:H8!BL-
KIT19 &W>1!E@M9%1HFT!D.ZA^&6A*^@V,K3@=EVNWKXNN^PC.,U#I#^B#M75B!8@,@!SYL_TI
M@~"B@",&Z3>;F>KNK0/+T^ODW:Q8KVM".9/KV1%._^B\$N!H8NW^M9+K!ZL6!
MZH!P5!T!P^7ZUQDS+F!T^*A<(-EH\$>.:BB&7QSC^A!C>|_G9C>|_%V8! M>|_!%&ZO,*&9\$1%
!N#;E@4TZBX@KR_!YCPH>W_1=Y!IC7U M?2Q>440L%!!\$14!B""(O<9&\$Z5)\$1 BT@0\$! <(B8*
!":@M^B!1VJDAEZ5 MWEM(Z#VAA\$#Y?<|XYQGW/!<Y=XSGOGE>|!<|8V0G>^TY Y_I^UEYS3N-
MB!E5S;#_=-OX_!*/8!M2V=?N!KVYWH!24Z%51/&FH6?PALHQHUYW8"W(M!?(U_!F.H1-W1_!TIV2T+A_1-
S!|=W(@ 4.RSF@*)="23=?C5S(E^\$V,R!^M?+R1P MG+T!LX!QXX4B:H%J^)
9@TF!6*8BMS84T\$OE6HHY!O5<|>H3-%!EH MLUN/FH!O+^O-F^L3-
8ART++)=K&OI43'8=-LM^XF<|T;^YGO&I=E^Y1,ML!GOB3IY\$%>B6S%8Q!@G2+F=B7ZXS'S>3C'FH?+"
(5^+4",4"D!4).)"FOA M?%C;G\$;:&8>T!D9&DX*8,W^*^M*ECSY&K,3/R!_!4=4!JU,T!J9_9F=F5
MBTG!OOW#@^0!\$VR;:Q\$2,E'P,@K#;EX.^8OYL7?255!E^RR!B!VDLJ
MBG!_ODOW>2H8%+H1%10XJH!F/K3^Q3>_H05H*^5LIT^0!U_)!\$QA7Q%5R/
M&7R,4Y)!F8K<\$@\$X(C)_R8&37Q"%7@U/9T-FFO%B?1!_4<%ZU
05(U(>UN)/3OW^*!_!L^U^>993!7E.)VU\$1+ M*K 5'8,J!T5Y.S8P9-CR>Q03'3#?9GE9N!ML(W@TZ_!F+B
!L_ZA<1UZ## ML&K+<%P@JNV8*D#T6!A^>@%CK*D?40D7_G;>MHYR\$UL_8N_!6=J!9.
LY!FQ783K>@#!6G8SB32AU?@NR=|MA_!SD_H.E!TKG!O^W2!L(>ZOWW3XGQCWL"/C<@5&1LMSNQIM=
!N3"!2 M.T(>KB.^\$V2A8.CX"!\$NMYDG+7^F^+!U.L>@>2!^AN_A.SR:R_0".&X^"R(\$ M>@ZB@+?Z2?
(%3W1R^X79BAK!H50T)4H^TDL5\$^KZ!O2@D9G)+3OC-WAG! M7_FE8)"=[YDDZ!LTMCU&5^!HT8:@&
!GW8V8!N8\$ ZQ;TQ?28'S8-_-F M9\$7(B!JPXN#D:Q=C*9H7!9:1/9CJD#?3B*KQ!N^G0*0/_Y1#KT.OC6#
M0:6A6Y\$ZINR0!_9%;Q_*SZ^C(Z!X8@PR@NQ""@_T7=CW)3G9Q^O M_<5@_*EF4FD<*RUG=[ER-
X%9STIBI^BVXV.*G2@L.1+!^!^!T@=JH!JEU@& M\$<56VR^JB.+8O2S!&W5!)MBAFK2!42_?J(KOM=
!Q%Q1@44@!9P(ZH^Z!HJGJK/+!7CB7_N!K;:/@:W70\$2F/4G#LY(>D< M@V63/Z-
MU/F^!XYOH!ZMZMZICDYG^&DTB^G#CFH&Z_!O_4!Z2Z1X#H!-
MCP%R&R!#Y1KVJD=?!)_Z!UR#N!D:>_4^F!Q97"UUK!J>K(="9Q/3/3MVR M^J_8/BT6JY7"N?
PM^HTVR!^K\$MG+H;81-V+3!E\$N-O(!SVSRAUC^KMWD>
MG(WXBT.RPQPKLIDC4<^<3GHH6SLPHJBXN1:8%8^ELU!D9?Q_79>65#\$ M,6DQ;#OX)T2 &
!(9H)VL.^!2LBI.C.BWJW>_!R7+2LU6LR!TP!U&F!#7+00!FZ!0K7!^3S_0_0 B MA6D ?C41"Z*N'J
!LYPZ!TB=C?Z9SA294: R>9 Z&&AJ@EVT/XG+R1C^!R# M5FO\$,8J02JF6<9M;.:?
V^>26=:H7!V9WK_K0!=MJN*HK3^76XRJPMI7DS? MDSZPO>HWV^7K?N,3FQ!D!W-
!R!_4%7DW(:V.ABY34!Z!98F@&NNUCFCWEO M?MV_!0E!HW^N/>?05UX2L7>Q04&CX;IK0_/3B^+3>EA8B-
)X2_9K^_P& MZ!QO!U=1<1LWDA=WD#5:PZ.K#^!O!KW(P3V@ZR+*XW!0!8OT^QTE(!MO!M Z
(F_NM>"S3MF\$X_ZV&Q>0B8T3^ M3&>HM",@0K\$!Y4_K9D6ATY3^O^XID# MQ2!Y^33.=!Z^O%!A9FT!TJ!SF
M7GX.K/W\$WY6W=1Q?52GQL; M\$Y8&8^Y>J5(AM!KW6!|=1V;?C:??>_9(^QYV+Y!JPKE0R>^1^YB3EYR^/
MX\$JFJ5!\$#=D+TOEO46!UP:6+QTXA!6+ROKG#%_!L^P49>?HY7O;U!EHB)BHW>MDP!P,3?J!M
M&!)0AL!#)+Y>NB/_!SH_!2KWT.R@L!%>!)GO!UOEF9R!Z2<%3-2+A/RA M^UH=3?1=R\$E5^907#F@^_*A1-
!OU!5(PE_TNX%>U?L#C1X\$%_L@HZL4SVJ M(NTZ_X!^>EB4MR0KQ*5!HD8QN4^*NRZX\$@J!+<2!+
<">:*9NHS>-U3!24 MM?AM<4_!D^E:H+C8G7(2JZA-AH9?<2O;Y2@MZCU!GP#L0%M-/97CY7N@!_MJUQ-
C40%?27S!M,"9%C99(J\$C;YS1T<)ZOOORG.%DDCUQ-8,*8J!KB!A^5\$ MY!KW-X!AQRH!YVDN^W
D63M!P#\$X_H8A_(*H_*^)?2IG:D\$!JS2TIVUTA M7%+PU!WB;=SPEU3G57^H.O^@_D9YQ)*X4DN^!HRT_X?X'-
GA.8!P>T=;VW^#>K MG\$#^P!D2NWTSE9:E4@?3)V!F83!M_W^Z^N.Q# MF!^!&U3-
7*4(B6Z?2!58NT!10%\$H!>QJ@7:&L4,\$!JE!L)!S.S=\$ M:VOB(="61!K@M^!\$16^P@&8X>N7_3TYWRH!>I?I?
R(N9?H@GKE==%ZBN#^M_!^O_L6M?_T7+<#1\$=W&1^#07X08>(Z)C_*W!|=SBR/B!9!N7N6D@F!_9
MXQ3*3^("O0MR5-S7 H^+#+2_!<9338=K!AH_3NDIN+>V!_?+!B>/CT+D9V MM5/OD_!6&[7!O.5:ZCRR(\$=L!?
17)!COJ^X!G@.JU0^R!^0_OH!4.Q>A7=EO/K=ES1+7B0^D8S>F;MMI2RRA&3> MRWS!V:X\$C2^8T!^!
<_XDM+^Q\$GE82/E%0R#_YE:Z90HQKS MR^!Y+8\$M!7)WN8M^BI6%G_*2B25:#GWX.=9*@H?
@2\$DBB^!Z6!X1P_UZ">G MB0!E(^2_XG^U^6%3@7;1%*GN_SBZ%T_2E!^@K>00\$.SR:1RJOT4Y!L12I
M!TDD\$3(G!J5M=IG4SW3SXOEFG./R1&S>R!^?N,0NQA!&7S8N=CGA85/Y MA(HQ-19B9?L!V7&U&.&

(=!GU@\$_Z.%L8;^EQUE4:SQ&T#9*80?:XBI MVG0)S(-=NI?V2!M4ZIBI
[WZD_M(?!M_TP.M7@MT407-3IXHM>EPHWH+W MGUUB)=J%R=1X\UMWL)IPY6.37 MZ-ML#&
[A0:HX&S9/L17K^N10^+SZN1V2KTNJ]=<=6WV(T^CC1(D3-X2I#YI MXQ6JX_PMI.KJIT*QYJ
%X2"!AD4GIBI?6 SF\WITD&^C)ZAL!<#?75!5*!=!M-P3*7HG;#848.^>M)I=IJD&T514I-I>07LF-
+Y*O@=J1HRPH080.I@:XT&M"+W3I!Y8WFJ2X-0*2P^MWLH)LU:ISKLI2D+A&K&D&V@2*L+FRM4-%8
MTS\$.CMJRFKX\NK^NC^RVDN&*E(I*!&) U6&280XTP-5W)U)QO+=IC:P@9" M#KIOQK/LK5Q)EU0/#A?W<0-
I;.!&)M8B.'5Z M\$9Y*H3ONR=G I@VWN?)S M95,B=AO9Z0X1>:9OE;J=7QR18+JI0D19QH@?#J7+?#?
MJ;72!75S7\X/P4 M4G72@>?+ K>_XDC\$QCL.#1T>.^"IGL:(YKR.QI-9J"WP.)HK&I;I6BO0JK M1_&DI6MA:
ICD=^BI&/48PX(.5.I8%5)*5N+2EB!\$(%KC/1 19^R=I6+EW MV+B/ '1+PA+6EB>7:S'&283-NYCIZ)5Y8?
LK9/G1+8%>4BJ&X6LE4=GFT9 MIM62I=MXLTKGNBG=C(X.T9>I-(\$%CA(%1/KRXZW(
@2+;02/7/NSC*M\$7 MMT&UQ<I55X25?C8D!_?<#%#@EGJDIT(RE,\$54L MY:YC)8H55W[7?5XNW5DQI&
R3NIBZ[010H5 NLN@HK\$1%G-9\$JA_?YWLGL3Q5FENZ0-E>303EJY/IA9:08LLKG<&=@ #TU0"@>AW67
MW0Y^>N)FL5.?Q1-S&CUK>0E"ZWSEXX\$17G.GD4WGO!U)"M*254;K! JV!% M.<*B=2I80LY4D)213IOIP*3I+?
I(A9A! !S"%0H?I>DO7JT#PB6LE1H"Q*WO#=.FMTI.YI#S#G?A M**6B-2B!%0U \$J<.4 \$XQ\$B+#+?;
QB0_#GN)#DRB(O"3_-LP>P6IJ>;4+P*QI*R_-/6IDKMI-Q^SG M7T^%Z@I=K).YEU6Q)/_XZ++QP\$S-O)
(CQJG@S\$W^KM0RKO)Y%90/38+O P+Q2U,CVDB^X6" LKIV=(WZ1/ON98@GIFYIHJ_-M>/R"3G\$R\$72>V^?
T(NNYKX&HLZ2N"DR6"SDM/TTA^(GON">&Q) X@):3 ME=*RIRJ0*X6>I&S1H1? MBR%B
JOK^"D7 IK:3!PIJX.O#2!I.I:4I8XF#/JXIS2Z3I 85!25*1 T@". MZIR:B829V.H6Sj2:)
<5C6V_I8I_C1PA\$P_<N8&A^A#9U) M\$RUHMC*H\$)EI0G:85CG,+W_X5MQ3.L6^<KM/T8LV3'/
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)>N&JHSI!%I>F;IA/XKMU"-6.C.DC!)^?I/PMFS*Z;<4 M%12X<@C29RGOOG42 "U^WS2\$ N?7<*W0H+!3@#=
M^O\$S ZA?Q13KV?#+CVW/6X Z"=^I>K8!_9;QKF870I7IQWX:>WRJOI\UPT! MQ>O3?FGU_
R_&*&"PW484K&I8;-VL;%HK=5+5RW47*!J39<(ES%PJ>H:*O_MH>L&C/Y3VS7R2ZIZFAH>=X
/7%*>QCGIMPOR.)Z8<*7^6.C"+\$6VC;7V. M>4V^-IT^Q=S1B\$GORVGNOL DV.*7@3@8;
((T\$A10H)AS!^J9KJ=KNY5I)3 M#5ETXY_WDA+)Q.)3I=G600.0&K^J;9K^<(#S0Y<^@9&49N/X"8?IP&&ZD
!4)SL+O_#>!4:H-Y:1%6UZM6B;%58"TXOS+JV?XTIM(2970Q M\$*\$(H-IGE4,\$%IF\$NE+I:ZI_SN=2X1_4S-
AN!"D5T_7^VF&1K7Y(^JDEF4\$ MB4GX(CUFL<?+ "1%W.L;FJ\$ 2%& /TZ;7R^\$F\$XF1M_4I<"XCL"6=5%KTW7
M/M.5+S^V)ME2_U*Q4I+)TKBIMJ=^N14ZVU<_#+.H6 4/S@I<^L.C+7?,< M\$*Y\$C\$8M\$/>0-
\$"9.SD\$(G"Y^HT@^EN@%H^H@&V&P.QIY3.?QKS#O_"XHH_MIQ><"G<9U!.E>
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RRH80G% M%-NX4YK5@\$R>IX^_GG&_&[MR(<Z_!8-92E"90#P"MXH!&@LO^?K4/U&4;MH<8%"
<34FCBM[SV-HX^YI MJ\$\$(L%Y3^9_#B=)\$Q(T^CBI3Y)?>ZCWA::8FP(LL/(<Q.N^+@SP_-?BFIM+V
YIJV@G!&N)=GR,HT*)X@)>O&_!7.V8?3Q&G".6I@TWU"@LPEJ*6;LKGT45MTD N/ M?+B@3IFM71"3A-
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MD_HELVY@RI2D)1HRZK*_, "SO#*I SQ9IB&?0)? L0B_S^E;B^Q2O_@?;Q). MQ_CIG461L VA?PGUJO!_LWCW!
(*8BJGCD&M;-11TS1?)^!6A*P@26<=IXJ\$0I M-
N5=DV4(HVWT)_HSOK!_6\$%LB/OX=0_P_LPMJA+1%0'JS+8TRX'_T>_(L7:%FWX+GR*@IDAC4=Y3Z5JLFO9ET2LV
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MM?F^;@IVVMQ29YQ)^_1Y;@ "DZPIB("X2;E8103C1+J@V/JI:"H+L=2>J3^K;
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C:XOO'0JX!E0E9AV%XZVC,R8%Q6;_ =.S#?45.26>_>(>0 M8_#CXI_BA37L5R&N?MJ^NYN@C=783<|!
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WIAOIG>YABW%KJD&;H06%EDZFPY;SC!&;C98I^HIA\OK^;D#3DI=E?MU?3:|_*&7^K9,I^&QQ/7 0-MDH'A)^
F&H&&ITB,I*PK-P5;:6!E\$>\$LMJ^GS!YI^:CV46 MV^QR(@LG#3#)Q_I/=Q5OV3Z(T.G-6F-I
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U!@6V;OZGURCT EHU+Y+31^EQ/O/ZEX^! K1;LYHV2# M!\$^(375D:Q^I&DUI Y%_@ZTS6 @>"/K420;9ZIXDI
I= M59-DU4ILB0?;Y6-XBX*)I0S9I _ILUQ FEMU",OX.F>N%FITBOCE+%G;N M"E8%:>?%OPV5O;S>N;ACO-
M;75%I2G!89\$|^IVY&;+8GQ_ MP8AVEO 'X\$^I7;KV82_6MJ-DT"!UPBYZN!CRB!@L%2\$JEQR2;SHRO#D_ND<
M/Q^,5SG_AZ#8L!40A.LZ1GHSY?Q_?W0*=8/MPH3V\$1ZTDZ5X5LNMEB5J@
M60TIG6(OHA/ 81:A.U5MN\$V=Z43J3WY?(AU27V^Q"ROQITJ;W'TSDK-5TC" MW9'M-1C=
_9J1>>,"D/MY\$REIMV1\$(>:G!^7"Z6I=NP+MTUA6WJS.L.T.9 M3UZ+=L2&%N/IGGV9Z?
IEE%QI3XL&VZT\$W&S^*XCZX7.QX9H IPE@A:ID>/_H4.G1.G:Q4>1ZD-W7.M7W
M!%*YOB=P5="YOKE7VZ^X75= (M7-FXDWEDCP\$R6Q#U MV@CFQKIZ+?
*NXX.V_R!+U/WT7Q@!PO<1*PU/N_36VIUKIW=-IFDLWM;KK\$ M.C'6D(*LILR)@?N26)C2;:
IGI8R)_FUN7>>%OHN_FW!606!N%N *OP/LD M!A: JWS'22MYWB'12^~^A.W5>PI5M@T&6=69;<.#'38(I
QKPH*.I6\$ZP(I M>:5I7;.(EF/3L LO3I^FAUNQP(0:1K@S28-0+GN;..P%M0=&IT%4Z9^N
MLIKFX^K0^@0:H+LI96#?84W1C90#+/O^+FK|_|=JGEN&M:(CS&MH&M/2M9&
M_\$4ZBA.77W=E&G3MJ3Y;^7TB1G)KCRW-GFEFO#15 M:F^4^7^&G0L(8G \$)<&8H"+L\$MD I?2M13^USU!?

^F6.MSY_*/!#N?="X M@!C_8SBJ_*!XN>_1FVW5MY+C(7%<584V&S@RO0P=2QKCT"7-71QV!_K!MIM%?
T*PI_XV!POK.MK61_:H*(@HDB-"HA2I7=BHXN(E-"#5"0"0#H\$(EUJ_M*+2I7831;^&^HB_ M2-FWT31OMI
M*!569>X0G>D>Y=M3@_03U)_M_\$(>_>KF"><0;CB/7>Y#Z&B.MJ7>WB1/W=_Y.(PH41?
MOULD>S3H;2L*W@!(FU^CA0;#!)\$A1_6K6&EJ7?M1EKG86U(Z3#Q&"75JS>#LJ?#HAE3X".I
MALDQ\$6IBC!=\$UQ4+ Y4PBI^OZ=F%CK_UW9D)MQXK--T_1LVAWVYP8_@Q@+EZ#1K7CF)?T5*#J(2"3X-JD^
MB@MEAGHPQ*2>M!;U;L!9L!QT+E6=D_KU848L!L!0%YA&Y+!(U,SFXG8@0T-/ADH_!%X*W.=8:
M_Q=3295^<_8R;)L5V7(K1T^R35)VU^M(KS*>_QOPL?=UF&?TOR>%_M?L
MYT#4A%?JHHTXWBA8P1H&ROGAQ)H5QI?0;+&3PI7G!Y=HN-R" *9V&?P9_M=FGM#("O*<_9@#+_UY-
_G\$ZD3D9;IORS.ZB>^9.L3Q_M49U3SG_YR4L^JP_ML:8QW\$G_AZWNZ_4\$L_B%9433B9F1H/VDBA1X!\$J^T1
M%<^T6)!R*#9)0LB)1T:FWY65WH:7?Q>V@;_OZ>6#"@J:4FFX";!\$ZO3OQ_M@>59.EN6N.OE.*T4!""5@=
GUF2Y&?/2!WA_?2V_O\$YX_%24V.WX\!O_M5BT&Y/PLME:8("LTI1D_VXX\$=8&I\$R5\$<+/_
PMISXQJL&_!H!EUYVW1SSG_#SU_=BL8_M1SY?Z>_Z>)F0_VJ*UU?FE4UQ9IXLV_1VOZ2@@"@D3D\$J_K@A2?
U%:J^L^&_M!2D)29W5!W\$ IWNCT\$ L!^GHB_!10X^R8H"^^>+>?Y7C!BH!S:W4%61F MD_+5Y=B3(3
KDW78Z_137DRPAA"U%A<_8"O_-)-A=6FM_ITEFN5%)GD^F M=N!IS!J;^7+K=7>&)X-
E?L.WQ9:S\$0*X:FQE,WHITEX25.2!86_E&E,9:WZH
MZ*^C&FFP3/N40L!YJ;3NJKPEH:QM+2=DNDWF5!\$WMA6S".RQO;R*+C3?_M0U(CH"-
>3T0S#FSL_=2_Z;S=2J^0VAC^BS1P0;88QSO4U4C^P+VO^D^I3_MLP9K?2IL&-
!TAU^M294WE1Z&6&33306K.&L/QWWS.DT^P.X#2N!1UY_+4QC_M_7L!.(H.MQ*:B7/Z+E77;XG%76<I_W"
!\$^HVT5EV%R6"8HYDD90L;V%73_MW>\$+_9F9E!2WA?QCOI8;
(JYUBE:N<+0=W8!P(8D)3ZI/UA!P0^9J_W:P=A_M9MU9Y9I&(^VE!7#C6C?_TY)74JH!NZ#M^Y<-(^
M!^=>4AGL5E9EFD^ALE_7LK9MQW1_/_I<-6AAM_1L&GKT"?U>TN8=W.AAV_MH!1F#"_^(K^GF-
O7QBU_4C>P<_8T!)@4)29-2WO;N)X+X;QB!ZGF1?!D#5_MOZJ:T(FGIG=
4\$PH0M/6M"2D"TK*=E^_QC.VC^KVO4=4_S0N6ZGZ_!WD4Q^M^IN^L@D)6PV?WH&>SO@X%@7MD"<:?!A7-
%+55)7HDJ3#ET5\$84!S!M.F^XLOWRVJ;@L%:K+JUC4E!Q1U2+Y2X?U?_M/8;_8\$38W)PB3T
G#;_!2O@^DJ87#Y>T_*>G;_!M_/_B53#N5A08-T!4!<M<*AMH/R?UN>OD(^H>B1RB-/GP.0TIX;T1!^&3HCH-
Y9LN:Y92G.5S8Z#IDV_M@\$Q;6A#GG5^2C&X:P^JN:=143"%K62P_=GH/D_^N^VR5(#OT0MX3Y+^4L(
MR+;_QWV\$FOVSXKDL\$<#KT;R^2,F_!3 MD;+V SV=OH^CMP;7>E3?&G4;14_#)H#3B2>N2-ZG?
GT7B<TV!4?_*8VH>VH!LW_MKBZL;60!GMEP^GQF&EP76R0!SRJ;1G1Q6)=JFWYH*U+PSZ_X5!^;H#T^
M1(*D8_*E:S_74ETWY5_5^H^W_AWPIE6GQ.U.92&"Q!_TG;IVBUN^OMC71_M&PF+_
JMS+/-8KGZGFOA7PIK_!^A272^6R2<_N0!VRN;_OGO3^9.TM+1J_MWVA8JHHX0L)Z-Q:N_U51C)5R?
BZ.ERW9E4\$GPWA!RAJ:\$B3H-C^H^X!^_MHCF0Z_"_+B\$8DK!/UV^R+8^>>S#WY)*C/6M+JJ+JF_AWR^14:_V-
^/VHF_M+_P#)H/UYIS^DY%\$S_^JYWLX#CCXZW=/_&B_KZXBTI8-H8WGM//^!UI8^Q_M#HLC3F4@_.
!C"TC.I^1D9\$%)1^U(#Y%&I_O)O&UC".BQOHQ>U@H^N5@ZF=M@7Y67X!_*\$?7UZPM_X;#L"7M+2+
LM^<4N_)#9ICNA8!*_8U0!^V!;+\$_N_M;PV6>S1^N-9G=^%W(5C!H_O"!H(>E5_N!82T&/\$+!4GLR24!^52;*.TC!
MDU_*HJV_H2GJ=O=84)UZF!A=U0"XG<=K_!E56E4_18J7\$R;MQ0?&E0/6F!INKOX/U^G3#!?EW;N?
B4WM\$KS1TA7K^AZALT3QI^OX(C<I<!"M!^K<39_+M^B+LM@RZ#DL4KC@KH=8^U\$?:(TOPKZ+1
EP1N&RX;RB!037(W_Z!7L8<8S/AFQ^MW#H+ MCI44@*O*F%7Q"XMUCG-7
COQ.4^WO24PW.TH2L(UL?;L;MI3^T^#QT^XFMZ<I>_1(M_!BO^4N!X%N88A9;QA(WO8-4F_F\$*_F.N)W!/:3?
9R&M@I2\$.OS>1I=16ZC1I^9#OMQJG(?)>D^8(3Y16>Y_A0S%BRF)2H3!73/U_!A7Y?PH.ER"TM0Z5(1,B
M^5RN^UH_%+(O?"">6"=W6Y-YY+)"O#7YP.R\$;U3))N.3!6N/^6-WST>U(NAD_M*<5%H
F!J07\$7<;GJ*&^5@;+&<<^(NHV3&Y5+=OC5!VW;%\$#C+!)9&0A+;W:Y)GD=-M^Y^LQ_!RP;Q!9X;+=
(A/UT)Y_!H3=FW!ZAS=^_/J+0;_!7=)#9\$5T_M6(T2_U!H+9*)?Z_BYA5X2AI(R#G@E+!ZU!4/?
_UJ/<_WH_!""*USJD+!Z_MWJ^X>5@&X2RO2TQ!_E!LD1%9ZP%V1V>Q8K!2IV<2OR;_ST_NRLS@3H17CI_M7!
>^;9:8^@GM;0F*/E_9-!FZB/ON_/_A0.!F0>:78G;B!^MB*"/3_Q"!M\$6+=!EEW(CA^_W9S?^T^J^GUCHK@-
DP6\$?F4!;_OJO_M5^MNDU!H;H!#>0Y^66(3K_XP!_3MUS!VQT_!SL^!CT6YGF!6&=;_X8X!
MBL4X!D%"D4!)#SH/L!Y^X?MHH/60?_BVHG"<_OH%WV3_!V5;D;7_M#VFC_M_000H*E,Z@K->"
^<^_+77G37.6#ZP=X?N0?M#LOW_XHT#?S#LP?S#PBM#_MY1^77BN@IV)UYCTSEB_H%(P!^4*A!;S_9;D!24H6!
(M-DV4E=2COPFOB;RW8=NA%=@K_M?R_S_E3K_P.4FB?QN^KI?_W#^8UAWH4?@X6L_KWVDM8^0XYL?
9@G@^C3N?_M2.!0?_Q"C%_#I^;C@TG?8!CN_V_5!F0=Y%_9.KE6+9.4"!RD;-(F+E>7MD
MZ.R81BSO_Q_*ZBYXP6KWU.(5-IS@&XHYCVLS@65L;_!B#_3?8AC^VJ@B^2_MR1WD+O_)0ZN;17J(!
9IR"=WN!DOS&_!2*(=94!%0A(L3^Y-LC!FW!Y=K
M!^NL7!XMK=R%;P3K@2/%BNVBJK!>%%M)K)EUW6PMU3*B#3LR=J>_?_WI^_<
M_ZOYDQ(O\$TG:FWNED^*00*)4!1XVEZ1L!_BA^ZILLY_*3X_OIC=JDH%+1EH_M1V+=87.%U&>TX18K8
MYO81S"(7=Z_-(K!)_KLO%.UC4EMU""<_S)3@FP90""_RNBWQ4LIV^P>+^P!=-X(FD_@GQ!H96IDX\$M?6>QO6\$7?
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G!5F<=!)?SC=1EU!TXYBS)QTD.OHPEV;JJPQ="7XD>A+5^!=MOS7%\$CWNW2+%^RC!)5_782I6-
_Q!%FC&_55;_O_DPKOQ056H!H/M(1H3X6_!5P05L^T^WD@Y6-01@ZUF_G#O_MU!&^NI_U0PE?UO-
^AB^U^5N^_!H!8R5"%CH6!H;6!^Y=^W!5X"MO#_U_M!5OAS!>OH090W@BZ_AD!%P%FW>EWDV^_(-!_?
CKTE!%4(9)R&?1_!3>4
MN5+/906Z"H="!9+!U;9#W_XP7F^9K!H/L;2XW7X&S/FJ!?:JY3C;7G.XOW1KST2W!3Z?Z?
Z@B^1!+=4@*5EROWU75/82_M.N;Q.6_EPY>);_V83#L=Z%4!+(F/7<I@%H7R_>EGA=V!_KZ1_!Y6+^EM22
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0.#_O_/&T>I&%8IKYNP!\$9ETKSB"#9T9_ZLI_M6LID)SDK^_9\$;UPM7K5UGO^URIC=4HEK!)M?
OH!&G5<DZ>A-QOY>P4I^C_MAI+(>)9KG!MRL0(07;\$B+^#HOI=^_@V<>K-HAG#HWGG_#\$3T(!JGAY.7K
M^!EHETRD9Z+FRY0H062MP\$O_JPG7^_667R!+YSX^R^KW^P2#_M;EJ^N"6GV%9JB49P8U_!
:=2!^F5IG_K^N^!DECV%9@TXU^7+4_"MA<1_MG_50?U(ANJA;/_%BV0%5A;ORV_%1-I7^H_KF&Y!^F2/^N-
JP2T;Z\$!_9RZ_M0VI/G6-3(J?>LOUB=D<3C_!0<_7P@MI%XV!0YZ7&3_!^%_!FXI9N%_M!_&C!C\$.@(?
AKL5>8S0NA^L/2Z#14M;9"5M!O<_CK\$OP!^I^Z""0%TH2M1H2
M_)0XT^B+&FI+);TMZ1_)XX77I*1!_KA)GG^>^!_!8\$O4^>R38_Y;3L_B_M@S;ARL_H\$:/^J>>=!XNF@HB-
Z)C;QYV@AT^!9ME&H.W=,@(P;GP<I^EL187!^2P2^_A9RVR*0C2^E@02;WI!SD.P?C56=I;IA/SPJ>(
MVY8*:>9M5+^D!^<>JEV?_C;J%ZE52+094<=;ITP27W3D0?R=I2V!)F-/7U_ML_O+^N<_EK3/(*W5
KY+!A@5D0^S\$SMS5_RF8N9ZSZ!W30!8_7)=WGJ_MJ?^E-5Z)W6H!84*V_#LO@(^25IET-
!@GU!B^VF@H=J%6ZK)G!K>RYE7ATB_M!P)2P(2Y%2_PEP%>%B#MAE^G&_<1L2NH_XT6_K&/=*W^
L.G/\$+S_@A9:A%92KW.#&FV#A/H-H^N_H3.6O;@5@;9YEGB7XL?ZX#2L_7&>27U_MIX4VTXNM/W6_GO(*M1
RR=%NZI)K5\$KQYK8!4_:_GY%U@!A_L)JZ"%4_E!_M0&18_B)9.EQ8WS!H!AZX#^HH8?K+!OMAQT_9E#
<1&"H:H%&H&V;\$/_<*K_M^)%T)(H8I5CK^@A.JV\$276D9\$*8K!^J.L9L^L.H^GOF9T_SHH)W>_!<8<_
MD1Y!A(SI#R^&H6VKMWX\$ZL9T9DCYE:HNG7^UK!H&HJ>X@3^J^66!OI^6_M<4IUT/M?
H^C4:2!36)A%@PP!^_U(49>+LSK!U9!^2?Y^H?KW4H8#5%W^MH7ZT!.(3S%&S.WWRW_4*TA4%N4*>K;

HIU,1T3S@*WQ%QOMCIR/H? MWP6.P+=PRHORIX4:Q5@HN (J+B0S^SIN5)(B5FZXI1\$K5GJ5(7L@EO MD?-
#)^> V,4GS*P&HIO.Y.SI@7=@&30?G;(\$ \AG"LP MI/P 5?5-
N7&0C3JW#9B:7/KVBHJ3Y^LZ4YKJ/B>O&W%SO=BTEIG8SY+0 MYC"IUIG(H5.@NJ*/KOHP44I?Q5C/-
=6I)/C5Z58JHMFULF&A80^4K=S %@2ZS9G82G&1N+KKIQ+[4VX0A=9% M*UBH<P;=#%VUU9U)U3).&^
G>^E^2LTLT2AT4I&GTH@9@GU+10N3P MP H1H25X.3^.@60X)B/IH(9;JIC=5 @ZPLM0@JLRN3.)"Q-
+I>UR>UH/H+IQI&IEJ*,&M %.E M*&7&94;ZX7@GNM 8U\$U+X2W3;9.RG5G@I4QIMD(*B>^.-?
(IV>98>9'EA/LQXL:F>?M!&*X> M'PM,R1V?54#7M6HS!RI@-IKM;Z&V/0">W3"5;W=/JMD)UPGT^19.
*IMEZW\&& U.6 VIXISC^,LOIY1 M87-K AN&OO,\$33D'A(\$I34D'T/,<<-A;OH;9K)+Z>I=+; M5;UID,^7MSN+
M\$CXO*#&6 Y@ 8%\$4M^H<AD+450L,"T8*IP^4I4"WIC=#I=P=LEK;OHMIG
MGX%T=Y&DK4PMN122Y'7#&D I'>RZJLLVT5I IS+6">308%A.? MD+V#*?RJ>OP&.XY:N>!:S2GIK@L-
AIX>Z'G^Y+HUJ31YH(E%G:9^H 2H5 MN6ZFY3%IS4H4
C*^L7OH5*7^@(#16YX,AW=#Q_5>H\$3HFJW"ER,RV@6& MY430'1 4M&EMSN^),4SEW(^R/M5'O&U M^NEW"
[N=8DK>=,%.992IHV6HDNKM5C(VH)I-BCU>CH? RBIFU?4K"! M1.GHEHL@8)2IF)&F>S1-
I A16:=%6E9Q<59>AT1>9-\$* MI_-M;2+QGM^>-6J3R\$-R^"D(P7I+JK?,*GDX"3,M(C?=\$-W&&TVR6 MX?
JM73&D_C8K.E98J5Q-M:N8UT-EL_6N_5X)/M%3.\$Z(T2(1VQ1;*.VZ9 M_Q'8#ECD
E9LJHWM=Q5HWT#I,OTR169>2YZI>I K5* MW>I 90>(2<&@9I"B HWM3QN'FSI;C^HI@)WK+LNTF@?YVC.I-
BLMI V1">R ME%,AE-N4%I4 IBZMR-V "HF.IWB<%O=O:4D@MPY(P8=>9^#MALH+=I&=I M6?FN)!:D=E??
I+ T#I!&MWUL+U3I+R1(M%5#?_Z;9PJ/KJOHRL\XF3OD MQW<>Z@7@\$.E=;>)QVT)5S#_E&BT?
L'S>79QU+O2(@\$3HVF3:IZIK51ZJ"Y.8'9-I\$WPISIF3B> _B<&T^ORDYQ<>W%_-S(7TFR?IU_C.6>
M^I= B&?R MI\$-#U-EV.%+1SNYAIR5H708@;@ZWNZY)I)LNSX\$3;".O MEE#PNI:JWOV)
<[NM/R2C0F>B1J1Z2(Q6>WJ_/3=9-/C)VB*MA C?S>_G 'MJ)TL D'4Z F1:0I'7-)I&3T81ZO(IQM9 M.OX"3-
JO%44NP/NJN?!)RVBD(/%)*WZUMS.5.U?S'WCOGLA-Z#QOW&-C>IBR MS:L= M&R\9)BY="/#
(M15;.%&7I)HHABPE#/#*MDI^JIE8=IGO<7RIP-SAU MBS-?LK13YKIGH"\$MWFXA.(EN*MB:I>O#7H
M\$J/KP6(IR8G,8 BT+QGE F.Z ;KB(I9WOR7<(#E7R7*R=&@TVA6,ZV 5F= M51I(H@86<^>
\$UHA\$(NY3F@973XMI8A?8>)%N609HU<<-0-E3>8>#65?VY M3'7FX&C%-O@0C7@PN-
Q/MX^Q_4:GSL+ISTB++&G4O.C6_Y)U^?<)&8M MI9I,(YU<=>DVY6-GVNHJ-KKD2 B"IA>(MU1?
C9FHIEUE1H_XC98;C\VFXXCAEW0* M#9LDQ1K#"?6>F8 ?<&XSPZ&:O(MC^X52#(D7?(Q_ZG(I)%S^YZ;J^/I
MMHO92@CHI?75I(>325KGB,Y3IEXV>0XFEN&06KQ.^@/LU 4;.#&W\$Q+V906
MB:TS_QZQWAXR(TDD_&Z=\$"F9>A\A:OIPX"D\$SG&I^DS.9POI70I9PYIG-XL M8V8R1>4I,IM061_5A:9*'_C-
S>,EP68)N.5I;8>0KZEP<5%FO#)*C!1I_54F.O\$H0 2JOCP&%XOR+&X)=4.IUOF>)B';LO#I6H?
2K+ZGYW&^"DE8"2WI+3*ZRPFDY4%LC:*GTH&S\$BT=Z)W1?O7 M;*1AE,7AA,-L*E@=6K<# MO01173D'9
KNE*/%\$B,6H0T6_?VO^EP>EQ^Q1(L\$*0X80A7+F VE^F&D\$ MV,K1N4OZ*T2GAQ-
N#=#I C&I"TG!GL;08+T)5?CWY#R,J%/(F(Q.IYM:@,76*OI M.. "TX?#/) ^2EIJ,+FW5NL6.M9H==P3=&SS
M8#ZQ,A+HOPBV-IMM'Q M"!@;JT&APH'2IS+Z^L%;IR=G1G%>2 /P<<%/N^15T@%CSYSU>FKP5-???
MDIY,KKY(T_YLIZ;Z8BH^L>L;.<+3B=C2S(M@NO 3(SE.OJ MIAGI>>V,"QH%T";A-F.6_C16")@/HQU2-
Z\$=O(7=F4-I IBYS0"L&&L MC.-VKW1^&S>^1B\$Y!*;BX2^XI"GO""RA\$?;..0.WDGS0&OGR!8T#Y/\$E
M"&*49*15/3SW-H)WGS#9JSP.JCBG2"PDFZ\$H+)&0_7^WTHTECR3_T,2?XAD MT-QS"6IQ?LB
LA_YTHWLOVV57MY,3BH>H_X5+CG*9QB'95T4(-S&T1(+S_RK MARI%9LTUH2GWVVI;ZT,91Y:MHMHVM?
HV_1QI\I&H'?NE>A%QH1"> T/M+9%I":IO@K.FES4OK)IV\$T
J(M('ZS#%)SKEPKF&&=K7R>R(ERFOM>CDZ M-/H=<8T7O-H;W MHYE<A",^&MT6W-
I#BUZLA%C,6,B9:OIJ1Z>.F?68) MBA/R0^K^@R>U'D56=N0&CQBI'SJM0'5Z,NFF/A=YH!F^R0ZD)LC;)
(%0&S^6 MV55,JH;Z^G&H%?#1S;(I+^"/=L6ZJ39Z5*XJ:V@:X2LJ#AC7C,I>4\$B1A M%I;K2<+Z6-
4)LK=EPS)"^DT+I985T*WX%2SIBJ"CHZA7SD?P3.B2I1.M
MHPBQ->+;8E)"K*3>K1B.4I**Y/\$BWC'4PGXF^%@"P3A#.5<@Y? I/MIPH^' MZ>Z.EOY0ZUQ+C.?R3?
@T\$;IAD2V4'M2=I F_LNU8>)+W^IAF'B-4@(_JG! M++@1?I1=,5L"VMRKTP+A7Y?7C"^\&@YID
I5J8%>9B_:\$VN;FP)?ENB T; M I&WLV/+MD;7#%N.>"(K?DI+JV6GE 1+IP3;04+I^?/F3B:S JV/SY_AI MJL5EV-
9.D%IJY?YOHU4"\$I^KJU8-EX2?> O8-^N?NJF.P5D<#S^BBE.>/A MX?V1:0#W+@EX>+NO\$4.<+1SE*#_Y%G
L+RLCYB48Q.3!\$653?/ MB.W:8GB>8@YS:84;I'ZSQMKOTI?G-NP8 M@+>8L ""S>B;:U2=%F47-
8I4L\$89I&WD1'I'SI1GM?&?TP?)7I5(@= M=1YI=ULI#;+GZ7BR+N^/S6\$!;VQ<3+X-
W(P3.DK.JNOI2D,=+2N3(M MQP5VLAO=?&SVSR4UMH2MIGD#;UB*%OOQIN#UJAWPM%+HNE
MTAU,87+JX1ZM-J-B&8YUWL;&!"HX0/D:RA.ICC'X:AOMAH M_0<9+L@+@OZ?(6BZNE%0Y)I"4 EHXUVCI-
I6R27;O.8;(/SKZ?R!P0X'4. M&"I>322V"/D*(F9O'1<,%AT/'%(II!%=24=@K^?MVP?A7I1CSK(I+L=;
M@J=CSU-@QJCEG%IA-+9BAZVZ\$8CR)&+*I Y!6P5Q\#ACP10VM_"Q1(IH
MTN)6&B&M%&DR<:2I,QI"!&0"R0*3X\$A <_KSL'7%8B3=E^#G5*T7D.2%Q
MG2\$!IWA'3.%%&R6N>*I?I-5Z"LDO-I@JKG^K^LDNTH)=VZU=2CLOP MV^,I8^4.WIN,?0,^3DES/Y39 MYX (-
>1D:"!"(54QOI+&9V_**2 WE%Y;ZHUO ^;V7RI8NZYNJ\$IQI4"Z&9MA+PC<+;""
I#'+,T4THE>H\$)6PGZSNAHJFV7W M=N3JBJ@Z'P-/LBP#<#5LPL/@_TK Y?VU:*T%V3,CT5B.1LR\55_3#AT4I,
M=:0*#2VSYCX2%;BZ&CH=#^JL'70O=C&@L0YQ2(O3"L61S524>' \$&I+ MEG=^?@?
J!^*=)W5V\I5\$X1<2HF/#!2BLUO0IAU5EDK>J'M11MV3"WIV(F-O>(U"1BREK_Q=/_K;G% M3>4PX-;
I1G6'G=B.N3?FEW7;):TR0(XB0;9X2JW2'4+J4O1VU,&).9I=_Y MSP^YA8WGLQ7;1+4BI;OHJEKQ1W@H9R-
+0C+FG;)S9O,8/O MB1;7:Q1NN> "KY=+IGMQO"G^".W3T'J TP"UAN=YE9JGG)V^:R%K\$G@.T
M&KQ5U0:C IYRR1F5Z9@-OU;TZ=@83J/NL?#S I%F=-X'IU!IRXM22T/H6U) M1XX^P7!Y7GT00R@J707NH-
Z>:X#7EV8,VBSI#@^I Z%+KA'ECDH4IP84P? MC\QC@O&C_14.YIUI^,^1H?8.VUI';6< S UA3=<).N65I\$<8Y(4?-
M6IZ; MN A@FN(SNDP_1NO_QOLW-IFNQO+>MIY_5O)DIT2>LR-B?W6*MI)*B);>YLM
MRVXV&2*ZA%KDP,10\$@B03'CW\$37SIRSZ>S;Y=) *C!;L0^1&T!;\$#7*" M4@W_#LR;-@I&
RCV=BM'ZIK6'Y,>WND)(=XI'M/FM*BW'6VL1Z/\$1#@^+L^ M03(AMV\$*K"6B0C1= 30+IL*
<6F>\$P5_C:Q6"\$6\$*IJ'+3A6Z\%,Z+KG. MI=[B?2"-IOEPW'4PB>K"=,N12:>H.C\ZBM_@44
MN8O\$MAIJHU%2.@P64YQ\$X M#5MI#B,6H L_",&1'<_% &I5"FRW72^14V=+9C7;)67CM13FU"GD\$;/5
M=;2K>@+AJUD_XDR.+M'&CEBZ9D'TK\$207;U0_0RC\IWBEE2*M*ZF01R0H(\$=I
MG'(5SEB)+4_=-2IH ^%7GW'(UZ 1:6IMOSH.G2#DW".(R>8T6T=0I.0^ZCK M+F);7QU?
5'17G84=CW%4>ZVI8;8L&%0M\O=U2X;JLW4*V90)&#M8*NIW>(M?4#*H1(K*7\$3/3^1/3OD*^<
NRY%9*9GFJDW(UES M;SC7.<#/#_MP0ZLIX<009O_,1=3KOYR *2-04Z*RU" G+B2SRYX9?I+;H2 MNH?
V159MQ0IH.E JLNUS+FK4ADY(P&^7"892;^I@;2LK@166*W.Y
M8IB^%&UNL^J\ ^G5W/IP:5?)CSGOI >#CLF(%IXD3P5N1A\RIYI=\$O9@Q/(1 M%5"?SP&ETD+2*
)8IFWX.WFJL.O.BWQ)IK.3FU:N^0OD/L1*1_%B TEBPL M=J^P(E*G)YKC5V-
Q;=F)I'KBUGRA:XX6I(X5D6LTG>N<>^*2:3,2@XJ'C&7!UGW9\$"@IF'ZO>&2+C\$;#<<"LYVW7V>=ZK7,L?
KEIC\$ID*1-NW MI@WZRIRI04^J(KIH?N90N M4K2\$S".ZIQ'=F5J&S6".Z?^1V
M"3&N4VFJ).ISO89@T(O:D1&I2PX>7/EIC=OQYT%%5P@73+16*S'VY<)_UU"Z M?RE*#?O H@:I9(MXH>9D=M-

>37(XS405@7BYU3/2<|JKMF-49.#2R96R\$ M7|XK^25|7CH>(RVYP\$.P46 |G M|6EMO8RN\$.>Y>
|I&:PF2|O^7XYGNHRV|=TN_YT5_M_XH&^'#.YMN3^ORISOY.(9YL)^LEQI#"-6J*#ADV|KQ*UJ:8Q080A?VA+K
M3-,K&<=>\$5QJ67|274% XNV2VP+2; &KG2.7SS"K=|1Y'3'9|8'Z=LK TNBLA M:84S'
S1V*NK:4%\$7="+OX>2_)MP8-L|<V%2Q+KSU_)MRB:CQ.CX*.\$7G_ MO3P96=
QF@BS)YP#>J,JU'""D|>|C4@|YWD4-|0K5^<K M:SU1N6|8%8_!OGZ% M87#JG'E_B-6|9:TZ|732^&)<K-
+A\$E15YM#^+^&31"|"Y(F=ZBF%|I<|26@_M)..#5|:8N'C>=I*D#M+:75ZQ=MOE!+UETN&CF?
V0&6(K7L|B.\$S=/V*EZBK M^|J:25NR NE%W);FVBC7#^V1YZ=YC^(*@!:/=+2@|0#A,L>*6?+8;"3HV/
M|LORT4#|:.(#W"=|_4+R>9N-?L&FYL'EP;M06X?2)H^*%Y8?OHU5YE.?2%G M9W>U?G&%.BA&
(KL)\$3|'IK\$NJSI0N.)^X4H:#|B^>?<2VXGM+2|UJML6D)?MA&N0\$PGMA03E??
L)&Q"*8&X';X=5HIK|J/&UG%W@ (Z0?QB /P:2O|!"|C MW0R|L,Z
H876NHK8B1+*XKPF9QB9+J@E=P+G#_SOKD)/+4:T>(>Y4JD++D|3O;KRJ50"PZ|N-+%N|SE|+F?4):
MIS:E|:|+%L#&E=7(2F51|)|&+2PX)6-J|JZ.XB@|K&K-;ADNNPRH2P0 M)@&O:G|3GH1%-HXB|J&1N0&
<>UD|<P5K S:F&M^|J:0N8.2M18>A6BYS7K5(EODVSO.DT#<4D%V>&
(EY/">|N"+F)ZG7BX(Q4GV^W1|/U+G (LWM|2E M/CZ5-.FVE0|UX(*0M>@8<U^%6I6;OI9'>|13VV#)-.
M06==5.UW1PWURU.TOVEURLL4>(*M&T!)US+SX^CX60\$R?D?)X0J1\$ _O@<.KD M*S0WW|U O?
LH<=0J^V/K&8P|8P9W|.'FMKWP>-ZC_3_\$L&'>/_=|_+H8Y ML5_ \T&X0;T)GA8G@.V%0DC/R%>7/MS=+
(Q:RO|H|0%2|/MN6EU|SN2.|G|E52J|=7K|YXWG.T-H|0%E3S'=#4'1+Y^
M9|FXK&+E>.\$9J9S0.%K\$QA:5^TH^OI|>7OB3)4IK9Y\$/OS)D.0@BG/ W'?\$ MKBPGR?
N#AHD|8R&8(O1Q|AGP@9J|O1-U<_.0 VKNW\$CTL=<|G|S"4@S=EW_9>ORS@S|OG&|PZ3|
M#A:|J2<>CHJ|:|HHH&9 C92BS">(X|JG? HGO_5|FJ(*|XY&WTYK7_./^ M6CGK/7MUU|0I>%#Q2AH_+";7:
(F1HW.#CM;MD&G/_0L3489K.82.?L|U7 M6CG|(&L5>_14 FTZ#OB6\$EY4FH8X>7RM4.L_N_OAAZ|SH|&'9T|4>_
+RU; MQTF;YO7?+LQ7#EE@^M D"WZ%3JOV.%GTM_OJUVJRJR?M@G|XXXT3\$>RQ
M|@R(&@ (GB9B4.^AY_+^YF;Y M'\$|?^_H|/5=|F;T|G0;#S"3W5HB4@V4D>G-936OS^9;|VT(R&1U|L=Y|
MV&G|HX?2|UUV3./|*|F>400\$O9;M^|1N3(R>+&WGOA6C_2=|SL@9KA1G5U M^CP=C|)G|J AIS3^5%G32V;|=?
\$8V%_L M.?3|2H3KEC4.H^@7I>H:Q'4?VY"-J7(7.T?>V8J.Y\$2|Y%*J=FQ7_&R1NEZX)Z(6^*?
7|UE>|Q|@7G=+CE|H|H|R#?%M:;@ZMS;#27C|/ PZWY-DM|WR27Y>.=C M7S=
|U;|WU5XQG^NV|9DZ9#7|;XR@Z_@(*5Y=CPR&807X=|7Z;Y|V_M?*I\$S|'=U2GT\$JK6B;"W<-M@S:IC(|UPJ
TUMUS3|9.O2G=S*4S.WC_2J>>TZ1W\$JRA6RX=1QT MD06SD)?
LC7N|Q6/G|/"6/TUN(J<&)|@F&L32<7R^MC|K\$^1FQ=|JL954=V9Q.K:\$L802&5 MI
J6Q==Y8X8M_(6F*O|DE#|"-|B:|I:#6Z_06A0ICKG5\$KL1M7|EUE"|"H.M+_HZV01X%
A*YAI+_Y;Z@^P>|*XNOF_ZI7S.IX_%Z6>EI MXKPS.^50@H<9M-63KC)5#C91K9?
NB\$C'4VH/PX6MELV'AZ(UR?)L:T4SV6/" MTL50QEA0:G|BR%3Q4B9:TA%E"FM74|H@G;=>
#^5KB|_FR#@<0(GP|+7:5" M>*PN"4=DZ X^|X|V^@W8EO)O4*"M06C>0_CZ@3|I^67WO)SP<=@KICE8RT.
MLK#""S|_7E*^)|M1%Z|1%?>VT&)|#<8R>|BSUEY.V3'(M>%>>FPZ797?
V75OYUEYM9|@G.Z^D.GY|HL:1ED5EO|RG|L^GNVX^K+^0MAHK=M M&I@NY7TX7|
|5.FI* HDT41.VH|A@^"1^67)_^R|:JG|GT8|)=5PN5/M&2L
M.8000|VW7'A_&%.0FG?;N_QZDB|9)KK%SONYEJ\$W/Y3_|.1?0)|7W-RFT
M:G00<)>V|QRP\$=V|U2E=&Q|\$^U\$NA/M5+|7U?|2V+.=/A%?-L52+K MV9-
W(W8QR^CN#8|W;MM"LO=X06@Z7:WO3_%=>OTZ3_1Q8T=8Y|<\$5#PI35C MO>|M\$>0|7SFE(X
1|UP>0;Y;W3Z.3_-^V&S?AC@>|+)"NO+|*#_U\$XL|CC M%A>ZLQ1-M6Q7U8FV?
M:ZT)K1&9EYALGOL_M7_B&ZZ?R5+";R)RIRC.T_N_5 M#1|L|=K92:6X*3("P(*8|"/9A/G>"&YP#?G047;+?
OZ3T^Rf;2.GLY\$E>|M L1?N20%X@|_9|3S?VUY_0FF|FNHHM//>|HMROHTL53\$0 M'D|7P&S(Z MH)
<A"0I'=%Z.M*T4@|MC0N|HK|:0QU4_X%M=L)ZSQHZSL;KA"23@<\$^XA%AM-
::IS^)|MQ|_B_".MMVE4CF#H7W+G|8>|U#+=C%6ZW4B?(YCCR|U\$V<@DPZ7
MN%"_UD)F0.&0)3%2F7J|ON=L;|/XOTJ%*L1SCV)=Q|^T89_1'3.&Q1&5(*M?BQ)E#@^S+2|
|JF\$A^BT1/MCGV&C2E38C/Z68/&L|I^|?|G.G%YX#| MP3LG?_0.UPISS@\$T.CD#*>U
|0IV_UN|FHTA%A.SXB|5P.S_V#|1G\$X@QX/L M<_MMRS?
STP|5T)DB&OD3VZ*350MVK.0+|C:|>6T=HY3J|@:A:)%L2 ('E-X M50C?711-
Z>6"TS@K|QCL_A|PO/^|)R|YV|E\$B|R M3_O>W-D.7^%Y|8:|5")\$K:A&294MK%\$S.WV+YF|J6E!@?)ST
M2Z>1|/E:&DQ_1H(%#:1^E=XU^*%M1A|G#_7I*QQG:626"N639DMC-B M-^|Q0?G
F62R9H6BNI7|SWZ%KE_&(5UXHB+_K_|0R:;R|H7Q5A1A1| MIW?'FNU|7*|/9<*
M5W+|+T6./6'-8E|HXZB|'60Q_XNZ|XYKLN021J.6!!\$0#I! 5%Z%5 @HM*% M/2|08ITD-X)@H!T 0\$|H!>
(|T3Z5U\$2@3|0>F04\$* E|G?O/>9|YW_GF MO/-
|Y|SY8_3WYUDWWN00=9U|W7M|XX|QZ AC|>".%OVBTOLOJ|M#|3A0GC M#GQG92U4+8_1E_VT%)8HIF8
MB.P-5YD^026T%R0_Y|.M8VH(62|L@NN(5?1Q@|H|FZL/4E#U(WMT#LL_K+PR_XO6#6;5BS3^(1|&J
MUQJ|@?|L:F;R#^\$.XFI%O5ND-5TN2LLT-82:5-55Y|X?A8G*76J|N=V(+G0 MA/AN9|PX012"S(OL)D.<E114?%?
JA+K G=HH\$02@QO\$<|YA.*XUIQ??N@_M:U?2V.E.7X|R?IS_K:6_1NGC"46SIM3OX>=)|/C#>=TSHPY.?<
L55D&L.#.\$ MVO|7 MBKR\$S=|Q^^(6TFH.1D\$4IZ6(#<XPYOG?T_6/^|)"/SFO9NC/UML|>D|X
M\$YZ|+^>A>|LY08DZ&|D|^RP:HXGQ7.Y-J+ZK5/9\$|Q|O'D>5X9Y.;?FYG.ZX M>A8AOK4 LB8|8B#H5W@-
K=O|+IG:|0U3Q|4_K%="(W&\$^G4\$)QR/_-\$W MN@\$VP5T2 &=)MEL2X"ND|X9C<".!^NZ0218=FHY A2?
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MLFL**X0.RJ&-|"\$VY#|2|LC#_?>B/P.Q9ZO(7|P"4(FU|U|G0K8 L.G&6G(Q%V)|HK#-R(G&"*X.V\$|103F4_R:~!?
%EF@0W|A06Z1:|JF:TS'DU'Y|EY4RT*HM%IM+R-DF>SA478J.|>*M^YY|!=K M=22|UOMNRS+L?
V|U^;EE8<(H^C7TG<\$3U|L"FH|@ (9^V|^G_-RA+L%73 MW|78FD.@|F.D"6-
B|T^4>Z=X|30X6%_B_MURC_LM@R|1-3ZRGH4@%;1&7Q M-HJO:?
=C8*7AM"SCD9">#>RB0/K54P#4%K^R8L;W%:6"58+N24M-)|G M%F"93F@|HL\$HOJY2|4|L^|
<.63WK@J&0TCS) Y M?J9.XK=:0L1 MM|L'C(6(H+&OBI6%QFCFS_~|MVXY|O<^>NE;^<^4.!)|:(K(|I7O"+NL5
M#EJE5G>EZ|S.9NVBH)T2SY|1SV|^R;|ZNUW.#3K7|2H\$HO6@)|P|JH2X:1#U MV)A9|D3XXT 6:*.SD?|/?
=OY^S*BL:U47L=&_|N4*TT.UP%O)B203E+3CXAS9 M|H^RB0#G\$4"6)_P^KJZH_A) GR_CB0|E&_.5+D0)K2A%,@
5PAIV9.6XDS M2.WVKT1*|UXTGE7ZNS.A60A|H|K1_N?T5T @|10=4|>."&1S5<1<#VE%& MEQN,XZ4K&?
-8=^)\$|6SX6^C6@:|V|=)=G.#UCDE1>H(WVJUKZL508GSQK-V^7 M.Z6M9-
-1MD^VRG<|\$AHZ8D9\$QY9%.QL8KS|M|K&5|T|2-M7|987|S|OF9-\$9YH_44<(N)"M|*(WPF0?2|H+#+.?<
EB^F_U|2X"BYE.22+M QN|")497*|H#461YZQNAZ5)8<H+3CD("D6YZNO8\$<ID?@|QF4\$A(8<?<
MAM0|23NU21%0):0Z&MY(IPR5_S\$WXL.S=38%Q|+|/8'TG4PXNRZTUI&0FXV M3%12TF^>+^%O^D.=!O
"X)G<@B/7*+0"1"7419*|CSE3=+C;78|6%|H% MT80F-15H/TT4)41NRS7=Q_8@0?E?L=|DT.WS|\$.>
M&@YMTF5IMB-&1F=&34V%1R_C4811SYZN?SN3L5*^Y"|1M3 M1NAQTANSHSX%|I \$HT%@
V0H0^O/^TL|S\$FD;ZK>*USZ|I'K:SOQ_H_K MYX>*\$|0HSPW|^*WQ"|7:;#@B_0_37#>R|U/KA7IQB&
(0&ZZ&B"5"">GDL? M-+4BA:|N7^N|6N<(LQ\$09^|!=*7N)#SPXC7Z.98()XB#KW\$H9:IVK^F/\$)^M-

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P(C8)W/*U?IZ%Q%MPRIH!28Y.% EF&/9/G;DI MSI@P!INJ:KJ! *O_R8^*
C/HVD#.N^SG!L\$SP(M.R!!RY^@#8CJ>KIMZ.G% MX%3B& G_%0B=MG9;0.\$M!#?N"ZY+9*4Z58+7-
/30!46OR86F!1P/&L0J)7 M1=QUKD;W+*S~%LSX?W!;;F^"O9Q(IVE8,*1/LJNM~:W!f+>Y;V5>.(DU?
WQ+O:TS4GF<f=LY3PN^BA=&J!D15W<MF>)KG%0*4_UBS"~TQ!C<1^>7IT9>6; MIR(EIDY7M.P3=^(
G)ET; PTK&GH053*!6Y MT&9*FFLOU:2!D0J7:0F4/'9<'Q>\$=IH3F.V>D^4BL38\$CF>%)T5!FN9%RS M+6?
FP:)G#_!AZ2C(CI<+!+81?"IV.KQ)&%6!7?X@MQ6V.MZ7XJ M?5S?F;>6-% ONMURZKI08!N:SL\$V>X7W:PS/
MAP>Z/ZZ=#.%CUPV!&*0+>Q&RD&J5U*(4=A",LDV=M; MMVD^91#HA_S"UE 9"~LI M)4*2!Q5Y)MH_/_?
S>IDB5;.)NO2&C!H!D8-OJ9; E!H1Z)SCQ!&0ZM<0
M&KQTXK)1^_K5(+0<)=&LOH9H!5Z+"QA># R):1VR%:LGFT~+LR5+>_2 MA:69.^!
fHO8!PFMOCF*%1<\$15+PV!N1@?4BG!FPMKUQ%OU8!\$X?MMEE_&MBG>G4AL7!G30DB M)
":\$46DMI#&3\$S((Q@f^#9GQ!Z;f(FMHUJ?N3=#_ZF=C*5L)H^4!>IS M0@*87LZIG R6LF@G0J;7'f8?W0&8V:
f3/_:3%5!HPSRIW6>C^&D.D:~7*~ MKJ?#V0.O+T8EB5;6>W f2QC^&8D^"2>PTNP6291KQ:F@7A!2^0DIX-
W7U MGW_"79ZG4%.0AIV"J#LNB!%@07:H*U#@9F9DI5U0%6#J#>+%VWZ!\$D7=,VL! M)50#XLI%+2!M%2!-
KT22(#@P3!6"/6KRPV3>6:!)5P!~D ML4T#~74S_?6B0!Q.WWU!CY0P_>UFREV (?A
MCZD7?~OVD^D6J_C(B9&KVX_J<4!S?++>*FM=(Q)_U<!"!&(%2T(CBO?@BE MM^"fJ?GQPA/f9"?EX6A=B_D?
B1UKGS2>83QY@C!BP>22\$0HPCAY(4Q_? M HG:M6_5XY(2V\$7Z8;&F.H+A A M!<R&F6HM f
f"PAF+7!T.=W!L@PUAOW#L% O+%A!KJ6M5Y3_X15R!F M(Z'GUPB8>A)@2?5J(+ \$7RK:)G!E:Z#N3*
f*SO)M3^%~.6KHY)LE+:(fX^F MH53VAZ1?(&YAT;L)/%2WYLRBY5N_(N!|=P>^6MTQ7WFLN-X>,\$1MA50!
MZWQTMBO+^N7XR!C)\$OM3NJ=26=\$125F6*0*_T"A^!0M TG5#LM86V;G!C2+PK0SQL?&*E2MW\$M*?W*/U:
MF^f!0<88@Z3(Q^?%E+C>G0K.29&_4_&3P=>_?BQ*C5JWTR>YQHf/M-OM5 M&B%.6!FG1GC&6WY&
<@/M1P54^4!%G^ZSL5)T_X!%9Y!+^B!8&B!J!W9)9@ M?_ \$M"P!N\$>.OIXEY@WA&I<1U.+P>&*
#MB)SL@^GAVY"~#HJ.#>."Z/^+& M?7GVP_~W6LJJ+f!0U2-G.P,\$(+N(P~X MU3Yf!4%6)ZR8B:1&0=!
f_4PPQC:E~"K-!K!L7^!S0H6&2U@-SBL)93L:2= M!78^426^5W87.DT^V%>8NNQY@D-3P5&J6X:L#;/
MN^14K+^<_5@+W!R>2LW5LL/S*"1>.*Q8L?"\$2H#P_*+7>P8R;1Y!I977. M"A>EESIPM FT=
(^4H7F2U<fET>EA.6^4N(6U2BPW52F-J!\$P/Y3&5>!)2)(f4S_12@*OH8!@\$_ @ M1.5^9J.9 D
fBNU&_!f6#+FE_&8!FN!=\$7P3("f#C0%5&F=%HBW_FWPX5
MJ&%X<_0L"~#RCFZ^S.RNW.Y3&RC/B1&f;GK+6(!&CGWV?J.=J2H!^N!) M@^O!N !NSA)T!+1H_C=:fL+2
8X\$&f!\$?GFC1MFMR_8KU!G#BXSMU'~?>/ M*\$P:0D)JKK3>/fL">G>L4FZ*#"DHD3IS71R"9*+f-
fK^8G!HfY3Y1Q;DI> M<9X>JLIZE@8!f CGMM!R'7P5Y>QST+!\$)V?7!NN?W=AZ*UZ!HPM08^8
MT0HJ!02NRBWU74_Z5O;~X0(M_~U6G2;\$OVJ:C=IOD78%9:N<*H*+V!V!>9U_TFFWPV\$!U?7R>f5
MB!CfLSH5H<8A7MT!B0DS9UU(KH_!*_?)7S/R""2R.!BK?&QX"2503@T5_M5T_!T1fT\$#<_4\$!BF3/I
MN_/5NO!HD#OK)%*803&G)UTOCV7P_BC-Q3<6(f-MRB6!E=WSJ+2^AC8QEW+"_FC)R?F M?
HKYfHP\$JN=W8TNAUIO39.YGV!AQ)C4L.U.U6?>K(C>f=\$TCVT-"L!A7_MCG\$RQW6N7*QW!&S&f-
f^J%=>*V^EAQ;f5(#%<#.%>8!&G! M*f!~8IVML"J_V&S0+MB).XUU1=;F^=>88SF0R!@;>\$&66*;\$V4D(!LSTPC+
M#MYVfDA_3RYH88!3K2F\$W3Q(4UMY-BHC"JWA:VYHA6f>C!STY6WW2L M9I3?^2AP/f4?
+BG!MJJO/f+.6E f:RW*~3IKET\$Y"9@Q4/O".MF@S>8!= MOQ%H@f @>IQ+(X_~4H2X'R_XV\$FC@K@8L6?
4V!>SM*~L!K&AO-3^?U(M^>f!>_Z@U?2.DB_~\$*_!C6EL^RJ+MQ;AFVR7?I@8=78^<(W 2M;%C42HU
M!9E^~.fL+fWJ&R.S)!N!Hf?NfE2X;~MH9R-PANX"~N+8N%;)B?>+
M#HB0UD9"*R=D8;MMPFX2363^867N(CSSI^UN!Y!+XVS!>IH7;X3RE4/ M4CVPN^RR9/H
CS&&2GKF)L6 JS!f":12%>OOP1N*O!>+%;S&A8.4!Y.ZE.6U.+>3NR.-C SFZK\$S/M=4 AD3^X+7>E9.^0!>
(f!>T!^?R M?/GL_XH&EXJ>4^+Q>6*.Q9NLSQ+#+fR!f)_KSKAB" M3UE1QTI "f1-1?VC!>D*"W4;JY%M;77>(f
fCDJTM MTfW9*TM"TT:TW>C1_R4K2JQNYK!67AX&G!E4*KQ47W.@>).S5L!#R%ZM?4
MBI@2.MZSN.14_%GNB/X3"=#AM.)XRRH*VKFZO/@&>NF0J!f84!A1<UTXQ.MDWT>VK+
EV!2=#RW/O4&B>;9293V2T0L'98PKOR_ M4G'T/fH+@_fY^92=)"Y05V
MQ(GR6F>_f#0EK9S)HP36!T5T1GMI9\$TM\$(64P RY"~<)D/4D3>+!T5C> MYfB
B(fZM!\$0W0^B_YW(#S3=Q>f@_KF>^N/OV1W!A6J>ODG'f9!E9!2="9_BSLPH2!8?L/@_WXC M44+
(#M/KS!R;*\$B!D1Z+C^fPPK80S+>+K!EH8+&\$ D5@T(C.O1_HXXZ6M41Z3 MR72;D8DRB=R/Z&f-
V7KNS'f7O&&8U>'SH8VE?X4WHS7B_2HP3-Z30B"? M6_L*K!&fSL!f58@_H&FB9\$Q?
MNUP;Z5*_CO"9.4MY5+6%8Q)1^#)f
MT@6W#QA=C^Y=3MTJ!R1YTPG^F:MQ\$ZU"069W*J#4N*+AO@7F">EYN>.9 MQ<^U_90_~7'U-
QGx:9_H3Q>#MX&F=GL\$H!NF00!f\$-0&Q4MZV@~1(CY_2=H!W.fTUN+RTWfL<0&f(HPM)@SHUJK!XfJZV~*
(fOK)B#0\$RYI91<_A!9Q;+f0 MH-4JZ!@_23_8(SKM:\$P5&-YJYM)A6D#+Z.S!#GQ7;K=Z!P!Y5CE.N(OV59 ME
9^HTW((B;A;Q\$#9@1AG*~Z!U#>@+@!_%>=^M?/ LTRDK^L:=?(NfH8>8^4F!&A
YSf!CN@78HB\$&~.f&22^JGfY"VLH MU6OWYHOTHH^JVMSEW%FI
5=2X:T!2A%XUM!>DO(fTW\$PJ8GN!>9!K'E?>S MB>#;_Z6F5K\$O&f&H1-C%*F;>f^VSMV5))7fBJHS!fL=!!>!
(1A70"BJO_M\$GD>7S08^S892JNT+(7:~?XIE;CY.94VW!N4"7VIT=^M.WZT9M;MfPY92J/HM*P>=;
Tf"/TH!>DS>(&4? KWMA614?_3V9 M(CfJ5H!f05LU14MS^S*7SD.K==6SV=#. ^Q(C-A3YN:DO?M
M;^@X;C\$P=;Df9KXLAP&5@CE\$D878S.CR"&KZT3^C%TI8:W'D\$!D=F+;.80@(\$PK6)Z^>D/ M!4^O
VAY5f5C.W&2M/Df:~3+(Z=X;f!%+fM\$9%J^fV4.S)BW0<2
M%9fW5AX>&M(= Gf7%2^G!E8!MU"AN5*~TEY_>BKZ?D!>9@DZZ!<@RC!>7fE
M=!!@7"~+fQ2fEWG>0F5^0A4(ZH!S.N?Q!&C_P">W*\$S.7903%;0"~PSO2!@f!\$2_0!5F\$&2O
ME+&RH:TY1_Z0JZ4*&T0%YM&7%N=B/f!GK>LNT^6QX;P!YL9G?<4!EB76? M&N0MCC0H>T31BMJQ%X/DI
MU.2f3_S4>\$Q+=J1>&%TE(*1#QTRTDXY+M"\$PRJ.-!>:O;0Q. M^E33^<f f!fJ!WS!~JfY%"H)XO)B7.fD8K!W!-
~RLC:#TfQ<fJ^&A_ MD9U60&~?W39fW-7;BP1Z^3fUO^*9<M%G5 MV&>VT6f<1\$415.fP&T^f7f8@9.AD72?
E2 MB5JN5!#E%@%EJX=\$^5XS>3H*72;fCf3(SG.M7/f!fLC#^N_#L?#7fV;).!% MOVY-3%T;6G!V)H!@B9.#*
X0:2_!>LIUT7>V#T'@OZAFV7@;DZW""*~XD M?Z@8Q@/5!T;4K&T#++1@D%S;Z(49f

(8F>CF20A)8IH_BBCRRSQJ@RRZ M^:C@LT9N(!!,+QJ9>2 N3PF/EM.Q<'(.9HQ)2?
X)DAHOGA[KAJ4T>.'QP*.4ZKNO(@8 ^ M/+H1Q8AN:9JZGFGH7!Q#XG_6'U-'B5V?;:'.86DVO (->\$1'8D
M120H!1VBNP'VIOI*XY>XA:(K^V)I0!3K'_PUD:#13WM(INE-8!:@6.&XL9)@\$MI MKT@
I5\$9,C5\$0!0!R_ (7R@)JVG_#J+.\$%U0QTZDJU/KI60<6YVN#I= MVMMAKP=\$L-)17A8*V'0 YHHJ[PKD/I?
GUG.?E74U-&D70_@MO@ MP*A2<.%-S?0Y(\$N\$H<7JR#QI@_*2ZMI@N!K%QTN56:S02YG81I^\$36HKG
M:E_H9*7)7>K40ZP^10.)KT6@AR:(;)H0U=3<(+SVF0TYMW=2UVU'V2R8/R MJ" S5?88?X9XI(3(-
N!S!\$RD%?I/O>1D:>-TOIMAS!923C9R4P%.7!14 MB
B4V8:>0!:=6\$W85;_64D)OFGZ#%8KW:2%OF*:S>+>=^IFND* \$">:-3?P< M(4!
(A;_!>S!@FX'YQPU210215090EX7R5LR1(;)BRVU=7+#+@92!=%F#F%
M!:#=&M<&M:J!7\$&ZOR!=A*70=\$+HKC @EF(\$PWW"Q1UUB\$77/*"/RV\^? M11&:I_&!(6:G'X6A>BB:M-O1!
<[EA/O"0N?97UZ.OJ)U: M+433LEIEFY!-!>9L\$I=<6R>SL:I#KIKWK7'5(>+1PE(:(YX*JD4S?T:P28G.
M/NYK0<3M>F<\$47LT(F<:<%YQBO5VOF4_KCDGR4CX[AR43Y\$&#;#L@9%*_+@
MJM&BVABZF'K@CL5:>OIG+6!!(XRM4?QU65PBMFV-L_"4I2M:0)TUN3\$ZZP@IEK H7##&L@4*M.)I+ M&BB
!^6DX_DH'.BUJ^0>I83N&HH'P:\$L4ZV6D?)G_-G>9L^K
MQ!:/_@F#\$Z,SQPTHTS:1WUZU_WHAT.I:7.9R.GYFQ<6Z!3N1JFMN2:N*R 1E*1(Q@A<_C15T4:6!
(C)1&+!KXOC?7MN%QLM7KITMSXY#Z*W MN&01A=V(&X;U\$(28'0T11#%""^&UL4R_VV+Z0:K,^MG?
AT!@18NNH'2IX>EL/Q"/(S\$1P_V#10!-M12>+*4S!2M3H#>#=#Y&7AL.O# M>TCBHJ&4"
<*A8P7%'X&2K>N'N""0Z'F!6M'!+IN'"+*MJYHH=0#85"4@JZ MCX-1""UUT_MCE)+ZC'3!%>AMC@3XA(A/J\$?:
Z/G MOIBXLV-O.8<<=<) 8YZ8N^"IBZ?6B#N@VR@!F'0! [?5E*!3)PNSMJTUH38 MMJZN#8>'Q+
!!:"DQ=\$X^KAVT_<Q66*ZIL*20?A!4W) #FX*_(VC)M_-DQ&=&6WM6!060".Q2GFR/9@@"K/Y> 6S&T%F
X*A+BWL.H.(G*08IU=6.-T?;@J@CS&DA@N M^6&#%_8O&*>3CVTW&Z#2Q0-?
R.9XF++_NUO:130NK7AX(HO:WI<2NPJ!:@K8 M(_)"!^Z-
\$5M)@.U*ZH0^%L0#DR>>KL%6!ANT@GQMPE!S6GZAW5.D.%!10Y+
M4\$;V:/7+X<#GXM^N#YWU_!8!M7:B_SP2O4E!2.MKWBJCXM.JW0V!S!E5D/Z MU!0=)00ANJU")-
QW('HA7X&U9HKW:1?Q>NA6!(1M7:IEK_-#K-+ \$FN" EZZ M+!6HZ*Z7X_D;DP!S3_ M6B!IJ77)!7!PP-
96"!AXA(&+47Y)1:.*>[S*!0^&6(\$!P?CJH3SS3@7& M*\$I15<^0"/:"N)22M\$="!
HFEQLC<15MPJN41%(KXGSB&*R GU>&T") MXH!)P4!B/A3!3?29N\$84;J!IG+*IUMWJ!8!>L!SG(=/5\$G?(5R"
07:Q^MF* MRJCM5C/B(SOI+GWN7^&A0=NJOE_!)"D>B\$UO3C;1JU'MEN'JBA+(-!A2H>
M*4Q!R&.G%Z%=8/X<)7L.W7:LB=KS>0P!#JSLO(#I.*G3/\$75^"1&HTA!K
M#5DK.R!FS*_>K9B_L!HQ!W4!=14WR_7*G^\$TJ!ZD-^4@63;?RHN@Y03 MZ\$HZA/
645@3V&_T49B7L'38K!#HJG%2M8_!IB&1/+<[Z\$@%_J=U_L.Q0
MV/IS#A.N+W<#LZ%J0E^Y4R%P/CU98CE!3.9!10\$JYZICR'?@%:PR2I3#?H\$/
MO9#NO7)5@M@E>T/KWV8TX47E#O4EXP5S'#EVIN@F_(5XVU.I28WS!J4+MWA6O-
2!6Y7PZN=JE%+L/BH!K&8 M'XDKSMG!2.C!VG;[G?LJS*!D58J38Q62;^A1F/1CG\$K!KS,N)G20_@!P
M0*!04_ECA^:A%?^0:Y!H!V>.%B=-ZEO!YK_:C!Y!) *V"7\$F3BPHD@_1 M!9CN7K8"MXOX!_63F?
ML):H8TL4G%?27L3(3!F7:WVCOP>S*=ZW M?YU&_-H8/OO/QOF-O6XS+!7QFT:I?
W.E81;'5Q2_2Y6XLHYN>2^?;\$3\$.XS2,&9* F#*\$MZ\$9!E6I+>?DZXR+TFS0>5T! 1 M!M,8!9;=SFPA
XB"/^<^7E"-%2+.Y.Z%YN6(_ZH*M\$Z&"B?(ZL'V4;9^V_M MJE(9@U!&O&#.WI@L^-JRCXJ/D9GD-
H.8HK&OC=Y!XLU)^!T?F7@W(#+P3DB M"7S!33_6F(E@_*Q_+!0DA3"!+!-(0!&>P'9A/R\$%>KCQ\$Z!07K^>?Z&
[TZ@_MTZ#)"<%CO:_H)!4#5XO_&D'M^*RN!V:HEF!A96FF#O1Q-N_<7L+98T:M"^_@G+1!J/Q:("+)NL;
<^!7C\$2_UO_L*AQ!X)Y^?HAJQ@E+UE>^VW2!>U_-!-9.Y M!2J:Z: ^!5.+0+2#.EI^1?T.=Z4UL", M-VY414_*
X!P\$ZC,(HB)+?(O\$R.SJJVT3^8VT\$AGC?UXJ*F)O!:(*, MNH!
Q)BN#U/Z@%%,2#^9C.MK87Z@TO(P8WT^E1=R40MJPYR9?YP0Y*! (OU^Q MH B(6'TH!3_A_?M:-O3GP>5X
KZ"EXL5!Y:_).#SR=-[&C:0?H+/_MFC0\$_.MIR'XXBXAKW=Z_%)5M\$XGB.QWQ+XR.GQG!2X?Y'=36'2(9T\$3G1
MO46+.W?;I(OGC%UE+_BMQ(H_O"9)X^38S4)D.X\$!0=V.KI!%W5(-!K\$87XN-MX4W0 [ME\$F FO1-
A\$Z^SEY>_!;5(3UIU3CD!ISJN#YS!_L9ZX4JL9!/_! MG9F_!_>MNV9.3&LOQOHE'7#Z(+L(7;MR>IN^
MAEG(ZNVKLT9#X>-/X@F>O>IG#B'2N6Y@!+J#-3!OG&IWHY_?O%RL@ZB-'VVO-M;*FIO;H:U/M&)&RD5D)VI9-
B\$@&TF^Z/@?IWSU12_*TBZ)!#Y6Z(@4H@!Q M6&1&'N=4EJ.*TC&
F@J!0)V+SATG&OIC*LM;5!9KGV%YTF@P MGG&I!2LD=E15X4\$!L(G:>5"@TV>HJBRQ2G
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W""?9C@*!R;U=7NNH5B=(.PB0&[^Z!146X:U#"5OVR5:S^DH3%14="/KN>^
M6X0BS2:/>NNGIL@MPS:).9H_DPY\$[Z/&UU)&4XZJH(0+Y\$ F;IE<+XY=1-2SB FI?EI< 8L!HF?V?C+Z:-KZI<6H
M8UW<_L?%W#Y!7MD1&^!4I&.7DRJ=WR_E^N>^ W>_!MH_!496-B0-! MS:M9%UI%
I3!\$2_YDLTQ!1>"92^@_M\$3DBH<_%U8KR3UC!W0\$2N3=/SW3_@ \$+4%/->1(@%W!(*C\$WR5E2S!&_) + ^
M/T)IG5KZ*DBZ#50TQ3!33!P6^L1-CKCZ6)!7=9KDR3_CJ?*_+!\$#+OLOAHI
MP1HRO4JDN#M;+Q:Y.*256DHE=-J\$+P6MI69XG2_>=> QG^_+I3^*!-G_6! M>\$:CDPV3.@R3K4E^6!\$/MI'-
L=EIHLE_39DKVGU!+^SPTIU5+9H!8ZS_NH MW3TNH7!U:>&S!O_L'^<"8K_:V"69X0H: M)\$"-
\$1.DT@:R+U)X0\$X!&<9T.D"AF8#CLK^FA"!MD J^-V MD-08OFCIDLK2A"5
MU)G5EP+H5PN(Z9'=-K!PIW9DB6B7:H=IF?R735K_*T8**<#Q+%;2%E5'W.XG62\$A M*C5-CQ9)
%O)4\$ \$CAR=N7^30?(ME/_DNFTD8Z!E6GB';S/T&IU?I*CL>Y
M/O_#_W_K)6@L40+GF@B_"E+R+GZXFN*V/TP+U0099\$NIR%IUA;7Z;EK_#@:
M8!7S24RD=-OBS&2!D0P!SV.S5@OD:.*"R33Y-VTS<8(,) MCI#0G7.8BL!FCS8""*=-A.V.Y-
3X8NY.@VP.F!H2G!RBJJ6URK#(8Q@^M/P MM;O6A!)"4>W.HYR>ZW(//4T4CUS
MU!)#UH.V!H!Q@XAR:17#OR.6!G/NW9Q3Z^NA*8J ML\$!4R3":YSV?V"-8DHPL)US!
(NPX(WU!LZG)!1PY0#LOPLJ:O\$)CEFF!6! M!H@ZRAOQ!5R.*M.N=C)5C\$!8_FO:H4%@+H0!2;P!M8WPK=?(-
!\$U"JG#M=\$ M=HVYP#ZN)TO\$VGKVLMT?RSPMQJ"=D@F5W4+D8J<+B!Z.X@ZJE(=17K_(-
MOY0Y@TZ/K0=1.KWU)X_!"\$), +>/.27K5Z)#AEUMWI5SV!
MJ62/XWEPA!&X>\$J;"=)!R3^7L/XT&S8.&"DIV09/JQ_VBP5DJ*!XX-HY+ M0EW_?
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MN:E!%&7^<C(X!A"RDQ7(RE;J=:/=GX!8'C_07V)MAE;!CB15W!DHO1(MAFA_H8X0B"!L=(ERL>O/Y(\$L'8+YV)L-
RT' C;V!H2=RI(=E)RR+=\$=QJR9%")_5_"0" LWSTT_-62EMCQSQ>IGX=(FG?_L:YP7: MB5=
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_UJMQL!Q4WD3+S!W:4K@2!5YD:D!LAQB105B-M-8?20KM=/P@-
AKRVD)KBZP@:TT/_U%3!AWS=39_94AYG<1KP#4\$P%:"R-! MJ;@K.6*VC:V"C4SYI
5!KRNY5WVI??>ZSE:V4WN_4NZ2JMZIG%(T:Z6'Z>; ME!5%LU:<7! J\$:#Q?T>8?
TO5XC'JPD(C8X)K:MSL!U=^LX^K MRCL7?)42W2N.'Z42C?RS39^YKIF\$ M
HEFEUAU:2!5@_!"@@"JM+:+"IAJ754Y6%G"%3'ARG^=JW9@:L:G:=\$8^
M+X%7.BAP!\$MM+2DXR2EV!LLUU/N!>[?V&ORZU)= M3>UUA7PHX_^E3--

PD\$; /)IV*BQ@RCT*4(7?P+IGVLHNR6IS1(L)*>W64MF?16(07:0G+8:3GM'B;J>8L9&FIK2I/XPLR@UP^8-
W"FTI%>H=-M^IP4/FEK=-B_K_K_#?!?/DW\$7L%(&N,F>DRN/R\$&M_V9?6I"#KPC19!M&B<>
I9)89XP\$S@CE&R&RROU&OD=YOOT:1%W"SOQ\$@^S!MG?JB_GP="(L)B*O+;>"ONH3INL3I7TXRKAQ-
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I>6AIH!T.G;:OISFO3^~\$JEA76W)IA8+K>2?;9F6P/N9>0NQO\IX/=M*
(H00\$Y;I&8SR+/R7%|S5@IBEA/M3N%)Z8\$LPWX?N?Q8PF^O*OI\5D M(H8:;LH)-LWW)"M0O;OI';I_H@7"
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M\$Y_YGE(OT(U)V\$V\IN%R.MA'ODI=,PIYB6/=E)=_@*/HU\$K.42W:3#.M.M.LH6?
EP5I#4'EA%AUH<2"RN"WPY5W*G!8?K7586<6=JF \$203.10WSQ(OH"/+1P4:VXC.PV#F M/7_1:N>;SSZYTL:8_%
(ISQ/?*IX@=_Y_)5Q7H(8:9-1#I@S(2+3W/#EZI;I36Z_8B\$/'Y M#_I7^8/#1S)^OP+S&AXF6X4W2S&1EB:I
-8'XWXIAGT.B@EOR:UC.50"YEM MAN3^58K*FDZ>PAJZC*XU)IAGJR6T&IP: TQI?3ZIGF5H-IEWOFDASX'I
MFWL<I9 G(OLK23G9A?I!00N_+I/I"/T:ET M+ X.*Z18@_I0*JKD)SYLOAT^ID.&\$M*J(D@!ODUS#;
HPC\$^YR=V MNT/7H!\$HR9%~?WY@T.\$I58.&0\$WGCJ6 M.&XBN+1(1MJ-Q8GXYQB&KMFKNXG+315'6H:3?
79ALTMIJ4)H2 M0UW/I%KJLI_E_06=84^~V+QI09"BI?Z5ID1\$0:03&UU0J)BG0I?Z3U1 MD")50\$
17220\$[J+)=)2J3W%GL\$SD@I<1UJSW/WNOLM_>_>WOYPAIA M.N>8IOWO.WZ_4:U6%7&
(K#*\$4XK/KS.\$01L..S7J84?<5ZTN1SJ7WZ>|8LX/\$D?IOU3QG\NLI=OS4U' 30%VQ MY?
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QNI,G='Y22;5R3V7)OYO M/&+N9WIAH1.I0N'/WJWR)KK 6GG34W07I/R3'84-\$M5GLTIYBSCI
M7IG+IGP.*L.VU|BY*AK>3#_O)HT N:|H M+* W(6I KP)V_-'06YI4..Z\$2WF<7HS0DAW"@I%"Q33>K34:OW?
U1735 M)-M FZD3#V4O2Q0KBD3;|B-|I;GH*H.@2:~I M\$K.E=AHZDL5\$ _OS1)+%M8"-PSF)
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H.\$/;\$MAQ7I7O;R*.XWGHG(F15K;\$.E:6Q M^?Y4C?>%G8\$1IT6"~^J=?.(E'M4-
R17WZQRJCE9Y(Z86>|;#1K(OQ5:~% MN&NLPK|XM%SLN|S\$26C_@W9\$USZY_\$>|;0+I2X|A(C%."=@=
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<9:BD*&.E2' U.9=* E\$|U=5|N\$88N2TZ/O(M+4 M:FB^KN+;GI'T)?HX&?
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EP2MS\$7I:K|&GE.+M|G MLVDX1-9- GK!+6CFTIOQ ^%GIAM.TG0.M?C'^>|V"|I?+Q9KEPR;MF"W:59
MA3.8<2C'LZCAI95ZW>~*LIA7P4I RL>|K E|TJ;GYIE240WNDQ25RH_~%I MIZK/PQC^_QE.6XRE+UQ>BX@O-
_52 I(QRMH?Z5<8M%CLC@XE?#V?S\$W=W"9K0ME <6&0;Z3)'K Z=;JSJFNVA'N2+<*I^7PZ
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MD6T|O|27E.E@7_4+IN=K07Q&.K Q:LPR\$.CF/_%8FR4^JOE*|_2..#AX|M' M_ /+5V|39#
|Y.*4ZP^|PZ&~|WW8K)Z5IA I & ^|U.3+|35_17Z5#|ST5Q M|N1)K8"T83J? JCE>9@H|9)3=-W;G*X4X09,0X"Q
MZ> "1UG#~"FO-QNG|1X1 XPS'MOUZPCE@63".2^O^UN+^81VB5(NU7FCVDT<3'M;RD M%)J)-
Y.Y>@NC;=@M(GC:A\$^4" "M4@S3A:AO<O;K&9T6FCX*1:~X%CVT+ M:~"KJXEC69(8J(C%<I*)0;'04;J&?I?)9;X-
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N\$J=W"AWZY),2TF3>E6.J<|(-AOB@@@|GUP"L<);&E5;ISOI\$LI+;\$((O*)Q@'&"#V;8 M?APX^?
K*S_~2==>9I&1GR"BD-GX8P4?E<_9X|B2\$#R<_-E'#XR=ZDZQO."6LT,U|?)<0FEXU)
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I/ER\$>#:48O/RM3%;_W\$>0;7W.8U1VN0B ME8NP2UW^W-D%=(|E|!+0='O+44Y|9I&4%DQ"K6T37HN2
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;~>9 M|XLC3&-GU^/Z0E35H7:O"?MIOL:09|XEJ_9XW5VJ0|QS>&%N8G9W'QI|@1M M|UM &="OMJ?S@S_6-
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MQBZ\$Q;E|_Y.V<~;X3_XHL-YOQ))=59V+LINM^G3AT(77=P.S&R/34UREJ M7 M:13M;R@B5_~5-
8@;Y|F&S>)BRR.#E+TKZWPLV<=M|XHL-ZZ7N#E+ M.5@|NG6B15*2|S>"K@|I7^1I&\$?&(3?I-\$8'IY)ZB-|M1
;~>#|G^1=;0 MTV8E;JN7:0C'M01/18S=Y%~5?@5^!&7?;L_JN O@1FN4X|?
^43>&&WGCQ_(W*7.5SPX.1M91^\$QU|3F7Z+
MG_~^O70+>@*3%2EXI7DXKP\$4.=W#~!OTT.DH*.P=YR.'80F%T-O-Q:03"C|MO'YY8WIH"PRJVK_I
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MJJ#;NI<4@#7B+R_.G*EW\$<|PH-DEO M>2DH/I.?R;R@WYO7>YH|1I57W^FG*<1\$|<@+*NH\$;BZ-"E%?
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MNTC?I&>(.S)GED&39I-7OA|R+S'T3T:AZ)84NQ"~|@Z1|I/^N)"9 MK5WG;T&:Z6T%:S|2&4"K|CA5;|^3?
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M\$.HIW^JC;MKN:ITJ^9IFY;20!\$Y/APLV6I7)J&L*.G'5T)#W?(G# (#;GR M|X|2PO_0*3Q^5GEC7F
~@9I>FA7<|N7Z#>Y46_MX;U@P^Z4SW-?^I;9&8) M|YHTXE5MBVGPMVG5XZ4D???
K^8S;G.*>=_T^MEFN.XP%32A.Y%<3YO@U MEL-7*7TH\$X2L|@Y60I2P@.C.M|QSY.%&)JEET!%JX"DYD1*M|
|XK*IX) M_Z?S6C9V^IEN|JK 6.>@EW>(OU3\$28Q%WHB%F>2^Y|K.%_#|MZ3HJ MP\$S|A
IH|J63FZL;D#0;HIPB.# DM35H?R^<=N|W;#G=V^3<;1 JOFE JO! M1"*.S07P:0V4|YLC|H6U|^!R0T%S.E^|G@|
MIR?B+?I9IT1C-TGB7T3C| MPCAW1)W(\$Q"AFIE@#<1WN/(O>KY76+UI2V7>)D9NW+!2PF>Z?9BVD.#DO!)?
9 MS9?ETOU#JG;?P:\$|P#TIPDXZXV5<-&X#(A2P(I|L+V\$|5+8"-|MN@L*NW; M-
5J^4075;H:U\$|^_5^0AM|G9>.^C7<"F&#|!%48?0BWU177I M+*%2Q*ND|TT\$!%N|BT4:~I<)*SIY75K

J^X%='S081X0Q=85^Q^G3?Y M.460(VFC(2ZW526:A FATP: U?15.1.+M YT2,<= 5A188 Q8)EI?<*4).MM?
4)1\$1<:/3L*#E/AEO1#):EJ2"FK,ECND M K:5YY,**2CP^<3PFU:N0D^/N F7JZ:L\$ZS>)XWULGRU1(U)DH@3-
7L):Y& M#?19RE,^"OL51&1 CW78<,QWA:DW&J(Y&T^OS0PJG6P91QY5P?Y.VGU^ZZ M5-V>_S,1&"3=1>F-
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MAKD,,B;YO+H*JP&+VLMR_%+_B5:DQU?A1O9L/ MG/-Z4<90UZ>GE)FI&?'_M-/J1"TC<14 A__U8*Y1A\$N!ZL?
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M\$ _VX1+9X^%)D)A0LN^+T>=6Q-61GPTA=GPJD+ TX/:T.D)@<1N:1L8X1KP M1J1-
&9V(47)/QBH4G)6XP6.V&RB16LZ*B(Q9HP4*MQMYL=PCWGH'0<91'KP MOS.# U:LU^B\$H-
1V4K(291A:@_V+:YW6*8VH1JW" \$1V&@6<6HVVN17 M1P1:1=1ZK(0\$TT<'KF%3\$9>S.JDF@3D7%~
HEN".F11=#7^<1Q"TX0>F M\$-1V1>KOU+NL9S^4477//M64FK)N,?E@%&^_2N5&G*H*G(1T\$#M))M%~FY
MW3'Z'_OYS3.\$U84T PDDZHP'@K1G1157KL@PMH0:7S9K1C.ES1Y%>D>L9_P MP9/9Q^5RU_C26(<10>?1)OD)G#R
1R8^K^G:HZ"OK%Z-71.9EUU6_# MMWJ*~B6F C&RKQ:++P=RB3X^2\$17R:M.>EK5.81'M&WY>AV W>ZS9V1
MM6M'#TU:~@11-KJ%1LX^F15HHR T/T+QY1PG+V)1\$A4:\$8D^WOR<=>O-N MA61J&3'RG&YM&=)--JU^GS>)>?
HRWJ9M%J1(OU:TJH8XP4495:~WL6ON586 MW-<97PS BM^&7YHP*AOE^H7DN8"(&AMY)11:D89-1R?
X1T1"W(6L)7E G+ M'=)BHC"~1L1)/^M)+\$ _ABN@9U(8)UO6_9C\$?1!#*\$%J1J.FOEXQ7&<ON1#
M'KW+H1)XW7.PHWG'3F)\$12WS7J1M79PTA18@=1\$1P.B5CKH41ME+1.N1PT+P
MW:714"31=G.YO6 JY*J118WT)1%Z@.D-Z'BX211_OZZ?ZQ91X11/M7_101Q MJ(.=#BFY.P01:~AV4)*S>_B"+>)>)G5A-
QY:2%SU2#_Y\$%K24V1&@'Q<0+
M617V4..%FZEM")&1>A#12/53N7)B#K\$U&B1TGW218QKRJ)W0#~6TH'G1Z&6U)O17JH8EU1
MG5^MN05:K1A1PQ@A#%WK6VU4N+PM4#K1W*WIS.2LQR6"~#OC62AD1S+M'M1 M6N2=.)
U*U^D9/XD41Q11A85D1LN#5MC3B7P(G1TOU1EY6KL5<1%1F0>C4 MN>H)OPAR1-ID.61(T#")1+-
W7S^T7+2JM2(KG8M.EUZR)W 8G-XCLOHG2?2 M010W1N1\$(Y^)+U FZ1=%^=179.P-C;(?<14&YSY'28T4;OW;
#A010 Z); M31E ?#>L1C:D)"W-DK+1.3P.11 4P^&ZG=>1K5511>2Y5:1N11VXW"6
MZ=30)YR))HHV5MS8^X(41ENU\$!3JTTYH:HYV89BGU@0%+1JE:M\$1)M5=P
ME*1F#K4MP=1>*8W.JX=F=MJZ114SKL@JH^MA) &9:Z11.SB>18ATE#1H11T MV9%JZWZ?
#=&@X,+F4R1!##SW:E^AK^U3#4Q&_X83%8f:C(^VLS0:&B11VHC5H
M@%A1LF>J*BWGWX^%8XS%)>L^7&LN"7AL1J+MO117@K)YSZO185/62
M1E1.#BL/@W^:@JGD6E&&&~\$*^T#B=JS(K-#H*LC6PS37(YT.G49S/ETZJ MJN0Y3+XAN3=U613 Y1S-
T*=J_1#1.4WZ#YIT?1;=\$UH>.3D1(*)+CF1.TNK MRTH8@3>1(8\$>404U0.U"OY&AYAV14U)S^0(9+DEAD2:G'6-
1T.1HT0\$E MMC;#~9J(12X11)^1FH99^6\$T06C0&(M'141*PS;+5Z8QN-L?~NN?11 M5.C612X+1A>W&75\$8&0
1P1188S#_U%)>=1 R(P:11O2A2=816*HS?=\$G9-1A1W1F32A1:8D1D MB1\$(BQPW1N&0E1;%RMWR
162>QQ1W+J1\$?ZGMFXWO (U5Q#5(1U5"?EMQ0 M%11\$X1+2;~<0:F2 M/UA";=\$1(1TTOU\$-
1KHD#F>1Q1+:/@>5YH=G7DDD)/29<?=%5TE-1G_X1
M"V1VFEGB.1*B=ZA1RW#Y8@'Z1ZX0^L2L//=&=HH/BM1B1\$.T6U15-Q=U7#PZ M1MLSJO018B +
1)95^*Y"1KAI:D"OJ_@G:@ROCIX?K?6GYB+V11LPW;BCM+EQYYKQ1^T8ZV9AQ*(%1WBL_1L:NY#WQ&
14L6)=XRT51)11.# MBEK1X%<1E^BAIKLR_B/9GL6_&.#T.OVBGA0-CZZ/PA11(SHXQ)?#YN_@4J<
1@YK7@%41/L^LF8?QCMR4Y^*C1 M=G*~6F7W01:~RH:~12%6OCHB14M<+.=F1E7XK&9BY^1<>R?1G6Y91P21W1)

M1-J: N6HM= MM4UFKZN64XN6R>TU> \D&!ATXN"C%,P>78=4*B_&I:K0V:P8Z
M4FY5HB*B3A,5I>@!YN6:>U4D:LIG=?L1!:\$=#6D7_++IP*7E\AJM#(HEV)@ MQFEP3!A-
"4K5S)S%1/+CT#/#Y6+7CR//R>X11@KR#5BX,Q\ET=\$> \6)=7UC MTBOV#KM+VWU#Z<\$(D!000D-MX12,
:K45QV&QKG)X%>UI#0H>:9H\Y@)Q MRLUGY&/O(HJTY#I%D;KAFMB-5NOR9\$TT<2R\W<(>SG"1H(3P\$A"!?
Q:GS_M: B<4732=3I/0GS>YG1.X*RI\RYV@ILSMDOJ&TE:4SZTZG?BY#D^?L:WEK3S_ML-O2B,(W?
O(U\GW95*9BIEPFG/Y8QR#K?U\^+ #G\ID9":?QRZ\$?M(NIT<.,\O(1&2' LWREGMI\T*4%Z56\$M:>=4L=IWU
M@U7J:&^7LB\APX\1=IT::M*727_<%N>8!\F?>IQGYERS9X#L:U7OADB17 MFSXZC2O7P\1T3HZX6
#L"C2_<8VC)2>PV3E_+*!+ \+=#8\ 3CGA&5%YA_C M9.@F>G'(4MJ'AS2B-HKZ.G"76Q-
=RU+=7K\^&UK\H2;+MW\1) M F)3RF 44X^9'(Q\Z'YTB0U*3Q"8G4XY<9O<,&UZ0M* MI@ VOI""\$M
JU(Q75R37.5-:8>?0\1/O*B:I'WELB@88W""^+ \>I'T8IP5TZ MO^# \K%AP(12\A@B4@YRY_/G41V=@N2K\W0M*
(5L4X9:R+5?&UO;=STY1EN MB1&TK%2=BPHWB6EP"@)#\$J76\K+Q*U.M_U4O/R)96HB9,1D YP'7(C\IY
MEV':U:S#N8%4 MS@ATHPG<3(9H(>B\$/Q8HZ7UJD8\$4-VS8-65\9Z55X00&T:O&)5Z7N\5
M::FF)SR\WS5&MU=GS;9..9\VARAV== 8,4C9WZY9\1>D:G6XNOZ:Y>WG:(+J M:R>SKW?
5>CG>.P\2_ FB&B51Z\ID9U2(X\67VYE673\54<\ZGD<&Y2@*XWP:C M+4P4:TL)Y1V3#?SQ\$AN(V=?K&?74657K7>
I%G36&83&6<) _55UT(WXHN_A 42%\$GV/H:.*5:6(AHGCZ3E0,UENM MT\ LW5"\$Z6^LU:BS2L*!#D.#(T*"0L:;2,
(P\B"E.#W&ZGW&H6U=(A2RB_M8S<%OVC;U"=2\@DY\9=WI BT&MFXX;G&"@X H\$# 7ZL^*P\JO&;50XD
M9*6> \#%Z<\(\,^\$Y#&^HJO%S:G81=5&%Z2<^EQ0+ *%*:O\$6E40&56WBSN' M?SRKEVT3%^AEN?
2WH5PQ\!\$N\#*G'8^4# =2RU^B YS6:\$"R-TH\$YM MOAQ\RYGF&G-&31\7="HU\2^E!5OJOC4/?W87\^WM2I-
:%=1K2 END;GO-0^H3@ \R*T#U% \7>UPS*X6UOE%0CA&%(U\GY=);Q7 M+< \X04B@^1Q1#6/\$HX
"7:X=S5WE)OAB=1L0\G8R'2\&B<*&EYH'0-2D5 MG:W_**(#2"D@<Q:(L \$0\^K0981\$12
%%7>BW42#0UG7+9F> XU25ID=M\SL+9W?^VL4#?X;*W3> \KQY9\$ZR-LS
MP_T.B/DRL_M15NP<3,F\GJPD>A.I+&XVV&33@_ZM:4ZU\5@N8+4_?8OY3JZ_M@GRH?@;EA,K#A2V=AR.I_Y'F3Z-
C>XTQ; Q\:_+ /SW)K@HDOMC"ZJ&ZV? M*C%\$Q\$K)! =&NI 9@ "E,'F.7&^!%&W.6K\$C;:4E;=+5LCKWXQ\ "25*1?
J M+VK1OE F:YE>95APS?+LR%GPA1A\$T;=*>QQ=IT&=>2=SOLV9)8&">SRIM M8UD>%ODD1EOGW67)LT\5
J31&X%'0051-#O:I&& \&@*S\FFO#^"21.:?W9U M'R0G\$#LP9I6\8PKYES)GS&Y)8L/S9G-3==2.Y/D9"-
C#PZ@B:W\ P5LO#DAY-RZHM=\$7:QL% ^LH*UE\;DZS;AS\#1W\$6M(W&B,S8WYKUP(JNPJ7
MLG;9P_M:"^2#&3+0-6*LWKV *24&HBK&AT(0EGD9W)RZ_(00_6*+XW)7: MP'3S,RLCW\3DJH6N
(H\G+B=+ "7%%;%8(C S<\$R\$PO(6+N0T7.B7B=)2U@PO M'%12*T9L4&%\$M(GE%^MSTHPWTHC(& \?
0AQ3*JFXX\ (L,+ \5J.Q7*Q>7.13 M^!2EVM/2ISTX\Q=T> \R:R.1U0@Y1?
\$339CE31\$B\G<^Z,P7B3Y_M:\7,0RMJP_5<43FR7LU\ \GP* \GVJV
M>:C#JE*>HB:QW@S>>41_ID#4\J3CEK) 14")&.6A"#6"R\3:6(HTB(%,-GG MF-) &F^'95\H9XJ#V\)_L?
%6%P.*X%*1VW*2)J62,\BNH 4QJE,4KHZT62 M\SL' *I7&JR"*>V/494U2_"% \6#W-K MH::P\ V3\
\D\A\0W\AAJ^ \8P6B M:K"EY+)1H=WI DTY9UJ^ORW3,=R&:9VT1&7LXV8.XM.N@NP\N4::X@U=-
"G18,^ZT,^E;F4<" MBD?1H\?12.& \MEYHU@^2:SH6=J'?>BYC<# =6:Q\Y\ \L(BUQNS YSQ5"FL@%ML\(^! :K\(
69A+W8" \CH& \JDR,RGONJ>5R=7V(P\@)>69 MR6%
\EU: \H\BL51\ \I(T80P84(+Z:05MGST\&=KO.9&PQSN@C\ZZ1S(9-Z1 M?F<4 5E2- \KO&BIQY?O^UAOM;R")
(8@TOHN64D@ \I'HSL%M<(\PM.04F2LV+
MG&3W247I=N2,%: *T> /*5+\$XR_+HHJ:3CY0S(RYN\R# \V0'94>P1P(\$5'Q./BY# ,R8O7((Z-I*PP
MH*+P043BGU'N\H0V)\HO18G ^36.@8U'DD6B%,9\$G0\SD*MN)--5 M.YH
#..QA3=#IH\$009:O\$WE)5\@_7FL*3N\^DPZ,G5I0L\$.-*U.1 M58:E8O7\&=IF@-M81,1(,"P?*#BW7\I_!
TB>+\$@.S+\$#C<5T' \>R=JF>9 M^2\1+ \YRQ\$ CP+_ :M#S;Z-2#QY_CE/F98_X=8?//KL2?Y73^/?73*D M_ \2)
 \@.S5\$LM(@\@< \JF'8'9\T3@UE=#HW%+Y:R05_\$ Q=&BQ4%>1,=\$1"% M&9+,\$7OR@ \$0&R\T'QON#&2'V6BF-
W.S>EE(\N\YY>D\J*\$I7@1HU.O%>3\ MBSY9E(^G:
)D9VTQ\N\$4N9K*D46LUPHN\4WE)U_/MGD,I'UTUCE9<2A.^C' MR3X>
\PM9@H"N#&NOD^T\&C.QBBH%KH#\$98FBY\UFV3#?(..0@&08)(NGQV%=L_.'K_D9GM&
'NHN\$(&W2J\$Q2=4NNT\$S\Z:."000THIXO)_9J5\0*Y,ZKRYZ#B-'(5+ \&EU6UKW9#"EP\1?BZ4O\$ (%L53M6-@:
<\@2\XP^T\4AUW3)D.& \0\Z=-R\H\O) M\IQVQC%2K\T\4T8L@>BG?8@IAR'/0(Q_R3&A6%.LE\ X?&%0Y4>U;Q##
(RN@92\QD\YO MP\$U+K\ (8R2\5.)^L!=10*T9Z&DXWK9\$ \YL5MKS'O-<NA7O+*66V<\$)M98I?
\8Y:1EA6N/TJ^_EMQ6:E\4 MF5;=@P>).\F\$)*E@L0PKG<(Z';E84:Y>R\ M%B-D5S8'=Q4\YXG\KSA4 M@ \#6O-
 \A'G:7\$R/9HTONRWGUIN:75Q#>*0^4:N0L&EP1R/L\> PC654GWT:MY&I
'R)Z\<5SDNH\$6ZNTDYN0\5_/GO&D*COC\ "77'3FHNM"N4\$) \5 M\CF\5#& \1ZFOM
N(U\PKH4OH'PTR*LS.QVOJ&&&4F\GS(A>R+ \=(E*+E@S_M@6CD5>+2T? \$E*% '6
 \JTDTRPGEU<)'6DDYQ>\$\ _FXFH01Z6RDC-K).A>: _EK ML\LCZ\ (SO09L?6/GDE1,PV<
 \QQT\ ^C8@)\@M'19\$ \5.9%U2\H>Z\$JH9_M3GH."9U<4\15HG(2Y\$LYIB7O42.6:R'9D\B0\ (6#\$@14OTC?1NNM/>-
Z' MF#A\$HB*LD+ \C(A2.= \$EBU^5%!A8RBE?F@2>17.SCPCL^Q\I90\$UJV0#O.5IM
M\QA7MF+ ")6\SRKF74*YEQ\&WHOW)S=XQ?GC,1KAHYM>#ZIE1TY:U)02/M_"%
M\ RDB\$ZP\$8\O7Q\PU\!U\$H,NN/^8,\$4\3_ #58(3RWX\0MA\9,+? \LFZU(M\JLG6TU2HU,>=T74CBH%FH?O-H<-
F3\ \$ AN*?7W250V_71>H5EXP(2\$ \< @M'66A(G: \7)8\X.FC:KT\ MRAVS\%S"1WP:39L(IVC>+ \H2HELL)Q>A
MLUQDF:IE/(> \^QBK?> > %H7EH6ERO%32-AKNSU=/_ \! \=A\#76BZ,8TF/' M^U\ M?GY?Z,O20QWDM.\?<
S5EAH9A(*) \Y&L?L%7A0,-UP/B3E4(,WH3W1CX-/1P M,6B778!6* \RC-F3V/3;D)CIAG-J+2DIB;=TVR_U4\$ \5V5R@ \$DU
M4\49"R(+H (-4;QZT9B\ ^ \H3%.W\11_OV M_ 2"N\J501PS'A\7ID6C_2*Z2&K#H\6K\VZ1N1.UOU
YT)*Z\H&=U_VLS' OX MY>NO"6"IE(0\>\$K1T@2M&=56>V0::RF5P253*=ULS<%2N\4F=5P2HC,X<# MX9/G-
W+ \$EO3PJ-94AGP<_G4>%K"+ \H8"@Y:30^DKC(&U)_H%6\XIP\036=^MRJ&8(R^<-
V+=96%3JZFFBMYH\A<%Z4NZ\H7CM5"DU+ ^O'L.B)DJG\ ^CF?R' \I3/U#4!:Q/46O. M/OLI> \!': \%01.D*4??
V+ ^6R736R: < \M07\H66+CR(E.\$).5'8.\$"7WZ? M; \V TYE.TG>KEG 7FA\Y:"EW:F\;6NO7
FOF_QX=10(GL5\GW>,+F>W MX?ZG'04+4?WND\$V_0SD9"DXH\ZV+ \NRT+?<2# \M; \$>L\5\$Z0:XN*0"A9T"-M"5-
&Y'DH4:145BK3#A#3\$:YWUBQ \?49B,5*LO&5_9EW53O8OTSKF>"4 \B M"318R"
'5LN5H<'LEF4%=%T\5\2"B,1U>3:DR?VBA&3RL@Y4) \< S1N"SP/& MRFZW\5?MJ_*DZ- \H?/_ #L^BGB#;/_=RG(2.
<= \R*JH6%#?HRV+XABJERY_ 0L;*/4((K*\$T622DQSMZ)QE06+OAD'E+U_ \$J 3/@=MR%YE)SG3K^Q*
(J<> \87>855AE>LC8T#6@U\A.QD56G*^N9N&%&Z0G-QGXS MN9\<%C@ \

X+AJYFA)M)T-H7T"19&:0\$E=(Q\#ELTUM9(RYG\3Y?1.FIDA8+9#K\8/M_)LEW3@2 MT.P+2+E-)898%L_U?B2
Q)EV-Z64X\B\J6)G&\R+><%^B\$;WNE>YH*5J\2!, M+TOYZD96+ \G"U\A"2AV85@8:VF8?04%.T5F(_@W#; /(^L%,6<:
(ZHJFM14: M5U8%& \J+?N)?DY72V3Q\OR @F/FJN-H6X%EL7AM>V#M\PWJN>(0=24%\$. \$
M>%1E%A9;"MGI,"? 12RS _UAE2V3?8WV-J P(+<>X^21'9+907MS"<,& // M""H+J\SGGW),6U?Z\ \$7+: 7PFN
J6#BDJ0_A54IMF8,Z'L; \0@_0?#D.HF M8XBV\$@Z^C14\4V:W*\$%R3V^"6\$ L-
EDHB)GLHXT)W%,% * @*\$30JB^SR\29\4H6SJIECVB/48HP1_N \$ \DO*&+H\$ M(2\%+3@P@7N1\9A5HPI31*X"&:
<%&'Q9B):9-96\ !@E7*8RIWPL19TL\06 M>8:S@06<<

(OL)YE.*EJA6D0%4HARP#19S804QCS77JAB/UL"\$!8R;#UH3-M30*KC>C^C\$U;2QM;2+V4S+_75;JT_=D2-
&9#POW&A<2EO\$4NNU!U,^GH+*U2J?%Y(16+!Z(%)NFRQGO&0M*.14QIX4#4IYIN MOFI!F+BSJ2VD@07P9-W
MTR;5(B%:(191?&T=&6!XZK!).QKWX\$)K*\$OFB:NR,# 8VAR>_E/!RL>.
(C:HPCDP4GS3*TXF_4C#=#@0\G(47#N3!91=>MXE/K MO5?C!&.:DV25,NR%47M!MP!GZ,,QVT/4FC+"PW-
E\$C\$SCP3S_-EO=J:D55 M"\$V!H!W951@!SHKE>22*)=K%K-J2!V%8UA"L%PW)D1SP<"E5@F7=,1!X,2
M1\$#EL0L2(PF!#8N*4JGUT-%4I0EVHVTIWHL@!H(8%* NFME68T5H!#&_>J MXIG
_N5(AXAG!BB_8>_8*W'3H'O_D!X*05W3D ELB!=8I^!1_ZJ "9;\$>\$
M;759;\$6H4CL0P9;HN5!#%O:73FRJ@B2AB2IK0#7#Q_C!&+,"5H39Z(DUL3 MAJ(Z!"M'5C6G2KHHH5)?
N\$SGXNONAR6*O_0JS(C/K*&#,%SX9SIEB-87(7^!X6^VDQR,-F"Q!&H7*>R%O> MFX1KU?B4J!-
+40F#T&@'0(O2IH>_9-J*>(Z
6:>@!7SKI0D?M)VLC%#1DU1V_H%K22I1)3#KQJ!;:R0F3^JE>="B4M+BM9H80^>63M5P!FY%#,I M--
!#A_.\$XA057M&JHK\$YJD:T&Y(S1+ MJ*(7\$ _\$TQ2-%K!EE3!S(HI9V\$DZJ2%5)J4FERL
M.FI3KT#OL<*KRA!)">|Y<^!JLJ/6D^B!F\$.4!>R+-(U-9I"18*/HIQYXFN=2JW:KJXM!);"?
QY6.^>!4\$IG^>#!VZOB15H09B?M0!DY*1G;X9C MJ-#<(*%GRD9M6*A0-!AH>,\$U"ZH.+F!
(4CF8%4QE6A)9GJC+ CZ"+L@56YX MA=2F;(4T-!JNO-=:RAIN0JZG%T7K!"H;YE?*IS=5^>0I8G7X46ELH(U<@!
MJDE)MOR82@!AZV_9W>%A<4K\$!C;,\$5<4=GZ*ZL\$&0AR=2R \$+\$K21^_9_39G_ FMC%-@? MPF!BV?E-MKD+,,
*ZL/C)H8A@H\$9D;*D)LN+E4G!/>3.W@H_HA-K.#C"67B
MUC"CRC!06AGG225DIY%YA95XJD92XIY2B1QSN!F+K;X!^:H.L.IW2R!V& M'+
<2FD8M*5M.Y8E_NH!=34#"&Q:D)H%J7C3VX+M;J8VX!3)5-'G<*X^H M-9!M5X?_JQSV!5&F6PI_WEN?
#Q7JK)Y7I@QL!9*Y\$N"J!#>+Y>)UE>J' R!5=9 M67=>
"Q@RHXA_3P+!9T4J;WRM2G"D*7."LI:07Y*&1/LV!)V9!49WO))5T\$!+JCF(-!^*#%2H6CUODE!
MIM*O!;K4JM!W4JBLL72>'!@V%0L/,:Z/&ZU)683^!G.C08-D5ZI"!B M=049A!N08L4EX+1,\$EN-
/!D<;65DCG!*KV67K=KP;G^H 3GERNT-\$%=4_ZC'
M*!HJ9V;.*00+K%"2#*H7UDOU2J:U:09FK;J!XM6!BO2DRA_7FA.1C+*!9M MD*DMDJ ?-D?
@O)X!)V#1F8EG&!S38E!<"AI49@0/J-L.M51IVZK+8^2\$A>? M91NUE3U"%I4?-^9XZ?6HMG#,,,=>.\$?*!32I5E?
VTC/7!>GX M3!AVKA3(!:4)QIY*L@AC71T8Y&#R+!+&<@=+Y%;801AT&*3E!SP!\$6E<&"@5 M8FK-L-V!R2!8<4@
V:H=I"!B86LR06ONR%#_(_DKCPITLZRP2N8QIX;L#\$ M6QL\$RBI79*>0 TL\$5OGIM"+!N%,,7N&PP%O!"KZUA
M.=!4!MA S.3HES"6_.!2!H0!>D8!8LB%006,4!\$(8+2!+!0OR&>@46Y(B! M1&.B626(&M"N^I*^&>|&ZLU@-
KJR4\$&+Q-07T1ELP2(V9"+KS\$MS66I*L!^ MH;1NCH;G0KPHACOM)YX6ZCA.-!-
H;5*M3S"F4HF!%#J^HC79>@,OK%?)0N M:ECIA /5/E6=CJ=;1KELW _J9!!(I709E=G% MJLE2?DFGL0B.
(U)0)XM2.Z!WZ#;,+0!8M8 M"" JDYP*FZP;+4.&L A8*TYCINSCK9H3Y5?^A!X=(3.^S)N"OOUYZ+V0Q
M\$7!HXA>^BIM;&JX!&J_*!F60=4*#JE!S!XH\$DFPE3S<5Y+J65L)NAUO. M4+D8*I.W...KU)DD'M#-Q!0Z4I@#W?
*2DC72ZX!YUD=A2+(5>#JKRS1Q0 MUN.H)K'.*Y(N!&0*A7PJCOVWO:>RJC==OMY!&PL"WPPX?P+7?;93,"P,RZ^
M;PI7L,3K"H>HPY7XWVIB=OJT-!H"8+FEK8<=<%)KCI%V0SCPTH"4-Y0*"
M+!N:FY0+;IHV00WYF+!\$!H)*P.G#XR!5H\$4W8NHSI&V.3.EH<3K:L-P-K MMJK+X!
MJ3^!EEG85R\$E8<IH1Z^+;X/(!@!T+CR?0!_EH&!L?CUFC0PIA@GL(_4_5@ M&39L_65_7/V!VB=#
HJ57!5;G^>/NM7ZSP<H!U+/_U+!S0 _MD3B+N0OX%T_1?
WW7^!Y\$MNE@O&I!9!8/^!SLO*9=W%GWCAZD\$LGQP^+L1
MJ_-E#P%ZS!4NH#RB8M@/+HKC=I2Q)5!;.*N\$O%;_!5\$P2K0)X1;H K KN MIZ+9!H@MK#%G?%9*CN=!2@
EMSO>D!J3(A%CHYM./740AJP.6^Q^ X3-^JE M ?66!5FH!WWC4J"5T=B!N:KSZ+VA=%E;<!)&X8H!3BBXM?
V8M*;N/9!^V M5!P%D.FH/O^9AN!5GJ!VXFXI+3.=@U7^<-33^:14;TS:@T66^);(VEKJ%7=(4QNR7TSC?RY9-
8!HNB!CW7S90BX1=D2RW9VF'6UDN!5UF_C431P!8 &{3=QJ\$YU M;G7!HUYX\$D?5M.E3%INH)5"BU7_2Q^<+
&*P2)>+!KX2XT\$1N^!@!R+5 M.-/54% J!%!"%0B;A)@*R(IT0@W=C^V116D>S-35K!>K01 M"Y,*I
<+*M@=\$5)U.C;KC9XJ38ZG"256;.4\$>X.P=2)V/#:R32<&%AK!76!
MS+A_V@MN4H\$HW4E!5FP0^Y.G1/Z8I#14EMJSI&T0DL1_5(L9!H62LE-5K*!N MYO>@MQ,\$J@
!;EV@L"\$"@M&S!+;_DEW/*SS-I5/B^Y G!E:99_\$K!VXP8 M#EQZMA#G%"<#U1 C!^Y9;KR4CR2#31S0DD! 2F-
QQA.X+#!PYST;C MS6SKBH&C/&A.Q!ERQC(S6_ZI/2P9/Q8W.\$M&;TF(P/G"C-^!CM6TH!AU27S
M7)ME;CG)#BE!C(WV)!K5X/VY\$3#/_!^D%U&!0G((5^JT0+GUG!^NJ1N5B\$)# M@?1@0K2V FAW_S!
TX+!+OPXFEL6(^>P;7+AXNQJ!EGO;21EE3P(KQB.;!6W0 M%PH3./!&UZF\$<2(*W!ED"DLALCTR2?
N_4\$\$.SU/X+YXC4X+U\$&YHEO9-DA MAYEC.LC-B?;FTI>D C!O@L^6E.\$!Q_VDT3 LCEY13&EB"IB,+70FC<"7T!
M;=ZO=AMR?!^&R1Y8BG7"O"U"FU;G;,%3=/9?9;+^59X9'4 UCR-/F499>CQ(%&Y1 \$+#!C\$;T\$S:WK92P!/??
BBA%\$D5EF ML!HZ(OF(8D FZF3BK^F_5U_?P8CT4";?2OB=CW!/7^0(I*/+VT>B^R-#2 MR).6Q001O06A&I?-
LH+;8J23)0@_FA@=9ME2V%N(Z9Y;FQ1_A8@8.@EF7VP MQG^\$66 !&#Y1*+8!SXB00>U9_31_!#>+N XPAK!V?
BY1P:A*B#;4.KEX! MKDGRS4)<6.&I-J%D(#A) VWXU@X 7^7(CNX\$?&L;.)1&V!7;F)FK&%8E MA
X&T9#W&WS5%O!U:9^R!M8A!|@0#^,OV M)7D.8T@MA(>A,I P7*0PC0B" MC_6L"Q
O_TP(V@.WP3S6+!&M\$8FZJM(0J BYME*-BJ2^AE+!JO*X-*,7.
M_M^V9!WXN0*0Q\$ SYKJMH*_H8:PJMD!!70D\$ZZ0+3\$5I?6BTB<*!Q!+?N
MZ<(^# ,T.8G@W4<+!="#K0U0LTMHMT0.5@U09=07#23_2;A62"\$QUOGJ9 BE MS!#(VD0RZ-
M682ORXLVHW2!6+ 4:=5!0IELP2P-AC.^H)-"N^FK.)U6V!2+D7!& M/*W;+<HT77?T%.76P#DE=CSS*XE&/7!!
Q.L3^N@C\$.8V,/,"LM6 MAZWX:7<(^L5H(#I2QCD!Q!XYDY^EFF"6W#+C)&'8Q;U.)+UH67RCH-H@H(#
MQRMD"M1W&H0T=(%Q4^<"L541;%Y@C9ESO@R#(KB5\$);!GV<8G&>05/Q'C/
M\$R(HTL!%#=#O5V1\$+2!%5E2X")9F<4Z*7!D)3(W*!W!EX#!F=3*V-N,"*N?ER)0!4/5_#@>E!;AH254%G!ZD
M(C_F5!@NEC;_4<_/;\$S1&0.#)'3H"ER+H(YW0LWE9"P!UDRJL!(-Q)H! M=<0!D+;EH!)!2OD4*YZ..+
!QOY8TXL2.S.NCSR2(PK:8Y2*ZR,ZL@9XB_(-M'F)KK# 5NHJ)7E96T/BE0H9%*8^V0SSXL!VF"HSYY8,P+T+E).KF?
1^B# MBR_4(KJC@>8W0 WB_AEF1>7?IUE>?OC_P%K0).LUTL;4+M#KY5AD0M_- MF&E/EBJ435^TO?
6SY\$!L!JV=7YA.C8-02B-GKR3\$WS^K9K M:X9;*XLEV!JOK5KBN@B;C&P\$IXC9Y>3+A?HN/PJ>
(4D#G'2Z\$1;K#4WP*P M_IH5L5O9(I^O*UCQ3*7^4PTDVA>*53AV(@HU:EP-
4HA;_!R;NLS368^XEO;/#SI75ELO3P-%1M.DN0(^U\$,,U^4,8- MB5IB5-2=2GX#BIA A?841!&<)C+NLC(\$@PX-
!QP'2H!\$!5O2H!" M.P42K MWR.I7!H!3/HM;CAJ=I2P_2:P')-I3+P7WE!!9-OKD_?;H!KI/I M%
57";_FN;AS4!OY"Y_#PC_#S'NGLB/KFL=-OE!2ROIW41S-\$QA!>W MIR !B!S(D%<#9HH9%1*
R14*JDQ=DDFICK(6P!9<*P/&R_4U!J;O"W/45#JF MPA5^!9W4#NJ^WU&)=ZY78H;97*7)5T&#&@*
!#M)C:QM5M74.A(0=<IX=%1W.Y M/R!A.HD9;/6^W5;58<24SA6/ESF@X^K@_IG600^<-NJZ>O@PI*2Z5=^7!<
!M&MG7K+S3QC?2MTH*UNMP\$=H7!F47L@,< M@3M^<EK9#.\$6G9C!O?_04 MPMN<#BBM8V!VW70+1&
MKN?PFTYKX.WE?IK^%,W!N8!DB/3^8R3PP+8V;M9PV@23;"35-!C:"H@ M%.SS.IQ8N5GW(B #
VO@UFP\$!J="L.F&0&8"RN7Q3HIX6GH*EO.&25JUID% MSV8!5H!4Y(&S*FDL#3S)*5>L^N0@;3T T5XT3:?
%PCYT.%!";,B%!)LJ?0JLH DF,&Z@&6R"=#W*!D3ZO%6 M2QF:75!AG8SYS@!S;>Y9ISX"C#\$KR?FRM%@5VDX^2I-
6!#N4CDDC\$8.@&I M.T+^P&K!*_13CYS?5% !D!FRB.1\$S<15<-UUF)O6\$YU.PIG"J98SCDL!CH!
M\$#@&Z52^_Z0_1=ZX?G_L_6A2R3H!E.+_O?J4\$NULHP;C!%A\$)^KQ!J MX#&)(E=S)FGHI&7UO^0"S!B%.HMG?

&=S;HG SYO+9R6; :065-1&L; R3F' M6&0.C.M6U5 ^-4S/1+H.Q\F9I; ,F?B#4H"2BZ/;FLL*ICH(\$7:J@0#V
MM\$8YL;L4E1P9HVD\|WWGRY CX\$?)>Y5?- TSF\ZCPY\9HE6FG=)%U8*; :7*
M;:3UPO+TK. "V@O.LX7HA\DO\$%D492!%-TZ\;Y=BPY1SU8ORV?=U\YF-BD
MH<=>TDM3L2S(7H\$J9916L2Y.HBX2+<3ZIBX\N\J=F\4L1G\K2F M0C\%2R\$EM*1T*JM(LT?&PP0^9BZ2^2XL %!
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M>%IT; ?+<)(I-L38O\BQ2*>H;YG&:!\&>ZL\65TN9L@GW4A7;)/F^H+!#EG+ M02>79 -F9LHDEEN81+
=|AU2EM^,=%?S#)3\#D6H4L00*<|9^L8\N+(I-> MK=JYS6L%CUSSI9R8RR.M+@\$@-^LL#IXJSE718?HQ?
JBFH%/HA?(/+A>*F=I M^5.D4C^P.&YH&33^HR=PVFTHB^TY#G.IQ+4UAE/;,\$5STY*FM\$^ST65X+6&
MK>LN">JBRW%<9Z8* L'L"C/V.P*4JR#JEKF<1 M*18DBR@.;+;U#XVV7J-I MQ^PO"W\U2-E0EOG@.#.\$E-L-
E.MA8>(J.BDU3K&^%"F);V2OHG\TG\7DBPIDF6NR<(9BPF(%RPOXC*Y6;<40Q; M5U)Z.TWNAF;
(J;F_N69\^5""L5/N^X^X1E1H^W\CM1^JQ>-47 =@Z7+-MIA5%H4&DI+ZP(CZ^DVD'=!>\$R*4;-J>DRLO-
15AFN64H%.K%Q?D&#S MID.13;DJY)D^KGU^T%;(H09#Y56#:=ARFB416JT3<*# H2GR#+\97SW4*5\$
MWJK;H5Q.BH^@(\W6!!0BLIAO-6K+U*Y^UM/J\41TB93TE#74/MRH^H>X^W6;+ M+>UW*\$C12\$=9@3_F@H-
200.Q(?;PC->"NH289^:2Y>EU""%;-JH9D>U;.&6% M?"T;JW-8=F
=J%L\$W(B@JCP8KHAVR<1HPKI8JQR.8YR:S.Z/Y&Q MK^6@PBYS4 U4^J)E1:C(&P8#5T3^Q+D6J3BCC<(-X*M3<+
<%-58?KGLWF57 MBOTIRT7Q57&,-Y4-9-;YMR(46(1==6<0GJ&@6\$Q1/#<%S8Q>)N84Q^I#^
M6-)S8Z3K)X\$%:A^6CJG.R8S.V<-DKSG.K5E#3!;DN)A0AQ%YE0L&I\RMJOKJ0;=:
f%)=V#UD%;J>J.BH503#DH8%K^J^I*7!MYI)-HYUF(XV&68+4\$+X6UF.MP9ML1(JLI(513H/4FB>55V+I.*D1%!"
<3Y+HTU5;J@KX.ENKH@?^1W^0%M)3L^EXJT?^N^?V0N_TJN^V\$01ZMTDEHW+%)N16\$Y4&@f&\$4BL%.. "061
MY4APZ\$JYV+KY-(ELIC7H@JPI\LUYVUQ9R9K9-36VY-^22VY.PIT(L-%E\$1^S\Q9A\$FF#0^T3Z9O3J9C^(@X-
Z(7V/M^*TS#RUTM\$EB%\$&-'H"<7>L#;+8;?A\8@-X^+!&/(D9)Z^VH\;L<-<8?F MTE7&C\H@R^2I-
\$+F=S\|/%I4QHOB(845)\FV0FI(6)W)U^3L^M_7W@? M+|Y|>O_A^UC;J)ANNJWQ7N#^Y^;^!CGL+EKCN7H2\U;|
(\$1EL:OPF4B6Z#5 M^O^J0\$LB\CRM\XT+|H\^2V\19?TTP&;78H\BX3*=OS\$ F\IXIFFG>TGX
M#);JLA8L%NYK45J?V4^MKR/^I24\N(S;IG35D&L;,>UB0-MT67&@8\;2(H5\104\XP@""IK;5+F<-
K@ZHL=WR*P#\TQ66\4^7R\4^?;<;M;YO";QC(JK1+9\Q^+Z2S5#J\$B^5V\!#1(+L2\$Y^!%F;79+^7XFPWRY\Z MH
C^O\@LQ,\$0>0U#(=@5;0H;ML\!@4H2;L5H45H+EL%="HTSJPIV\K%0CW&58-6)K2.O=, M3;7HLW(F5
C^59G0A;L#V8YR&J&^"VJ2U^"|J1X\$4)Q^<^GM5\;.*<;1F5#4CU^<9%Q9\A;2<^I
=H97*!%N14;B@5F^KPSR.J\@+B-/R*NS\I2Z25UFT MK*+1.GQ?K)>FS^V6@*HJ?
ZOTI)21U4\N\$J%E^R3YK4E\$044@XVZVJIK(^MBG96\I)7K2!=!(B^H9\5%8?;KHQB*F\IF&F(R-
)D0P%1HU(^G\A&JZF=AN27 M)H1T6;+|^7.9N*1>DRPKM1J\0(R(D)7NPX=-@OU^/_W3+);J. AWPQ%%&T
MF;:Q96K=%P4*7B5S*?";60RL>8;ANREF1%2^CYKG?
9(8\$PX=P1G^M^MB\B.UMD\6;AF.ME%;@DX\K<Y4M3P\$E^)!6\!/"*= "7I(BIP<M(;7-
AG\$;0RPBJPZ2DH\CB_H2;*1>&ZS9>IAS1%O^JUH?5;.&N.Y M7 E\$;<|TJW/N;:6^8E<|X3D(T%JH0^!U\^;D&I-
/1Q1Y^N DN^@2; M\$7/&/(PC\$@SEBV=)ZT6)7QB+S\$;046PF\7IX^2SGU8""+%W# M.4UD(H.&^S2#2?
K25X\^;UT^M\$;S>P>L="^DW"">G+\$%10J\;KY\$40Z%6(M.8G@C.L\="YQF>\$D)T;V12NC^E&%2^Q\I2W3=
I4.9O&18(j^#8EKPR8\ M^\$5&650S;Q^3TX@*78?V\$NJ\N-DW""G8Y^C3A\$Z\G)=Z0W^19=34T.LUJ MO?
>W=KT.NMMW03Q\|002W""O7.8)1*FA MD""\78\&=C65\$TXI7\$*2T\IYX2L;.*M(
@1NN@S)!"-3&HMC^F+U0HK5HFL^!BWH2XQ 1A:6G0*4."00PL^+ MUTBX)\ M5\I01Q3RX8^X_8GF(C^J_E84F)\&
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<0EY\$;8Q\DM&X\$*74\$+Q\G^C&H216LP^NGE0:C@&?R?I ME^LP/>)\S.P+AG/Y@9.IX4%4T-IVA>1D9P\$@BBG
OGRVE370)"E2D^; MQ\$Y.P8MWE2R9^IAS1FJ4+1-)H.D&Y-0HSOE=.;+HET\IUI5)9K^P-MI*U
MM6\XCFT>R>F^7Y3.@>A\^0&@F2W)P(^S\$Q0#P1M4=I2=SLJB;/%A8B4.S^CT.#@0N\4%;>OOM0J^EPP\$Z;:0
0)"3HPP2&S4^YFCV4?7\LJ4 M?M<6AWY7\A\U=(^&W53+|RS**YTP5(;S)QI C%31E^D_A6IZGV;JXF
M_@;JW\G\YY\4TC\@1-%XQ1^Q#^VT2NW)Y#KN^6;OBFF(CS\>+E7><7\ M58=1-!?\$OXR\$6A;W4R.33&<@>
I\U5\J4\IZT\QY%G^Z^AV\48G;C>:)UASD M\$7;H9BGX)H=JA0>HLW;,%-E\$S)?HNI-
Q\H^+ZC9LF6%EF13S)Y)QODC(MCBBB5=UDA0(ZWWL/&@3S;F4^~#%/X8\2D86(-HEG=9-7DM@0)+4
MW39);NRI;L1\$9;HV8#DA\1BBEB6^QVPP\#S ORB>2 MB\H\H\ P_0BQ1@?N MEF.Q=KWJWX
WJT_L\8Q;BU=Z\|X\!@H AU#G_P?LEQ)T\HX\3\C(PB#V MO?X^FA0%-T_%<"SP^7NAW+L14\$&^E9PWW_X2W
5AB-C7#(A^>9P\WT6 M\3S\J^;2_8&-GAH\!-/0QZ-8V)0*YH+;XQ5V@K=(S5_ '(5H\JK^SZ?0M\
M\44\RS5).06\A^0.YA05\J+5U1# AF4H\$S;J^;J^;0-37>\$MY9XWW<|K4\$; M1R86G;E@|L_+
I\48H^!&N\4P+|>NGJ<-1SE MJ%+0^AM^Z C\AOL\CL>6\|@37B7ME(F\H?
3(PQ62<%1X0XEV>VOOT^=8G^?H\0\%_@|M(=.6=1QN3HUEUV+*3J^J<^9#* MEK3JF1-?R(6I^L\IC<=3D15-
=P\$K\$K5-T)9UGSOKHC,V""%12;#D;)RJG6%IW M%ES#@X-4#J^20+|Z<?. 9K6@!7\^C&X^4(JBVESTK?^I%;_VU^43;\$
M_L\$S\$%LF\$6S7>Y\0H&EZ11G59\4M)PDA^GS8A+ +=|^>G3;W^ARY\ OFF. M#Z\Q\FKD3(-
S;09E:0""R#5H.G2J)7;/%O\HF(HJN7=A\8\;X\$=;J+P MT>2^T-YKFGFM)M@EU8_KQ\X@88/
S/=JW=+)I^!"@6R5T^*.HIJ (-1RN_4=U;Z\|D6G??;V(X8?7WL3+3R\CTUF=L M^F)C(X\;K)G><=>(2\$ _9>0D^5W^?)"
<+|1406\9NJ^*W(AH^0+FOH0%6 M/D=PZUHF^M9;-(+IUC+>;&9FS^1E1UB< XE\I 70K^FLO%MNS)0\X@+"1G;
MQ\@RECHR87>B- N3T0^IT/G#1RY&4;T\|5LJY^M8GS#4&; F437\8HL6%I08IERWE=CA#E\?>2PN0^LL6
M20CT2Z\J\1.3:4AA130CJ3W QITND55O M9;D5\;#F5&KH%&NH(A^6IEQ/Z\VO9QZI4NND^VT^YE91I>K0H2@
M1Z2#;8\LYUK\C"";? OPD%MH4\J1W\$#<;JK;H\2.MC(1>H=9*^_0G8QXLG; MIU;%6\WK2QZ^*<|8(34GV^|BE-
K=;V^69+PL6IWN4 Z MR;|SFBF%\H2L33M6(33F^I\ C\0JFV\Q2T? PPG@%A; M_L_07R\B;9J\$//+62@;KZ=36K22*
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M^F79OM%R!=VWHNT^<+Y*?;2\SYM4FLKS\+H3.A.JRHKCFW3 R^I#Q%O)KIY\$
MSA1#*_V70<1&^%BC\|BT\%%;@G?MV\LD4ZU9E#-3D4FU2JFQ
M\#D^DJH\J8&@;^DI^2S@U<=S\$7)M)4PEBCBI2;.)@0-DD\3+1%5%B\BU&M
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M983E%UQJL23HJ"@E\$Z\$N0GVE53^SXTTC>%0<#H\$13\8G^Y_39*;2)8" MRQP*"/>;
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N4QN^8>U16A&8F(U6\6U/MB+|L M09-A2B0#5^Y;NZ-FO%LHO*!#&S\QK\-*9\$NJO;"E#&^L-E6"^B\|Y^>S-4?
URW@HCWP-KD@F;|(L^E MB#1?|>AU4<|G;R)EL\""HP^E.TNFEK1\22:063&P%;2J^UQG_<#(DL;76-M%K***.

I ZDZWS+HR!4-RC)>P6N*R.PI&S3 4QI/4.C2N-M+!X&"RG+Q2*SMP4%'8T1L JY#3(ELP"=I?T-
^U.^[WI:#KLCSoH1B=C!>=M=C:EAY\YJ34"9+S@3'<2FC^M=O'Q5_?_?NJR_2O?_LO7W_?^+OGS^"
I=_'16_CGXM?_?S^L_?A9^_G MJI?_?Y_N)7I_+ #IV_??U?7?'KW^>_?J%+/GO\I^D'O_AIT/JUC YX8^%IJ\$;
=<O5E?#7VJ0V@B8^&WP>2J=P.NB?RWA2MN1CQ)N>J/'&+U=C@N>;<@^"^^/
M7JNA0<&95#0+PMIL.%M0_<G_<L14'GP>?J<+CZ1-G?<.&='ER;@#K/MU'ML&_INR;KIG0<";RH11_HWZNJ&.
I ZL!B'@7@)OB-D_2I(OV>14GRM81P MHG4L!_F6"VQPD R%1CB9;X!_N%QP+A@10;)Sj%_G'IL0')\$YAHDFU%3_YH3B
M48P).4:2AS-?4HXDJ9GAF2@N>5JKA>O7@84E\$%KY7?LN^/A/KBOAMJ_E7N MIV>JSS7"?GW_E_CFN:C#37-
H4+M%0WRWK.7C5<(&WYBO\Q2X_K_H?I>=Y4' MN\^EXI'M_H_7I>KMS?J;K4%_RWN07=I&E/4I#
<&RIP&GXM)E5-F4YODZ52D_M9Q0A7&3BE?K#;Q#>X"S=OPHIJ)&/WI=W_?TIF^QBF_21-)&)W.=OY.&:FI
M)+L5'YS"/U/U9G&MX#J;2N?-%NM\KKOE0IH5?#_YW>;=>C I>TZ4<_TG^U MO2)V&OS5E!5_5+LOHK?6=I@BF*
I5?>Q9I>I>S;7^<CK5'U>YIUQ1?2V_18SYB\$AM))D^?3 M\$!_W0ZUX?84TZE1I>2N=B/=MX-
>A\$_4B2!O_@OT.YV;H/_@BZIOSY# M%=>HJCK>I-K_7QIU&60_KNIZH_UWIC'914OSY3;_N.US\B2SQC_8_-T_M
MUH?I^T%GINI7_"WGO_*I/K+L&G1YKC4?JKFYGU\KL3-N LND^I&RV?I?I_MX.&
IK5%>W=VI+BWN;J*WM!3D\VB\$^B+P@4_"%4+.);:6_.\$3U&KO<-&GY_Z M><@)VEZZ/I/OI5\1I?
I PMA!G0L^0P4I#HJV\ZO?WfWV)J_K\X6Z!;\$M_ZIP_M'U;@E5IV;M7GH*!_SHI??
0ZM!72;@_JHSX.%37;JY4HGS1H;C+=WAANN_C&_M7I/D+I_5/I(Q8E/IL9&-
SN#AZ_'V7TCBN\C&-BR*CVK4P" T(EPH?N8I6(3G3_M5R<Q644OU*6*M'3)'_MUV7/\$:4?
VZ*JWSY^7=9I%U8I;HRVU9F(&X@HBS'TS.YI=^TOI?/?%_:8Z\ML MY^%>8'36^W\IRFFG-'=U\NW-
TQD*W=^Z_A179WFO_7X;K5+Y&F\$F_""I^L)D M>B844MQ;S^T;
=.;B&^VHTX2Z2O*VHP#0A49<K8_+1+9FHC_L&X12V<L;MA/SIG'R'W5L/-HV?_6Z\$_4PT
MKY4P7R0F2H)3WFI84/\$_1*PV)I;KT%Y\A8Y/P&BPJP;I^ZCSV.J(>_9MV.);5E;RGL8<0_M0_FHR7\$P7/>F?
#8Y0Q@E>B+.%OS9;Y MB*;7&ZQA_6I?M3NJLH1GSA5X+?#E1Y4"2=_9^%A>MF;QB;EA-0J@3OIZ"HA M=6""^Z#
H;C;IXQC;DE,%/++42Q6A04J..R#5Q6+JRU_*W3.F=&Z\3IK7/-M;L';G;"VF%DG5PS;/4^8_7(2J=J_.B-3AG!'
G2FOO^Y;JHFW!!*WF'G\ MHECN\>35/N55^>P;9AJVVI?9IJWVXI46XG^NJY^SGC)J#7ZHEG_WW(6"@^+7_M)*_I\$L-
9X.>^!A_GN2*%@@WTNI^O!1;VWECV!%KO"0L;PXM.&=Q>"L\K\$4IF
MB*YHG0^YE6X(O1*",MQ6%9E*)X^@I#;8HCV;>6W8I=JL1N M'I<;Q;8)04Q\?SX<*6.=9-
70&^3^X05_!5*OSY&."EO@.>07BW#.;JL6A(I
MC5IXY+W5X)=@7+3U;BW^99/MR/"I@4Z0\$^XY'DI^6G@O@O6IT>>YY<63>"E M.NU6?/IH);/IO4\N<--
Q=N=L7V+=@F0H'Q.JZN5/IFWNW7*X7X=?;JU_M?CE>:'OSS-'*^*KCB/URQ*ACRPQZIBX"
NM&D;'50&!FD83Q+9;YKL#7_M<2CXEJ+.3)+>92?/^5&^!T.?RTB5P&EN-FT2YA@0.(BT;Z5\$AK)I63;#L M-
/R=YW#_6S_(G(X3M^'B_7Z0X^G_)^C;HV1Q*^'H15R!;SN/4'9+MY0%+ MH(GI8_UC_R#484IGU+6DT@8%IG!
R\$FH??"^ICI65RE2P029FK<@;#*LI69_MIXY?D6MK<0ARPO>#MC&C@%<^PUO!_6HA;@_K^_Z_-NDLI!"R
(XB0^FRSG
M2SF>"J3!0L@)#SASC("YAGDJZ/VOJCJE@7KEAH&IY^)^241'DZ<\$TFC(#&G&1!PH&XX;QKF(\$QQR5#7'B#UK
I*#!\$F16*#_S>LP=CHFEOM" KM_% MG?/<0=?3(KWBL5CST(V/CZTH?_KBY2<4-KF0'D#;N_+Y+\$V6-S/O;TL<
MNM6F/1KP.N<C(0_"YT_LD=2Y2M/KD0E&SH@)6@/G!G_8\XORGB(Q3VB\A\ZE4\MY#I+PD(8I_M=%^U?
L)_WRFE7_2*Z\3=OX)%MB;EY@XPR2;S<_<5S@S"@%8\$36_7>S)S(ML^0.11^>PVG(9BBOHEAL+N;E
MNU8F\$D0^&+RHM#"*!P_Q?H%7X?' I^)^AQYE3_6'+@=@>@1MD-S\$H7I,4(S ML\KJL*2JLCO^+(W@3Y4_Q;
HYK"#/YVILGH1997W*B")D4A-\$).AIQ3Y#2D_M;I25+M"5F<2J/K82L/B#PGU-
\$="IE=R.S3M"3Y;QF3AP\$ _B2;B@;.\$T&%N^_M1;?T%CBLL^!%J5"IC/K6D03'1)C)7RN<_JE4.2_UBA!;27LWUI-
G7VIK9 M*BZUNZ++;RUG)/N(I B;_9B!%V#>%D5_M5HQ+#+G*)/Y9#1;VN_MHV#F9_MMS0E?-RFH&=;
(YF#^*6((OPO&4HT#SS+T6>I"2<<0D6NGX4+!;=G_!4?KIN5OUV;S2J_LEG
M;J4;M^KGXXVWD0U8Q>XRWIP&IGD7LD;#P\^JKE/FAC02
MYI50OK6/>I^'=\$7>D/W\^'^_B.8+UYI%L;3RLVUI6^MKD3,I2YU..W/&? MNQOV6>(V/S/3H+
HJEZ%FDGP5SNM%1!65'HVL8-NT.Z;UK?;*E4@D<0_M>3IO4I#EVD5E,S.M^R9SNZ!MA_-V7Y?W;YO4MCS-
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M'V60%IY*Q%AOI8U">VOKH?E2YB++DDE(M=O<@CKIN_KI>I#K2K?P4O)0TF M^Y+9#^IRP_;K37CC?
09G\Y@K%\$@;>S58V/1ZQ>9L_!_9_YEM+SZUJB=JH;_1&OH_CY%8@5D*!T_-V<I/2IC.Q_7T M7\$S02&-ZJ*3H03O-
5QV5T>V*Z9IO>Q^FT4\DW/8C+?<I MD.%U^;/W6U)I>3G_5\$;^>I2>P?ZS^N^U/J_XI^A5H;Q*&(_G^XILV&I=!
Z;Y)4;FV-/F=E^@ZC+>?IZ_>N# MX)LO6>DN*2\$Q65CYML"N\$17+IC8QI@.&#JUL0!SS1R?N<7_=W_-8)44)%
M>@O??PGS(8I<.<@;8TTE!3\$TF(E,<37#+E/P8IDRS_G!38X+D3.9;C1X_MZ;@9@^"Y";41Z!\$4D+DD\$^11\$;#+#;-
I>E=)BG(&T8_1^@Q\$6%*YVW_8#3_M8I+07)?DJP*5(I\$!)<FK<1^+>+Q%\$.LHN!*1(O)D2*>CA?&61Y\$3\$<00(I
MS@IV2A-@)^2>JV468DW1>FX Y(8#8<7;8HU^O/GY7R;117OY;38;8=K"/LU
MOI@H>)X_@I&8T01NTP E!"O/U931DRP>3J=3J!"39WNJUNN_^H6ZW_?-[YI?IM(=[N-CZ<;F7#\$\$IU;"X/IZ'?
IQ@?S#QO0T(CF\$XZ6A4LAQ>NM8NZU;NJ9+=;C;27_8ZV_D MC.<3(PW>QAZ(ZH;QB<+*G_0W>I V-
D<45;LIOXOO\B#)I)(^:9" E.&>^M_.6J^4;=BYI?Y^O)I2=)?*H+1P_.VX+G\%?;_7VIL6/B")5\$XU3F*Q?L>;_MI'-
+FE3E;N7>(2E2C)K%G(1RIVA_YYK^>;&X;MPD) ML\WNXW-D4I;^I^15<7KK>3J2BNL63!-
HN"+G_NC<>>_?4Q?+Z>038_M.P&G0;0YHC?JNWI^_P&I=0RS*5RQ_QCV29@OW='FH^4V<1L;+>2Y2L")
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IVQZ^&5W_?Y5L'E0I'K9DC-T\^I^Z4=%MY66'A<2?_S(S0&\$2_ZYL_-M&3&8IS;
(@R<@<=8).F"AR8(8R^A)5I7EIQ92YI"DC>@Z/?Q7_WWRBHU_P8 MO>&@U>_N!AQNW\J<;&V_!S70'6U?6=AKO
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)QDVQ2UI+;89_7I8E8NN3Y69CZX\$=S(O;+>=)M#28BSMX_J_U&FSQ"A65_MECI<I9K=2HJCIVVTGGDZ*
MY&"\$#.HR\&1_%E(WO%IX_W;G<>ED>_5LO_Z%/%L_OTCB);NW^TP15\(>QR
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ISH8=A7C%25DA@D;+!<83;I\LK1_?(*TIV^=IS&E_MJXPK^>I78(-)X
_81KI'&^I\I3L8\9K3B;Q>14UFH\K\$67)H1+VAI&G_M_?74=;B>)I_*>Q4^XEU_T*M3_5G!%M215X
^_IX"777B#5-&WS@%I ML.\$T;7VVIGAC_ZI2OG6/MO!>WVFBH;H=C\E6=.6^I3<).FB12_1!_M'B8-"IX-
CC"XUF\UIYBD<.)NS\3KNLAHPE<6DN5_4 MU/#XE%2WM<>2>2?EIDNZ8Y1Q)T\$ZD#1'2+HC4TI%9/0&J*?
S(U1/W99+<3>4_M=IUARIF_#;4=G+MCI^Z/0D;I(HWDY4GS^*C16FH3J^USU)D)^_V2KQNJ^_L MBZ82K\<;
IK&GY=BAU+_MAEHX?2'G0L29<%4+_O/MZJR;2KM\JWV;8N9\$;-(VEW7G+;GZ;3&@G_2#_M(I\$@H-
YN\I/5%/Y)ITCS->1)BH^L*_YI+NIYITJXY(O_A;C1A;O7>Q5/O_M;9_@!MS73SKZ4_HF02/4R1;=_IHHI-

:=%ZX WO/@-\$?S>M%W/7IY OM MS6ZZ0C+I5YBZFJ1B&N9>E&29TTV'DE/^N.LF\$IT8R0?GSAHY)9*/ 8%#W=L
ML--O6EPGWf+(NjZ=*NR5B0JWLFp-4MEV4T*W7:1I?/H?VJ?1Y0)>Z:= M*PEM*.UZK7W.C3JvX.SS:K*QTV0-
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/GK7875-QQF4YF(*HVR1.SH70):D7(I0L MIZFET2KSP5:1')(3J(7R&BDFYMAW 0Y.&F.N@DI+;BS; @%@-
YC=#K(LF80:5C3=A?ELQ2TN-MLU9-=[H=CjBY+QID^0 M?2CP3(1Q!L9>->OB_Z)W"
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MR;JZUWVM.=GTZL(\$S:0Q4HH!&H#DT\$!+.(T18F3+^"jL(F\$!-F0X"P.<09 MUH.X90S\$FF10"QZV'G)_5DM!J
V>J-.UTG->-(Q2INT\$X+IwAP"C>A"@
M#.)3\$MR@R5ICNX.C&M"@E+L\$V"%^%+H.3&XS"Mj7"BU!=DRWG2)0*-0_F
M5j3.1%>C/E)>3!!&X&D7A#8@6D:Q#<"+;4&\$=+*AV\$DEU)R3=@Z:(INVCZ KD6LE7/40%3N.01A)#;_M-
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fD/=0UUI=-/0;Z9AIG@F1:Q.ZZG1WjJ.;D>_+M#.UE-)Tf_H(6L\$YR@?+9T\$N5D)! MZ.JMEJ<.
(fNKFR!W09W'="K2,R!%"PR!4KjX36jR(*fE^%.6Tj_>AU?85 M:1(Zj_RU9.WQN-7I=I&f91H+/E@R?@N(f./YfU.Jf
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MD/BV)4KjL/BV??;N=|=UZ7+VY^N=YfW-EO1_HWR/UP78Q)!N=Yf>%X7Y/Z&B^f.W<=F.5%|+&>VT_-fG3T"
MDGf174^RU!;3.K2HfK3&=8<>W:6HKE4XZQGwyK.8+;_P#Q\$*Z38(f^KF4!f&
MG1G8N>U^N_YXG_#4)R09>D.WC4_?QGYK4>_V7W;PLVFGj^W^f(E1/9R\$YO-MOR/23F0;>ZV.DR<-fM-
fH1=D&D^fUE;46;-Wf5.JW=*Xf0Q_M^WW=1=Y:Yj MRE6-J^>I+L.KCT5")4\$B;2G@+4VZf(f.TNHN=M?S!PB;5=
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80 H3!;Y<<#38NQjH/8"?2T(B M+2#f6'UK-(3^@V 6SH>_Z5P6)NLZPf?Z&9R-CW01@f!f!P0DKAQ\$C?Z?H=
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9>;%M6W'fE"%^;fjY(*6^k(DD^fIKUZ%GfYfN:2.*.WWf@27UZ1#Y5K741 M1 H_14;_O
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fCfZ)I3EAOf5.XU.2>A.f-5? f187>/4YN>:fT5-Y)fS_Pf!PG+K9SQ+MU<8P:08V#UCY=C=fD)W;.CWf#OGM?%
MZ&STf0;Z;MCD3N3)j?1.WGR#fV+M4Df-7HC.P^;f!N&4(KWU^*9:fj>(7? M=E-WE;Nj*5?M*2PR#6^?
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*NWQ_fH_0@MQ^f.U8^U<Kj?Y4_5VfSLAO/X"=fT>D6)@f+D MTf^/77K-L62-6!(fj<.-?U%>fH9B)D'Z4T8-
R78.f@^V+.W jPl.5&=fOZ MK7/G<306.XS'O<fA(fUf.MM8+VA'_9L92SfF?_4L.fAK0Z:026EL7U_-M%?
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K@f1WGTHfHGfV(Z8+;RfA^B^Q&^Hk?N^f0;N(fSGSW= M&^A.EOU&fU""&3>QfCW%IE""jR>jfU907^f(fEDMB-
3T^YfLGZW M=8fL.PIHO_j M@VMfIGfU.5.%N84"+4K@?25+@_6=5F&7_&YNQ9XMOB*S?N9N%DYBW2\$%0)
MO"+HR#@+X59P^B(LjU"7)O4FZ1B&N9P<3)=3G+X.f1f1.FO@79DSVCf7?^f.S M:G^PIS:-_fHUXP_K\$(9V%*X:P;
fDA%-IN^U-5P\$DM>f\$Of=\$#&3"E7fJH8_M PK&f!POR#*1;D,^+-8(f(MMRBS)K.@OB&9N+
(R.CZ.VW_+7&7D)^fO:L%2Y_%&A)MF8+>f2P/9LS\$S>_M C9NMMUfO)fE!j<2CF0_*YS00?fD&YWEUOfBB;E;
f3D\$S..RD:Q<)'Q3 M(W&fA4C1#_f/f7H/MCWfF1?X9%IUH:01)PA;f2&"L*%ADXfZ7PVOEU(4Q.0Kj
MZ'7Q>8/5@fTfCf^6-LIXW.H.QVBfR^fY?+fT8%K>#^N?MYKfZjOJfW.f6? MKfO5N#4<5/fBW9W6?
SfH#=#fT;?Y^Q4NW>jXSFMAfWZ&^fT90*K;E+7&93# M@D;@;X>?Y4_^XQfE8V
ZAP8fL>;=8BZ_BIX=OW)fL;U#;S>fIS>D6-F>W M#+15f1%CTj@5P:PVjGRW=MM=>W/f!BK/MQ3P&f!C7?@V;
(QH/W8BKX3R^+ Mj@Y8"ZfVDP%UU_@;f>L;YfC73;=Y%8*f\$DZVR!^f!f5!D@S%YN(2^_E;?fj M(@)5H/L?9)
(_fUf/L6S:_U"HXT?O\$!@M;NNVKLFY)*&REf+1NZ).X/N#;_@ M#9 G6_5W%f*1jA?Y1S_*HYIR?N-WY?
Q003MWKOfP_3ZYRM%=_1^CO?N;<;8>=0^+G)W>^YXGQ*f!QA4XBj3V"8(W T/HO)f68FK=1\$&%&fE;Z9>fC-
f=>KMUON@_5E(fSWfD M&fQ_jK(S0:OXfZfDfE"UfTfSMTQ?HfJfUZWCP7LXV"ZfG.LBNK0_Z^EW@5? M-
Bf!@%f^&2%F76R3#*~fVH>fDC"ZY?<"C.)TFDSIM-OMZSQ>>V>YfWB=W> M?CW&DfC\$CM_MU"6PUNAM')f
f;GSR-Hf&SNQfNEST1^fj384UWfJ(fXfPY*RD8 MO'D>1-f\$(SNX-R=f2?
f+2>0=A?2#&@+XWCG2GPW>0Q<;WX\$!f+@f MW6;8>Z6Q01N4:Q."+;HC:Y^2;08>f&X#90#
fLNC/9T/Gf0BQVX"6X/GUR^MNUfM^EVQ8=)M(CB^X_~fNfWN:W=NGEYfX0HMMW/8=S*5Vf!A)PHfL M;
M;"KW^4+X@V7 TK5%/UN8&D;fEP3INGXW?fF1\$G=9B\$?&0'Z;OL/R_#16;f MZ0BPYW1>fBYDf\$18+_%>
f(-.5ZW_?N_~CMfN9TPEx)T'2SfE*!S:U@+%^G MR7PSZO13fHN;9#;KZV&1Z7CfSN-
)8<(f6;D08A)f= &SDVYfJH^0\$0#L=(MCF&YH\$ZAf0!2;="R.fA=3?G\$=VC.08:2NO=# f8%A>f7Jf6?+5QC3MYTD=
MHK4%&G2;fLZCFAXS>fA8)IK=F_L9P9f5;3@7_06"R0fGfCD0X3\$f\$.?G%1fHZ MXL"W=f
fN2UfA8Z?);G=^f.7??4Q3EH"XS4YfB8>U:9AMHB^fU=Q\$HOU M>^ZNfJf1533<>fXLX3%(:%/<9(?
E<7XHNO0S)f48N^T MS-
fE\$>_f9fRTZ'K>f/#)K7K_6GRZM=C>+R.Z;_f(KfJ.M.AU@Y+X.YfHCG7fAYW7fWfC'Z;B;+M8jW^f@_8BFHfYVR#;B
^98 M"=#U.^f/fHUK0fH@Y3&ZT\$3>K'(RPWfFf>57_E5#_9NfBQON*EZTO/HD=G%MXfFMXICH^f>;
f6#f3fGNy;CU>/CU1>CM?%5QZ2.2>O!fV_W=D;S:1%Yf5B?77532^EW6^<#6"YUMH8)W%1\$0f!>BM=WX32?
R:7;fY2K:9N?1%?PXL M_M_4^L=YX(C\$+LADR=fD-TZO(D"TT>V@3fWfH/4G.\$;<7:5BN#K67-K_@JB.Z"
M^PPWTEK)/Sf2CM77C00f?_O\$JfJfL/MNf6f#=#P0R0_8TGL8E.Z#P6G(%> M+M#fX+;Nf+Zf(fQE5CfUTF90HFA7?
>_6)_0_0LZOQX^?E;1_".j*1*&X%5ZR

M3+TKM2A<32JR99130T6R\$FU3V3>71A%!\LOG"^^5;A:&7SX1WOEDY@U\KION\GWB 7KC,,N6P\$V!
M>K!#<(.24\$-DS%S3*23)C/@APY,!(TZA90\B5=YC-DOE_E:RXF\ \$7BPTT2 M^%N"XV;.@0FP1\CU@. ?J\++@6GBS(
5% KHEBH(4?!"\$FR)P?.7&<9K_ ^U_-M>Q%, _IG,!\#DB?=>|OT_ \$0&L+UM>9>)?2YK#B\|:/?TIG_!> M)/!P?(-
U"VMY7_#SZ0IGU6W#O=?K,9Z^J&5 <%=+V/ M+T??
M&T_!< (A4_Y_#;S\L;PHN&P#Z7^&@B*E|T>Y(B\$!7F>WC*%_ %GD'DW M*6R-H#<*XWN8\X@*BC.X6%P75|;
<_P_/L N3\4)"&%+0D6,EG9AD@:
M3J('1T<@F_ \$UF7T1WBI'GKW!MR\$^U*>4W@B>GWFP8#"Y8*VM)ZC)URMJX5F5-MP'LD+YS%
<_,\$I31)INYT\$^B+GP3Z:S2%)%R_G5T^V#DY8M_.'A C\$-!8=G|!
MONWD7N:DX\$1|J2\DSOBT&F839991H92,2)73\10L^M)>W\ (CT=5=>A/EA\$C(O+G#GX9A0*><#
(>M>7M:DH%V6(&^B^UOC_-%N|^@&JB2Z%2P@+X*:1:51Q9F|LC)CF&W MJ#51MR@4MTHI:YXQ=D!*Y5\$0F)
M,"2(5FL|C'T61L8Z":/\$YH<_!LN0@7;U0#8C, #@C A#1" _JSC+^@)D|'FAM) M5+1H0AGTOR|":V+V+^;PL4FA+\$
I!*\$PPAR_+4@LGR*97,8/LK&3B=5HA_4 M\CV-R 1,29HIZ'WB%L ?2LX,TS:KL*4W5ME8P.2
8<)>H+G+_:IKID8EGINA MR\#(A<2Y?2+X+Y'8RPO6H0R*XU?@V?+3RTE"%H;AW%@@JGD(:@0\$52R-MO-
BFJCF|V*C&HW&/FT/>S&WGS|2-Q"%93>QT|G/T+V\X603F(=@ ?FHYV\$+ M
(WQFZW5/'#VYF+NS"SO&V>>26|BJHD_*|FEK|CJ10/95KNC|YPB12EO|P (CSD<4*-C>
M&7@I/(\^8AF2F<3=3*N)2B<_5CG#"> (P-G|S152%W9_!TQ87:7IG*P"H M(H6"1L@R3G5IH-E)9B2'9&%IMAE_1
Q2Y"&_YGTB,7BU=2>|8_+I 9=9(" MZ+PJ|LBZ?LLCFV'ZE*PZ)>^OKY+O9P)#Q!OK_\$>?Z@&36^7@_!DDJ;:5H1@K
MABX|X7_ _O&_@1H8P@1@F'E"B5MTK(+PPYTHS2*:8H,K"GM3KW DD+YU3>+JDZ#BSC#Y8Y^83+)|_>J(JUDH9#
MKM+G,BK,4#Q'7\$|6*A;:\$.|f5>ONXV:ZM7<{R01,0^_PIE@_(*@_ N0+R2| M3" M;L<:.#%Z7TJ/RHALL4>9_-
B'6W8#E|X|0-%2U7/#XJ=|T^A=| #0^_ MZ_/_V: ?MAX1^DX0Q=\$ESMN?E4-OEW TG(E6X2CF M>L;N;MEY29'8-
5Z|Z" T/J<:,!!L.D.9B?>N|Y<|S(5Y->WUCA0%F/%" D@-K
M"1?_W10H*GG8V\OMV4C|T_JW#&7ZOMYDOI H^TV\$RN2IB(B1'%)TRL0G86Q
MYYC|*0/,@94=4UE/\$D=QM^11XOS%2LX'WH&@ \$N06'BY6204XBU_4=YY_-U8
M3#)!_.'G_Y^0N.BB|X"\$1(>|N|QRY93+03IR2Y%:5^_Y(838*|&/_W8Z ML(X:5M4*N|IA?|X9:LE"-1"H^|H|N#L-
A)H<6G|M\$|^ MKC+31|D_Y^&UW3*RK3XL|G&\$F^R|F7D1BD4A^OR5#68'3#SZ@M JA%7|H/O
MQ@A5"1:2)*G#JC9)> M8<4%E=J-6-Y|_*Q5MA:9|MY.ZPK4|W9#KJ_X@9&)39/PIQ_0N7|OEV M\$93IWED9|6:-
D'_0N|R:B|<5"E@YZ| H(O-EN%NUO#@|HX2Z|_!@&C%(M3.? M5'N48?D0P@&6F:+=T0\$?
K1TUX3|Y,A0|>T^43P>|N\$HSHXBN*0H|@|5L<6 M)X^<#PO|_!VPP)(K M2)^7VHSX %/-2<)0SQT@#:ND-
FYO\$:46V.<3|OY0YJ74Q_-|A%*0Y|+\$. \$O_M_4'AQFB+0F 8Z|O+X*QD(ZY_7)^B?2+|Q5VQACO:S.V"?RYC\$""P"7#X'4(
MON5 A:+54N9)=0F3=:.^=V:(EG"3MJ>_!C>I/=KJDB'YBL,7>@>Q;QOTLDM D'.1P=: '\$<4 VOY^:A!-33
M_136;>EYIG|))U|=- UE:L;E=PTR'D|GWF6?@9TPS>XQD*QZ.?R<"X>&(M T\$2(VZXU!802E-
8N;"G'8'YQWF+D|OB(H"Z> +?S> 5|^Q^X!1?|QBHB9/ MB+##L;+3T+UYEL)?
SPRZT"V,0A%Z:|OYAX|22/%_ON1K&DL<^>8/8;VXLW MV8&9GA1E:RZ*M9"+IA:~58<&^4210"^6?-
@8=@T.T2D>M;|S\$Y_?^3,BN|AJ V3I8PH62S|X\$<=X)1. M'C0Q|> *R"3\$@PZD@%@(D)=M3>ESC,XF?_A4#.
S&| = M_/'%P|HV_8|QA/|L""+ _W=FG:*S3VXL#Y|N;=(O@P|E+XJC=<L.\$RKNXE M<'_.%F,GM1B#RD7|)
|9ES#8;EDY94/A^|48^9VLXPE(&2A*0T9%-A3(25MG M\$^!00 ?
@-0_MY5@ (K"4_+'#E'3+LKUD:Q.9QZ&P\$6|NF,O(D|5V0T2>>,KE MJU&GDQ*(AX%%M+8X74Q770:A+_0/2;
(MZ0)":F0_ ZH|0XFZ1D?/WZ4C_ A8!>|==|\$PV=|M_>^U7|MH|_| MO_ (1M8QP+(/+^I@8<%H?_7|
|_ (7#QESNKFC14W|8>2(>WNZ|+ PIW)*DDM ME?1F^QGCX>M|@ \$!8OMD|A-XN724|XP&G|1=.%)M//LES
B=%P8|Q1\$ 1"6 MJ|7@UU9J_2F+FG6G#CNH&5F/T+SWY2^>3AR2*TP_/?9#VMS2A4TJ?R2|J5:~2A-TLDDHGH C'-
J4|_|(| MB.\$1*)5:EN0H2XYP C8O07H\$R\$R%3SY+_ \$G|WOG3)6'568
M*KK+9HJD%XC,QHBB)6F=*FI58JWE2S.J%)CPPNB|J:P;S17*|DS%#5VP M%X|W A%G&3KJ;-\$XR6#>*)-
R=J^U:L^3 @10.DYF.)QBJ?CMARIY,OZ>^4" M<>A*V|J.)AF0HPIVW6%T#P9U^17S&1%T5JV(H:"4Z@/
FE4U:N%):9K>AR*HU_/9XNOB%E)A05+\$UG|^=7Q|CDB'MR_P?S\$H54V?"TR\$S#YC2|6.UQ|Z> 5L\$V5JQ^G|1#'-
>>03L M|K9.2 V^QXGA" V#1|K>|_G*PXRJ6MB1*.:!W+:CF%0.!:RME,Y#)46VW#E
M2J|KLXGA% A|_|1:2+#!QWUXI>|Y|J%MS9*7)1>|6V15MK8K?|974_-P1|1.5 M4|PIW*P?,<6R|_->R*EV?
0%WS_ _W\$|L67BF5DE:)@H#0:%?G|C6T(T^0|!"12 M8F2FY M"%+ "X9QT*42_\$(^|RBV% C@@SK?2*W.FK C|AP
EM|8G1Q4%KP8M3=X<=8|_M_T<)4_F8;|I2<-7W=_|S|H|6J|M#%|0%F|1|J'R*BL;TC_C)3V>_ M|>G04?R6*|PT0-
OY@EWYWM T9+|_DD-9Z@0#1<=4*)"_UF%9Q4(:YY0=G@R MRM?P#>|FQGA4*_"12\$|
|XG4:T'GUB.=U+MDR(#1Y):#Z?"P=.I?3+|+>-D-TRH\$HN (@?P|*EP\$|_)WD=&X M8*\$;/(|
&HITS@(:8>UPI#+=U3|BWL^R8-AP_?L3LDJ%L:Y@X6.Y|4KY,%T M/_ #OU DIMA_K0^O(1SNYE8?KHIS1?
+&T%"DPE0U\$X4I\$^&Y=Y7"2|I|_-X>)"B^| MDKMO<+ \$E=E25;1(K@\$(Z8H7E|>|/"OZU5-
WB'L+"K(FPRS:YPHZR:DR6|K;" M\$BUX7PY6KE_,V:6>6?C# KU5CG+^_G-8\$0FS0@A;E(9RY158A9SAYSQ:1|LX MH-
L_ \$A7GSJ9K|0|3KD,>)\$: RR2(3_I?DA#H|8|8H2_1K|J5*S*^4X*C,J%
M|C,B|0^_D|C2H.*1R\$;OVF(%TZNS:9ML)+H0#"OY'Y6PF'#PG7K6"+:S@
M|K*2>:HAUB46)W%63)A<6|4+_G_L1ZW&3WC:|H6?08MCN0.!(B_-|QZL+@S M-L.?^5_HH
&78(U T^R\$7(1+03F925Z/8IUC;GYX((M_!G+P)M3P4_|J3@_|\L3?B\$)|4L=T1MA>1&0:4ZN&R)TYP|V9;D%PT%4,HI
M0834HG85,5,E3R|7P_73(T^X34:EODEMDIV2<|PN01N\$>QEWV,6M;NV7-^Y MPD9=;YK#TX)I?
N|^B1IX5VU\$NL>:S+(-Y8CYN&UFK_!6GIEK|TRKZ1)68QZ MFR|H|5(-?
RFKOB+B|>EFK@U_Z^=%Y@30VX,R/W|XRWVUB7Z|U_4M2O|E?_%T MZS0"21T-T8M@KR|VD_S#6|Q#|>S-
3ZY/H|*/WN;)CQ&|0C=#TH_!Q'FTZM M<6>_!3Q|YCU6A2A/@MF^5_ _GX^&5J85Z3;2,1%M:0|/_ ^PG|-
SZ99:H<7B"7+ 2M2VMJU=<+&@J|V,U2* B|_MAW5F\$"_1|JLN2+;BA3,J_QK|F#TV3|H05UR7|>|0P1_SBSE.N5|K
TGW4\$)GK<=<%HI<^=34"VF8W=L|@>7 MH_ _U_|R6_-K3R"M=W,OUZ&9_!8!PG>KN5<_<^"/_B|@+>UUSJUUA!Z|
M N>TUK2T7J&T=GMF=|)MG;2^X,CY+W)|_AQ7&|)YK" _T|6^X|9N*I&^L=5_ M_=(@0Y4_N#VB67N>_Z"
D#5,CX5W;&K&KX&3<|X^<=4P<(#0S_JG3D(J*\$16 QM'H)V\$^J D?MG? MKJG61M,D4J^|KMQCE?R^|8|_
|E<<^IM-X|K=:U>J38W%66=|H9)NZKEN|Z(MVO7U8|+F,X,R>4WZ|!|MBL\$&N8\$3;I9(EPM? M)K;IW=?
N3;|EU,GF^+!9&IKQ_ (#SST:|\$*:06K+;F*>|JE%Z|^8;60*R MOYM;RH36*_:M8W%7_T%3:4#XK"NT|S|L=W"
BIT\$R3)%U|5G<:B2TRN?V&N M=2-U@3S E%5AYP.KVZG_VWY=7O=/S^J7PNM***US<=P=-8HW&38?P84;C0: M'
MUUAT>"GG;#87K'6|2>U%UMQ2NTE X#8734+@Z88^/^RZT&@+7KCC6|&?V M1|FX98T
JY|DC0>FH|N&F2=)MJ^MW|3L4K@L6-S2\$>?9&Q=4@X|C|C0<_M%|I3|=%)|P%UJWR_&JUI(C'
MZ7|UW43XHP;KWJ2P=LQ!9|@Z83T_5O?L8*?&|L;F7E;|QZL7JPTL"/MQ:_ M3M;4U576|H^J-
ZQ6QO8AUM;\$ALM(4*SBTLE5<1E9G<_BPUEGFK|H@+8H XU MM|H*:(SQ7_J3AF_ FZ*?/LO>VE^HH/*|TEN|H-
#+^1CXJP_V5^4;H#2K>@_ MSJM-P_#&U8;M#M(10|XHHV-3W9V4>J3(*? EI'^^9,1|<
M4S(-V7TEI+;R+B_65&R6IRX'UX8533_ INQOX@C8RYZ3NVDUQL
W623NE,*^<\$<_6I@/(8@3%0;B)8BQ|0R'GI#*R&%1(|%ZF1/& M|M66JZ
6T<|R+8(\$P>BNB)36T(+>#.VVO7B)35RY.7Y=J TT0XW2GL)<|FP;-F&-^O4P.12.\$DUANOX#PN(5<@JNTW*V2
MTX+^S M10D4K00PU0RQKB0P_M11H_4G=H|/=N)|@GFR45A>=9|I VO1>>KG9.P MU2PWI8XMM;<\$VO/(FE
>)40?IQTL SHQ6|_MK3HE;|DO|LB'B_2|YYS M|H?|!NBMN6G|@6+DT1Y/NXY7+3_3/X0=

IE0+9FWQGW"M0:NIWS;<>QF@&8&M?I+FHHD-@=9F/(E-EFN0E1%I4#=#DW6>X.VI.IB;.NFC*W?7@VUDIKAIHQ
MV/F/>E[7.H.WJ<.I.4.)##7+^/1RU?84) 29I.03+EAQIH=AMBFTJL[RZW184'6K4AL AC5+Y\$ RL3OR% 1B\$A.*=
M8W?S\$*VH.IE0F=I)-.I.&=QXA*G7T'8'LVX<*_F9)U^C^Z T'.73I/Z/G@>M>)%6=K N%9&8RVRR^AGB1HJC
IW4AT@^>+^)* M2<-.MPV2..K[.I.S:..^Q\$*+UP9N>DMQ\$XBX)PEKZ\$CL_1CZ6@;O6\$DUWDI2A5
M+EGO6L09@:ZL6IK&RNV+I[EU>1HJ6"G'MOX "(HMQ^C=QAWL8>>B>4JW MNLQ+N*+<KS;PPIM>=Y#&8J;:
RWKW^O*^UDLE')\$(EB6\$E.Y#H!5=%\$I'2G MSFG2G0XT\$-1CD@SfI-
JS=PE*Y%|!%|2+C#OT:"NUR6Y16T7UJ&CNW5HGI'74WNK7.3T9QH.? MA5G_8^PCH!C:..N.#!.^P_ =L3FRCO
SFL(Z'31..IB-HI5QX9#R:2/L %<^K MD37.PB4O+\$.SB*5@BWH%*(AWAP2UTNOJ=Q*C\$5+=70IE?2Q/B"3+D>"IF"
I M<./ZG=?E_9YSJH@G MW=YESKOLJH0YUWT2.N==YEI:Q+?J65D4V=-.DN\$&+7I/1&34N/TXF6K12D-M?
JW"LRW|JK98+<-/V;<62E2I-7X7?D+@?TV M.<#SBO;BFZ|9G_2VKCAZ)QY&PG'GO"2IS7WX^Y7UVP'IZ59G\$>D-
6(>W>IZ.M.WH+^CN'554VZU3=6|M^D)K#70L:E>A.W5N4U=ZDN@I;\$R7UA&FZHG|.6FDX
MY*3CZ8806AFVPB|J2Q>.S.B?S #^VMP1+6@XX+Q+22.7OE0ITBFAU>(1M3
M8%5VRGU:E&*SL941SU3PF2>29"AG5H"\$.8JH#B*V*PW-5%#).?*.2P1&Y.4 MF+^V\$DS56-
T\$;3TD.&*93H=3TFRC!+9..!PJ/S>F1@M@/*\$.13G =<2 MIAP9JF6VD(4R)CP?C"J_YMLC1*G@B% MB83 ^1GN\$-
IAGD#TISAQ"?3=I'L:1.9CRZFXH38@(:O8MXC+^#T".IG"&.N MQS+!,#X\$H3+
TQ)^M@QPRV)&A10ZGD4A=ZN)V5JD*VT8SX^7H J0ZD):FXH
M\$W8EB!;UD\$B!HP\$HD82O\$>&&!N41B:1*GO|HIR7T:9I:M(3F%M.N9^K+GZ"/ MW.6&ET\$B<.:@:60#5G<)?
=YQ.*PEI.XW8I5>W.Y?Y0ID369=3R2H#U!<3H0
MFI&GH<%='16MBCTH.1HJV6^+HJ"HU60T/=FOD")4Y0.@PO2K-*@!;R6-A6EO*99J@A4.G:T)EUOLG56-'
MHBG)HP0.%=JS'2V7Z*AA.G9/4EXEJR"=..5>Y.MQ.%N.85JYQ)5.\$A.G<"I
M^G3UEO%_4JNIP((L8^LYEEG.'BL."PH.EGUW(I%&LB L@|F.E:P+GBNQ|/6 MUP|S5:14 MV8 JD/BTX=1:|SB)H20!4
M9Q'H+*=15 GNO;7U1KL?L9X 2R=0-"NV&C7G(QK5=QN5IA>"U(#!6E2W3*B M75'T%FOD3V&P8%3)S;/HXGY%
<.EIOSK=28.E:Q!Q.KA\$|L5M;L9?I?>BV59 MK+3"G%(f8IVY|WB:Y|5I8|A|WJAH=Z=QXS:3JK&R2*=
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J3UNC\$J<9U(M3^W;HEZYJ|&=|\$.HLONPX^*1'DA"ZAI%X>;^ MI527^I.QI:N\$9+.(G MS&.#RL..)TE/M^EN?
8I&@KTEAF%21CH'20EX&S:0.)* /9I2A:1FS >I;D MV4=YEF9I>C.KS2-M/YT'. JHQ30^6>2H3%8IF%U-
VC|^*H0VIEEM:73><1.X M".8SR%1H).TK4IT>B4+4S;K17A'/FGAA>P|NIX%=-|\$.&UGIS9|C:E<01+^ MO*^T@7
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LD=E%T>1K0&.\$@8 _M7\$O8C+; MFM|K/^PA&L_3/62.SZKF(=26&@W03)OR4RFQ|ZU|\$8^VUS93;8;2ACKZH2Q
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D+AUKV|=JN&5?Y^J5;=JXWK-J 6NNG^NWJ>_R9C OGXVJ
M;SM+JRY&LOGKVH4|CIZJ&MVADU|Z&J.GV>HJ\$E4@A/7I#YK%X/;3.MDRW M0YQ.F7M^=T/F;4I4Q<@4A_H:
(Y72HIZ%0I('W8K6%#H"87"FH|QOUH'W'W' M2:KXJ7@HXC<2Y8V=WEQ/2I.C/_W?IB&0LY)IB5L!R(6;_F|KIE1-
*Z?R MF^"YK^FI|>P88RW&O6|F|BMZI2YN(T/T*0>A*AI\$VWHF/"I@LR=K+E.E M44B_)Z'Q3D2HJ5)LIRU^I(4*
(\$O*GP8053DODVC4?8NU;K/RO)?)>DOHAW0 M%|A=>_FM9RS|>90*.S_-J_6:XU|V""Fv|/(3|/X
*C=P%|IOD#_PWEI(S MC|AQVXN7XK._F.=1Y|ZWZR_N@M'??^3;=(&%THU\$XUASFC9=Q,E-&DO7:
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C2U00U9+Y3C>U+|CFI=<\$F|04I?>Q:1D|H|29U60K5.M:AB_.Z=V=5"QNT (9T;+%= 48>VF4QZ%1LC=|Y5;
H|TM>94GKA9|VXZH MK X%Y37+M|TPEB/K&:P\$SW4V:3I07M|QGGGB24P" OGX'0J8F_7>Y6YAFR!
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MKL:I.CO^A^_*\$NKN9&3JCF\$|NMNR4F;\$1_N*M:G@MBTH|>(T414JQ|EW4MGL)R=XS34M&OG>P|N0)1.D4%|< MB|35^V'1-9%J7Q#8T_LI0>/J#M%;H|I3(CFIF.WIU
@)U|U|J34A_7>0V|Z M=4.CEZ_1@N9/K#4=V2%T?I KW&IG#<M.ZT^+^+UBX<=VY+^C.B|6L|0 M+&Z?_NO2G0<15+N 1=;S|U^\$*)?9B9_OA5;8^EIJ2F41@-
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M2ZW22NK&M2H|HFI+L89UHH?JK.M:S\$-3VIN|9\$@6)U\$^ZL|GUP^1^5+5|HB|I.1P|0V|C8|BY1F52I7C.9.MJ|H@|T?Y?J^H+T-SS.PM02P.\$% @_JH^60X5#K&T|P_52<I@
M_X^I^W;W|KR5.EPOES+Y+Y^W@E?YE^*J2^?VUWBWEH>9LTS8J_MBR7Q0^9LKO;K&
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"N.8|Z@S7D^|B.EZ.3;.EO^6WX M6B)LY=JYR^|_D-1QW00.3@Y<BKW88&5C2|C.G>?>4^CDI+M0K_A?A;K M\$G0?C8)_MY|N)Z@KD6IR.MV43U6I5355Y5.1" #)Q|I:
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8@YG^I|H\$D|E@S%+>6>)>DU.WG.M+RAC^A(K|FU4&(8F.ON43-7^Z" UJ^MJ-LYWHF>6^D'E(O%0%>?N-10A MU_P^R);^R@_H-^O1SR0&Q|HT?9>M^CXI02V=9-
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I4%)&6W4/8<M^T4/M^2VY^5(E:3MS;A023E:6Z%#H|H%\$JEYC_FAN0L M#EQE16 0M|HRN32|Y|JIGQ?%A746-IR|H^C^L^&BODH/O=7C0I<6E!-2@{
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I@&|&+&C&V|M MM^ZBD>?>7M7XB&4&_&BCAW&G|35^88TP_OO_05ES?Z|K199%+HW+R-/MCG|H|B|ZIGXM^5EDA2W^OFZC^CGY^G|?GH1YV(49^2BK^Q^OWEQ_4ZW^2
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(BBX|D7CY|NY5/8O(5|K6|DCL|U/0_M|E_2/XA<+1/H\$="WBD|=-E2%;9^XV@U)JCI&|_MMH|6/E_>68;@<P=P.EVU+WX^Q|9U_MX1@YV^Y^Y(T=I^D+^K^<V)9_LN7U?

[illegible]

[illegible]

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[illegible]

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